kotak

Investment Banking

July 16, 2026

**The Secretary**
**BSE Limited**
P J Towers
Dalal Street
Mumbai 400 001

**The Secretary**
**The National Stock Exchange of India Limited**
Exchange Plaza
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sir/Madam,

**Sub: Buyback of up to 46,94,000 fully paid-up equity shares of face value of INR 10/- each ("Equity Shares") of Bajaj Auto Limited (the "Company") at a price of INR 12,000/- per Equity Share through the tender offer route ("Buyback")**

We are pleased to inform you that the Company has issued a post buyback public advertisement dated July 15, 2026 for the Buyback of its Equity Shares through tender offer route ("**Post Buyback Public Advertisement**"). The Post Buyback Public Advertisement has been released to appear on July 16, 2026 in the following newspapers:

| Name of the Newspaper | Language | Editions |
|---|---|---|
| Financial Express | English | All |
| Jansatta | Hindi | All |
| Loksatta | Marathi | Pune |

In this regard, please find enclosed a copy of the Post Buyback Public Advertisement that has been released to appear in the newspapers mentioned above on July 16, 2026.

This is for your information and records. Request you to kindly disseminate on your website.

Yours sincerely,

For **Kotak Mahindra Capital Company Limited**

**Amit Joshi**
Director – M&A
Encl.: As stated above

BAJAJ | THE WORLD'S FAVOURITE INDIAN

# Bajaj Auto Limited

**Registered Office**: Bajaj Auto Ltd Complex, Mumbai Pune Road, Akurdi, Pune - 411 035;
**Corporate Identification Number (CIN)**: L65993PN2007PLC130076;
**Tel**: 020-6610 4481; **Fax**: 020-2740 7380;
**Email**: investors@bajajauto.co.in; **Website**: www.bajajauto.com;
**Contact Person**: Mr. Rajiv Gandhi, Company Secretary and Compliance Officer

## POST BUYBACK PUBLIC ADVERTISEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF BAJAJ AUTO LIMITED

This post buyback public advertisement ("**Post Buyback Public Advertisement**") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**"), regarding completion of the Buyback (*as defined below*). This Post Buyback Public Advertisement should be read in conjunction with the public announcement dated June 19, 2026 published on June 22, 2026 (**"Public Announcement"**) and the letter of offer dated June 29, 2026 ("**Letter of Offer**"), issued in connection with the Buyback.

All capitalised terms used but not defined in this Post Buyback Public Advertisement, shall have the meaning ascribed to such terms in the Public Announcement and the Letter of Offer.

**1. THE BUYBACK**

1.1. Bajaj Auto Limited ("**Company**") had announced the Buyback of up to 46,94,000 (Forty Six Lakh Ninety Four Thousand) fully paid-up equity shares of the Company, having face value of INR 10/- (Indian Rupees Ten only) each ("**Equity Shares**"), at a price of INR 12,000/- (Indian Rupees Twelve Thousand only) per Equity Share ("**Buyback Price**"), payable in cash, for an aggregate amount of up to INR 5,632,80,00,000/- (Indian Rupees Five Thousand Six Hundred Thirty Two Crore and Eighty Lakh only) ("**Buyback Size**"), from all of the equity shareholders/ beneficial owners of the Equity Shares, who hold Equity Shares as on the Record Date i.e., Wednesday, June 24, 2026, on a proportionate basis, through the Tender Offer route in accordance with the provisions of the Companies Act, 2013, as amended ("**Act**"), relevant rules framed thereunder including the Companies (Share Capital and Debentures) Rules, 2014, as amended and the Companies (Management and Administration) Rules, 2014, as amended, and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), to the extent applicable, and the Buyback Regulations ("**Buyback**") read with the SEBI Circulars (*as defined below*). The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India ("**SEBI**"), advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc. ("**Transaction Costs**"). The Buyback Size constitutes 16.93% and 15.59% of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per the latest audited standalone financial statements and audited consolidated financial statements of the Company as on March 31, 2026, respectively.

1.2. The Company adopted the "Tender Offer" route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified by SEBI *vide* SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and SEBI circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, including any amendments or statutory modifications for the time being in force (collectively, "**SEBI Circulars**"). The Buyback was implemented on both the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited. For the purpose of the Buyback, BSE Limited was the designated stock exchange.

1.3. The tendering period for the Buyback opened on Wednesday, July 1, 2026 and closed on Tuesday, July 7, 2026.

**2. DETAILS OF THE BUYBACK**

2.1. The total number of Equity Shares bought back by the Company in the Buyback were 46,94,000 (Forty Six Lakh Ninety Four Thousand) Equity Shares, at a price of INR 12,000/- (Indian Rupees Twelve Thousand only) per Equity Share.

2.2. The total amount utilized in the Buyback was INR 5,632,80,00,000/- (Indian Rupees Five Thousand Six Hundred Thirty Two Crore and Eighty Lakh only), excluding Transaction Costs.

2.3. The Registrar to the Buyback i.e., KFin Technologies Limited ("**Registrar**"), considered a total of 4,23,046 (Four Lakh Twenty Three Thousand and Forty Six) valid bids for 2,21,36,834 (Two Crore Twenty One Lakh Thirty Six Thousand Eight Hundred and Thirty Four) Equity Shares in response to the Buyback, which is approximately 4.72 times the maximum number of Equity Shares proposed to be bought back.

2.4. The details of the valid bids considered by the Registrar are as follows:

| Category of Eligible Shareholders | No. of Equity Shares reserved in the Buyback | No. of valid bids | Total no. of Equity Shares validly tendered | Response (%) |
|---|---|---|---|---|
| Reserved Category for Small Shareholders | 7,04,100 | 4,03,083 | 13,93,113 | 197.86% |
| General Category for all other Eligible Shareholders | 39,89,900 | 19,963 | 2,07,43,721 | 519.91% |
| **Total** | **46,94,000** | **4,23,046** | **2,21,36,834** | **471.60%** |

2.5. All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and terms set out in the Letter of Offer. The communication of Acceptance/ rejection has been dispatched by the Registrar *via* email to the relevant Eligible Shareholders (who have their e-mail address registered with the Company or the Depositories), on Tuesday, July 14, 2026.

2.6. The settlement of all valid bids, which were accepted, was completed by Indian Clearing Corporation Limited or the NSE Clearing Limited ("**Clearing Corporation**") on Tuesday, July 14, 2026. The Clearing Corporation has made direct funds pay-out (net of tax deducted at source, as applicable) to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reason, then the amount payable to the Eligible Shareholder was transferred to the concerned Seller Members for onward transfer to such Eligible Shareholders.

2.7. Equity Shares held in dematerialised form accepted under the Buyback were transferred to the Company Demat Account on Tuesday, July 14, 2026. The unaccepted Equity Shares in dematerialised form have been returned to the respective Eligible Shareholders/ lien removed by the Clearing Corporation on or before Tuesday, July 14, 2026. 2 (Two) bids for 150 (One Hundred and Fifty) Equity Shares held in physical form were received out of which 21 (Twenty One) Equity Shares were accepted. Unaccepted Equity Shares tendered in physical form shall be returned in dematerialised form within 30 (Thirty) days from the date of settlement i.e., Tuesday, July 14, 2026. A confirmation letter has been dispatched to the respective Eligible Shareholders on Tuesday, July 14, 2026.

2.8. The extinguishment of 46,94,000 (Forty Six Lakh Ninety Four Thousand) Equity Shares accepted under the Buyback, comprising of 46,93,979 (Forty Six Lakh Ninety Three Thousand Nine Hundred and Seventy Nine) Equity Shares in dematerialised form and 21 (Twenty One) Equity Shares in physical form, is currently under process and will be completed in accordance with the Buyback Regulations, on or before Thursday, July 23, 2026.

**3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN**

3.1. The capital structure of the Company pre and post Buyback is set forth below:

| Sr. No. | Particulars | Pre-Buyback (as on the Record Date) | | Post-Buyback* | |
|---|---|---|---|---|---|
| | | No. of shares | Amount (in INR) | No. of shares | Amount (in INR) |
| 1. | Authorised Share Capital | 30,00,00,000 Equity Shares | 300,00,00,000 | 30,00,00,000 Equity Shares | 300,00,00,000 |
| 2. | Issued, Subscribed and Fully Paid-Up Share Capital | 27,94,97,838 Equity Shares | 279,49,78,380 | 27,48,03,838 Equity Shares | 274,80,38,380 |

* *Subject to extinguishment of 46,94,000 (Forty Six Lakh Ninety Four Thousand) Equity Shares accepted in the Buyback.*

3.2. Details of the Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares were bought back under the Buyback are as mentioned below:

| Sr. No. | Name of the Eligible Shareholder | No. of Equity Shares accepted under the Buyback | Equity Shares accepted as a % of the total Equity Shares bought back | Equity Shares accepted as a % of the total post Buyback equity share capital of the Company* |
|---|---|---|---|---|
| 1. | Life Insurance Corporation of India (Multiple Schemes) | 4,41,639 | 9.41 | 0.16 |
| 2. | HDFC Mutual Fund (Multiple Schemes) | 3,69,631 | 7.87 | 0.13 |
| 3. | NPS Trust (Multiple Schemes) | 2,91,432 | 6.21 | 0.11 |
| 4. | Government Pension Fund Global | 2,42,805 | 5.17 | 0.09 |
| 5. | ICICI Prudential Mutual Fund (Multiple Schemes) | 1,95,766 | 4.17 | 0.07 |
| 6. | SBI Mutual Fund (Multiple Schemes) | 1,33,359 | 2.84 | 0.05 |
| 7. | Aditya Birla Sun Life Mutual Fund (Multiple Schemes) | 84,864 | 1.81 | 0.03 |
| 8. | HDFC Life Insurance Company Limited | 79,670 | 1.70 | 0.03 |
| 9. | Nippon Life India Trustee (Multiple Schemes) | 63,034 | 1.34 | 0.02 |
| 10. | Mahindra Manulife Mutual Fund (Multiple Schemes) | 51,719 | 1.10 | 0.02 |

* *Subject to extinguishment of 46,94,000 (Forty Six Lakh Ninety Four Thousand) Equity Shares accepted in the Buyback.*

3.3. The shareholding pattern of the Company, prior to the Buyback (i.e., as of the Record Date, being Wednesday, June 24, 2026), and post the completion of the Buyback, is as follows:

| Category of Shareholder | Pre-Buyback# | | Post-Buyback* | |
|---|---|---|---|---|
| | No. of Equity Shares held | % to the existing equity share capital | No. of Equity Shares held | % to the post Buyback equity share capital |
| Promoters and Promoter Group | 15,37,56,828 | 55.01% | 15,37,56,828 | 55.95% |
| Foreign Investors (including OCBs/ FIIs/ NRIs/ Non-residents/ Non-domestic companies) | 2,74,04,679 | 9.80% | | |
| Financial Institutions/ Banks/ NBFCs and Mutual Funds/ Insurance Companies | 3,82,13,028 | 13.67% | 12,10,47,010 | 44.05% |
| Others (Public, Bodies Corporate, Clearing Members, Trust, and HUF) | 6,01,23,303 | 21.51% | | |
| **Total** | **27,94,97,838** | **100.00%** | **27,48,03,838** | **100.00%** |

\# *As on the Record Date i.e., Wednesday, June 24, 2026.*

* *Subject to extinguishment of 46,94,000 (Forty Six Lakh Ninety Four Thousand) Equity Shares accepted in the Buyback.*

**4. MANAGER TO THE BUYBACK**

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**Kotak Mahindra Capital Company Limited**
**Address**: 27BKC, 1st Floor, Plot No. C-27, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051
**Contact Person**: Mr. Ganesh Rane
**Tel. No.**: +91 22 4336 0758
**Fax No.**: +91 22 6713 2447
**Email**: bal.buyback@kotak.com
**Website**: https://investmentbank.kotak.com/
**SEBI Registration Number**: INM000008704
**Validity Period**: Permanent Registration
**CIN**: U67120MH1995PLC134050

**5. DIRECTORS' RESPONSIBILITY**

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Post Buyback Public Advertisement and confirms that this Post Buyback Public Advertisement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of **Bajaj Auto Limited**

| | | |
|---|---|---|
| Sd/- | Sd/- | Sd/- |
| Rajiv Bajaj | Rakesh Sharma | Rajiv Gandhi |
| Managing Director and CEO | Joint Managing Director | Company Secretary and Compliance Officer |
| **DIN:** 00018262 | **DIN:** 08262670 | **Membership No.:** ACS 11263 |

**Date**: July 15, 2026
**Place**: Pune