

Date: 25 June 2026

To,
Corporate Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C-1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

Subject: Submission of the Notice of the 5th (Fifth) Annual General Meeting of the Company

Pursuant to Regulation 50(2) and 53(2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of the 5th (Fifth) Annual General Meeting of the Company scheduled to be held on Monday, July 20, 2026, at 02:00 PM (IST), through physical mode, scheduled at the registered office of the Company at Bajaj Auto Limited Complex, Mumbai Pune road, Akurdi Pune 411035 along with the Annual Report for Financial Year 2026.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For Bajaj Auto Credit Limited

SRIDHAR
JAYARAMAN

Digitally signed by
SRIDHAR JAYARAMAN
Date: 2026.06.25
20:06:25 +05'30'

Dr. J Sridhar
Company Secretary and Compliance Officer
FCS 1760

Enclosure : As Above

5th Annual Report 2025-26

Bajaj Auto Credit Limited
CIN: U65929PN2021PLC206668
Regd. Office: Bajaj Auto Complex,
Mumbai-Pune Road, Akurdi, Pune-411035
Email ID: jsridhar@bajajauto.co.in
Website: <https://www.bajajautocredit.com/>
Phone: 020-6610 6603
Fax: 020-27407380

AGM NOTICE

Notice is hereby given that the fifth annual general meeting ("AGM") of the shareholders of Bajaj Auto Credit Limited will be held on Monday, 20 July 2026 at 02:00 P.M. at the registered office of the Company at Bajaj Auto Complex, Mumbai-Pune Road, Akurdi, Pune 411035 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the financial statements of the Company for the financial year ended 31 March 2026, together with the Directors' and Auditors' Reports thereon.
2. To appoint a director in place of Shri Rakesh Sharma (DIN 08262670), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. Appointment of M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 156378) as a Joint Statutory Auditor and to fix their remuneration.

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the Guidelines for appointment of Statutory Auditors of Non-Banking Financial Companies issued by the Reserve Bank of India on 27 April 2021 ('RBI Guidelines') read with the Company's Policy for appointment of Statutory Auditors and provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013, ('Act'), and the rules made thereunder (including any amendment(s), modification(s), variation(s) or re-enactment thereof), M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 156378), who being eligible for appointment as the Statutory Auditors in terms of section 141 of the Act and applicable rules and the RBI Guidelines, be and are hereby appointed as the Joint Statutory Auditor of the Company, to hold office from the conclusion of 5th Annual General Meeting till conclusion of the 8th Annual General Meeting of the Company at a remuneration mentioned in the statement annexed herewith.

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as 'Board', which term shall be deemed to include any Committee constituted or to be constituted by the Board in this regard) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of

the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution including but not limited to determination of roles and responsibilities/scope of work of the Joint Statutory Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment including any contracts or documents in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendment in Accounting Standards or regulations and such other requirements resulting in the change in scope of work, etc. without being required to seek any further consent or approval of the members of the Company.”

4. Appointment of M/s ASA & Associates LLP, Chartered Accountants, (Firm Registration No. 009571N/ N500006) as a Joint Statutory Auditor and to fix their remuneration

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the Guidelines for appointment of Statutory Auditors of Non-Banking Financial Companies issued by the Reserve Bank of India on 27 April 2021 ('RBI Guidelines') read with the Company's Policy for appointment of Statutory Auditors and provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013, ('Act'), and the rules made thereunder (including any amendment(s), modification(s), variation(s) or re-enactment thereof), M/s ASA & Associates LLP, Chartered Accountants, (Firm Registration No. 009571N/ N500006), who being eligible for appointment as the Statutory Auditors in terms of section 141 of the Act and applicable rules and the RBI Guidelines, be and are hereby appointed as the Joint Statutory Auditor of the Company, to hold office from the conclusion of 5th Annual General Meeting till conclusion of the 8th Annual General Meeting of the Company at a remuneration mentioned in the statement annexed herewith.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as 'Board', which term shall be deemed to include any Committee constituted or to be constituted by the Board in this regard) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution including but not limited to determination of roles and responsibilities/scope of work of the Joint Statutory Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment including any contracts or documents in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendment in Accounting Standards or regulations and such other requirements resulting in the change in scope of work, etc. without being required to seek any further consent or approval of the members of the Company.”

By order of the Board of Directors
For **Bajaj Auto Credit Limited**

SRIDHAR
JAYARAMAN

Digitally signed by
SRIDHAR JAYARAMAN
Date: 2026.06.25
17:22:06 +05'30'

Dr. J Sridhar
Company Secretary and Compliance Officer

Place: Pune
Date: 5 May 2026

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, instead of himself/herself and a proxy need not be a member of the Company. A person can act as proxy on behalf of members up to and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company. Further, a member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member. The instrument appointing proxy must be deposited at the Registered office of the company not less than 48 hours before the time of holding the meeting.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
3. Explanatory statement pursuant to section 102 of the Companies Act, 2013 ('the Act') forms part of this Notice.
4. The Notice calling the AGM along with the Statement under Section 102 of the Act and Annual Report for FY 2025-26, are being sent through electronic mode to those Members of the Company whose email addresses are registered with the Company. The Members of the Company may note that the Notice, Statement under Section 102 of the Act and Annual Report for FY 2025-26 will also be available on the website of the Company at www.bajajautocredit.com.
5. Corporate Shareholders are required to send a scanned copy (PDF/JPG Format) (at secretarial@bajajautocredit.com) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM on its behalf and to vote.
6. Brief details of the director(s), who are seeking appointment/re-appointment, are annexed hereto as per requirement under Secretarial Standard on General Meetings and provisions of the Companies Act, 2013.
7. Members/Proxies are requested to bring the attendance slip/proxy form duly filled and signed for attending the meeting. Proxies are requested to bring their identity proof at the meeting for the purpose of identification.
8. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. The Company has been maintaining, inter alia, the following statutory registers at its registered office at Akurdi, Pune which are open for inspection in terms of the applicable provisions of Companies Act, 2013 by members and others as specified below:

Register of contracts or arrangements in which directors are interested under section 189 of the Act, on all working days during business hours. The said Register shall also be produced at the commencement of the annual general meeting of the Company and shall remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.



Bajaj Auto Credit Ltd.
Akurdi, Pune 411035, India
Tel +91 20 27472851
Fax +91 20 27473398
Website: www.bajajautocredit.com

Register of Directors and Key Managerial Personnel and their shareholding under section 170 of the Act on all working days during business hours. The said Register shall be kept open for inspection at the annual general meeting of the Company and shall be made accessible to any person attending the meeting.

10. All the relevant documents referred to in this Notice shall remain open for inspection by the Members of the Company at the Registered Office from 08:00 AM to 5:30 PM on all working days up to the date of this Annual General Meeting.
11. Since the Company is a wholly owned subsidiary of Bajaj Auto Limited, the requirement of providing a Route Map for the venue of the General Meeting is not applicable, in accordance with the provisions of Secretarial Standard-2 (SS-2) on General Meetings, issued by the Institute of Company Secretaries of India (ICSI)

Annexure to the Notice

BRIEF RESUME OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2)

Item No. 2 of the Notice

Rakesh Sharma (DIN 08262670)

As regards re-appointment of Shri Rakesh Sharma referred to in item no. 2 of the Notice, following disclosures are made for the information of the shareholders:

Information about the appointee:

Brief resume

Rakesh Sharma is the first Director of Bajaj Auto Credit Limited. He is an Executive Director of our Holding Company i.e. Bajaj Auto Limited.

Rakesh Sharma joined Bajaj Auto in October 2007 as President (International Business). He has led the International Business during which it acquired a significant global presence. He was elevated to the position of Chief Commercial Officer in July 2018 with the responsibility to lead the business verticals of Domestic Motorcycles, Intracity Commercial Vehicles, International Business and Auto Finance.

Prior to joining Bajaj Auto Ltd., he worked for over 20 years with the British ICI Group in multiple roles.

Rakesh Sharma, 63 years, is a commerce (Honours) graduate from the Delhi University and an M.B.A from IIM, Ahmedabad.

Directorships in other companies:

1. Bajaj Auto Ltd.
2. Bajaj Auto Technology Limited
3. Bajaj Auto Credit Limited
4. PT Bajaj Auto Indonesia
5. Bajaj Auto (Thailand) Ltd.
6. Bajaj Do Brasil Comercio De Motocicletas
7. Mahratta Chamber of Commerce Industries and Agriculture

*Committee chairmanships and memberships: Nil

**Chairmanship and membership of audit committee and stakeholder's relationship committee are considered.*

Shareholding in the Company: Holding 100 equity shares jointly with Bajaj Auto Limited.

Nature of expertise in specific functional areas: Management & Strategy, Global Business Leadership, Operations & Engineering, Automobile Engineering & Project Management, and such other areas.

During the year under review, no remuneration or any kind of fees was paid to Shri Rakesh Sharma.



Bajaj Auto Credit Ltd.
Akurdi, Pune 411035, India
Tel +91 20 27472851
Fax +91 20 27473398
Website: www.bajajautocredit.com

Rakesh Sharma is not disqualified from being appointed as director in terms of section 164 of the Act.

Disclosure on the number of Board meetings attended by him is given in the Directors' Report.

He is not related to any Key Managerial Personnel of the Company.

None of the Directors or Key Managerial Personnel or their relatives except Shri Rakesh Sharma is concerned or interested financially or otherwise in the Company in the item set out in item no. 2 of the Notice.

The Board commends the Ordinary resolution set out in Item No. 2 for approval by shareholders.

EXPLANATORY STATEMENT

IN TERMS OF THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 (THE ACT') AND SECRETARIAL STANDARD ON THE GENERAL MEETINGS ('SS-2'), THE FOLLOWING STATEMENT SETS OUT THE MATERIAL FACTS RELATING TO ITEM NOS. 3 AND 4 OF THE ACCOMPANYING NOTICE:

Item Nos. 3 and 4 relating to appointment of M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 156378) and M/s ASA & Associates LLP, Chartered Accountants, (Firm Registration No. 009571N/ N500006) as Joint Statutory Auditors and to fix their remuneration.

Reserve Bank of India, vide its circular issued on Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) (the 'Guidelines'/Circular) dated 27 April 2021, mandated NBFCs (including HFCs) with an asset size of Rs.15,000 crores, and above to appoint minimum two audit firms as joint auditors for a continuous period of three years.

Based on the Audited Financial Statements of the Company for the financial year ended March 31, 2026, the Company has exceeded this threshold of Rs. 15,000 crores and is therefore needed to comply with the requirement of appointing Joint Statutory Auditors from financial year 2026-27 onwards.

The statutory audit of the Company from financial year 2026-27 is required to be conducted under a joint audit arrangement with a minimum of two audit firms (Partnership Firms / Limited Liability Partnerships), in accordance with the guidelines issued by the Reserve Bank of India.

The current auditors viz., Gokhale & Sathe, Chartered Accountants (the 'Outgoing Auditor'), were appointed by the members of the Company by resolutions passed in the Annual General Meeting held on 17 July 2025 to hold office until the conclusion of 5th Annual General Meeting, subject to the provisions of section 139 of the Companies Act, 2013 ('Act') scheduled on 20th July 2026.

In order to comply with the requirements of the Guidelines, the Board of Directors, based on the recommendation of the Audit Committee, at its meeting held on 05 May 2026, recommended for approval of members appointment of M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 156378) and M/s ASA & Associates LLP, Chartered Accountants, (Firm Registration No. 009571N/ N500006) as Joint Statutory Auditors of the Company for a period of 3 years to hold office from the conclusion of 5th Annual General Meeting in 2026 till conclusion of the 8th Annual General Meeting of the Company in 2029.

The Joint Auditors have confirmed that their appointment, if made, will be within the limits specified under the Act and RBI Guidelines. They have also confirmed that they would not be disqualified to be appointed as statutory auditors in terms of the provisions of the section 141 of the Act **read with** the provisions of the Companies (Audit and Auditors) Rules, 2014 as amended and the RBI Guidelines by the date of the ensuing AGM.

**CREDIT****Bajaj Auto Credit Ltd.**

Akurdi, Pune 411035, India

Tel +91 20 27472851

Fax +91 20 27473398

Website: www.bajajautocredit.com

Other information:**Proposed audit fee payable to auditors:**

(Amount in Lacs)

Nature of Services	Sharp and Tannan and Associates	ASA and Associates	Total
FY 2026-27			
Statutory Audit	22.00	16.50	38.50
Limited Review (Q2 & Q3)	6.00	4.00	10.00
Tax Audit	-	2.00	2.00
Total	28.00	22.50	50.50
FY 2027-28			
Statutory Audit	22.00	16.50	38.50
Limited Review (Q1, Q2 & Q3)	9.00	6.00	15.00
Tax Audit	-	2.25	2.25
Total	31.00	24.75	55.75
FY 2028-29			
Statutory Audit	23.50	18.15	41.65
Limited Review (Q1, Q2 & Q3)	10.50	6.60	17.10
Tax Audit	-	2.50	2.25
Total	34.00	27.25	61.25

The said remuneration shall exclude certification fee, applicable taxes, reimbursements, and other outlays.

Terms of appointment:

M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 156378) and M/s ASA & Associates LLP, Chartered Accountants, (Firm Registration No. 009571N/ N500006) Auditors of the Company shall hold office commencing from the conclusion of 5th Annual General Meeting till conclusion of the 8th Annual General Meeting of the Company.

Basis of recommendation and auditor credentials

The Audit Committee and Board, based on the credentials of the firms and partners, asset size of the Company, eligibility criteria prescribed under the Act and RBI Guidelines and the Policy for Appointment of Statutory Auditors of the Company, recommends the appointment of M/s Sharp & Tannan Associates, Chartered Accountants and M/s ASA & Associates LLP, Chartered Accountants as Joint Statutory Auditors of the Company.

Brief Profile:**M/s Sharp & Tannan Associates**

Sharp & Tannan Associates, Chartered Accountants (Firm Registration Number: 109983W), is a premier and long-standing audit firm established in 1976, tracing its professional legacy in India back to 1932. Headquartered in Mumbai with a robust pan-India network across major cities including Pune, the firm brings decades of independent practice and extensive experience in statutory audits, corporate governance, consulting and taxation. The firm specializes in providing high-quality audit

and assurance services to a diverse portfolio of clients across various sectors, including listed entities, multinational companies, and Non-Banking Financial Companies (NBFCs). The firm holds a valid Peer Review Certificate issued by the Institute of Chartered Accountants of India (ICAI) and adheres to the highest standards of professional ethics and regulatory compliance.

M/s ASA & Associates LLP

ASA & associates LLP ('ASA') has an experience of over 34 years of value added expertise. ASA has a strong team of over 1000 in house professionals across offices in Gurgaon, Ahmedabad, Bengaluru, Chennai, Hyderabad, Kochi, Mumbai, Pune and New Delhi and a passion for excellence, along with the highest standards reliability, inclusiveness and transparency characterise our business dealings.

From Audit & Assurance to Taxation and Accounting and Business Support, Business Advisory and Corporate Strategy to M&A, ASA is synonymous with reliability and international best practices as it provides handholding in a complex jurisdiction. We have built trusted and enduring partnerships by providing integrated solutions for setting up business and managing your regulatory compliances.

A vibrant cross functional and multi disciplinary team headed by a dynamic leadership consistently ensure efficient results while a broad reach and expertise makes us the preferred choice of both SME's and Fortune 500 companies across industries.

ASA is a member firm of Baker Tilly global (9th ranking globally) in India and registered with PCAOB. ASA has affiliations in over 39 countries and is a member of numerous trade chambers. The preferred consultants of the US Commercial office, the Swiss chamber, German chamber, Japan Trade Organisation and UK Trade Offices and have prepared industry reports and managed visiting delegations.

None of the Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolutions, except to the extent of their shareholding, if any, in the Company.

The Board commends the Ordinary resolutions set out in Item Nos. 3 and 4 of the notice for approval of the members.

By order of the Board of Directors
For **Bajaj Auto Credit Limited**

SRIDHAR
JAYARAM
AN
Digitally signed
by SRIDHAR
JAYARAMAN
Date: 2026.06.25
17:24:33 +05'30'

Dr. J Sridhar
Company Secretary and Compliance Officer

Place: Pune
Date: 5 May 2026



**5th
ANNUAL
REPORT
2025-2026**



BAJAJ AUTO CREDIT LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

1. ECONOMIC AND INDUSTRY OVERVIEW

1.1 GLOBAL ECONOMY OVERVIEW

According to the *World Economic Outlook*, published by International Monetary Fund (IMF) in April 2026, after withstanding higher trade barriers and elevated uncertainty in CY2025, global activity is now facing a major test from the outbreak of war in the Middle East. If the conflict remains limited in duration and scope, global growth is projected to slow to 3.1% in CY2026 and 3.2% in CY2027. Global headline inflation is projected to rise modestly in CY2026. Slowdown in growth and increase in inflation are expected to be particularly pronounced in emerging market and developing economies.

The IMF clearly states that downside risks dominate the outlook. A longer or broader conflict, worsening geopolitical fragmentation or renewed trade tensions could significantly weaken growth and destabilise markets. Elevated public debt and eroding institutional credibility further heighten vulnerabilities. Equally, the IMF believes that activity could be lifted if productivity gains from AI rapidly materialise and trade tensions ease on a sustained basis.

Simply put, multilateral institutions have assessed that global growth will be moderate and vulnerable to geopolitical and commodity market developments.

1.2 INDIAN ECONOMY OVERVIEW

Against such a challenging global backdrop, the Indian economy remained resilient and sustained strong growth momentum in FY2026. As per estimates by the National Statistics Office, real GDP is estimated to grow by 7.4% in FY2026, which marks India as the fastest-growing major economy. This is also underscored by the IMF, whose latest estimates peg India's real GDP for FY2026 at 7.6% — which is 260 basis points higher than its estimate for China.

The Reserve Bank of India (RBI) has projected India's real GDP growth at 7.6% for FY2026 and has maintained a robust outlook driven by domestic demand, services and manufacturing, along with continued the government's focus on infrastructure and capital expenditure. On the supply side, services have remained the key growth driver, followed by strengthening manufacturing activity, while agriculture growth was moderate due to weather factors.

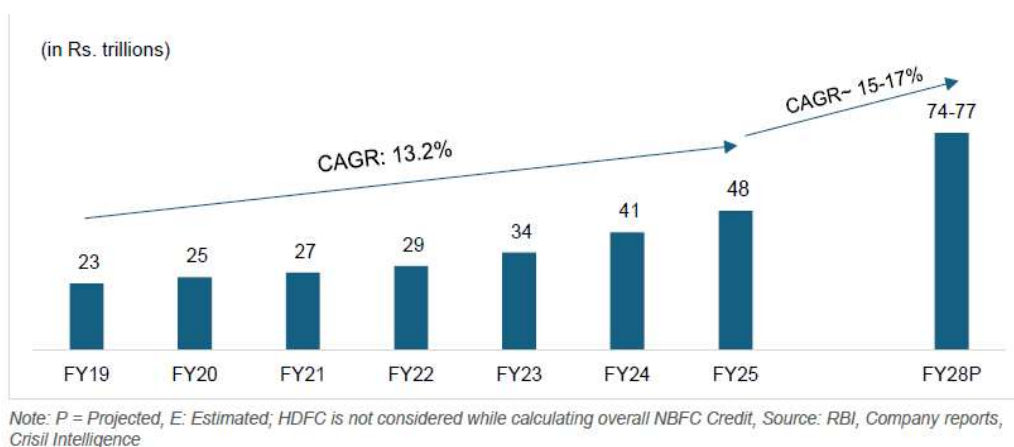
According to the First Advance Estimates released in January 2026 by India's Central Statistical Organisation (CSO), real GDP is estimated to grow at 7.6% in FY2026, which is up from 7.1% in FY2025. This has been supported by robust performance in services and manufacturing sectors.

Overall, as highlighted by the IMF, the RBI and the CSO, India enters FY2027 with strong fundamentals, despite global uncertainties — supported by domestic demand, investment, reforms and prudent policy management.

1.3 NBFC SECTOR OVERVIEW

Non-banking financial companies (NBFCs) continue to play a critical role in India's financial eco-system, particularly in enhancing credit access to under-banked sectors. NBFCs have shown remarkable growth from less than ₹ 2 trillion AUM at the turn of the century to ₹ 48 trillion at the end of FY 2025. CRISIL Intelligence expects NBFC credit to grow by 15%-17% between FY 2025 and FY 2028 — driven by growth with retail, MSME and corporate segments.

CRISIL Intelligence also believes that NBFCs will remain a force to reckon with within the Indian credit landscape, given their inherent strength of providing last-mile funding and catering to customer segments that are less funded by the scheduled commercial banks. Going forward, NBFCs are expected to continue to gain market share over other lenders due to their ability to provide flexible lending solutions and tailored services, focused approach to tap under-served and niche customer segments, ability to penetrate deeper into geographies, leveraging technology to reimagine the lending process, strong origination skills and shorter turnaround time.



2. THE COMPANY

Bajaj Auto Credit Limited (BACL) is a 100% captive finance subsidiary of Bajaj Auto Limited established with the vision:

‘To be the most trusted and best retail finance partner of Bajaj Auto Limited while giving the industry leading returns and value to the shareholders.’

Its mission is:

‘To deliver superior, smooth and competitive financing solutions to the customers of Bajaj Auto Limited powered by cutting edge fintech, responsibly and sustainably.’

BACL, therefore, serves as a strategic growth engine, enabling Bajaj Auto to strengthen its domestic market position by offering seamless, customised and geographically diversified financing solutions.

The Certificate of Registration for carrying on the NBFC Business was received from Reserve Bank of India on 29 August 2023, and operations were started on 1 January 2024.

The Company continues to evolve in customer-friendly practices and digital underwriting tools to enhance efficiency and reduce turnaround time. This enables the Company to establish a diversified balanced lending footprint across India.

3. FINANCIAL PERFORMANCE

In FY2026, the Company delivered steady financial performance, supported by portfolio growth, stable margins, and disciplined cost and risk management. The focus on sustainable growth across the two- and three-wheeler segments enabled BACL to strengthen its earnings portfolio.

Assets under management (AUM) went up from ₹9,393 crore at the end of the last fiscal year to ₹18,450 crore on 31 March 2026. Loan disbursements were at ₹14,885 crore, with 1.14 million new customers onboarded during the year. Net interest income (NII) stood at ₹ 2,099 crore, which was supported by prudent pricing and efficient cost of funds. Profit before tax (PBT) stood at ₹ 889 crore; and profit after tax (PAT) was ₹ 665 crore. Gross and net non-performing assets stood at 1.85% and 1% respectively, which were in line with the Company’s risk appetite framework. This performance underscores BACL’s ability to scale volumes while maintaining yield discipline and a cost-efficient operating model.

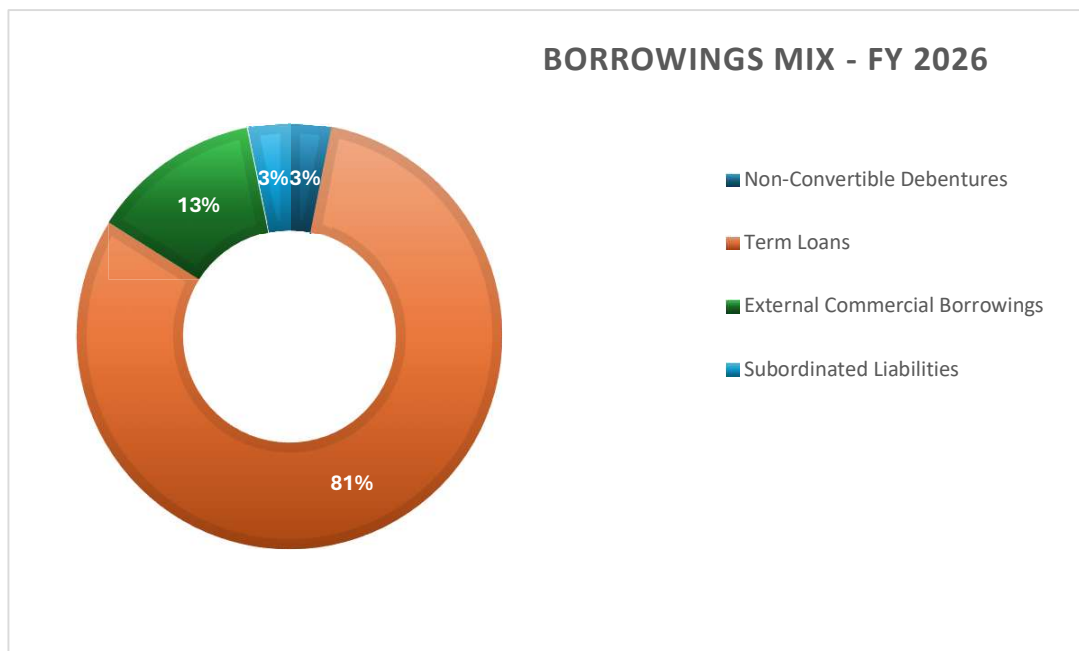
The Company maintained a strong capital position with a Capital Adequacy Ratio (CAR) of 19.54% (including Tier I capital of 16.61%), which is well above the regulatory minimum of 15%. This capital strength provides a solid foundation for future growth. Liquidity management remained conservative, with on-balance-sheet liquidity buffers of ₹ 485 crore (excluding sanctioned but undrawn bank lines) as on 31 March 2026, ensuring adequate coverage for upcoming obligations.

The funding strategy is carefully diversified across bank lines and capital market instruments to optimise cost and maturity profile. Equity infusion during the year amounted to ₹ 300 crore, bringing total equity to ₹ 2,700 crore. The credit costs for the year were ₹ 543 crore, reflecting the Company's prudent provisioning policies and continued focus on early-stage delinquency management.

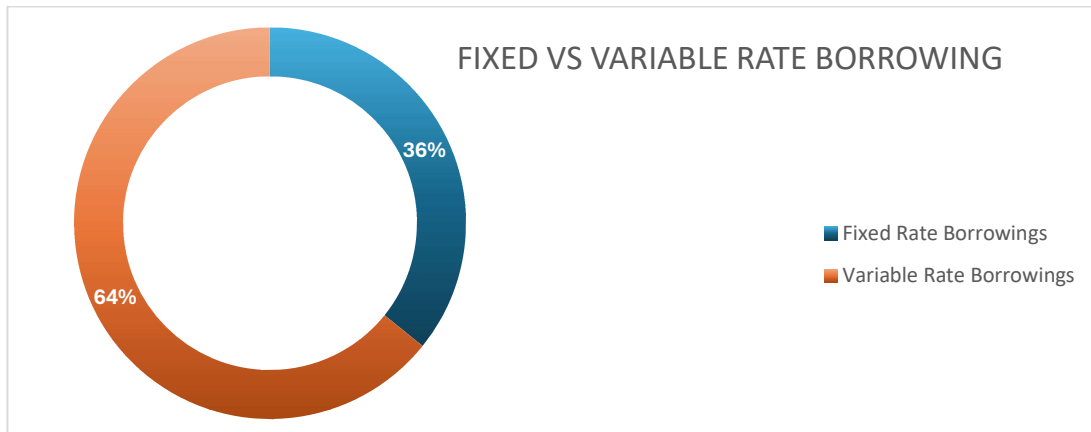
The accompanying pie chart illustrates the composition of the Company's borrowing profile as of the reporting date and highlights its diversified funding structure designed to optimise borrowing costs, manage maturity mismatches, and support long-term business growth.

As depicted, term loans form the predominant component of total borrowings, accounting for approximately 81%, underscoring the Company's reliance on stable, relationship-driven funding from banks and financial institutions. External Commercial Borrowings (ECB) constitute around 13% of the borrowing mix, enabling access to offshore funding at competitive rates. Non-Convertible Debentures (NCDs) account for approximately 3% of borrowings. Subordinated liabilities also represent about 3% of total borrowings, supporting the Company's capital structure and regulatory capital adequacy requirements.

As a result of this prudent funding strategy, BACL's consolidated average cost of funds for FY2026 stood at 7.52%, while the exit cost of funds as of 31 March 2026 was 7.38%.



The accompanying pie chart illustrates the composition of the Company's borrowing profile as of the reporting date based on rate of interest (variable rate or fixed rate).



BACL continues to command the highest levels of creditworthiness in the industry. Its long-term debt programmes are rated **AAA/Stable** by CRISIL, CARE, ICRA and India Ratings, and its short-term borrowing programmes carry an **A1+** rating from CRISIL, reaffirming investor confidence in the Company's financial stability and risk profile.

With its strong financial position, low NPAs, growth momentum, well provisioned balance sheet, strong capital adequacy, business approach and strong start to FY2027, the Company is optimistic about its growth potential in the future.

3.1 FINANCIAL OVERVIEW

₹ in Crore

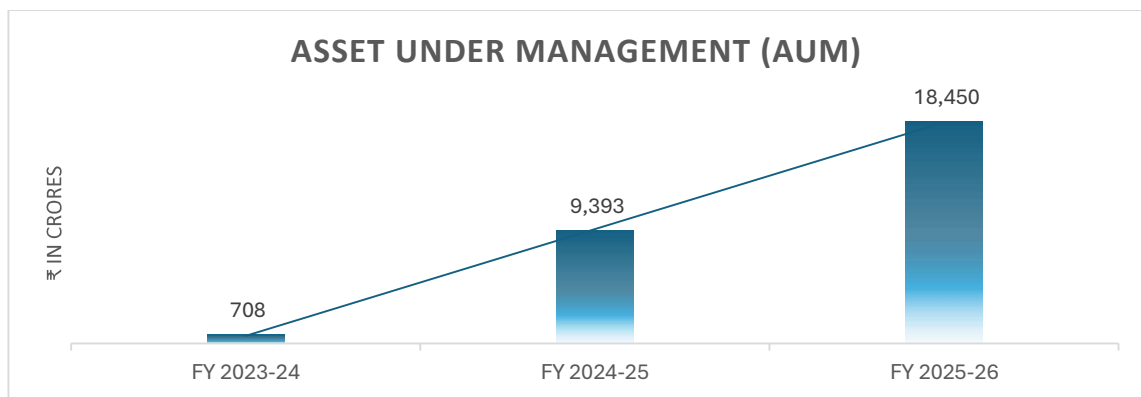
Sr. No.	Particulars	FY 2026	FY 2025
a.	Interest Income	3,032.53	1,002.46
b.	Interest and Finance Charges	908.38	320.81
c.	Net Interest Income (NII) (a-b)	2,124.15	681.65
d.	Fees and Commission Income	195.03	31.48
e.	Net Gain on Fair Value Changes	18.39	6.87
f.	Other Income	1.65	0.04
g.	Net Total Income (NTI) (c+d+e+f)	2,339.22	720.03
h.	Fees and Commission Expense	291.64	48.32
i.	Employee Benefits Expenses	239.75	198.30
j.	Depreciation & Amortization	9.87	4.93
k.	Other Expenses	356.23	243.00
l.	Pre-Impairment Operating Profit [g - (h+i+j+k)]	1,441.73	225.49
m.	Impairment on Financial Instruments	542.83	147.34
n.	Exceptional Items (Impact of New Labour Laws)	10.32	-
o.	Profit before Tax (PBT) (l-m-n)	888.58	78.15
p.	Profit after Tax (PAT)	664.84	58.30
q.	Other Comprehensive Income (net of tax)	17.10	(24.31)
r.	Total Comprehensive Income	681.94	33.98

3.2 FINANCIAL RATIOS

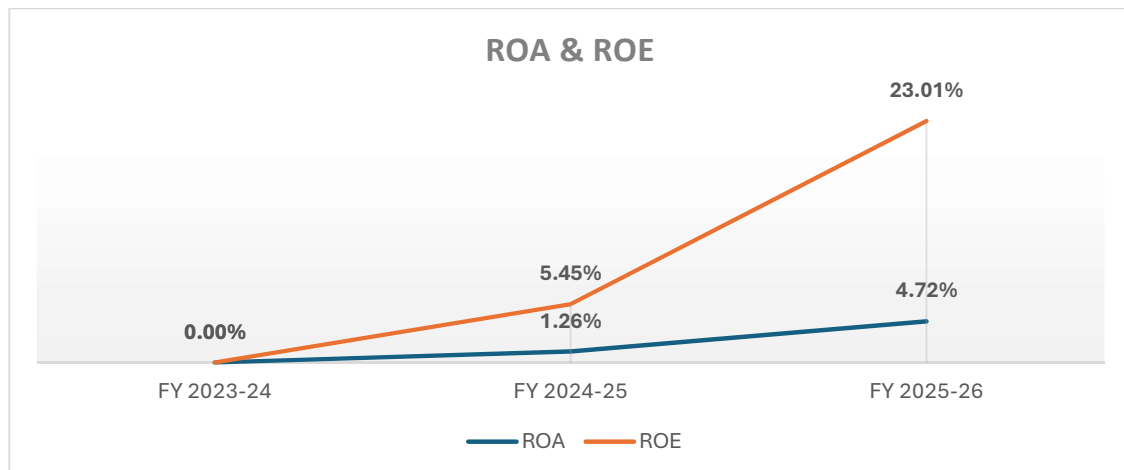
Sr. No.	Particulars	FY 2026	FY 2025
a.	Net interest income (NII) to average loans receivable	15.08%	14.79%
b.	Total operating expenses to Net Total Income (NTI)	38.37%	68.68%
c.	Return on average loans receivable (ROA)	4.72%	1.26%
d.	Return on average equity (ROE)	23.01%	5.45%
e.	Capital to risk-weighted assets ratio (CRAR)	19.54%	23.73%
f.	Tier I	16.61%	23.18%
g.	Tier II	2.94%	0.55%
h.	Gross NPA	1.85%	0.80%
i.	Net NPA	1.00%	0.44%
j.	Provisioning Coverage Ratio	46.71%	45.00%
k.	Earnings per Equity Share	₹ 2.49	₹ 0.43

3.3 FINANCIAL TRENDS

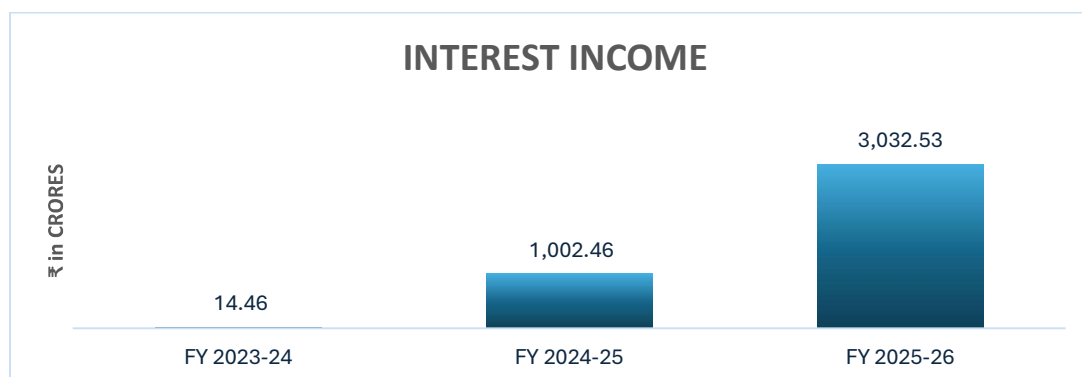
1) ASSET UNDER MANAGEMENT (AUM)



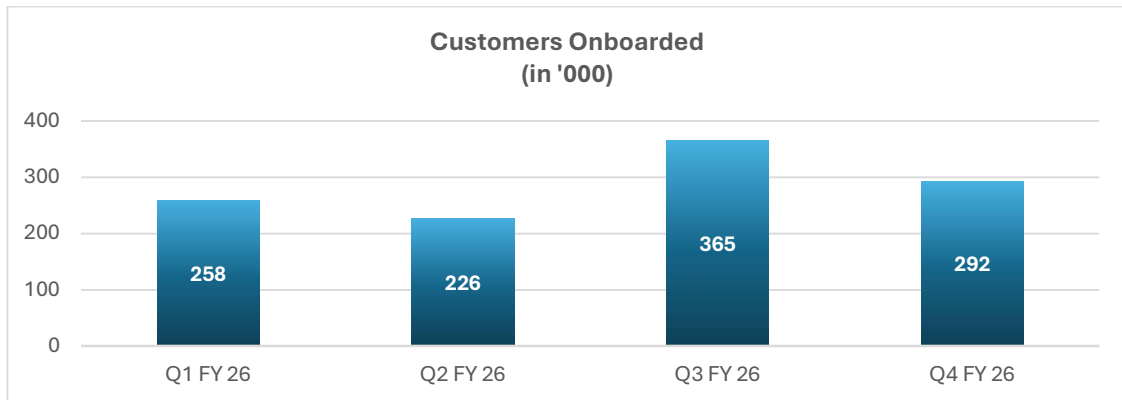
2) RETURN ON EQUITY (ROE) AND RETURN ON ASSETS (ROA)



3) INTEREST INCOME



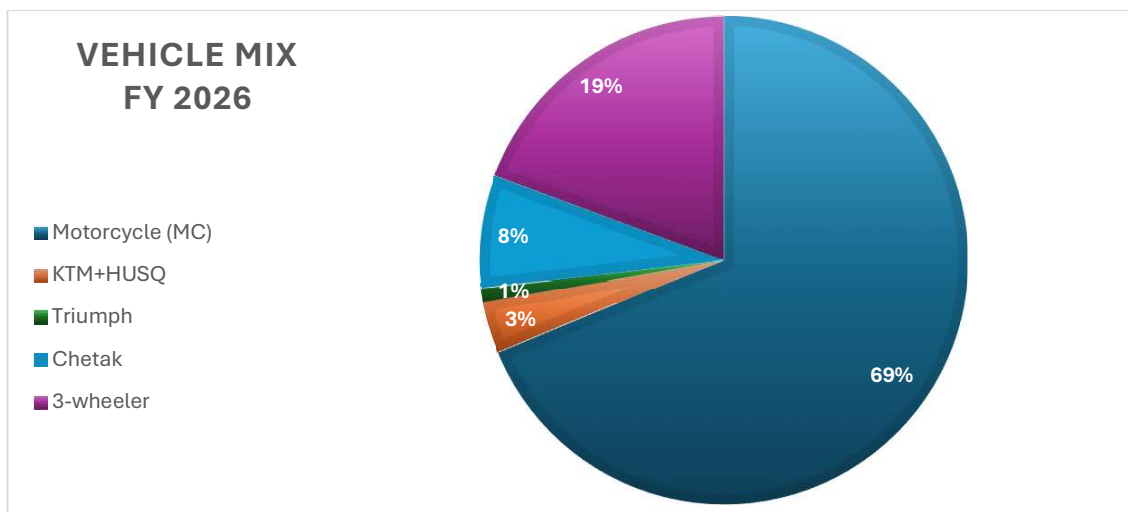
4. OPERATIONAL PERFORMANCE



Highlights

- Gradually built up a customer base of 1.79 million.
- BACL onboarded 3.65 lakh customers during Q3 FY2026

The chart below presents the volume mix of two- and three-wheeler units sold during FY2026.



4.1 TWO-WHEELER BUSINESS

The Two-Wheeler business of BACL has delivered a steady performance, with volumes increasing from 898K units in FY2025 to 919K units in FY2026, resulting into a total customer base of over 1.42 million. There has been a continued focus on enhancing customer experience through faster disbursements, a stable and consistent credit policy, strong execution across channels and a robust collections framework.

The Company effectively leveraged the festive season, resulting in the onboarding of 304 thousand customers during Q3 FY2026 — the highest quarterly onboarding achieved. BACL continues to enjoy extensive reach, with financing coverage

extending to approximately 99% of Bajaj Auto Limited's retail outlets, supported by a presence across over 6,200 outlets spanning urban and rural India.

During the year, BACL recorded volume growth across the Chetak, KTM, and Triumph segments, while maintaining stable performance in the core motorcycle (MC) segment, which continued to anchor the portfolio.

- MC volumes remained steady at 786K units, reflecting the segment's sustained importance in the overall business mix.
- The Chetak electric two-wheeler segment emerged as a key growth driver, with volumes increasing from 72.9K units in FY2025 to 84.7K units in FY2026, representing approximately 16% growth.
- The KTM segment also demonstrated strong momentum, registering 21% growth, with volumes rising from 31.6K units to 38.3K units.
- The Triumph segment delivered healthy growth, with volumes increasing from 7.2K units to 10.4K units, indicating an expanding demand for premium motorcycles, particularly in urban markets.

Key strategic priorities include strengthening presence in high-growth segments such as electric vehicles, expanding distribution reach, improving productivity and introducing portfolio-enhancing products. These are expected to support asset quality, improve returns, and sustain long-term growth.

4.2 THREE-WHEELER BUSINESS

The Three-Wheeler (3W) business at BACL delivered strong performance, with volumes increasing from 148K units in FY2025 to 221K units in FY2026, registering approximately 49% Y-o-Y volume growth. This performance was driven by strong execution, sustained market demand, and focused portfolio interventions.

A major growth driver was the electric vehicle (EV) segment, where volumes increased from 21k units (70% penetration) to 62k units (67% penetration), translating to a 193% Y-o-Y volume growth.

During the year, the business also launched its refinance offering in May 2025 which helped reduce losses from repossession sale cases. Additionally, a New Business Model pilot strengthened portfolio quality, supporting healthier and more sustainable growth.

Looking to FY2027, the business plans to introduce loan continuation and other strengthening products aimed at further reducing losses and improving overall portfolio health.

4.3 COLLECTIONS

The Company's 2W and 3W portfolios have demonstrated strong asset quality. A significant proportion of customers — 97% in two-wheelers and 98% in three-wheelers — were classified within less than Bucket 1, indicating that the portfolios are largely current with minimal early-stage delinquencies.

This robustness is further reflected in the collection efficiency, which remains approximately 97% for Bucket X across both 2W and 3W segments. This performance underscores the effectiveness of the Company's collection framework, driven by disciplined processes, early intervention mechanisms and clear follow-up strategies.

The Company has continued to take focused measures to improve resolution percentages for customers in Bucket 1 and above. Management believes that these measures have contributed to higher cure rates in early buckets, thereby helping preserve asset quality and improve overall portfolio performance.

In addition, the Company has strengthened its collections infrastructure through increased digital adoption. Approximately 99% of customer repayments are processed through e-NACH, enabling greater stability, predictability and operational efficiency in the collections process, while reducing manual intervention and associated risks.

During the year, the Company strengthened its bounce case and penal interest recovery framework through a balanced combination of internal resolution capabilities (including own employees and DMAs) and the selective use of external agencies. Enhanced borrower analytics, early-stage interventions and structured follow-up processes supported timely delinquency resolution and improved collection efficiency while managing operational risk. Multiple in-house and outsourced collection mechanisms were implemented to enhance penal payout structures and to improve penal interest recovery, with a continued focus on optimising collection costs.

5. RISK MANAGEMENT

The Company has a robust risk management framework aligned with guidelines issued by the Reserve Bank of India. The Board of Directors, through its committees, provides oversight on risk policies, tolerance levels, and monitoring mechanisms. Senior management is responsible for implementing risk controls and reporting key risk indicators at regular intervals to ensure proactive risk identification and mitigation.

5.1 CREDIT RISK MANAGEMENT

Credit risk refers to the exposure faced by the lender arising from the possibility that a borrower may fail to meet contractual repayment obligations. It is managed through structured assessment, monitoring and mitigation processes to support sustainable growth.

Given the Company's focus on retail customers with largely informal or semi-formal income profiles, credit risk is managed through prudent underwriting practices, conservative loan-to-value ratios, hypothecation of financed vehicles, and credit bureau-based assessments.

The Company follows a risk-differentiated Loan-to-Value (LTV) framework, with LTV thresholds calibrated based on customer creditworthiness, repayment behaviour, and overall risk profile. Customers assessed as lower risk and exhibiting stronger credit characteristics are extended higher LTVs. For customers with relatively higher perceived risk, the Company adopts a more measured approach by offering lower LTVs, thereby ensuring adequate borrower equity and mitigating potential loss severity.

This differentiated LTV approach enables the Company to strike a prudent balance between growth and risk, without adhering to a uniformly conservative or aggressive stance. LTV norms are reviewed periodically and refined based on portfolio performance, asset quality trends and prevailing market conditions to ensure continued alignment with the Company's risk appetite and regulatory expectations.

In addition, the Company maintains a measured approach towards unsecured exposure. Loans without hypothecation constitute only a limited portion of the portfolio, typically in the range of 4%–5% and are extended only to select customers based on stringent eligibility criteria and risk assessment. These exposures are closely monitored and form part of the Company's broader risk governance framework to ensure that overall portfolio risk remains within defined appetite levels.

The Company continues to maintain a strong focus on early-stage delinquency management, with particular emphasis on overall bounce levels and First EMI (FEMI) bounce, which are closely monitored as leading indicators of portfolio stability and customer intent.

In the two-wheeler segment, overall bounce rates remained low, supported by improved mandate success rates and proactive customer engagement. The average FEMI bounce in the 2W portfolio was 18%, reflecting strengthened onboarding controls, enhanced repayment capacity checks, and improved customer readiness at disbursement. Early-stage bounce resolutions were driven by reminders, digital follow-ups, and timely customer contact, resulting in high resolution within Bucket 0 and Bucket 1.

In the Three-Wheeler portfolio, which typically exhibits higher inherent volatility due to cash-flow-linked repayments, the FEMI bounce was maintained in the range of between 15%–20%, reflecting the commercial nature of the segment.

The Company continues to leverage digital enablement in customer onboarding as a key component of its risk and operational framework. During the year, a significant proportion of new customer onboarding was completed through digital KYC channels, reflecting the Company's focus on efficiency, accuracy, and regulatory compliance. Approximately 95% of customers were onboarded through digital KYC processes, enabling quicker turnaround times and reduced dependence on manual documentation. The use of standardised digital verification mechanisms has helped

enhance data integrity, strengthen identity validation, and mitigate onboarding-related risks. In addition to improving compliance and control, the digital approach has contributed to a more seamless customer experience while supporting scalability of operations. Cases requiring non-digital or manual KYC continue to be subjected to additional verification and approval checks.

5.2 LIQUIDITY RISK MANAGEMENT

Liquidity risk is the risk of inability to meet financial obligations as they fall due. The Company manages liquidity through a robust Asset-Liability Management (ALM) framework, periodic cash flow assessments and diversified funding sources. Liquidity positions are regularly reviewed under both normal and stressed scenarios to ensure adequate buffers are maintained in line with the RBI guidelines.

5.3 INTEREST RATE RISK MANAGEMENT

Interest rate risk arises from mismatches between the repricing of assets and liabilities. The Company monitors interest rate movements and periodically reviews lending and borrowing rates to manage margin sensitivity. ALM statements are used to monitor repricing gaps and minimise volatility in earnings.

5.4 OPERATIONAL RISK MANAGEMENT

Operational risk includes risks arising from processes, systems, human error or external events, particularly in branch operations, sourcing, and field collections. The Company mitigates operational risk through defined standard operating procedures, system-driven controls, internal audits, staff training, and a risk-based internal audit framework implemented in accordance with regulatory expectations.

5.5 FRAUD RISK MANAGEMENT

Given the retail nature of lending, the Company is exposed to risks related to identity fraud, documentation irregularities, and multiple financing. These risks are mitigated through stringent KYC processes, use of verified databases, internal controls, and continuous monitoring of early warning signals, in line with RBI's fraud risk management directions.

5.6 REGULATORY AND COMPLIANCE RISK MANAGEMENT

The Company operates in a closely regulated environment. Regulatory risk is managed through continuous monitoring of regulatory developments, periodic compliance reviews, and adherence to the RBI directions applicable to NBFCs, including governance, disclosure, and conduct norms.

5.7 TECHNOLOGY AND CYBER RISK MANAGEMENT

Increasing dependence on technology for loan processing, servicing, and data management exposes the Company to system and cyber risks. These risks are managed through IT governance policies, access controls, data security measures

and disaster recovery plans consistent with RBI's IT and outsourcing guidelines for NBFCs.

5.8 MACROECONOMIC RISK MANAGEMENT

Macroeconomic conditions such as inflation, fuel price volatility, geo-political factors and economic slowdowns may impact borrower income and repayment capacity, particularly in the self-employed segment. The Company continuously evaluates macroeconomic indicators and aligns its risk strategies to maintain portfolio resilience.

6. INTERNAL CONTROL SYSTEM AND COMPLIANCE

The Company has established a robust internal control framework commensurate with the size, scale, and complexity of its operations. It is designed to ensure the safeguarding of assets, accuracy and reliability of financial reporting, compliance with applicable laws and regulations and efficient conduct of business operations.

The internal control systems are aligned with guidelines prescribed by the RBI and applicable statutory requirements.

The Company maintains adequate internal controls across all key processes like loan origination and underwriting, disbursement and documentation, collections and recovery, financial reporting and accounting. These include clearly defined policies and Standard Operating Procedures (SOPs), segregation of duties across functions, system-based controls and authorisation matrices, periodic reconciliation of accounts.

Internal Ombudsman (IO): BACL has implemented a Internal Ombudsman (IO) scheme to independently review the resolution provided by the Regulated Entity (RE) in cases of wholly or partially rejected complaints, as per the RBI's 'Master Direction - Reserve Bank of India (Internal Ombudsman for Regulated Entities) Directions, 2023'.

7. HUMAN RESOURCES

ATTRACTING AND RETAINING TALENT

BACL has strengthened its talent pipeline through multi-entry campus hiring programs, partnering with over 100 business schools and deploying campus hires across 17 states to support field operations. Initiatives such as Aarambh and the Bajaj Academy for NBFC Knowledge (BANK) have enhanced digital engagement, expanded access to job-ready talent and reinforced the employer brand. Additionally, the Company has initiated hiring of army veterans reflecting its commitment to build a workforce diversity enriched by varied professional experience.

INNOVATION: DRIVING OUR FUTURE

At BACL, innovation remains central to our learning strategy, enabling us to stay ahead in a rapidly evolving NBFC landscape. InnoVision, our flagship technology conference themed "AI and Data as Operational Drivers of NBFCs," brought

together industry leaders and internal teams to explore the role of AI, data, and digital systems in driving operational excellence. The Ideathon Challenge saw participation from many teams across the organization, reflecting a growing culture of innovation and cross-functional collaboration.

EMPLOYEE EXPERIENCE, WELL-BEING AND ENGAGEMENT

BACL recorded its highest-ever participation in the PULSE engagement survey, with a 99% response rate and engagement levels of 96%, reflecting strong and sustained employee sentiment. Employee feedback has been actively acted upon to enhance leadership accessibility and enable a supportive work environment through initiatives such as work-from-home and flexible working hours. In addition, the Company has strengthened its focus on diversity and inclusion through initiatives like the Wonder Woman Series and the Shakti Awards, which recognised outstanding women employees and reinforced BACL's commitment to building an inclusive and empowering workplace.

GOVERNANCE, RISK AND COMPLIANCE

As the business continues to grow, strengthening governance, risk management, and compliance remain key priorities, as these are particularly critical in the NBFC context as per RBIs frameworks. A structured disciplinary mechanism has been institutionalised to ensure consistent, fair and transparent handling of any misconduct. This has reinforced a culture of accountability and integrity across the organisation.

8. INFORMATION TECHNOLOGY (IT)

DRIVING GROWTH AND OPERATIONAL EFFICIENCY

In FY2026, BACL harnessed technology as a catalyst for business growth, operational optimisation and enhanced customer experience. Strategic initiatives within the LOS, BRE, LMS, Collections, Digital, Infrastructure and Infosec delivered tangible business outcomes, showcasing the organisation's commitment to leveraging innovation as a competitive advantage.

STRENGTHENING THE TECHNOLOGY BACKBONE

The IT ecosystem continued to play a pivotal role in fortifying the organisation's technology infrastructure and thus delivering scalable solutions aligned with BACL's objectives of business growth, operational excellence, and regulatory compliance.

PRODUCT INNOVATION AND EXECUTION EXCELLENCE

BACL's IT vertical demonstrated exceptional execution capabilities by successfully delivering over 120 projects during the fiscal year, with few key initiatives — such as Loan Refinancing, Personal Accidental Insurance, Roadside Assistance and E-RIC — driving significant improvements in customer value and revenue growth. These efforts underscore the Company's capacity to scale operations while ensuring quality and stability. The latest integrated product developed in partnership with Bajaj Auto has developed a pioneering Do-It-Yourself (DIY) digital journey, allowing customers to independently complete onboarding processes and generate provisional documents. This initiative has streamlined workflows, improved operational efficiency and transformed the customer experience.

OPTIMISING PROCESSES, SYSTEM PERFORMANCE AND UPGRADES

BACL achieved critical operational enhancements aimed at improving efficacy and ensuring regulatory adherence through automation of key processes such as Repossession, Sale Marking, Collection Auto Allocation, Amortisation, De-duplication, and Bureau Reporting. These have significantly reduced manual intervention, strengthened workflows, and reinforced control mechanisms. Also, the Company started a major milestone in system modernisation with the launch of LOS 3.0, a Next-Generation Loan Origination System (LOS) architecture for the three-wheeler products. This upgrade enhances system scalability, flexibility and performance, thus enabling rapid go-to-market capabilities for future products.

The Company has implemented several initiatives to enhance system resilience, performance and monitoring capabilities. An in-house centralised monitoring dashboard was developed to enable proactive tracking of middleware systems, significantly improving uptime and reducing incident response times. Furthermore, an enterprise-grade Application Performance Monitoring was deployed to enable real-time observability of applications and infrastructure — allowing for faster issue detection and resolution while optimising operational efficiency.

The organisation has implemented key technology upgrades to streamline operations and improve user experience. A modern Document Management System was successfully onboarded, enhancing document lifecycle management, retrieval efficiency and operational scalability. The automation capabilities established a robust framework for payments, cash management and settlement processes.

DIGITAL TECHNOLOGY

BACL has successfully implemented advanced digital customer servicing solutions to deliver a seamless and convenient experience for its customers — by deploying chatbots, intuitive self-service portals and mobile-friendly interfaces for faster query resolution and personalised engagement. Real-time updates, automated notifications and digital document management have been integrated to enhance transparency and streamline interactions, ensuring efficiency at every touchpoint. This digital-first approach has significantly improved customer satisfaction, strengthened scalability, reduced operational costs and fostered lasting customer loyalty.

IT AND CYBER SECURITY

BACL has continued to strengthen its IT and Cyber Security framework, ensuring alignment with regulatory expectations and global standards such as ISO/IEC 27001:2022. With a strong focus on resilience, proactive risk mitigation, and safeguarding business operations and customer trust, BACL has a robust Information Security governance structure. This structure underscores adherence to key regulatory requirements, including IT Governance, Cyber Security, IT Outsourcing, and Operational Resilience directives, reflecting the organisation's commitment to maintaining compliance and operational excellence.

RISK MANAGEMENT AND CONTROL ENVIRONMENT

BACL adopts a comprehensive, enterprise-wide framework to proactively manage information security risks across applications, infrastructure and vendor ecosystems — ensuring continuous monitoring and timely remediation to support

business continuity and resilience. The Company's enhanced security operations leverage ongoing monitoring, proactive threat detection and structured incident response processes to minimise the impact of potential security events. Robust data protection practices, including data encryption, secure access management, and data classification, safeguard sensitive information, while secure software development protocols and vulnerability testing further strengthen resilience against evolving cyber threats.

ASSURANCE, AUDIT AND VENDOR RISK MANAGEMENT

BACL ensures the integrity of its control environment through regular assessments, including vulnerability testing, penetration testing, and IT General Controls (ITGC) reviews. Audit readiness remains a key priority, supported by continuous improvements driven by internal and external feedback. Additionally, the Company maintains a structured framework to manage risks associated with third-party vendors and outsourced services, ensuring compliance with regulatory requirements through rigorous due diligence and ongoing risk monitoring.

CYBER RESILIENCE, BUSINESS CONTINUITY AND AWARENESS

BACL maintains robust Business Continuity and Disaster Recovery frameworks. It conducts periodic drills to mitigate operational risks and ensure preparedness against cyber incidents. Investments in employee awareness programs, simulated exercises and training initiatives foster a proactive security culture across the organisation. The Company remains steadfast in enhancing its cybersecurity capabilities, focusing on advanced monitoring, automated controls and adaptation to emerging technologies, thereby ensuring a resilient, secure and compliant IT environment.

INFRASTRUCTURE AND IT SECURITY

The organisation has made significant advancements in its infrastructure to support rapid growth and operational efficiency. Modernised data centres, scalable cloud platforms, and robust cyber security measures have been implemented to ensure reliability, security and high performance across operations. Enhanced network capabilities and streamlined IT systems have improved data accessibility and collaboration, thus providing employees with tools to work efficiently across locations. These infrastructure upgrades have not only optimised operational workflows but also positioned the organisation to adapt quickly to evolving business demands, enabling sustainable growth and resilience in a dynamic environment.

IT AWARDS AND RECOGNITION

During FY2026, the Company has won following awards for its performance and innovation in IT:

1. Bharat Fintech Summit Award 2025.
2. Data Analytics & AI Show 2025 (2nd Edition).
3. Technology Excellence Award 2025 – Quantic India.
4. Express BFSI Technology Award 2025.
5. DES 2025 – Data Engineering Summit.
6. CISO Platform Top 100 Awards 2025.
7. India Credit Risk Summit & Awards 2026.

9. CUSTOMER SERVICE

During FY2026, BACL continued to scale its operations, reflected in the steady expansion of the active portfolio. This was supported by the increasing effectiveness and adoption of the Company's self-service servicing framework, which played a central role in managing customer interactions efficiently across a growing base.

Throughout the year, self-service channels consistently resolved most of the servicing requirements, accounting for more than 97% of total cases in each quarter.



Despite the expansion in portfolio size, BACL's reliance on managed services remained limited and well controlled, with only a small proportion of cases requiring such intervention. Furthermore, the number of customer complaints remained minimal and stable across all quarters, underscoring the robustness of the Company's in-house servicing processes and the effectiveness of first-time resolution mechanisms.

AUTOMATION IN CUSTOMER SERVICE

In FY2026, BACL undertook several process automations aimed at enhancing customer experience. The key digital enhancements implemented during the year are as follows:

- Introduction of 'Click to Call', providing a single platform to contact the customers.
- Automation of 'No Objection Letter' which is now accessible through customer peripherals
- End-to-end automation of RC up-dation processes.
- Deployment of one-click WhatsApp integration for iCRM users, enabling faster and more seamless customer communication.
- API-based updating of customer personal details

As a result of continued digitalisation of customer-facing processes, approximately 98% of customers now utilise self-service channels — reflecting strong adoption of digital platforms and contributing to improved service delivery, scalability and cost efficiency.

10. CORPORATE SOCIAL RESPONSIBILITY INITIATIVE

As part of commitment to responsible and sustainable growth, the Company pursues Corporate Social Responsibility (CSR) initiatives that create meaningful social impact. During the year, it focused on skill development and employability enhancement through structured programmes aimed at equipping youth with industry-relevant capabilities. BACL launched its “Certification Course in BFSI Skills” which is a self-paced, online certification course designed to equip undergraduate students required for careers in the Banking, Financial Services, and Insurance (BFSI) sector.

11. STRENGTHS, RISKS AND OPPORTUNITIES

Analysis of BACL’s strengths, risks and opportunities are given below.

STRENGTHS

- a. Faster loan processing and flexible underwriting
- b. Deep customer reach in informal segments
- c. Secured lending model as vehicle hypothecation reduces loss risk
- d. AUM growth supported by stable financial track record
- e. 100% captive subsidiary of Bajaj Auto Limited, providing strategic and operational support

RISKS

- a. Borrowing costs are influenced by the economic cycle and liquidity position in the market, which in turn can impact net interest margins
- b. Credit costs are affected by the country’s GDP growth rate, political uncertainties, and political actions
- c. Regulatory changes can temporarily affect the business during the transition period

OPPORTUNITIES

- a. Growing demand for vehicles driven by infrastructure development and logistics and e-commerce expansion
- b. Increasing rural income and consumption
- c. Advanced analytics and AI for operating efficiencies

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the Company’s objectives, projections, estimates and expectations may be ‘forward looking’ within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Important factors that could make a difference to the Company’s operations include global economy, political stability, stock performance on stock markets, changes in government regulations, tax regimes, economic developments and other incidental factors. Except as required by law, the Company does not undertake to update any forward-looking statements to reflect future events or circumstances. Investors are advised to exercise due care and caution while interpreting these statements.

DIRECTORS' REPORT

The directors present their Fifth Annual Report and Audited Financial Statements for the year ended 31 March 2026 (or FY 2026).

Company Overview

Bajaj Auto Credit Limited ('BACL' or the 'Company'), which is part of the Bajaj Group, is a 100% captive finance subsidiary of Bajaj Auto Limited, established for the purpose of running it as an NBFC, exclusively to finance vehicles manufactured by Bajaj Auto Limited and its subsidiaries. It is a debt-listed public company.

- **Certificate of Incorporation:** The company was incorporated on 6 December 2021 under the Companies Act, 2013.
- **Registered office:** It has its registered office at Bajaj Auto Limited Complex, Mumbai Pune Road, Akurdi, Pune-411035, Maharashtra, India.
- **Certificate of Registration:** The company received the Certificate of Registration to operate as a Non-Banking Financial Company (Non-Deposit taking) under S.No N-13.02465 from the Reserve Bank of India on August 29, 2023.
- **Name change:** The Company was initially incorporated as Bajaj Auto Consumer Finance Limited on December 6, 2021. In order to make the name of the Company short, concise and compact, the name of the Company, with necessary approvals was changed from 'Bajaj Auto Consumer Finance Limited' to 'Bajaj Auto Credit Limited'. After necessary compliances and with approval from RBI, Ministry of Corporate Affairs issued to the Company, a fresh Certificate of Incorporation dated 26 December 2023 under the current name, viz Bajaj Auto Credit Limited and fresh Certificate of Registration for NBFC operations under the new name was received from the RBI on June 12, 2024.
- **Corporate Agent Registration:** In response to an application made by the Company, the company has been granted Corporate Agent (Composite) Registration by the Insurance Regulatory and Development Authority of India (IRDAI), with the registration code for the corporate agent (Composite) being CA1024. This registration is valid from 5 February 2025 to 4 February 2028.

Vision & Mission Statement for the Company

- **Vision:** To be the most trusted and best retail finance partner of Bajaj Auto Ltd whilst giving industry leading returns and value to the shareholders.
- **Mission:** To deliver superior, smooth and competitive financing solutions to Bajaj Auto customers powered by cutting edge fintech, responsibly and sustainably.

Financial Results

The highlights on the financial performance of your Company for the Financial Year ended 31 March 2026, are as under:

Particulars	FY 2025-26 (Amount in crores)	FY 2024-25 (Amount in crores)
Total revenue	3247.61	1040.85
Total expenses	2348.71	962.70
Exceptional Items	(10.32)	0.00
Profit/(Loss) before tax	888.58	78.15
Tax expense	223.74	19.85
Profit /(Loss) for the year	664.84	58.30
Other comprehensive income	17.1	(24.31)
Total comprehensive income for the period	681.94	33.98
Earnings per share of face value of Rs. 10 each	2.49	0.43

During the year under review, your Company has earned a profit of Rs. 664.84 crores.

Transfer to Reserve

During the year under review, Rs. 132.97 crores was transferred to the Statutory Reserve created as required under Section 45-IC of the Reserve Bank of India Act, 1934 as against Rs. 11.66 crores transferred during the previous year.

Dividend

The Directors do not propose any dividend for the year under review, as the resources are required for the future growth in the business of the Company.

Scale Based Regulations- NBFC - Middle Layer

In accordance with the Para 8 of Chapter-II of Master Directions issued by RBI viz. Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025, vide RBI/ DOR/ 2025-26/ 339 DOR.FIN.REC.No.258/ 03.10.119/2025-26 dated November 28, 2025, Regulatory structure for NBFCs shall comprise of four layers based on their size, activity and perceived riskiness. The company is currently categorised as NBFC-Middle Layer.

Working Results, Share Capital and Operations of the Company

The number of vehicles financed by the Company during the year under review were as under –

2025-26	Two-Wheelers	Commercial Vehicles	Total
Quarter 1	2,09,361	48,554	2,57,915
Quarter 2	1,73,897	51,794	2,25,691
Quarter 3	3,04,179	60,829	3,65,008
Quarter 4	2,31,776	59,916	2,91,692
Total	9,19,213	2,21,093	11,40,306

The total amount disbursed during the year under review was Rs. 14,885 crores and total number of active customers as on 31st March 2026 was 17.89 lakhs.

As on 31 March 2026, BACL had Assets Under Management of Rs. 18,450 crores.

- **The consolidated performance highlights for FY2025-26 are given below:**

- A. Number of new loans booked was 11.4 Lakhs.
- B. AUM grew by 98%.
- C. Net interest income ('NII') was Rs. 2124.16 Crores as against Rs. 681.65 Crores in the previous year.
- D. Net Total income ('NTI') was Rs. 2339.23 Crores as against Rs. 720.03 Crores in the previous year.
- E. Total operating expenses ('Opex') was Rs. 897.49 Crores as against Rs. 494.55 Crores during the previous financial year.
- F. Impairment on financial instruments was Rs. 542.83 Crores as against Rs. 147.34 Crores in the previous year.
- G. Profit before tax ('PBT') was RS. 888.58 Crores as against Rs. 78.15 Crores in the previous year.
- H. Profit after tax ('PAT') was Rs. 664.84 Crores as against Rs. 58.30 Crores in the previous year.
- I. Capital adequacy ratio as of 31 March 2026 was 19.54%.

For more details on the performance of the Company, business segments and initiatives, please refer to the section on Management Discussion and Analysis.

- **Share Capital**

During FY2026, the authorised equity share capital of the company remained at Rs. 7,500 crores.

The company during the year under review increased its paid-up equity share capital from Rs. 2,400 crores to Rs 2,700 crores by way of a rights issue made on 05 May 2025.

There was no public issue, bonus issue or preferential issue etc. during the year under review.

For more details on the Share Capital, please refer to the section on the Corporate Governance.

BACL has set up its treasury operations and borrowing programme. It is envisaged that BACL's borrowing programme will be a mix of bank and market borrowings, commercial papers, debentures, external commercial borrowings and such other instruments.

BACL is committed to become a best-in-class, premier auto financing company in India.

Risk Management

The Board of Directors has constituted a risk management committee and has adopted a risk management policy for the Company which provides for identification of key events/risks impacting the business objectives of the Company and attempts to develop risk policies and strategies to ensure timely evaluation, reporting and monitoring of key business risks.

The Board of Directors of company is continuously monitoring various risks attached to business on a regular basis. The Board and senior managers identify the risk elements and take necessary steps to mitigate the risks.

The Board is of the opinion that there are no elements of risk that may threaten the existence of the Company. The current composition of Risk Management Committee ('RMC') is as follows:

1. Shri Pradip Shah – Chairman
2. Shri Arun Nathani – Member
3. Shri Kevin D'sa – Member

For more details, refer to the section on Corporate Governance.

Fraud monitoring and reporting

Pursuant to the Fraud Risk Management Policy, dated 15 October 2024 and subsequently reviewed and approved by the Board at its meeting held on 28 April 2025 and 17 March 2026, the Company constituted a committee of senior management known as Fraud Monitoring Group (FMG) comprising of nine members viz. Shri Nilesh Thakkar - Chief Financial Officer, Shri Anil Rathi - Chief Compliance Officer, Shri Raj Kumar Tailor- Chief Risk Officer*, Shri Raul Verma - Business Head, Shri Jaison John - Business Head, Shri Anoop B - Business Head, Shri Sudhakar Shenoy - DGM (Legal) and Shri Dheeraj Rajendran - Manager (Risk Containment Unit).

* Appointed with effect from 17 March 2026.

The objectives of the Committee are to examine the response received from the Persons / Entities to whom the Show Cause Notice was served, to serve a reasoned order on the Persons / Entities conveying the decision of the company regarding classification of the incident as fraud or otherwise and such other related matters.

For more details, refer to the section on Corporate Governance.

Internal Capital Adequacy Assessment Policy ('ICAAP')

As per Reserve Bank of India (Non-Banking Financial Companies – Prudential Norms on Capital Adequacy) Directions, 2025, dated 28 November 2025, NBFCs are required to undertake a comprehensive internal assessment of their capital requirements. Such assessment is required to be aligned with the Board - approved ICAAP Policy and be commensurate with the nature, scale, and complexity of the Company's business. Accordingly, the Company has framed an ICAAP policy.

Internal Capital Adequacy Assessment Process (ICAAP) provides a framework to assess the Company's capital adequacy in relation to its risk profile and business projections, so as to ensure that sufficient capital is maintained to address risks arising from its operations.

Information Technology Governance and Cyber Security

IT Department Deliverables for FY25-26

Driving Growth & Operational Efficiency

In FY 2025–26, BACL harnessed technology as a catalyst for business growth, operational optimisation and enhanced customer experience. IT strategic initiatives within the core functions loan sourcing, Business rule engines, loan management, collections and Digital, Infrastructure & Infosec delivered tangible business outcomes, showcasing the organisation's commitment to leveraging innovation as a competitive advantage.

Product Excellence

Scaling for Impact BACL's IT vertical demonstrated exceptional execution capabilities by successfully delivering over 120 projects during the fiscal year, with few more key initiatives such as Loan Refinancing, Personal Accidental Insurance, Roadside Assistance, and E-RIC, driving significant improvements in customer value and revenue growth. The latest integrated product developed in partnership with BAL has developed a pioneering Do-It-Yourself (DIY) digital journey, allowing customers to independently complete onboarding processes and generate provisional documents.

Optimising Processes & System Performance

BACL enhanced operations and ensured regulatory compliance by automating processes like Repossession, Sale Marking, Collection Auto Allocation, Amortisation, Deduplication, and Bureau Reporting, reducing manual intervention and improving workflows. The launch of LOS 3.0, a next-generation Loan Origination System for 3W products, marked a significant milestone, boosting system scalability, flexibility, and performance for faster go-to-market capabilities, the organisation improved system resilience and monitoring with a centralised dashboard for proactive middleware tracking and enterprise-grade Application Performance Monitoring for real-time issue detection and operational efficiency. A modern Document Management System was onboarded to streamline document lifecycle management and automate payments, cash management, and settlement processes, enhancing overall scalability and user experience.

Information Technology & Cyber Security

BACL has continued to strengthen its Information Technology and Cyber Security framework, ensuring alignment with regulatory expectations and global standards such as ISO/IEC 27001:2022. With a strong focus on resilience, proactive risk mitigation, and safeguarding business operations and customer trust, BACL demonstrates a robust Information Security governance structure. This structure underscores adherence to key regulatory requirements, including IT Governance, Cyber Security, IT Outsourcing, and Operational Resilience directives, reflecting the organisation's commitment to maintaining compliance and operational excellence.

Infrastructure & IT Security

The organisation has made significant advancements in its infrastructure to support rapid growth and operational efficiency. Modernised data centres, scalable cloud platforms, and robust cybersecurity measures have been implemented to ensure reliability, security, and high performance across operations. Enhanced network capabilities and streamlined IT systems have improved data accessibility and collaboration, providing employees with tools to work efficiently across locations.

The RBI has issued Master Direction on Information Technology Governance, Risk, Controls and Assurance Practices effective 1 April 2024. In line with the said Directions, the terms of reference of the IT Strategy Committee were prepared accordingly.

In terms of the aforementioned Directions, the Committee meets on a quarterly basis. Information Security Committee and IT Steering Committee are also formed in line with aforementioned Directions. These committees also meet on quarterly basis.

Pursuant to the said Directions, the Company has a Chief Information Security Officer ('CISO'). CISO is responsible for driving cyber security strategy and ensuring compliance

to the extant regulatory/statutory instructions on information/cyber security and other responsibilities as stipulated in the directions.

For more details, refer to the section on Corporate Governance.

Directors and Key Managerial Personnel

A. CHANGE IN DIRECTORS

I. Extension of term Managing Director:

Shri Kevin D'sa was appointed by the Board of Directors at its meeting held on 25 September 2023 as the Managing Director of the Company with effect from the said date. Subsequently, as he reached the age of 70 years on 28 February 2024, continuance of his appointment was approved by the Board on 17 April 2024 and by the shareholders on 15 July 2024.

The Board at its meeting held on 29 January 2026 and shareholders at their meeting on 17 March 2026, considering the desirability of Shri Kevin D'sa continuing as Managing Director and his compliance with the 'Fit and Proper' criteria for directors of NBFCs, approved to extend his term for another six months upto 30 September 2026.

II. Directors liable to retire by rotation

As per the provisions of the Act and articles of association of the Company, Shri Rakesh Sharma (DIN 08262670) retires at the forthcoming annual general meeting and being eligible, has offered himself for re-appointment.

Brief details of Shri Rakesh Sharma who is seeking re-appointment is given in the notice of annual general meeting.

B. CHANGES IN KEY MANAGERIAL PERSONNEL (KMP)

During the year under review, there were no changes in the composition of the Board of Directors & KMPs.

C. CHANGES IN SENIOR MANAGEMENT PERSONNEL

The changes in the Senior Management Personnel (SMP) during the year under review are listed below:

Name of the SMP	Remarks
Shri Ashish Tikotkar	Chief Risk Officer resigned with effect from 02 January 2026.
Shri Raj Kumar Tailor	Chief Risk Officer appointed with effect from 17 March 2026.

There were no changes in the composition of SMP, except as above.

Woman Director

In compliance with Section 149 of the Companies Act 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Smita Mankad, is the Independent Woman Director of the Company.

Declarations by Independent Directors

The following Independent Directors have been appointed by the Board of Directors in the respective meetings with the recommendation of the Nomination and Remuneration Committee:

Name of Director	With effect from
Shri Pradip Shah (DIN 00066242)	01 January 2024
Shri Arun Nathani (DIN 00619854)	01 February 2024
Ms. Smita Mankad (DIN 02009838)	01 March 2024

All the independent directors have submitted a declaration of independence, stating that they meet the criteria of independence provided under section 149(6) of the Companies Act, 2013. They have also confirmed of their compliance with the provisions of rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, relating to inclusion of their name in the databank of independent directors.

Declaration and Undertaking

During the year under review, as per the directions of RBI on 'Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025, the Board obtained necessary annual declarations of undertaking from the Directors in the format prescribed by RBI.

Compliance with code of conduct

The Company has a Board – approved Code of Conduct for Board members and Senior Management of the Company. The code has been placed on the Company's website and can be accessed at <https://www.bajajautocredit.com/public/footer/Code-of-Conduct-of-KMP.pdf>

All Board members and senior management personnel have affirmed compliance with the Company's Code of Conduct for FY2026.

Policy on Director's Appointment and Remuneration

A. REMUNERATION POLICY

Pursuant to section 178(3) of the Companies Act, 2013, the Board has framed a Remuneration policy. This policy, inter alia, lays down:

- (a) The criteria for determining qualifications, positive attributes and independence of directors; and
- (b) Broad guidelines of compensation philosophy and structure for non-executive directors, key managerial personnel and other employees.

The said policy can be accessed on the Company's website at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Remuneration_Policy_Companies_Act_2013.pdf.

Pursuant to RBI guidelines for NBFC's concerning compensation of Key Managerial Personnel (KMP) and Senior Management (SMT), the company has also adopted a specific policy, namely Policy for Compensation of Key Managerial Personnel (KMP) and Senior Management to this effect. Accordingly, this remuneration policy has to be read along with the Policy for Compensation of Key Managerial Personnel (KMP) and Senior Management adopted pursuant to RBI Guidelines as regards compensation of KMP and SMT, which is detailed below.

B. POLICY FOR COMPENSATION OF KMP AND SMT PURSUANT TO RBI GUIDELINES

RBI has vide its circular dated 29 April 2022 issued Guidelines on Compensation of Key Managerial Personnel and Senior Management in NBFCs pursuant to Scale Based Regulatory Framework. Accordingly, the Board of Directors at its meeting held on 23 January 2024 adopted a policy exclusively governing compensation payable to KMP and SMT, which was subsequently reviewed and approved by the Board at its meeting held on 28 April 2025 and 17 March 2026.

This policy lays down detailed framework, inter alia, encompassing the following:

- (a) Principles of compensation.
- (b) Compensation components.
- (c) Principles of variable pay.
- (d) Deferral of variable pay.
- (e) Compensation for control and assurance function personnel;
- (f) Provisions for malus and clawback and circumstances under which application of malus and clawback is to be considered.

The said policy can be accessed on the Company's website at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Compensation-Policy.pdf.

Annual Return

Pursuant to the provisions of Section 134(3) (a) and Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, a copy of the annual return in the prescribed form, which will be filed within the prescribed lines with the Registrar of Companies/MCA, is hosted on the Company's website at https://www.bajajautocredit.com/public/footer/annual_return_2025_2026.pdf.

Number of Meetings of the Board

During the FY 2026, the Board met five times, viz., 28 April 2025, 17 July 2025, 06 November 2025, 29 January 2026 and 17 March 2026. The gap between two consecutive meetings has been less than 120 days.

Following table sets out the details of attendance of Directors at the Board Meetings:

Name of the Director	Category	No. of meetings attended
Shri Rajiv Bajaj	Chairman, Non-executive Director	5/5
Shri Rakesh Sharma	Non-executive Director	5/5
Shri Kevin D'sa	Managing Director	5/5
Shri Pradip Shah	Independent Director	4/5
Shri Arun Nathani	Independent Director	4/5
Ms. Smita Mankad	Independent Director	5/5

The following Committees are established by the Company:

- **Board Committees:** Audit Committee, Nomination and Remuneration Committee (NRC), Risk Management Committee, Stakeholders Relationship Committee (SRC), Information Technology Strategy Committee (IT Strategy), Special Committee for Monitoring and Follow up of cases of Frauds (SCBMF), Review Committee concerning Wilful Defaults, Customer Service Committee, Debenture Issuance & Allotment Committee and Corporate Social Responsibility Committee.
- **Internal Committees:** IT Steering Committee, Information Security Committee, Asset Liability Management Committee (ALCO), Investment Committee and Identification Committee concerning Wilful Defaults, Fraud Monitoring Group and Outsourcing Compliance Steering Committee.

Details of the Composition of Committees, meetings and the members' attendance, etc are detailed in the Corporate Governance Report.

Directors' Responsibility Statement

As required under clause (c) of sub-section (3) of section 134 of the Act, directors, to the best of their knowledge and belief, state that:

- (a) In the preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any.
- (b) The directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at

the end of the financial year and of the profit and loss of the Company for that period.

- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The directors have overseen that the annual accounts have been prepared on a going concern basis.
- (e) The directors had ensured through oversight of the existence of proper systems to ensure compliance with the provisions of all applicable laws and that, to the best of their knowledge, such systems were adequate and were operating effectively.

Particulars of Loans, Guarantees or Investments

During the year under review, the Company has not given any loans or guarantees or security or made any investment as contemplated by section 186 of the Act.

Employee Stock Options ('ESOP') , Sweat equity shares and shares with differential voting rights

During FY 2026, the Company has not granted any stock options nor has it issued shares with differential voting rights or sweat equity shares.

Foreign Exchange Earnings and Outgo

During FY2026, the Company did not have any foreign exchange earnings and the foreign exchange outgo amounted to Rs. 1.16 Crores.

Related Party Transactions

All contracts/arrangements entered by the Company during the year ended 31st March 2026 with related parties were in the ordinary course of business and at arm's length price in terms of Section 188 of the Act, 2013 read with the Companies (Meetings of Board and its powers) Rules, 2014.

Pursuant to the provisions of Section 134(h) of the Act, 2013 read with rule 8(2) of the Companies (Accounts) Rules 2014, particulars of the said contracts or arrangements are not required to be provided in Form AOC-2.

Related Party disclosures, as per IND-AS have been provided in Notes to the financial statement.

Succession Planning

The Company has in place Succession Planning Policy for appointments to the Board and to the Senior Management.

Material Changes and Commitments

There have been no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year and the date of this Report.

Conservation of energy, technology absorption

The Company, being a non-banking finance Company, does not have any manufacturing activity, and hence the reporting on “Conservation of Energy and Technology Absorption” does not become applicable.

Corporate Social Responsibility

The CSR Committee which was constituted in March 2026 comprises three directors viz., Shri Rajiv Bajaj, Chairman, Shri Rakesh Sharma and Shri Arun Nathani, members.

The CSR functions of the company for the year under review were discharged by the Board of directors as provided under the Companies Act, 2013.

The objectives of the CSR program for the year focused on:

- providing accessible and structured e-learning modules that cover key BFSI sector concepts and foster greater interest in the industry.
- enabling students to explore diverse career opportunities within the BFSI sector by developing a foundational understanding of core functions, entry-level roles, and growth pathways.
- enhancing workplace readiness of students by integrating foundational domain knowledge with essential soft skills.

The salient features of the CSR policy form part of the Annual Report on CSR activities. The CSR policy has been hosted on the website of the Company and can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/CSR-Policy.pdf.

As on 31 March 2026, total amount spent on CSR activities by Company was Rs. 25,89,000.

Pursuant to rule 8(1) of Companies (Corporate Social Responsibility Policy) Rules, 2014, Annual Report on CSR activities is annexed to this Report.

Further, the Chief Financial Officer has certified that the funds disbursed have been utilised for the purpose and in the manner approved by the Board for FY2026.

Formal Annual Evaluation of the Performance of the Board, its Committees, Chairperson and Individual Directors

Pursuant to section 178 of the Companies Act, 2013, the NRC and the Board has carried out an annual performance evaluation of its own performance, and that of its committees, chairman and individual directors.

Further, as per schedule IV to the Act, the performance evaluation of Independent Directors shall be done by the entire Board excluding the directors being evaluated, on the basis of performance and fulfilment of criteria of independence and their independence from Management.

Accordingly, the Board has carried out an annual performance evaluation of its own performance, and that of its committees, chairman and individual directors.

The manner in which formal annual evaluation of performance was made by the Board is given below:

- The evaluation criteria have been duly approved by the nomination and remuneration committee and the Board.
- Based on the said criteria, a questionnaire-cum-rating sheet was sent to directors seeking evaluation rating and feedback of the directors in the most confidential manner with regard to the performance of the Board, its committees, the chairman and individual directors.
- From the individual ratings received from the directors, a report on summary of the ratings in respect of performance evaluation of the Board, its committees, the chairman and directors and a consolidated report thereof for FY2026 were arrived at.
- The report of performance evaluation so arrived at was then discussed and noted by the NRC and the Board at its meeting held on 17 March 2026.
- The feedback and suggestions received from the Directors were also discussed and reviewed by the Board.

The nomination and remuneration committee has reviewed the implementation and compliance process of the performance evaluation and fit and proper policy.

Under the law, as per the report of performance evaluation, the Board shall determine, inter alia, whether to continue the term of appointment of the independent director. Since all the Independent Directors have received 'Excellent' ratings, the term of appointment of the Independent Directors would get continued.

Significant and Material Orders passed by the Regulators or Courts

During the year under review, there were no significant and material orders passed by the regulators, courts, or tribunals, which may impact the going concern status of the Company and its operations in future.

Deposits

The Company is a non-deposit taking Non-Banking Financial Company and has not accepted any deposits during the year under review. The Board has also passed a resolution for non-acceptance of deposits from the public.

Borrowings

The Break-up of borrowings amount is as under: -

Rs. 16,267 crores is the amount of borrowing.

Rs. 52.71 crores is the amount of Interest Accrued but not due.

Particulars	Deposits	Bank loans (TL/CC/OD/WCDL) (Rs. In lakhs)	Non-convertible Debentures	Subordinate Liability	Short-term Borrowings	External Commercial Borrowing
Amount	-	13,151.54	511.96	517.19	-	2,086.32
% of Total borrowing	-	81	3	3	-	13

* The above includes interest accrued.

Credit Rating

During FY2026, the Company retained its credit ratings owing to high capital adequacy, strong promoter support, tightened credit acceptance criteria and robust asset liability management. It reaffirms the high reputation and trust the Company has earned for its sound financial management and its ability to meet all its financial obligations. The credit rating as at 31 March 2026 is given below:

Rating Agency	Type of Instrument	Programme (Rs. in crore)	Size	Credit Rating
CRISIL Rating Limited	Commercial Paper	1,000		Crisil A1+
	Long Term Bank Loan Facilities	1,500		Crisil AAA/Stable
	Short Term Bank Loan Facilities			Crisil A1+
	Commercial Papers	2,000		Crisil A1+
ICRA Limited	Non-Convertible Debentures	2,000		[ICRA]AAA (Stable)
	Subordinated Bonds/ Debt	750		[ICRA]AAA (Stable)
	Long Term Bank Lines	5,000		[ICRA]AAA (Stable)

India Ratings and Research Private Limited	Bank Loan	3,000	IND AAA/Stable
CARE Ratings Limited	Long Term Bank Facilities	10,000	CARE AAA; Stable

Vigil Mechanism

The company has established a vigil mechanism under the provisions of section 177(9) & (10) of the Companies Act, 2013.

For more details, refer to the section given in Corporate Governance Report.

Adherence to RBI Norms and Guidelines

The Company fulfils all the norms and standards laid down by RBI. The Company is in line with the RBI guidelines for Asset Liability Management (ALM) system for NBFCs, and the Company has an Asset Liability Management Committee, which meets on monthly basis to review its ALM risks and opportunities.

The Company has fulfilled the prudential norms and standards as laid down by RBI in respect of income recognition, provisioning of non-performing assets and capital adequacy. The capital adequacy ratio of the Company is 19.54%, which is well above the prescribed minimum of 15% by RBI.

The Fair Practices Code and KYC norms framed by RBI seek to promote good and fair practices by setting minimum standards in dealing with customers, increasing transparency, so that customers have a better understanding of what they can reasonably expect of the services being offered, encouraging market forces through competition to achieve higher operating standards, promote fair and cordial relationships between customers and the finance company and foster confidence in the NBFC system.

The Company has put in place all the Committees prescribed by RBI and has formulated a comprehensive Corporate Governance Policy. The Company has instituted a mechanism to monitor and review adherence to the Fair Practices Code, KYC norms, and relevant policies as approved by the Board of Directors

BACL is in compliance with the Master Direction for Non-Banking Financial Companies.

Secretarial Standards of ICSI

The Company has complied with the requirements prescribed under the Secretarial Standards on meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

Internal Audit

At the beginning of each financial year, an audit plan is rolled out with approval of the Company's Audit Committee. The plan is aimed at evaluation of the efficacy and adequacy of internal control systems and compliance thereof, robustness of internal processes, policies

and accounting procedures and compliance with laws and regulations. Based on the reports of internal audit, process owners undertake corrective action in their respective areas. Significant audit observations and corrective actions taken, if any are periodically presented to the Audit Committee of the Board.

Auditor's and Auditor's Report

A. STATUTORY AUDITOR

Pursuant to provisions of Section 139 of the Act, the members at the annual general meeting of the Company held on 12 July 2022 appointed M/s Gokhale & Sathe, Chartered Accountants (Firm Registration No. 103264W) as statutory auditors of the Company from the conclusion of 1st annual general meeting till the conclusion of 4th annual general meeting, to hold office for a term of three years.

Based on the recommendation of Audit Committee and confirmation from RBI, the Board and shareholders approved the appointment of M/s Gokhale & Sathe, Chartered Accountants, as Statutory Auditors of the Company for one more financial year i.e. F.Y. 2025-26, until the conclusion of 5th annual general meeting of the Company.

The statutory auditors have confirmed that they are not disqualified from continuing as auditors of the Company.

Further, according to the above-mentioned provisions, NBFCs having an asset size of Rs. 15,000 crores and above as at the end of the previous financial year are required to appoint Joint Statutory Auditors (JSAs), with a minimum of two audit firms.

BACL's asset size has exceeded Rs. 15,000 crores as on 31 March 2026, necessitating appointment of JSAs from FY 2026–27. Accordingly, necessary steps have been taken in regard to the change in the Statutory auditors of the company.

With the recommendation of Audit committee, the Board of Directors, subject to approval by the shareholders at the ensuing annual general meeting of the company, has approved the appointment of JSAs as under:

1. Sharp & Tannan and Associates
2. ASA and Associates

The Company has a Board - approved Policy for appointment of Statutory Auditors in place and the same is posted on the website which can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Policy_for_Appointment_of_Statutory_Auditor.pdf.

Brief details of the proposed Joint auditors who are seeking appointment are given in the notice of annual general meeting.

B. SECRETARIAL AUDITOR

Pursuant to the provisions of section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Shyamprasad D. Limaye, Practicing Company Secretary (FCS No. 1587, CP No. 572), to undertake secretarial audit of the Company.

A Report from the secretarial auditor in the prescribed Form MR-3 is annexed to this Report.

There are no observations, reservations, qualifications or adverse remark or disclaimer made in the aforesaid Report.

The secretarial auditor has not reported any matter under section 143(12) of the Act, and therefore, no details are required to be disclosed under section 134(3)(ca) of the Act.

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made

Since there are no qualification, reservation or adverse remark or disclaimer made by auditors, no explanation is required to be given by the Board.

Details of Internal Financial Controls with reference to the Financial Statements

Internal financial controls with reference to the financial statements were adequate and operating effectively.

Details regarding Frauds under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

However, the company has identified instances of potential frauds aggregating to INR - 44.73 lacs and for which the management has taken appropriate steps for recovery of dues. FMR-1 reports filed during the year under review are as below:

Sr. No.	No. of cases	Amount (in lacs)	Nature of Fraud
1	1	39.66	Fraud involving KTM dealer manager at Vizianagaram :- 25 cases amounting to approx. Rs 39.66 lacs (Loan amount inflated: 16 instances (₹ 26.64 lakhs); Vehicles purchased in cash were converted to loans without the consent of the customers: 8 instances (₹11.47 lakhs);

			Foreclosure amount defalcated: 1 instance (₹ 1.56 lakhs).
2	1	2.15	Cash collected and fake receipts issued by Sales Staff at Raipur.
3	1	1.82	Collection amount not deposited by Agency at Jaipur.
4	1	1.10	Identity theft – Ghaziabad.

Presentation of Financial Statements

The financial statements of the Company for the year ended 31 March 2026 have been disclosed as per Schedule III to the Act and IND AS.

A Cash Flow Statement and Profit & Loss Account for the year 2025-26 are attached to the balance sheet.

Particulars of Employees

The particulars of employees in respect of whom the statement under Section 197(12) of the Act read with rule 5(2)&(3) of Companies (Appointment and Remuneration) Rules, 2014 required to be provided are given in a separate exhibit forming part of this report.

Statutory Disclosures

1. The provisions of section 148 of the Act, are not applicable to the Company. Accordingly, there is no requirement of maintenance of cost records as specified under sub-section (1) of section 148 of the Act.
2. Pursuant to the legislation 'The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013' (POSH Act), the Company has framed a policy on Prevention of Sexual Harassment at Workplace during the year under review.
3. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under POSH Act.

Accordingly, during the year under review:

- a. number of complaints of sexual harassment received in the financial year – One
 - b. number of complaints disposed of during the financial year – One
 - c. number of cases pending for more than 90 days – NIL
 - d. number of complaints pending as on end of the financial year – NIL
4. The Company is committed to providing a safe and supportive work environment for women employees. The Company complies with the provisions of the

Maternity Benefit Act, 1961, including the provision of 26 weeks of paid maternity leave, facilities where applicable, and ensures that no women employees are terminated during their maternity leave period. The company has maintained all required registers and filed necessary returns under the Act.

5. Your Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.
6. Your Company has no Subsidiary / Associate / Joint Venture Company.
7. The Company is a wholly owned subsidiary of Bajaj Auto Limited.
8. There is no change in the nature of business of the Company during FY2026.
9. During FY2026, the Company has issued non-convertible debentures amounting to Rs. 500 crore and listed its previously issued unsecured subordinated debentures amounting to Rs. 200 crore & Rs. 300 crore respectively. In addition, the Company during the year under review also raised funds for business purposes through issuance of Commercial Papers ('CPs') in various tranches aggregating to Rs. 1,990 crores. As on 31 March 2026, there were no outstanding CPs.
10. Details as prescribed under section 134 of the Act and Rules made thereunder, applicable to the Company, have been specifically given in this Report, wherever applicable.
11. Neither any application was made, nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016, against the Company.
12. During FY2026, there was no instance of one-time settlement with Banks or Financial Institutions. Therefore, as per rule 8(5)(xii) of Companies (Accounts) Rules, 2014, reporting of reasons of difference in the valuation at the time of one-time settlement and valuation done while taking loan from the Banks or Financial Institutions is not applicable.

Acknowledgement

The Board of Directors places its gratitude and appreciation for the support and cooperation from its members, the RBI, SEBI and other regulators, banks and financial institutions.

The Board of Directors also places on record its sincere appreciation for the commitment and hard work put in by the Management and the employees of the Company and thanks them for an excellent year of performance.

On behalf of the Board of Directors
For **Bajaj Auto Credit Limited**

Rajiv Bajaj
Chairman
DIN:00018262
Place: Pune
Date: 05 May 2026

Annual Report on CSR activities for the financial year ended 31 March 2026

1. Brief outline of Company's CSR Policy

Introduction

The vision and philosophy of Late Jamnalal Bajaj, the founder of Bajaj Group, guides the Corporate Social Responsibility (CSR) activities of the group. He embodied the concept of trusteeship in business and common good, and laid the foundation for ethical, value-based and transparent functioning.

Bajaj Group believes that true and full measure of growth, success and progress lies beyond balance sheets or conventional economic indices. It is best reflected in the difference that business and industry make in the lives of people.

Through its social investments, Bajaj Group addresses the needs of communities residing in the vicinity of its facilities by taking sustainable initiatives in the areas of health, education, environment conservation, infrastructure and community development, and response to natural calamities. For society, however, Bajaj is more than a corporate identity. It is a catalyst for social empowerment and the reason behind the smiles that light up a million faces. Bajaj Auto Credit Ltd, relatively a new company in the group, continues the same tradition and legacy with its CSR activities.

Guiding principles:

The Bajaj Group, which includes Bajaj Auto Credit Ltd, believes that social investments should:

- **Benefit generations:** The Company believes in 'investment in resource creation' for use over generations. The Company tries to identify sustainable projects which will benefit the society over long periods.
- **Educate for self-reliance and growth:** To usher in a growth-oriented society and thereby a very strong and prosperous nation, by educating each and every Indian.
- **Promote health:** The Company believes good health is a pre-requisite for both education and productivity.
- **Encourage for self-help:** To guide and do hand holding for self-help, individually and collectively to create excellence for self and for the team.
- **Be focused:** The Company believes that activities should be focused around locations where it has a presence and hence can effectively guide, monitor and implement specific projects.
- **Target those who need it most:** Care for the sections of the society, which are socially at the lowest rung irrespective of their religion, caste, language or colour.

- **Sustain natural resources:** The Company encourages balanced development and ensures least adverse impact on environment – Growth with Mother Nature’s blessings.

Brief Contents of CSR Policy

Pursuant to the provisions of Section 135 of the Companies Act, 2013 (“the Act”) and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Corporate Social Responsibility (“CSR”) Policy of the Company was adopted by the Board of Directors at its meeting held on 28 April 2025. The said Policy was subsequently reviewed and approved by the Board of Directors at its meeting held on 17 March 2026.

The CSR Policy, inter alia, covers the following:

- a) Philosophy, Approach and Direction
- b) Guiding Principles for selection, implementation and monitoring of CSR activities
- c) Guiding Principles for formulation of the Annual Action Plan

2. Composition of the CSR Committee

Until FY 2025-26, the annual Company’s CSR obligation was below Rs. 50 lakhs and therefore, in terms of the provisions of Section 135(1) of the Companies Act, 2013, read with Rule 5 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the constitution of a Corporate Social Responsibility (“CSR”) Committee was not mandatory for the company. Accordingly, the CSR Committee was not constituted for FY 2025–26 and the question of having meetings of the CSR Committee for carrying out CSR activities hence did not arise during FY 2025–26.

However, based on the CSR obligation for FY 2026–27, it has become necessary for the company, to constitute a CSR Committee, comprising three or more Directors, including at least one Independent Director, in accordance with the provisions of the Companies Act.

Accordingly, the Board of Directors, at its meeting held on 17 March 2026, approved the constitution of the CSR Committee, comprising the following members to carry out the CSR activities from FY 2027:

- a) Shri Rajiv Bajaj – Chairman
- b) Shri Rakesh Sharma – Member
- c) Shri Arun Nathani – Member

3. Web-link where the following are disclosed on the website of the Company:

- Composition of CSR committee
<https://www.bajajautocredit.com/content/view/people-and-committees>
- CSR Policy
https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/CSR-Policy.pdf

- CSR Projects approved by the Board

4. Executive Summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not applicable

5.

Sno.	Particulars	Amount (in lakhs)
(a)	Average net profit of the Company as per section 135(5)	1294.74
(b)	Two percent of average net profit of the company as per section 135(5)	25.89
(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
(d)	Amount required to be set off for the financial year, if any	Nil
(e)	Total CSR obligation for the financial year [(b)+(c) -(d)]	25.89

6.

Sno.	Particulars	Amount (in lakhs)
(a)	Amount spent on CSR for ongoing Projects	Nil
(b)	Amount spent on CSR for other than Ongoing Project	25.89
(c)	Amount spent in Administrative Overheads	Nil
(d)	Amount spent on Impact Assessment, if applicable	Nil
(e)	Direct expenses by Company	Nil
(f)	Total amount spent for the financial Year [(a)+(b) +(c) +(d)]	25.89
(g)	CSR amount spent or unspent for the Financial Year	25.89 {Entire Amount spent}
(h)	Excess amount for set-off, if any	Nil

Details of CSR amount spent w.r.t other than ongoing projects for the financial year 2025-26 is as follows:

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Location of the project		Amount spent for the project (In Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
			State	District			Name	CSR reg. no.
1	BACL Skilling in Financial sector	ii. Education-Skilling	Maharashtra	Pune	25.89 Lakhs	Direct	Bajaj Auto Foundation (erstwhile JBGVS)	CSR00001725

7. Details of Unspent CSR amount for the preceding three financial years:

The company commenced its operations on 1 January 2024 and provisions relating to Corporate Social Responsibility became applicable to the Company only from FY 2025–26. The question of company having Unspent CSR amount for the preceding three financial years hence does not arise.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)

Not applicable

On behalf of the Board of Directors
For **Bajaj Auto Credit Limited,**

Rajiv Bajaj
Chairman
DIN:00018262

Kevin D'sa
Managing Director
DIN: 00425661

Pune: 05 May 2026

REPORT ON CORPORATE GOVERNANCE

Corporate Governance is about promoting fairness, transparency, accountability, risk management, responsibility, commitment to values, ethical business conduct and considering the interest of all stakeholders while conducting business.

This report details the corporate governance policies and practices of Bajaj Auto Credit Limited. (the 'Company', or 'BACL') for FY2026 and outlines compliance with requirements of the Companies Act, 2013, as amended, (the 'Act'), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto (the 'SEBI Listing Regulations'), and the Regulations of the Reserve Bank of India ('RBI') for Non-Banking Financial Companies (the 'RBI Regulations') as applicable to the Company. The company is strengthening governance practices and disclosures and has performed well beyond complying with the statutory and regulatory requirements as stipulated in the applicable laws and regulations.

Philosophy

For us, corporate governance is a reflection of principles entrenched in our values and policies as also embedded in our day-to-day business practices, leading to value-driven growth. Good governance practices stem from the dynamic culture and positive mindset of the organisation. The commitment of the Bajaj group to the highest standards of good governance practices predates the provisions of the Companies Act, 2013, SEBI Regulations, as applicable and the Master Directions/ Guidelines/ Circulars/ Notifications issued by the Reserve Bank of India ('RBI') for Non-Banking Financial Companies. Ethical dealings, transparency, fairness, disclosure and accountability are fundamental canons and main thrusts of the working of the Bajaj group. Bajaj Auto Credit Limited maintains the same tradition and commitment. We believe that the imperative for good Corporate Governance lies not merely in drafting codes for Corporate Governance, but also in practising and implementing the same in spirit.

Key elements of Bajaj Auto Credit's corporate governance

- Compliance with applicable laws.
- Proactive adherence to the regulations.
- Benchmarking and adopting best practices among banks, peers and other leading organisations.
- The Company's Board of Directors plays a crucial role in providing strategic guidance to the Company. The Company's Board comprises a diverse group of highly experienced professionals, which brings together a wealth of knowledge, expertise, and industry insights.
- Our esteemed Board members are selected based on their extensive backgrounds in various sectors and their ability to provide valuable perspectives to the executive management as required.

- Number of Board meetings exceed the statutory requirement, including meetings dedicated to discussing operating plans, strategies and managing the internal and external risks.
- Panel of independent directors with outstanding track record and reputation.
- Audit Committee comprising only of independent Board members, with Independent Directors chairing most Statutory Committees of the Board.
- Independent discussions by the Committee with chief internal auditor, chief risk officer, and chief compliance officer without presence of Managing Director and other members of senior management on a quarterly basis.
- Separate meeting of independent directors without presence of non-independent directors or executive management.
- All Board members are invited and encouraged to be present at committee meetings, even if they are not members of the respective committees.
- There is a confidential annual Board evaluation process where each Board member evaluates the performance of every other director, committees of the Board, the Chairman of the Board and the Board itself.
- Agenda of the meetings are circulated in advance to Board members which enables them to evaluate matters carefully for meaningful discussions.
- Terms of reference of various committees are in line with best practices and governance guidelines.
- Key governance policies are placed on the Company's website.
- The Company monitors its governance through a dedicated governance team.
- Adoption of various key governance policies and codes by the Board is in line with best practices, and the same are made available to stakeholders on Company's website. The list of key policies along with the weblinks is given in the table below:

Sr. No.	Name of Policy	Website link
1.	Whistle-blower Policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Whistle-Blower-Policy.pdf
2.	Related Party Transactions Policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Related_Party Transaction_Policy.pdf
3.	Code of Conduct for Directors and Senior management	https://www.bajajautocredit.com/writable/upload/public/footer/code_of_conduct_sr_management.pdf

4.	Code of Conduct for Employees	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Code-of-Conduct-Employee.pdf
5.	Code of Conduct for Independent Directors	https://www.bajajautocredit.com/writable/upload/public/footer/code_of_conduct_sr_management.pdf
6.	Code of Conduct for DMA/DSA	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Code-of-conduct-for-agents.pdf
7.	Prevention of sexual harassment at workplace	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/POSH-Version2.pdf
8.	Fair Practice Code	https://www.bajajautocredit.com/Form/formcenter/Fair-Practice-Code
9.	Code of practices and procedures for fair disclosure of unpublished price sensitive information	https://www.bajajautocredit.com/writable/upload/public/footer/fair_practice_code_upsi.pdf
10.	Corporate Social Responsibility Policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/CSR-Policy.pdf
11.	Equal Opportunity Policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Equal_Opportunity_Policy.pdf
12.	Data Privacy Policy	https://www.bajajautocredit.com/content/view/privacy-policy
13.	Interest Rate Policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Interest-rate-policy-BACL.pdf
14.	Corporate Governance policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/CG-Policy.pdf
15.	Compensation Policy for Senior Management and Directors	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Compensation-Policy.pdf
16.	Remuneration Policy	https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Remuneration_Policy_Companies_Act_2013.pdf
17.	Grievance redressal policy (RBI)	https://www.bajajautocredit.com/writable/upload/public/footer/important_links/RBI_Grievance_redressal_policy.pdf
18.	Grievance Redressal Policy (IRDAI)	https://www.bajajautocredit.com/writable/upload/public/footer/important_links/IRDAI_Grievance_redressal_policy.pdf

Board Of Directors

The Board of Directors (Board') and its Committees play a significant role in upholding and furthering the principles of good governance which translates into ethical business practices, transparency and accountability in creating long-term stakeholder value.

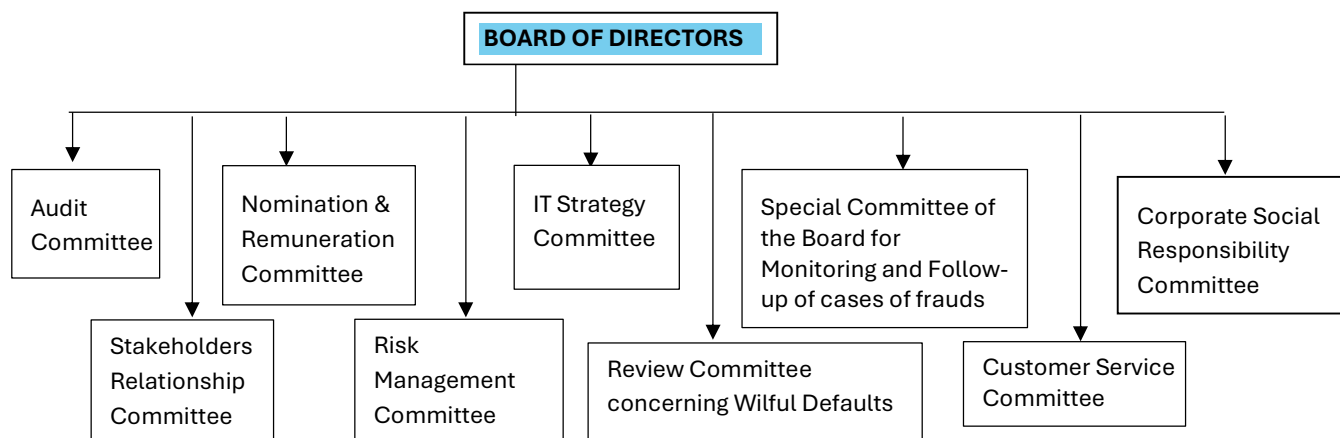
Keeping with the commitment to the principles of integrity and transparency in business operations and good corporate governance, the Company's policy is to have an appropriate blend of independent and non-independent directors to maintain the independence of the Board and to separate the Board functions of Governance and Management.

The responsibilities of the Board, *inter alia*, include formulation of overall strategy for the Company, reviewing major plan of actions, setting performance objectives, laying down the Code of Conduct for all members of the Board and the senior management team, formulating policies, conducting performance review, monitoring due compliance with applicable laws, reviewing and approving the financial results, enhancing corporate governance practices and ensuring the best interest of the shareholders, the community, environment and its various stakeholders.

All the directors have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations.

The Board has constituted several Board Committees. The remit of these Committees are governed by the regulations, business exigencies and such other matters warranting special and expert attention.

Board and its various Committees



Composition of the Board

In compliance with the Companies Act, 2013, the Company has an optimum combination of independent and non-independent directors.

As on March 31, 2026, the Board of the Company consisted of six directors, where the Chairman is a non-executive promoter director, two are non-executive Directors (including the Managing Director) - and three are Non-executive independent directors (including one woman independent director). The Board does not have any institutional nominee director.

The Company is well in compliance with the SEBI Listing Regulations, as applicable.

Number of meetings of the Board

The calendar for the Board and Committee meetings is fixed in advance for the entire year and informed to directors well in advance to ensure their participation at all the meeting(s) and with an objective to plan their travel accordingly.

During the FY 2026, the Board met five times, viz., 28 April 2025, 17 July 2025, 06 November 2025, 29 January 2026 and 17 March 2026. The gap between two consecutive meetings has been less than 120 days.

Table 1: Attendance record of directors for FY2026:

Name	Director since	No. of Board meetings attended	Whether attended last AGM
RAJIVNAYAN RAHULKUMAR BAJAJ (Chairman, Non-executive Director)	06/12/2021	5/5	Yes
RAKESH SHARMA (Non-executive Director)	06/12/2021	5/5	Yes
KEVIN PIUS DSA (Managing Director)	25/09/2023	5/5	Yes
PRADIP PANALAL SHAH (Independent Director)	01/01/2024	4/5	Yes
ARUN VIJAY NATHANI (Independent Director)	01/02/2024	4/5	Yes
SMITA PIYUSH MANKAD (Independent Director)	01/03/2024	5/5	Yes

The necessary quorum was present at the meetings. In compliance with the applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder, the Company facilitates the participation of the Directors in Board/Committee meetings through video conferencing.

Internal Ombudsman of the Company Shri Koteswar Vishveswar Tulshibagawale has been made a permanent invitee to the Board meetings pursuant to RBI's Directions - Reserve Bank of India (Non-Banking Financial Companies - Internal Ombudsman) Directions, 2026 dated January 14, 2026.

The summary of composition of Board, total compensation for the year, and shareholding in the Company is provided below:

Table 2:

Sr. No.	Name of Director, DIN and Capacity/ Category	Director since	Remuneration	No. of shares held in the Company as on 31 March 2026
---------	--	----------------	--------------	---

			Salary and other compensation	Sitting fee	Commission	
Non-Executive, Non-Independent						
1.	Rajiv Bajaj (00018262)	06/12/2021	-	-	-	Nil
2.	Rakesh Sharma (08262670)	06/12/2021	-	-	-	Nil
Managing Director, Executive, Non-Independent						
3.	Kevin D'sa (00425661)	25/09/2023	-	-	-	Nil
Independent Directors						
4.	Pradip Shah (00066242)	01/01/2024	-	6,00,000	-	Nil
5.	Arun Nathani (00619854)	01/02/2024	-	8,50,000	-	Nil
6.	Smita Mankad (02009838)	01/03/2024	-	5,50,000	-	Nil

Changes in composition of Board during FY2025-26

There has been no change in composition of the Board during the year under review i.e., from 1 April 2025 to 31 March 2026.

Resignation of Independent Directors during FY2026

There was no resignation tendered by any of the Independent Directors during FY2026.

Board Diversity

In compliance with the provisions specified in the terms of reference of Nomination & Remuneration Committee, the Board has devised a policy on Board Diversity. The Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company. The Directors are persons of eminence in the areas of management and governance, financial services, technology and innovation, business transformation and strategy, risk, assurance and internal controls, finance, law, etc. and bring with them experience/ skills which add value to the performance of the Board. The Directors are selected purely on the basis of merit with no discrimination on race, colour, religion, gender or nationality.

The Policy on Board Diversity is available on the website of the Company and can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Board_Diversity_Policy.pdf.

Opinion of the Board

The Board hereby confirms that, in its opinion, the independent directors fulfil the conditions specified under the Companies Act and are independent of the management of the Company.

Non-Executive Directors' Compensation

The Company believes that non-executive directors'(NEDs')(including independent directors) compensation must reflect the time, effort, attendance and participation in Board and Committee meetings. Payment of Rs 50,000 per meeting was made to the Independent Directors, for each meeting of the Board and Committee thereof attended by them as member.

Information placed before the Board

The Board is presented with relevant information on various matters related to the working of the Company, especially those which require deliberation at the highest level. Presentations are also made to the Board by Key members of senior management on important matters from time to time. Directors have separate and independent access to the officers of the Company. In addition to such items as required to be placed before the Board for its noting and/or approval, information is provided on various significant matters.

Pursuant to the various regulatory requirements, and in compliance with applicable laws, and keeping in view the business requirements, the Board is, inter alia, apprised on the following:

- Business plans, forecast and strategic initiatives.
- Internal financial controls.
- Succession planning, organisational structure, and talent management framework.
- Status of compliances with Companies Act, 2013, SEBI Regulations (as applicable) and RBI regulations.
- Review of various policies framed by Company from time to time.
- Risk management system, risk management policy and strategy followed.
- Compliance with corporate governance standards.
- Minutes of meetings of Board Committees.
- Compliance with fair practices code.
- Changes in regulatory landscape.
- Awareness on Cyber security.

Directors and Officers liability insurance ('D&O policy')

Directors and Officers Liability Insurance Policy for the Company has been taken through the said Policy taken by its 100% holding Company, Bajaj Auto Limited for its subsidiaries.

Orderly Succession to Board and Senior Management

As required under Section 178 of the Companies Act, 2013 ("Companies Act"), the Company has constituted a Nomination and Remuneration Committee. Development of a succession plan for the Board and senior management is an objective of the Nomination and Remuneration Committee.

Accordingly, the succession plan ("Succession Plan") for the appointment of the Directors and Senior Management pursuant in accordance with the provisions of the Companies Act, 2013 and the relevant regulations of the Reserve Bank of India was recommended by the Nomination and Remuneration Committee and approved by the Board.

The same is also available on company's website which can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Succession_Policy.pdf.

Directorships of Directors

Table 3: Number of directorships of directors as on 31 March 2026 (including the Company)

Name of the director	Directorships				
	No. of Directorships	In equity listed companies	In unlisted public companies	In private limited companies	Body Corporate
RAJIVNAYAN RAHULKUMAR BAJAJ	15	4	2	6	3
RAKESH SHARMA	7	1	2	1	3
KEVIN PIUS D'SA	2	0	1	1	0
PRADIP PANALAL SHAH	17	4	3	8	2
ARUN VIJAY NATHANI	7	0	1	1	5
SMITA PIYUSH MANKAD	9	4	4	1	0

Note: For the purpose of considering the limit of the committees in which a director can serve, all public limited companies, whether listed or not, have been included and all other companies including private limited companies, foreign companies, high value debt listed entities and companies under section 8 of the Act have been excluded.

None of the directors holds office as a director, including as an alternate director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary companies of a public company are included; while directorships in dormant companies and section 8 of the Act/section 25 of the Companies Act, 1956 are excluded.

As per the declarations received, no director serves as an independent director in more than seven equity listed companies or in more than three equity listed companies if he/she is a whole-time director / managing director in any listed company.

Pursuant to RBI Scale Based Regulations, Key Managerial Personnel shall not hold any office (including directorships) in any other NBFC-ML or NBFC-UL except for directorship in a subsidiary. None of the directors holds office in any other NBFC as stated above.

None of the director was a member in more than ten committees, nor a chairperson in more than five committees across all public companies in which he/she was a director.

Notwithstanding the number of directorships, as highlighted herein, the outstanding attendance record and participation of the directors in Board/Committee meetings indicate their

commitment and ability to devote adequate time and efforts to their responsibilities as Board/Committee members.

Directorship in listed companies (including debt listed companies and including BACL also)

Table 4: Name of listed entities where directors of the Company held directorships as on 31 March 2026

Sr. No.	Name of Director	Name of listed entity	Category
1.	Rajivnayan Rahul Kumar Bajaj	BAJAJ AUTO LIMITED	Managing Director and CEO, Executive
		BAJAJ HOLDINGS & INVESTMENT LIMITED	Non-Executive, Non- Independent
		BAJAJ FINSERV LIMITED	
		BAJAJ FINANCE LIMITED	
2.	Rakesh Sharma	BAJAJ AUTO LIMITED	Whole-time Director, Executive
3.	Kevin D'sa	Nil	Not Applicable
4.	Pradip Shah	BASF INDIA LIMITED	Chairman, Non-Executive Non-Independent
		BAJAJ HOLDINGS & INVESTMENT LIMITED	Non-Executive Independent
		BAJAJ AUTO LIMITED	Non-Executive Independent
		PFIZER LIMITED	Chairman, Non-Executive Non-Independent
5.	Arun Nathani	Nil	Not Applicable
6.	Smita Mankad	BAJAJ HOLDINGS & INVESTMENT LIMITED	Non-Executive Independent
		SUBROS LIMITED	Non-Executive Independent
		SWARAJ ENGINES LTD	Non-Executive Independent
		SML MAHINDRA LIMITED	Non-Executive Independent

Review of legal compliance

The Company has in place a robust legal compliance reporting system and the same is reviewed from time to time. The Board periodically reviews compliances with respect to the various laws applicable to the Company, as prepared and placed before it by the Management.

Code of Conduct

The Company has a Board approved Code of Conduct for Board members and Senior Management of the Company. The code has been placed on the Company's website and can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/code_of_conduct_sr_management.pdf.

All the Board members and Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for FY2026.

Maximum tenure of Independent directors

In terms of the Act, independent directors shall hold office for a term of up to five consecutive years on the board of a company, but shall be eligible for re-appointment on passing of a special resolution by the company and disclosure of such appointment in the board's report.

The tenure of the independent directors is in accordance with the provisions of the Act.

Formal letter of appointment to independent directors

The Company has issued a formal letter of appointment/re-appointment to independent directors in the manner provided in the Act.

The draft letter of appointment to Independent Directors is placed on the Company's website and can be accessed at [https:// www.bajajautocredit.com/ public/ footer/ Letter_of_Appointment_for_IDs.pdf](https://www.bajajautocredit.com/public/footer/Letter_of_Appointment_for_IDs.pdf)

Whistle-blower policy/ Vigil mechanism

The Company has a whistle blower policy encompassing vigil mechanism pursuant to the requirements of the section 177(9) of the Companies Act, 2013. The whistle blower policy/vigil mechanism provides a route for directors/employees to report, without fear of victimisation, any unethical behaviour, suspected or actual fraud or violation of the Company's code of conduct etc., which are detrimental to the organisation's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimisation or any other unfair employment practice.

The said policy has been appropriately communicated to the employees within the organisation and has also been placed on the Company's website which can be accessed at [https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_condu ct/Whistle-Blower-Policy.pdf](https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Whistle-Blower-Policy.pdf).

The directors in all cases and employees in appropriate cases have direct access to the chairman of the audit committee. The Company affirms that no employee has been denied access to the audit committee, which is charged with overseeing this policy.

Loans and advances

During FY 2026, the Company has not provided any loans and advances in the nature of loans to Directors, Key Managerial Personnel and firms/companies in which the directors are interested.

Share Capital

The Authorised Share Capital of the Company as on 31 March 2026, was Rs. 7500 crores consisting of 750,00,00,000 equity shares of face value of Rs. 10 each.

The paid-up equity share capital as on 31 March 2026, post right issue done during the year under review was Rs. 2700 crores consisting of 270,00,00,000 fully paid-up equity shares of face value of Rs. 10 each.

Related party transactions

All contracts/arrangements entered by the Company during the period ended 31st March 2026 with related parties were in the ordinary course of business and at arm's length price in terms of Section 188 of the Act, 2013 read with the Companies (Meetings of Board and its powers) Rules, 2014.

Pursuant to the provisions of Section 134(h) of the Act, 2013 read with rule 8(2) of the Companies (Accounts) Rules 2014, the particulars of contracts or arrangements entered into by the Company with Related Parties have been done at arm's length and are in the ordinary course of business. Hence, no particulars are being provided in Form AOC-2.

Related Party disclosures, as per IND-AS have been provided in Notes to the financial statement.

The policy on Related party transactions, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Related_Party_Transaction_Policy.pdf.

COMMITTEES OF THE BOARD

The Board has constituted committees with specific terms of reference to focus on specific issues and ensure expedient resolution of diverse matters. The details of committees are as follows:

- (a) **Board Committees:** Audit Committee, Nomination and Remuneration Committee (NRC), Risk Management Committee, Stakeholders Relationship Committee (SRC), Information Technology Strategy Committee (IT Strategy), Special Committee for Monitoring and Follow up of cases of Frauds (SCBMF), Review Committee concerning Wilful Defaults, Customer Service Committee and Corporate Social Responsibility Committee.
- (b) **Internal Committees:** IT Steering Committee, Information Security Committee, Asset Liability Management Committee (ALCO), Investment Committee, Identification Committee concerning Wilful Defaults, Fraud Monitoring Group and Outsourcing Compliance Steering Committee.

1. AUDIT COMMITTEE

The Company has constituted an Audit Committee in accordance with the section 177 of the Companies Act, 2013 and the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, as amended by the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025 dated November 28, 2025. The Committee was constituted on 25 September 2023 and was re-constituted on 17 April 2024.

The terms of reference of the Committee are in accordance with the Act. These broadly include oversight of the Company's financial reporting process and disclosure of its financial information, review of financial statements, review of compliances and review of systems and controls, approval or any subsequent modification of transactions with related parties, review management letters/ letters of internal control weaknesses issued by the statutory auditors, if any etc.

The terms of reference of Audit Committee, as approved by the Board are placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_audit.pdf.

The Audit Committee of BACL as on 31 March 2026, consists of three members out of whom Ms. Smita Mankad holds the position of Chairperson and other two members are Shri Pradip Shah and Shri Arun Nathani. All members are Non-Executive Independent Directors.

Meetings and attendance

During the FY2026, the Audit Committee met five times, viz. 28 April 2025, 17 July 2025, 06 November 2025, 29 January 2026 and 17 March 2026. -

Table 5: Composition of the Audit Committee and attendance record of the members for FY2026

Sr. No.	Name of Director	Member of Committee since	Category	No. of meetings attended
1.	Smita Mankad	17/04/2024	Chairperson	5/5
2	Pradip Shah	17/04/2024	Member	4/5
3.	Arun Nathani	17/04/2024	Member	4/5

In addition to the members of the Audit Committee, these meetings were attended by Chief Financial Officer, Internal Auditor, Statutory Auditor and other senior executives who were considered necessary for providing insights to the committee.

The Company Secretary acted as the secretary to the Audit Committee.

The Audit Committee, inter alia, discussed and deliberated on the internal audit reports, financial results, related party transactions including granting of omnibus approval, investment related reports, utilisation of loans and/or advances from/investment by the Company, whistle blower/ PoSH complaints, appointment/re-appointment of statutory auditor, etc.

During the FY 2026, the board had accepted all recommendations of the Committee.

2. NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted a Nomination and Remuneration committee in accordance with the section 178 of the Companies Act, 2013 and the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, as amended by the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025 dated November 28, 2025. The Committee was constituted on 25 September 2023 and was re-constituted on 17 April 2024.

The terms of reference of the Committee are in accordance with the Act. These broadly include formulation of criteria for determining qualifications, positive attributes and independence of a director, recommendation of persons to be appointed to the Board and senior management and specifying the manner for effective evaluation of performance of Board, its Committees, Chairperson and individual directors, recommendation of remuneration policy for directors, key managerial personnel and other employees, formulation of criteria for evaluation of performance of independent directors and the Board, devising a policy on Board diversity and such other matters as may be prescribed under the Act.

The terms of reference of Nomination and Remuneration Committee, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_nrc.pdf.

The Nomination and Remuneration Committee of BACL as on 31 March 2026, consists of three members out of whom Shri Pradip Shah holds the position of Chairman and other two members are Shri Arun Nathani and Shri Rajiv Bajaj.

The importance of appointment of directors with 'fit and proper' credentials is well recognised at BACL.

Meetings and attendance

During the FY2026, the Nomination and Remuneration Committee met thrice, viz. 28 April 2025, 29 January 2026 and 17 March 2026.

Table 6: Composition of the NRC and attendance record of the members for FY2025

Sr. No.	Name of Director	Member of Committee since	Category	No. of meeting attended
1.	Pradip Shah	17/04/2024	Chairman	2/3
2	Arun Nathani	17/04/2024	Member	2/3
3.	Rajiv Bajaj	25/09/2023	Member	3/3

The company secretary acted as the secretary to this Committee.

As provided under the terms of reference of the Nomination and Remuneration Committee, the members, inter alia, discussed and deliberated on re-appointment of independent directors, remuneration payable to senior management, directors and key managerial personnel, review of performance evaluation process and criteria etc. to the extent applicable.

During FY2026, the Board accepted all the recommendations of the Committee.

3. RISK MANAGEMENT COMMITTEE

The Company has constituted a Risk Management Committee in accordance with the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, as amended by the Reserve Bank of India (Non-Banking Financial

Companies – Governance) Directions, 2025 dated November 28, 2025. The Committee was constituted on 25 September 2023 and was re-constituted on 17 April 2024.

This Committee ensures that the risks associated with the functioning of the Company are identified, controlled and mitigated and also lays down procedures regarding managing and mitigating the risk through integrated risk management systems, strategies and mechanism.

The terms of reference of Risk Management Committee, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_rmc.pdf.

The Risk Management Committee of BACL as on 31 March 2026, consists of three members out of whom Shri Pradip Shah holds the position of Chairman and other two members are Shri Arun Nathani and Shri Kevin D'sa.

Shri Ashish Tikotkar ceased to be the Chief Risk Officer of the Company with effect from 02 January 2026. In his place, Shri Raj Kumar Tailor was appointed as the Chief Risk Officer of the Company with effect from 17 March 2026.

Meetings and attendance

During the FY2026, the Risk Management Committee met twice, viz. on 06 November 2025 and 17 March 2026.

Table 7: Composition of the RMC and attendance record of the members for FY2026

Sr. No.	Name of Director	Member of Committee since	Category	No. of meetings attended
1.	Pradip Shah	17/04/2024	Chairman	2/2
2	Arun Nathani	17/04/2024	Member	1/2
3.	Kevin D'sa	17/04/2024	Member	2/2

The company secretary acted as the secretary to this Committee.

As provided under the terms of reference of the Risk Management Committee, the members, inter alia, discussed and deliberated on methodology, processes and systems that are in place to monitor and evaluate risks associated with the business, review and implementation of the risk management policy, appointment, removal and terms of remuneration of the Chief Risk Officer (if any), etc.

During FY2026, the Board accepted all the recommendations of the Committee.

4. STAKEHOLDERS RELATIONSHIP COMMITTEE

Pursuant to the provisions of the Companies Act, 2013, the Company has constituted a Stakeholders Relationship Committee (SRC) on 17 April 2024.

The terms of reference of Stakeholders Relationship Committee, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_src.pdf.

The Stakeholders Relationship Committee of BACL as on 31 March 2026, consists of three members out of whom Ms. Smita Mankad holds the position of Chairperson and other two members are Shri Arun Nathani and Shri Kevin D'sa.

Meetings and attendance

During the FY2026, the Stakeholders Relationship Committee met once on 17 March 2026.

Table 8: Composition of the SRC and attendance record of the members for FY2026

Sr. No.	Name of Director	Member of Committee since	Category	No. of meeting attended
1.	Smita Mankad	17/04/2024	Chairperson	1/1
2	Arun Nathani	17/04/2024	Member	0/1
3.	Kevin D'sa	17/04/2024	Member	1/1

During the year under review, there have been developments which have resulted in Company having multiple categories of stakeholders as under:

Type of Security	Listed/ Unlisted	Outstanding Amount as on 31 March 2026	No. of Stakeholders
Equity	Unlisted	Rs. 2700 Crores	1 (Bajaj Auto Limited)
Secured NCDs	Listed	Rs. 500 Crores	14
Unsecured Subordinated NCDs	Listed	Rs. 500 Crores	1 (Bajaj Auto Limited)

In accordance with the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and directions issued by the Reserve Bank of India for NBFCs, the Committee reviewed matters pertaining to stakeholder grievances, service requests, and compliance status.

During the period under review:

- No grievances, complaints, or service requests were received from any of the Stakeholders.
- No interest or redemption which became due was outstanding and there were no interest-related queries or complaints.
- Necessary regulatory, contractual, and listing obligations relating to debenture servicing, investor communication, disclosures and stakeholder compliance have been met during the year.

During FY2026, the Board accepted all the recommendations of the Committee.

5. INFORMATION TECHNOLOGY (IT) STRATEGY COMMITTEE

Pursuant to the Master Direction on Information Technology Governance, Risk, Controls and Assurance Practices issued by RBI vide RBI/ 2023-24/ 107 DoS.CO.CSIT/ SEC.7/ 31.01.015/ 2023-24, dated 07 November 2023, BACL has duly constituted IT Strategy Committee on 17 April 2024, consisting of three members out of whom Shri Arun Nathani

holds the position of Chairman and other members are Shri Rakesh Sharma and Shri Kevin D'sa.

The Committee meets on a quarterly basis.

The terms of reference of IT Strategy Committee, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_it_strategy.pdf.

Meetings and attendance

During the FY2026, the IT Strategy Committee met three times, viz. 30 July 2024, 06 November 2024 and 23 January 2025.

Table 9: Composition of the IT Strategy Committee and attendance record of the members for FY2025

Sr. No.	Name of Director	Member of Committee since	Category	No. of meetings attended
1.	Arun Nathani	17/04/2024	Chairperson	3/3
2	Rakesh Sharma	17/04/2024	Member	2/3
3.	Kevin D'sa	17/04/2024	Member	3/3

Shri Srikanth Appana is the Chief Technology Officer and Shri Hemant Kumar is the Chief Information Security Officer of the Company. The Chief Information Security Officer is a permanent invitee to the IT Strategy Committee.

During FY 2026, the Board noted the decisions and recommendations of the committee.

6. REVIEW COMMITTEE FOR CONSIDERING WILFUL AND LARGE DEFAULTERS

Pursuant to the amended Master Direction on Treatment of Wilful Defaulters and Large Defaulters issued by RBI vide RBI/DOR/2025-26/358 DOR.FIN.REC.No.277/20-16-003/2025-26 dated 28 November 2025, BACL has duly constituted a Review Committee on 15 October 2024, consisting of three members out of whom Shri Kevin D'sa holds the position of Chairman and other members are Shri Pradip Shah and Ms. Smita Mankad.

The primary objective of Review Committee is to review the order passed by Identification Committee after considering written representation, if any forwarded by non-cooperative borrower(s) (Wilful Defaulters) and pass necessary orders upholding/rejecting the order passed by identification committee.

During the year under review, no meeting of the committee was required to be held, as there were no cases of Wilful and Large Defaulters, identified by the Identification Committee.

The terms of reference of Review Committee, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_review.pdf.

7. SPECIAL COMMITTEE OF THE BOARD FOR MONITORING AND FOLLOW-UP OF CASES OF FRAUDS (SCBMF)

Pursuant to the Master Directions on Fraud Risk Management in Non-Banking Financial Companies (NBFCs) (including Housing Finance Companies) issued by RBI vide RBI/DOS/2024-25/120 DOS.CO.FMG.SEC.No.7/23.04.001/2024-25 dated 15 July 2024, BACL has duly constituted a Special Committee of the Board for Monitoring and Follow-up of Cases of Frauds (SCBMF). The committee was constituted on 15 October 2024 and was re-constituted on 29 January 2026.

The SCBMF of BACL as on 31 March 2026, consists of six members out of whom Shri Kevin D'sa holds the position of Chairman and other members are Shri Nilesh Thakkar – Chief Financial Officer, Shri Anil Rathie – Chief Compliance Officer, Shri Raj Kumar Tailor – Chief Risk Officer*, Shri Raul Verma – Business Head and Shri Jaison John – Business Head.

* Appointed with effect from 17 March 2026.

The objectives of the SCBMF are to oversee fraud risk management effectiveness, review and monitor fraud cases with root cause analysis, suggest mitigating measures, oversee the organizational structure for fraud risk management, approve and implement the fraud risk management policy, ensure the effectiveness of the Early Warning System (EWS), and address any other matters assigned by the Audit Committee, Board of Directors, or regulatory bodies such as the Reserve Bank of India.

The terms of reference of SCBMF, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_scbmf.pdf.

During FY 2026, the committee met once on 25 March 2026.

Table 10: Composition of the SCBMF and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Kevin D'sa	15/10/2024	Chairman	1/1
2	Nilesh Thakkar	15/10/2024	Member	1/1
3.	Anil Rathie	15/10/2024	Member	1/1
4.	Raj Kumar Tailor	17/03/2026	Member	1/1
5.	Raul Verma	15/10/2024	Member	1/1
6.	Jaison John	15/10/2024	Member	1/1

The Committee will meet twice a year or as and when it is found necessary to meet.

8. CUSTOMER SERVICE COMMITTEE

Pursuant to the Master Direction issued by Reserve Bank of India (Internal Ombudsman for Regulated Entities) Directions, 2023 dated December 29, 2023 and as amended by the Reserve Bank of India (Non-Banking Financial Companies - Internal Ombudsman) Directions, 2026 dated January 14, 2026, BACL has duly constituted a Customer Service Committee on 27 January 2025, to evaluate the effectiveness, quality, and adequacy of customer service in the entity and to strengthen the consumer protection framework.

The Committee consists of three members out of whom Shri Arun Nathani holds the position of Chairman and other members are Shri Rakesh Sharma and Shri Kevin D'sa.

Mr. Koteswar Vishweshwar Tulshibagawale is appointed as the Internal Ombudsman of the Company w.e.f. 01 April 2025.

Meetings and attendance

During the FY 2026, the Customer Service Committee met thrice viz. on 17 July 2025, 06 November 2025 and 29 January 2026 .

Table 11: Composition of the Customer Service Committee and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Arun Nathani	27/01/2026	Chairman	3/3
2	Rakesh Sharma	27/01/2026	Member	3/3
3.	Kevin D'sa	27/01/2026	Member	3/3

The terms of reference of Customer Service Committee, as approved by the Board is placed on the Company's website and can be accessed at https://www.bajajautocredit.com/public/footer/terms_of_reference_customer_service.pdf.

9. ASSET LIABILITY MANAGEMENT COMMITTEE (ALCO)

The Company constituted an Asset Liability Management Committee (ALCO), in terms of Guidelines issued by RBI to NBFCs in order to manage liquidity risk, market risks, and other funding / asset related risks for effective risk management in its portfolios.

The ALCO of BACL as on 31 March 2026, consists of eight members out of whom Mr. Kevin Dsa holds the position of Chairman and other members are Shri S Ravikumar, Shri Dinesh Thapar, Dr. J Sridhar, Shri Nilesh Thakkar, Shri Anil Rathi, Shri Raj Kumar Tailor and Shri Kiran Yanamandra. The Committee was first constituted on 25 September 2023 and was later re-constituted on 22 December 2023, 27 January 2025 and again on 29 January 2026.

The Committee met on a monthly basis. The Board is updated on the decisions of the Committee.

Meetings and attendance

During the FY2026, the ALCO met twelve times, viz. 28 April 2025, 30 May 2025, 24 June 2025, 31 July 2025, 26 August 2025, 30 September 2025, 29 October 2025, 27 November 2025, 16 December 2025, 28 January 2026, 19 February 2026 and 25 March 2026.

Table 12: Composition of the ALCO and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Kevin D'sa	25/09/2023	Chairman	12/12
2	S Ravikumar	25/09/2023	Member	0/12
3.	Dinesh Thapar	25/09/2023	Member	5/12
4.	J Sridhar	25/09/2023	Member	12/12

5.	Anil Rathi	25/09/2023	Member	12/12
6.	Shri Ashish Tikotkar ¹	25/09/2023	Member	5/9
7.	Raj Kumar Tailor ²	17/03/ 2026	Member	2/2
8.	Kiran Yanamandra	25/09/2023	Member	9/12
9.	Nilesh Thakkar	27/01/2025	Member	12/12

1. Ceased to be the member of committee w.e.f 2 January 2026.

2. Became a member of the Committee on 17 March 2026.

10. INVESTMENT COMMITTEE

The Company constituted an Investment Committee, pursuant to the Investment Policy of the Company.

The Investment Committee of BACL as on 31 March 2026, consists of Mr. Kevin D'sa as the Chairman of committee along with Mr. Ravikumar Srinivasan, Shri Dinesh Thapar, Shri Nilesh Thakkar, Shri Raj Kumar Tailor and Shri Kiran Yanamandra. The Committee was constituted on 22 December 2023 and was re-constituted on 27 January 2025 and again on 29 January 2026.

The Committee met on a monthly basis. The Board is apprised of the decisions of the Committee.

Meetings and attendance

During the FY2026, the IC met twelve times, viz. on 28 April 2025, 30 May 2025, 24 June 2025, 31 July 2025, 26 August 2025, 30 September 2025, 29 October 2025, 27 November 2025, 16 December 2025, 28 January 2026, 19 February 2026 and 25 March 2026.

Table 13: Composition of the IC and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Kevin D'sa	22/12/2023	Chairman	12/12
2	S Ravikumar	22/12/2023	Member	0/12
3.	Dinesh Thapar	22/12/2023	Member	5/12
4.	Shri Ashish Tikotkar ¹	22/12/2023	Member	5/9
4.	Raj Kumar Tailor ²	17/03/2026	Member	2/2
5.	Kiran Yanamandra	22/12/2023	Member	9/12
6.	Nilesh Thakkar	27/01/2025	Member	12/12

1. Ceased to be the member of committee w.e.f 2 January 2026.

2. Became a member of the Committee on 17 March 2026.

11. INFORMATION SECURITY COMMITTEE

Pursuant to the Master Direction on Information Technology Governance, Risks, Controls and Assurance Practices dated 07 November 2023, NBFCs are required to establish specific forums to ensure that IT related matters are given due attention for driving the IT Strategy formulated by the top management.

In accordance with above, BACL has duly constituted Information Security Committee on 15 July 2024 and was later re-constituted on 17 March 2026.

The Information Security Committee as on 31 March 2026 consists of five members out of whom Shri Kevin D'sa holds the position of Chairman and other members are Shri Srikanth Appana – Chief Technology Officer, Shri Raj Kumar Tailor – Chief Risk Officer, Shri Anil Rath i – Chief Compliance Officer and Shri Hemant Kumar – Chief Information Security Officer.

The Committee meets on a quarterly basis. The decisions of Committee are communicated to the IT Strategy Committee and Audit Committee.

Meetings and attendance

During the FY2026, the Information Security Committee met four times, viz. 10 April 2025, 10 July 2025, 29 October 2025 and 16 January 2026.

Table 14: Composition of the Information Security Committee and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Kevin D'sa	15/07/2024	Chairman	4/4
2	Srikanth Appana	15/07/2024	Member	4/4
3.	Ashish Tikotkar ¹	15/07/2024	Member	2/2
4.	Anil Rath i	15/07/2024	Member	4/4
5.	Hemant Kumar	15/07/2024	Member	4/4

1. Ceased to be a member of the Committee w.e.f. 02 January 2026.

12. IT STEERING COMMITTEE

Pursuant to the Master Direction on Information Technology Governance, Risks, Controls and Assurance Practices dated 07 November 2023, NBFCs are required to establish specific forums to ensure that IT related matters are given due attention for driving the IT Strategy formulated by the top management.

In accordance with above, BACL has duly constituted IT Steering Committee on 15 July 2024 with nine members out of whom Shri Kevin D'sa holds the position of Chairman and other members are Shri Srikanth Appana – Chief Technology Officer, Shri Raj Kumar Tailor – Chief Risk Officer, Shri Anil Rath i – Chief Compliance Officer, Shri Hemant Kumar – Chief Information Security Officer, Shri Raul Verma – Business Head, , Shri Jaison John – Business Head.

The Committee meets on a quarterly basis. The decisions of Committee are updated to the IT Strategy Committee and Audit Committee.

Meetings and attendance

During the FY2026, the IT Steering Committee met four times, viz. 10 April 2025, 10 July 2025, 29 October 2025 and 16 January 2026.

Table 15: Composition of the IT Steering Committee and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Kevin D'sa	15/07/2024	Chairman	4/4
2	Srikanth Appana	15/07/2024	Member	4/4
3.	Ashish Tikotkar ¹	15/07/2024	Member	2/3
4.	Anil Rathi	15/07/2024	Member	4/4
5.	Hemant Kumar	15/07/2024	Member	4/4
6.	Raul Verma	15/07/2024	Member	4/4
8.	Jaison John	15/07/2024	Member	1/4

1. Ceased to be a member of the Committee w.e.f 02 January 2026.

13. IDENTIFICATION COMMITTEE FOR CONSIDERING WILFUL AND LARGE DEFAULTERS

In accordance with the amended Master Direction on Treatment of Wilful Defaulters and Large Defaulters issued by RBI vide RBI/DOR/2025-26/358 DOR.FIN.REC.No.277/20-16-003/2025-26 dated 28 November 2025, applicable NBFCs shall constitute an Identification Committee to identify the wilful defaulter, if any.

Pursuant to above, BACL has duly constituted Identification Committee on 15 October 2024 with four members out of whom Shri Raj Kumar Tailor holds the position of Chairman and other members are Shri Anoop B – Business Head, Shri Jaison John – Business Head and Shri Raul Verma – Business Head.

The objective of the Identification Committee is to serve as the initial evaluating body for identifying wilful defaulters. The role of the Committee includes examining financial statements and security cover to detect signs of wilful default, issuing show cause notices to borrowers and relevant parties, and allowing them time to respond. Based on its findings and the responses received, the Identification Committee drafts a proposal to the Review Committee on whether the borrower should be classified as a wilful defaulter. If the Identification Committee does not classify a borrower as a wilful defaulter, the case does not proceed further.

Meetings and attendance

During FY 2026, the committee met once on 25 March 2026 and discussed and fulfilled the regulatory requirements. No wilful and large defaulters were identified by the Committee.

Table 16: Composition of the Identification Committee and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Raj Kumar Tailor	17/03/2026	Chairman	1/1
2	Anoop B	15/10/2024	Member	1/1
3.	Jaison John	15/10/2024	Member	1/1
4.	Raul Verma	15/10/2024	Member	1/1

14. OUTSOURCING COMPLIANCE STEERING COMMITTEE

In accordance with the Circular issued by RBI vide DNBR.PD.CC.No.090/03.10.001/2017-18 (Directions on Managing Risks and Code of Conduct in Outsourcing of Financial Services by

NBFCs), dated November 09, 2017, NBFCs are required to establish an Outsourcing Compliance Steering Committee to ensure governance, compliance oversight, and risk management across outsourcing arrangements.

Accordingly, the Board had approved the Outsourcing Policy on November 28, 2023, which included constituting an internal Committee for oversight of outsourcing activities, comprising Shri Kevin D'sa (MD) – Chairman, Nilesh Thakkar (CFO) – Member, and Shri Srikanth Appana (VP-IT) – Member.

The objectives of the committee are approving outsourcing of material business activities; regularly reviewing outsourcing strategies and arrangements for continued relevance, safety, and soundness; periodically reviewing effectiveness of policies and procedures; evaluating risks and materiality of existing and prospective outsourcing based on the Board-approved framework; overseeing compliance with outsourcing regulations; and ensuring monitoring and reporting mechanisms are in place.

Meetings and attendance

During the FY 2026, the Outsourcing Compliance Steering Committee met four times, viz. 21 February 2025, 13 August 2025, 19 November 2025 and 21 January 2026.

Table 17: Composition of the Outsourcing Compliance Steering Committee and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Kevin D'sa	15/10/2024	Chairman	1/4
2	Nilesh Thakkar	15/10/2024	Member	4/4
3.	Srikanth Appana	15/10/2024	Member	3/4
4.	Anil Rathi	15/10/2024	Member	4/4
5.	Ashish Tikotkar ¹	15/10/2024	Member	1/3

1. Ceased to be a member of the Committee w.e.f 02 January 2026.

15. FRAUD MONITORING GROUP

Pursuant to the Fraud Risk Management Policy, dated 15 October 2024 which was subsequently reviewed and approved by the Board at its meeting held on 28 April 2025 and 17 March 2026, the Company constituted a committee of senior management known as Fraud Monitoring Group (FMG) comprising of nine members viz. Shri Nilesh Thakkar - Chief Financial Officer, Shri Anil Rathi - Chief Compliance Officer, Shri Raj Kumar Tailor- Chief Risk Officer, Shri Raul Verma - Business Head, Shri Bimal Desai - Business Head, Shri Jaison John - Business Head, Shri Anoop B - Business Head, Shri Sudhakar Shenoy - DGM (Legal) and Shri Dheeraj Rajendran - Manager (Risk Containment Unit).

The objectives of the Committee are to examine the response received from the Persons / Entities to whom the Show Cause Notice was served, to serve a reasoned order on the Persons / Entities conveying the decision of the company regarding classification of the incident as fraud or otherwise and such other related matters.

During the FY 2026, the committee met eight times viz. 03 July 2025, 11 September 2025, 08 October 2025, 04 November 2025, 10 December 2025, 08 January 2026, 05 February 2026 and 11 March 2026.

Table 17: Composition of the Fraud Monitoring Group and attendance record of the members for FY2026

Sr. No.	Name of Member	Member of Committee since	Category	No. of meetings attended
1.	Nilesh Thakkar	15/10/2024	Chairman	8/8
2	Anil Rathi	15/10/2024	Member	8/8
3.	Ashish Tikotkar ¹	15/10/2024	Member	3/5
4.	Raul Verma	15/10/2024	Member	7/8
6.	Jaison John	15/10/2024	Member	8/8
7.	Anoop B	15/10/2024	Member	8/8
8.	Sudhakar Shenoy	15/10/2024	Member	4/8
9.	Dheeraj Rajendran	15/10/2024	Member	8/8

1. Ceased to be a member of the Committee w.e.f 02 January 2026.

Corporate Social Responsibility

For the first time, constitution of CSR Committee under section 135 of the Companies Act, 2013 became necessary from FY 2027 for the Company. Accordingly, CSR Committee was constituted by the Board of Directors at its meeting held on 17 March 2026.

The CSR Committee comprises three directors viz., Shri Rajiv Bajaj, Chairman, Shri Rakesh Sharma and Shri Arun Nathani, members.

During the FY 2026, the Board of Directors discharged the functions of the CSR Committee as provided under section 135 of the Companies Act, 2013.

The objectives of the program for the year focused on the following:

- To provide accessible and structured e-learning modules that cover key BFSI sector concepts and foster greater interest in the industry.
- To enable students to explore diverse career opportunities within the BFSI sector by developing a foundational understanding of core functions, entry-level roles, and growth pathways.
- To enhance workplace readiness of students by integrating foundational domain knowledge with essential soft skills.

The salient features of the CSR policy forms part of the Annual Report on CSR activities. The CSR policy has been hosted on the website of the Company and can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/CSR-Policy.pdf.

As on 31 March 2026, total amount spent on CSR activities by Company is Rs. 25,89,000.

Pursuant to rule 8(1) of Companies (Corporate Social Responsibility Policy) Rules, 2014, Annual Report on CSR activities is annexed to this Report.

Further, the Chief Financial Officer has certified that the funds disbursed have been utilised for the purpose and in the manner approved by the Board for FY2026.

Remuneration of Directors

Pecuniary relationship/transaction with non-executive directors

During FY2026, there were no pecuniary relationship/transactions of any non-executive directors with the Company.

Criteria of making payments to non-executive directors

Not Applicable

Details of Remuneration of directors

The details of remuneration payable, if any to all non-executive directors are provided in the Form MGT-7 ('annual return').

Managing Director

Remuneration of Managing Director is paid by the Company's holding Co., Bajaj Auto Limited, since the Managing Director is on the rolls of Bajaj Auto Limited.

Independent Director

Sitting fee of Rs. 50,000 per meeting is paid to the IDs, for each meeting of the Board or Committee thereof attended by them as member.

Management

Management discussion and analysis

This is given as a separate section in the Annual Report.

Green Initiatives

Sections 20 and 136 of the Act, read with relevant Rules, permit companies to service delivery of documents electronically to the registered email ID of the members.

During FY2026, the Company sent documents, such as notice convening the annual general meeting, audited financial statements, Directors' Report, Auditors' report, etc. in electronic form to the email addresses provided by the members and made available by them to the Company.

Compliances regarding Insider Trading

The Company became a debt-listed entity with effect from 01 December 2025, with the listing of its secured Non-Convertible debentures on the National Stock exchange. The Company has a duly updated list of Designated Persons and the initial disclosures pursuant to SEBI PIT Regulations has been duly obtained from each of them. By communication from time to time, the Company will make the Designated Persons aware of their obligations under the SEBI PIT Regulations.

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, ('SEBI PIT Regulations') the Company has a Board – approved Code of Conduct to regulate, monitor and report trading by Designated Persons ('Code of Conduct') and a code of practices and procedures for fair disclosure of unpublished price sensitive information ('Code of Fair Disclosure').

The Company is a 100% subsidiary of Bajaj Auto Limited and the 'Securities' here refer only to NCDs which are listed on the recognised Stock Exchange.

Information on general body meetings and details of special resolution(s) passed, if any

Details of Annual General Meeting (AGM) held:

Type of Meeting (Annual/ Extra Ordinary)	Date and Place	Special resolutions passed
4 th Annual General Meeting	17.07.2025 – Registered Office (Pune)	0

Notes:-

1. All the shareholders voted in favour for each of the resolutions passed in the Annual General Meeting.

Details of Extraordinary General Meeting (EGM) held

Type of Meeting (Annual/ Extra Ordinary)	Date and Place	Special resolutions passed
Extra-Ordinary General Meeting	11.08.2025 and 17 March 2026 - Registered Office (Pune)	4

Notes:-

1. All the shareholders voted in favour for each of the resolutions passed in the Extraordinary General Meeting.
2. Special Resolution on 11 August 2025 was passed for below mentioned items:
 - a) Alteration to MOA to incorporate changes in the object clause concerning borrowing.
 - b) Alteration to AOA to incorporate clauses with respect to Nominee Director.
 - c) Approval for issuance of Subordinated Debt/ Non-Convertible Debentures.
3. Special Resolution on 17 March 2026 was passed for below mentioned item:
 - a) Approval for the continuation of Shri Kevin D'sa as Managing Director (DIN: 00425661) for another six months upto 30 September 2026.

Listing on Stock Exchanges:

Name and address of the Stock Exchange	Stock Code / Symbol
--	---------------------

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Tel.: 91 22 2659 8100 Fax : 91 22 2659 8120	As only the Non-convertible Debentures are listed and Equity Shares of the Company are not listed, the stock code is not applicable.
ISIN allotted by Depositories (Company ID Number) for Non-Convertible Debentures (NCD) listed with NSE as on 31 st March 2026	1. INE18UV08010 2. INE18UV08028 3. INE18UV07012

A. Details of the Non-Convertible Debentures issued by the Company as on 31st March 2026:

Sr. No.	ISIN	Description	Date of Allotment	Maturity Date	Amount (in Crores)	Stock Exchange
1	INE18UV08010*	Rated, listed, unsecured, subordinated fully paid-up non-convertible debentures	25-09-2025	25-09-2030	Rs. 200	National Stock Exchange
2	INE18UV08028*	Rated, listed, unsecured, subordinated fully paid-up non-convertible debentures	15-10-2025	15-10-2030	Rs. 300	
3	INE18UV07012	Secured, rated, listed, redeemable nonconvertible debentures	27-11-2025	27-11-2028	Rs. 500	

** The Board at its meeting on 17 July 2025 and Shareholders on 11 August 2025 approved issuance of Subordinated Debentures up to Rs. 750 Crores in one or more tranches.*

Pursuant to the above:

- First Tranche: 20,000 Unrated, Unlisted, Unsecured, Subordinated NCDs of Rs. 1,00,000 each aggregating to Rs. 200 Crores was allotted to Bajaj Auto Limited on 25 September 2025.*
- Second Tranche: 30,000 Unrated, Unlisted, Unsecured, Subordinated NCDs of Rs. 1,00,000 each aggregating to Rs. 300 Crores was allotted to Bajaj Auto Limited on 16 October 2025.*

Consequent upon the issuance of Secured Debentures of Rs. 500 Crores, the Company became a debt listed entity on 1 December 2025. Hence, as per Regulation 62A(3) of SEBI (LODR) Regulations, 2015, the Company, was required to list the previously issued unlisted debentures within three months of the listing of the secured debentures. The two tranches of the Subordinated Debentures referred to above got listed on NSE on 30 January 2026.

B. Details of the Commercial Papers issued and redeemed by the Company as on 31st March 2026:

Sr. No.	ISIN	Date of Allotment	Maturity Date	Amount	Stock Exchange
1	INE18UV14018	22-05-2025	20-08-2025	Rs. 500 Crores	National Stock Exchange
2	INE18UV14026	08-07-2025	05-12-2025	Rs. 490 Crores	
3	INE18UV14034	19-08-2025	17-11-2025	Rs. 500 Crores	
4	INE18UV14042	14-11-2025	13-02-2026	Rs. 500 Crores	

There were no outstanding Commercial Papers as on 31st March 2026.

Report on Corporate Governance

This section read together with the information given in the Director's Report, the section on Management Discussion and Analysis, constitute the compliance report on Corporate Governance during FY2026.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has a Board – approved policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) ACT, 2013 ('posh Act'). The main objective of the Act is to provide:

- Protection against and prevention of sexual harassment of women at workplace
- Redressal of complaints of sexual harassment

Table 19: Details as required under the POSH Act are as under:

Sr. No.	Particulars	No. of complaints
1.	No. of complaints filed during the year ended 31 March 2026	1
2.	No. of complaints disposed of during the financial year	1
3.	No. of pending complaints as on 31 March 2026	0

Fees Paid to statutory auditors

M/s Gokhale & Sathe, Chartered Accountants (Firm Registration No. 103264W) are the statutory auditors of the Company.

Table 20: The remuneration payable to M/s Gokhale & Sathe for the year 2025-26 was as under:

Sr. No.	Particulars	Amount (in crores)
1.	Audit fees	0.34
2.	Taxation matters	0.03
3.	Company law matters	0.00

4.	Other services	0.01
5.	Reimbursement of expenses	0.03

During the year, Auditors were reimbursed / paid towards out-of-pocket / travelling expenses and taxes.

Senior Management

Details of Senior Management Personnel(s) ('SMTs') as on 31 March 2026 are:

Sr. No.	Name	Designation
1	Dr. J Sridhar	Company Secretary
2	Shri Nilesh Thakkar	Chief Financial Officer
3	Shri Anil Rathi	Chief Compliance Officer
4	Shri Raj Kumar Tailor ¹	Chief Risk Officer
5	Shri Srikanth Appana	Chief Technology Officer
6	Shri Hemant Kumar	Chief Information Security Officer
7	Shri Jaison John	VP – ICV Sales
8	Shri Raul Verma	VP – TW Sales
9	Shri Amit Pawar	VP – TW Sales
10	Shri Mukund Madhav	VP – HR

1. Appointed as Chief Risk Officer in place of Shri Ashish Tikotkar w.e.f. 17 March 2026.

During the year under the review, there were no changes in the list of SMTs, except as mentioned above.

Fit & Proper Criteria

The company shall ensure that a policy is put in place with the approval of the Board of Directors for ascertaining the fit and proper criteria of the directors at the time of appointment, and on a continuing basis. The policy on the fit and proper criteria shall be on the lines of the Guidelines. The company shall obtain a declaration and undertaking from the directors giving additional information on the directors. The declaration and undertaking shall be on the lines of the format given. The company shall obtain a Deed of Covenant signed by the directors, which shall be in the format as given.

The company shall furnish to the Reserve Bank a quarterly statement on change of directors, and a certificate from the Managing Director of the NBFC that fit and proper criteria in selection of the directors has been followed. The statement must reach the Regional Office of the Reserve Bank within 15 days of the close of the respective quarter. The statement submitted by NBFCs for the quarter ending March 31, should be certified by the auditors.

The Company has complied with the provisions as are applicable and has a Board approved Fit and Proper Policy in place and the same is posted on the website which can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Policy_on_Fit_and_Proper_Criteria_of_directors.pdf.

Disclosure and Transparency

As required under prescribed RBI Directions/ Circulars the Company shall put up to the Board of Directors or its Committees, at regular intervals, the following:

- i. the progress made in putting in place a progressive risk management system and risk management policy and strategy followed by the NBFC;
- ii. conformity with corporate governance standards viz., in composition of various committees, their role and functions, periodicity of the meetings and compliance with coverage and review functions, etc.

Further, as per RBI Directions, the Company shall also disclose the following in their Annual Financial Statements:

- i. registration/ licence/ authorisation, by whatever name called, obtained from other financial sector regulators;
- ii. ratings assigned by credit rating agencies and migration of ratings during the year;
- iii. Penalties, if any, levied by any regulator;
- iv. information namely, area, country of operation and joint venture partners with regard to Joint ventures and overseas subsidiaries and
- v. Asset-Liability maturity, extent of financing of parent company products, credit impaired loans and movement of credit impaired loans, details of all off-balance sheet exposures, structured products issued by the Company as also securitization/ assignment transactions and other disclosures, as may be prescribed by Reserve Bank of India from time to time.

The Company has complied with the provisions as are applicable.

Rotation of Statutory Auditors

Pursuant to provisions of Section 139 of the Act, the members at the annual general meeting of the Company held on 12 July 2022 appointed M/s Gokhale & Sathe, Chartered Accountants (Firm Registration No. 103264W) as statutory auditors of the Company from the conclusion of 1st annual general meeting till the conclusion of 4th annual general meeting, to hold office for a term of three years.

Based on the recommendation of Audit Committee and confirmation from RBI, the Board and shareholders approved the appointment of M/s Gokhale & Sathe, Chartered Accountants, as Statutory Auditors of the Company for one more financial year i.e. F.Y. 2025-26, till the conclusion of 5th annual general meeting.

The statutory auditors have confirmed that they are not disqualified from acting as auditors of the Company.

Further, according to the above-mentioned provisions, NBFCs having an asset size of Rs. 15,000 crores and above as at the end of the previous financial year are required to appoint Joint Statutory Auditors (JSAs), with a minimum of two audit firms.

BACL's asset size has exceeded Rs. 15,000 crores as on 31 March 2026, necessitating appointment of Joint Auditors from FY 2026–27. Accordingly, necessary steps have been taken in regard to the change in the Statutory auditors of the company.

With the recommendation of Audit committee, the Board of Directors, subject to approval by the shareholders at the ensuing annual general meeting of the company , has approved the appointment of Joint auditors as under:

1. Sharp & Tannan and Associates
2. ASA and Associates

The Company has a Board – approved Policy for appointment of Statutory Auditors in place and the same is posted on the website which can be accessed at https://www.bajajautocredit.com/writable/upload/public/footer/policies_and_code_conduct/Policy_for_Appointment_of_Statutory_Auditor.pdf.

Details of capital market non-compliance, if any

During the year under review, there has been no default in compliance with the requirements of Stock Exchange, SEBI or any other statutory authority, in any matter related to capital markets.

Details of Non-Compliance with requirements of the Companies Act, 2013

During the year under review, there has been no default in compliance with the requirements of Companies Act, 2013, including with respect to compliance with accounting and secretarial standards as per the Secretarial Audit Report and Statutory Audit Report.

Details of Penalties and Strictures

During the year under review, there were no penalties or strictures imposed on the Company by the Reserve Bank of India or any other Statutory Authority.

Compliance with covenants

During the year under review, the Company has complied with all the covenants relating to loans availed and debt securities issued.

Significant and Material Orders passed by the Regulators or Courts

During the year under review, there were no significant or material orders passed by the regulator or court having an impact on the going concern status and Company's operations in future.

Divergence in Asset Classification and Provisioning

As per the last available RBI Supervisory Report for the Financial Year 2026, there has been no divergence in asset classification and provisioning assessed by RBI.

Disclosure of certain types of agreements binding listed entities

During the year under review, the Company has not entered into agreements with shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to impact the management or control of the Company or impose any restrictions or create any liability upon the Company.

Compliance of mandatory and discretionary requirements

Mandatory

The Company has complied with all the mandatory requirements of the SEBI Regulations as applicable.

Discretionary

The Company has also complied with the discretionary requirements as under:

1. Modified opinion(s) in audit report

The Company confirms that its financial statements are with unmodified audit opinion.

2. Separate posts of Chairperson and the Managing Director

The positions of Chairperson and Managing Director are held by two different persons who are not related to each other.

Certification

The Company shall abide by the RBI's directions on Internal Guidelines on Corporate Governance, and provisions of the Companies Act and SEBI Regulations pertaining to Corporate Governance.

GENERAL INVESTOR INFORMATION

5th Annual General Meeting ('AGM')

Day and date	Monday, July 20, 2026
Time	To be decided
Mode of AGM	In-person (Physical AGM)
Venue of the Meeting	Bajaj Auto Limited Complex, Mumbai Pune Road, Akurdi 411035
Financial Year ('FY')	1 April 2025 to 31 March 2026

Tentative meeting schedule for Financial Reporting/ Financial Calendar

The tentative months for meetings of Audit Committee and Board of Directors for consideration of financial results during the Financial Year 2026-27 are as follows:

Sr. No.	Particulars	Indicative Month
1	To review and approve the unaudited financial results for the quarter ending 30 June 2026, subject to limited review	July 2026
2	To review and approve the unaudited financial results for the quarter and half year ending 30 September 2026, subject to limited review	October 2026
3	To review and approve the unaudited financial results for the quarter and nine months ending 31 December 2026, subject to limited review	January / February 2027
4	To review and approve audited annual financial results for the year ending 31 March 2027, subject to audit	April / May 2027

In addition to the above, Board meetings may be convened in September and March to discuss strategy, operating plans and other matters as per requirements. Additional committee meetings may also be convened as and when deemed necessary.

Registrar and Share Transfer Agent ('RTA')

In terms of Regulation 7 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') KFin Technologies Limited ('KFin') continues to be the Registrar and Share Transfer Agent to manage all relevant corporate registry services for the equity shares, debentures and commercial papers.

Dividend

The Company, which was incorporated on 06 December 2021, is a 100% subsidiary of Bajaj Auto Limited. Since the Company commenced its operations only on 01 January 2024 after receipt of NBFC license from RBI, the company has not announced any dividend payable to its shareholders so far.

Listing on Stock Exchanges:

Name and address of the Stock Exchange	Stock Code / Symbol
National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Tel.: 91 22 2659 8100 Fax : 91 22 2659 8120	As only Non-convertible Debentures are listed and Equity Shares of the Company are not listed, the stock code is not applicable.
ISIN allotted by Depositories (Company ID Number) for Non-Convertible Debentures (NCD) listed with NSE as on 31 st March 2026	1. INE18UV08010 2. INE18UV08028 3. INE18UV07012

A. Details of the Non-Convertible Debentures issued by the Company as on 31st March 2026:

Sr. No.	ISIN	Description	Date of Allotment	Maturity Date	Amount (in Crores)	Stock Exchange
1	INE18UV08010*	Rated, listed, unsecured, subordinated fully paid-up non-convertible debentures	25-09-2025	25-09-2030	Rs. 200	National Stock Exchange
2	INE18UV08028*	Rated, listed, unsecured, subordinated fully paid-up non-convertible debentures	15-10-2025	15-10-2030	Rs. 300	
3	INE18UV07012	Secured, rated, listed, redeemable nonconvertible debentures	27-11-2025	27-11-2028	Rs. 500	

* The Board at its meeting on 17 July 2025 and Shareholders on 11 August 2025 approved issuance of Subordinated Debentures up to Rs. 750 Crores in one or more tranches.

Pursuant to the above:

- First Tranche: 20,000 Unrated, Unlisted, Unsecured, Subordinated NCDs of Rs. 1,00,000 each aggregating to Rs. 200 Crores was allotted to Bajaj Auto Limited on 25 September 2025.

- Second Tranche: 30,000 Unrated, Unlisted, Unsecured, Subordinated NCDs of Rs. 1,00,000 each aggregating to Rs. 300 Crores was allotted to Bajaj Auto Limited on 16 October 2025.

Consequent upon the issuance of Secured Debentures of Rs. 500 Crores, the Company became a debt listed entity on 1 December 2025. Hence, as per Regulation 62A(3) of SEBI (LODR) Regulations, 2015, the Company, was required to list the previously issued unlisted debentures within three months of the listing of the secured debentures. The two tranches of the Subordinated Debentures referred to above got listed on NSE on 30 January 2026.

B. Details of the Commercial Papers issued and redeemed by the Company as on 31st March 2026:

Sr. No.	ISIN	Date of Allotment	Maturity Date	Amount	Stock Exchange
1	INE18UV14018	22-05-2025	20-08-2025	Rs. 500 Crores	National Stock Exchange
2	INE18UV14026	07-07-2025	05-12-2025	Rs. 490 Crores	
3	INE18UV14034	18-08-2025	17-11-2025	Rs. 500 Crores	
4	INE18UV14042	14-11-2025	13-02-2026	Rs. 500 Crores	

There are no outstanding Commercial Papers as on 31st March 2026.

Annual listing fees, as prescribed, have been paid to the said stock exchange.

Credit rating

During FY2026, the Company retained its credit ratings owing to high capital adequacy, strong promoter support, tightened credit acceptance criteria and robust asset liability management. It reaffirms the high reputation and trust the Company has earned for its sound financial management and its ability to meet all its financial obligations. The credit rating as at 31 March 2026 is given below:

Rating Agency	Type of Instrument	Programme Size (Rs. in crore)	Credit Rating
CRISIL Limited	Commercial Paper	1,000	Crisil A1+
	Long Term Bank Loan Facilities	1,500	Crisil AAA/Stable
	Short Term Bank Loan Facilities		Crisil A1+
	Commercial Papers	2,000	Crisil A1+
ICRA Limited	Non-Convertible Debentures	2,000	[ICRA]AAA (Stable)
	Subordinated Bonds/ Debt	750	[ICRA]AAA (Stable)
	Long Term Bank Lines	5,000	[ICRA]AAA (Stable)
India Ratings and Research Private Limited	Bank Loan	3,000	IND AAA/Stable
CARE Limited	Long Term Bank Facilities	10,000	CARE AAA; Stable

Investors' Grievances

The Board of Directors of the Company constituted a Stakeholders' Relationship Committee ('SRC') on to specifically look into and resolve grievances of security holders. The Composition of SRC and details on investor complaints received during the year are given in Corporate Governance Report.

During the period under review:

- No grievances, complaints, or service requests were received from any of the Stakeholders.
- No interest or redemption which became due was outstanding and there were no interest-related queries or complaints.
- Necessary regulatory, contractual, and listing obligations relating to debenture servicing, investor communication, disclosures and stakeholder compliance have been met during the year.

Plant location

Bajaj Auto Credit Limited does not have any manufacturing plant.

Address for correspondence

Sr. No.	Particulars	Name and Address	Purpose	Contact details
1	Company	Bajaj Auto Credit Limited Bajaj Auto Complex, Mumbai Pune Road, Pune, Maharashtra, India, 411035	General Correspondence	Tel No.: (020) 6601 6603 Email ID: compliance@ bajajauto credit.com Website: www.bajajautocredit.com
2	Registrar and Share Transfer Agent	KFin Technologies Selenium Tower-B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032, Telangana	Equity/NCDs/CPs related matters	Telephone: (91) 40 6716 1500/ 2222 Email: einward.ris @kfintech.com Website: www.kfintech.com
3	Debenture Trustee	Catalyst Trusteeship Limited GDA House, Plot No. 85, Bhusari Colony (Right), Kothrud, Pune – 411038, Maharashtra	Debenture related matters	Tel No.: (022) 4922 0555 Email ID: ComplianceCTL- Mumbai@ ctltrustee.com Website:www.catalyst trustee.com

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF BAJAJ AUTO CREDIT LIMITED**

REPORT ON THE AUDIT OF THE IND AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Ind AS Financial statements of **BAJAJ AUTO CREDIT LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Financial Statements including Summary of Significant and Material Accounting Policies and Other Explanatory Information (hereinafter referred to as "the Ind AS Financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income, (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit of the Ind AS Financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Ind AS Financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report

KEY AUDIT MATTERS	HOW THEY WERE ADDRESSED IN OUR AUDIT
Impairment on Financial Assets basis Expected Credit Losses (ECL) on Loans Assets	Our audit procedures in respect of this matter included;

KEY AUDIT MATTERS	HOW THEY WERE ADDRESSED IN OUR AUDIT
(Refer Note 2.7, 6, 26 to the Financial Statements) The loan balance aggregating to Rs. 18,834.68 Crore and the amount of impairment allowances aggregating to Rs. 385.14 Crore as at March 31, 2026 are significant to the financial statements. Given the materiality of the loan portfolio and associated impairment allowance, the complexity and model-dependency of the ECL computation, and the significant degree of Management judgement and estimation involved, we have determined the impairment allowance on the loan assets to be a Key Audit Matter.	- Obtained and reviewed the Company's ECL policy document and model governance framework, including the basis for segmentation of the loan portfolio, and assessed whether the segmentation criteria are consistent with the Company's ECL policy. - Understood and evaluated the design, and tested the operating effectiveness of key controls put in place by the management in relation to Computation of ECL, assumptions used and source data used by the management. - Assessed the appropriateness of the PD estimation methodology, the adequacy of the model, the default definition applied, and the statistical robustness of the model framework. - Verified the DPD-based stage classification of loan accounts and tested a sample of accounts for correct staging, income recognition treatment in accordance with IRAC norms, and reversal of accrued interest on Stage 3 accounts. - Assessed the adequacy of disclosures made in the financial statements in relation to the ECL methodology and significant assumptions
Information Technology and General Controls: The Company's financial accounting and reporting processes are pervasively dependent on controls embedded within its information technology (IT) systems. Given the significant volume and diversity of transactions processed daily across multiple and discrete IT systems, any control lapses, validation failures, incorrect input data, or erroneous data extraction carry a material risk of misstatement in the financial statements. In view of the pervasive nature of the Company's reliance on IT systems for financial reporting, the design and operating effectiveness of IT General Controls (ITGCs) including access management, change management, computer operations, and program development controls – over systems relevant to financial reporting have been assessed as a Key Audit Matter	Our audit procedures in respect of this matter included; - Assessment of the design, implementation, and operating effectiveness of ITGCs over financially relevant IT systems. - Review of user access controls, privileged access management, and segregation of duties within key IT systems - Testing of change management procedures to ascertain whether changes to applications and data were subject to appropriate authorization, testing, and documentation. - Testing of key business cycle controls and the logic underlying reports generated through the IT infrastructure that were relevant to financial reporting or were utilised in the exercise of internal financial controls with reference to the standalone financial statements. Where controls were found to require supplementary validation, compensating controls were evaluated and alternate procedures were performed to assess whether any unaddressed

KEY AUDIT MATTERS	HOW THEY WERE ADDRESSED IN OUR AUDIT
	IT risks existed that could materially impact the standalone financial statements

INFORMATION OTHER THAN THE IND AS FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report but does not include the Ind AS Financial statements and our auditor's report thereon.

Our opinion on the Ind AS Financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS Financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS Financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITY FOR THE IND AS FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS Financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS Financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS Financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE IND AS FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Ind AS Financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS Financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors

in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS Financial Statements of the year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in 'Annexure I' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Ind AS Financial statements comply with the Ind AS specified under Section 133 of the Act, read with relevant rules issued thereunder.
 - e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to IND AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure II'. Our report expresses an unmodified opinion on the

adequacy and operating effectiveness of the Company's internal financial controls with reference to IND AS financial statements of the Company.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in the financial statement – Refer Note 34(a) to the Financial Statements.
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note 5, 6, 15, 32 to the Financial Statements.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv.
 - a. The management has represented that, to the best of it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b. The management has represented, that, to the best of it's knowledge and belief, no funds have been received by the company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - c. Based on our audit procedures that have been considered to be reasonable and appropriate in the given circumstances, nothing has come to our notice that has caused us to believe that the representations under aforesaid sub-clauses, 2(g)(iv)(a) and 2(g)(iv)b, contain any material misstatement.
- v. The company has neither declared nor paid any dividend during the year under consideration and therefore the compliance required under section 123 of the Companies Act, 2013 is not applicable.
- vi. Based on our examination, which included test checks, the Company has used non-integrated Loan Management System (LMS) and accounting software for maintaining

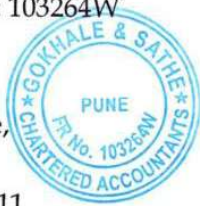
its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in both the softwares.

Further, during the course of performing our procedures, we did not notice any instance of audit trail feature being tampered with. In our opinion, the company has preserved, the audit trail, as per the statutory requirements for record retention.

- h) With respect to the matter to be included in Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information, according to the explanations given to us and based on our examination of the records of the Company, the Company has not paid / provided for Managerial Remuneration.

For Gokhale & Sathe,
Chartered Accountants,
Firm Registration No.: 103264W


Kaustubh Deshpande,
Partner
Membership No: 121011
UDIN: 26121011FSEUOX3523
Place: Pune
Date: May 5, 2026



ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of BAJAJ AUTO CREDIT LIMITED of even date)

In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that;

- i. In respect of the Company's Property Plant and Equipment:
 - a) I) The Company maintains proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
II) The Company maintains proper records showing full particulars of Intangible Assets
 - b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has a program of physical verification of Property, Plant and Equipment at periodic intervals which, in our opinion provides for physical verification of Property, Plant and Equipment at reasonable intervals. Pursuant to the program, property, plant and equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies have been noticed on such verification.
 - c) According to the information and explanations given by the management and based on the examination of books of account and other records, the Company does not hold any immovable property as at the balance sheet date.
 - d) The company has not revalued its Property, Plant and Equipment or Intangible Assets during the year. Accordingly, paragraph 3(i)(d), of the Order is not applicable to the Company.
 - e) According to the information and explanations given by the management, no proceedings have been initiated or pending against the company as at March 31, 2026 for holding any benami property under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements does not arise - Refer Note 64 to the Financial statements.
- ii.
 - a) The Company's operations do not involve inventories as it is engaged primarily in lending activities and accordingly, the requirements under paragraph 3(ii)(a) of the Order are not applicable to the Company.
 - b) During the financial year, the company has been sanctioned working capital limits in excess of rupees five crore from two bankers against security of standard loans assets.

Based on the information and explanations provided by the management and our examination of the books of account and other records made available to us, and further having regard to copies of the quarterly statements and bank submissions as represented to

have been so made, we report that the quarterly statements submitted by the management to the respective banks during the year that is prepared on the basis of a pre-defined drawing power methodology that considers charge registered book debts are, in all material respects, in agreement with the corresponding balances as extracted and reconciled from the books of account of the Company for each of the four quarters of the year ended March 31, 2026. Also refer Note 64 to the Financial statements

iii.

As disclosed in Corporate Information to the IND AS financial statements, the Company is engaged in the business of mainly financing two-wheeler, three-wheeler vehicles, as the case may be, pursuant to the Certificate of Registration (CoR) received from RBI to carry on the business of a NBFC.

During the year, in the ordinary course of its business, the Company has made investments in and granted secured loans to other parties. The company has neither provided guarantee/security nor advances in nature of loans to companies, firms, limited liability partnerships and other parties.

With respect to such investments and loans:

- a. Based on our examination and the information and explanations given to us, reporting under clause 3(iii)(a) of the Order is not applicable to the Company as it is a non-banking financial company registered with the Reserve Bank of India engaged in the business of granting loans
- b. In our opinion, having regard to the nature of the Company's business, the investments made and the terms and conditions of the grant of loans are not prejudicial to the Company's interest. The company has not made an advance in the nature of loans/ given any guarantee/ provided any securities.
- c. in respect of loans (referred to as "loan assets"), the schedule of repayment of principal and payment of interest has been stipulated. Note 2.7 to the financial statements explains the Company's accounting policy relating to impairment of loans assets. In accordance with that policy, loan assets with balances as at the year-end of Rs. 349.21 crores (PY Rs. 76.08 crores) were categorized as credit impaired ("Stage 3"), loan assets with balances as at the year-end of Rs.488.92 crores (PY Rs. 186.29 crores) were categorized as those where the credit risk has increased significantly since initial recognition ("Stage 2"). In all other cases, loan assets aggregating to Rs.17,996.55 crores (PY Rs. 9240.92 crores), the repayment of interest and principal were identified as regular. Disclosures in respect of such loans have been provided in Note 56 to the financial statements.

Having regard to the nature of the Company's business and the volume of information involved, it is not practicable to provide an itemized list of loan assets where delinquencies in the repayment of principal and interest have been identified.

- d. The total amount overdue for more than ninety days, in respect of loans, as at the year end, is Rs. 349.21 crores (PY Rs. 76.08 crores). In such instances, in our opinion, based on information

and explanations provided to us, reasonable steps have been taken by the Company for recovery of due principal amounts and the interest thereon through its existing collections infrastructure. Refer Note 56 in the financial statements for details of the amount of principal and interest overdue as at March 31, 2026.

- e. The provisions of paragraph 3(iii)(e) of the Order are not applicable to the Company as its principal business is to give loans.
- f. In our opinion and according to information and explanations given to us, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.
- iv. In our opinion and according to the information and explanation given to us and based on the examination of the Books of Account, the company has neither given any loan nor a guarantee nor a security nor has it made investments to parties covered by section 185 of the Act. Further, the company has complied with sub-section (1) of section 186 of the Act in respect of the loans and investments made and guarantees and security provided by it. The provisions of sub-sections (2) to (11) of section 186 are not applicable to the Company as it is a non-banking financial company registered with the RBI engaged in the business of granting loans.
- v. In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits and accordingly, the requirements under paragraph 3(v) of the Order are not applicable to the Company.
- vi. In our opinion and according to the information and explanation given to us, the rules made by the central government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 are not prescribed for the company and accordingly, the requirements under paragraph 3(vi) of the Order are not applicable to the Company.
- vii. According to the information and explanations given to us and based on the examination of the books of accounts, in respect of statutory dues:
 - a) The Company is regular in depositing with appropriate authorities undisputed statutory dues, including Goods and Services tax, Provident Fund, Income-tax, Employee state insurance, Professional tax and other material statutory dues applicable to the Company. According to the information and explanations given to us, there were no undisputed amounts payable in respect of statutory dues which were outstanding, at the year end, for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us, there are no statutory dues which have not been deposited on account of any dispute.
- viii. According to the information and explanations given to us and based on the examination of books of accounts, there were no transactions which were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 as there have been no assessments

under Income Tax Act, 1961 and accordingly the requirements of the clause 3(viii) are not applicable.

ix.

- a) According to the information and explanation given to us, based on the examination of books of accounts and audit procedures performed, the company has not defaulted in repayment of loans or borrowings from any lender during the year under consideration.
- b) According to the information and explanation given to us, based on the examination of books of accounts and audit procedures performed, the company has not been declared as a willful defaulter by any bank or financial institution or other lender.
- c) According to the information and explanation given to us, based on the examination of books of accounts and audit procedures performed, in our opinion, the term loans have been applied for the purpose for which the loans were obtained.
- d) According to the information and explanation given to us, based on the examination of books of account, financial ratios, audit procedures performed and overall examination of Financial statements, funds raised on short term basis have not been utilized for long-term purposes.
- e) According to the information and explanation given to us and based on the examination of the books of accounts, the company does not have any subsidiary, associate or joint venture and accordingly, the requirements of 3(ix)(e) are not applicable.
- f) According to the information and explanation given to us and based on the examination of the books of accounts, the company does not have any subsidiary, associate or joint venture and accordingly, the requirements of 3(ix)(f) are not applicable.

x.

- a) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. However, the Company has raised funds through private placement of Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCD) amounting to ₹500 crore.

Further, it has also raised funds through issue of subordinated Unsecured Non-Convertible Debentures (NCD) to the holding company on private placement basis amounting to ₹ 500 crore during the year that were subsequently listed.

The funds raised through such NCD issues have been used for the purposes for which these were raised.

- b) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. However, the company has made issue of Equity Shares on Rights basis to

its existing shareholders u/s 62(1)a of the Companies Act, 2013 during the year and the funds raised have been used for the purposes for which these were raised.

xi.

- a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, except for instances reported by the management of the company and as detailed out in Note 64(x) to the Financial Statement for the year under consideration and for which the Management has taken appropriate steps for recovery of dues, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of such case by the Management.
- b) No report under sub-section (12) of section 143 of the Companies Act is required to be filed by us, in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government as fraud instances reported by management in FMR1 returns were below the threshold limit. According to the information and explanations given to us, no reporting of fraud has been done by the Company Secretary. Further, as the provisions of Cost Audit are not applicable in the case of the company, the management has not appointed Cost Accountant accordingly, reporting of fraud is not applicable in case of Cost Accountant.
- c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause. As explained by the management, there were certain complaints having an immaterial impact, and for which the Management has taken appropriate steps.

- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii)(a) to 3(xii)(c) of the Order is not applicable.
- xiii. According to the information and explanation given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. In our opinion and based on our examination, the company is required to have an internal audit system as per provisions of the Companies Act 2013 and accordingly paragraphs 3(xiv)(a) and 3(xiv)(b) of the Order are applicable. The Company has an adequate internal audit system commensurate with the size and the nature of its business. The company has appointed internal auditor and we have considered the internal audit report issued during the year, along with the draft report for quarter ended March 31, 2026, in determining the nature, timing and extent of our audit procedures.

- xv. According to the information and explanation given to us, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi.
- The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. The company has obtained Certificate of Registration (CoR) on August 29, 2023 from the Reserve Bank of India (RBI) to commence/ carry on the business of a Non-Banking Financial Company (NBFC) under section 45-IA of the RBI Act, 1934 and has commenced its business operations of NBFC on January 1, 2024.
 - In our opinion and based on our examination, the Company has conducted the non-banking financial activities with a valid Certificate of Registration ('CoR') from the RBI as per the RBI Act. In our opinion, and according to the information and explanation given to us, the company has not conducted Housing Finance Activities.
 - The Company is not a Core Investment Company (CIC) as defined under the regulation made by the Reserve Bank of India and accordingly requirements of paragraph 3(xvi)(c) is not applicable.
 - In our opinion, and according to the information and explanation given to us, the Group (in accordance with Master Direction - Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the group and there are 20 CICs forming part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.
- xvii. According to the information and explanation given to us, the Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There were no resignations of the statutory auditor of company during the year and accordingly the requirements of 3(xviii) is not applicable.
- xix. In our opinion and according to the information and explanations given to us, on the basis of the financial ratios (Refer Note 38, 39 and 61 to Financial statement), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx.

a. In our opinion and based on our examination, the Company has fully spent the required amount towards Corporate Social Responsibility (CSR) in respect of other than ongoing projects and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

b. The Company does not have an ongoing project and accordingly no amount, that is unspent under Section 135(5) of the Companies Act, is required to be transferred to special account in compliance with the provisions of Section 135(6) of the Companies Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable.

xxi. According to the information and explanation given to us and based on the examination of the books of accounts, the company does not have any subsidiary, associate or joint venture and accordingly is not required to prepare Consolidated Financial Statements under the act or the applicable accounting standards and therefore, the requirements of 3(xxi) are not applicable.

For **Gokhale & Sathe,**

Chartered Accountants

Firm Registration No.: 103264W



Kaustubh Deshpande,

Partner

Membership No: 121011

UDIN: 26121011FSEUOX3523

Place: Pune

Date: May 05, 2026



ANNEXURE II TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of BAJAJ AUTO CREDIT LIMITED of even date)

Report on the Internal Financial Controls with reference to IND AS financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

OPINION

We have audited the Internal Financial Controls with reference to IND AS financial statements of BAJAJ AUTO CREDIT LIMITED ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS Financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to IND AS financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the internal control with reference to IND AS financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to IND AS financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to IND AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to IND AS financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain

reasonable assurance about whether adequate internal financial controls with reference to IND AS financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to IND AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to IND AS financial statements included obtaining an understanding of internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to IND AS financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO IND AS FINANCIAL STATEMENTS

A company's internal financial control with reference to IND AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control with reference to IND AS financial statements includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO IND AS FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to IND AS financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any

evaluation of the internal financial controls with reference to IND AS financial statements to future periods are subject to the risk that the internal financial control with reference to IND AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **Gokhale & Sathe,**
Chartered Accountants

Firm Registration No.: 103264W



Kaustubh Deshpande,
Partner

Membership No: 121011

UDIN: 26121011FSEUOX3523

Place: Pune

Date: May 05, 2026



BAJAJ AUTO CREDIT LIMITED
BALANCE SHEET

Particulars	Note No.	(Amount Rs. In crores)	
		As at	
		Mar-26	Mar-25
ASSETS			
Financial assets			
Cash and cash equivalents	3	259.62	972.33
Bank Balances other than cash and cash equivalents	4	0.75	0.17
Derivative financial instruments	5	231.46	1.14
Loans	6	18,449.54	9,392.95
Investments	7	224.70	78.30
Other Financial assets	8	522.92	457.76
Sub total		19,688.99	10,902.66
Non-financial assets			
Current Tax assets (Net)	9	25.07	7.88
Deferred Tax assets (Net)	10	116.31	53.00
Property, Plant and Equipment	11	21.51	16.00
Intangible assets	11	17.64	20.86
Intangible assets under development	11	1.40	-
Other Non-financial assets	12	50.66	33.38
Sub total		232.59	131.12
Total Assets		19,921.58	11,033.78
LIABILITIES AND EQUITY			
LIABILITIES			
Financial liabilities			
Derivative financial instruments	5	14.62	18.56
Payables			
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	13	0.40	6.78
Total outstanding dues of creditors other than micro enterprises and	13	5.99	0.20
Other payables			
Total outstanding dues of micro enterprises and small enterprises	13	-	-
Total outstanding dues of creditors other than micro enterprises and	13	140.86	113.95
Debt securities	14	511.96	-
Borrowings (other than debt securities)	15	15,237.86	8,436.52
Subordinated Liabilities	16	517.19	-
Other financial liabilities	17	62.51	37.49
Sub total		16,491.39	8,613.50
Non-Financial liabilities			
Provisions	18	25.66	9.29
Other non-financial liabilities	19	25.37	13.77
Sub total		51.03	23.06
EQUITY			
Equity Share Capital	20	2,700.00	2,400.00
Other equity	21	679.16	(2.78)
Sub total		3,379.16	2,397.22
Total Liabilities and equity		19,921.58	11,033.78

Summary of material accounting policies followed by the Company

2

The accompanying notes form an integral part of the financial statements
In terms of our report of even date
For Gokhale & Sathe, Chartered Accountants
ICAI Firm Registration Number: 103264W

For and on behalf of the board of directors of
Bajaj Auto Credit Limited

CA Kaustubh Deshpande
Partner
Membership Number: 121011



Place: Pune
Date: 5th May 2026



Rajiv Bajaj
Chairman
DIN : 00018262

Nilesh Thakkar
Chief Financial Officer

Kevin D'sa
Managing Director
DIN : 00425661

Dr. J Sridhar
Company Secretary

BAJAJ AUTO CREDIT LIMITED
STATEMENT OF PROFIT AND LOSS

Particulars	Note No.	(Amount Rs. In crores)	
		Year ended	Year ended
		Mar-26	Mar-25
Revenue From Operations	22		
Interest Income		3,032.53	1,002.46
Fees and Commission income		195.03	31.48
Net gain on fair value changes		18.39	6.87
Total revenue from operations		3,245.95	1,040.81
Other income	23	1.65	0.04
Total income		3,247.60	1,040.85
EXPENSES			
Fees and Commission expense	24	291.64	48.32
Finance Costs	25	908.38	320.81
Impairment on financial instruments	26	542.83	147.34
Employee Benefits expenses	27	239.75	198.30
Depreciation and amortization	28	9.87	4.93
Other expenses	29	356.23	243.00
Total expenses		2,348.70	962.70
Profit before exceptional items and tax		898.90	78.15
Exceptional items	30	10.32	-
Profit before tax		888.58	78.15
Tax expense			
Current Tax	9	292.80	56.12
Deferred Tax	10	(69.06)	(36.27)
Total tax Expense		223.74	19.85
Profit after tax		664.84	58.30
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Actuarial gains/(loss) of defined benefit plan		(2.92)	(0.58)
Tax impact on above		0.74	0.15
Items that will be reclassified to profit or loss			
Cash flow hedge reserve		35.51	(32.43)
Tax impact on above		(8.94)	8.16
Change in Fair value of FVOCI investment		(9.74)	0.52
Tax impact on above		2.45	(0.13)
Other comprehensive income (net of tax)		17.10	(24.31)
Total Comprehensive Income		681.94	33.98
Earnings per equity share			
Basic & Diluted (Rs.)	35	2.49	0.43

Summary of material accounting policies followed by the Company

2

The accompanying notes form an integral part of the financial statements
In terms of our report of even date

For Gokhale & Sathe, Chartered Accountants

ICAI Firm Registration Number: 103264W

CA Kaustubh Deshpande
Partner
Membership Number: 121011



Place: Pune
Date: 5th May 2026

**For and on behalf of the board of directors of
Bajaj Auto Credit Limited**

Rajiv Bajaj
Chairman
DIN : 00018262

Kevin D'sa
Managing Director
DIN : 00425661



Nilesh Thakkar
Chief Financial Officer

Dr. J Sridhar
Company Secretary

BAJAJ AUTO CREDIT LIMITED
STATEMENT OF CASHFLOWS

Particulars	(Amount Rs. In crores)	
	Year Ended	
	Mar-26	Mar-25
I. Operating activities		
Profit/(Loss) Before Tax	888.58	78.15
Adjustments to reconcile profit before tax to net cash flows :		
Interest income	(3,032.53)	(1,002.46)
Depreciation and amortisation	9.87	4.93
Finance costs	908.38	320.81
Impairment on financial instruments	542.83	147.34
Net gain on fair value changes	(18.39)	(6.87)
Cash inflow from interest on loans	2,763.33	827.94
Cash outflow towards finance cost	(831.78)	(305.73)
Operating profit/(loss) before working capital changes	1,230.29	64.11
Movement in working capital:		
(Increase)/decrease in Loans	(9,346.40)	(8,662.46)
(Increase)/decrease in Other financial assets	(67.47)	(213.26)
(Increase)/decrease in other non financial assets	(17.27)	(26.69)
Increase/(decrease) in financial liabilities	18.48	(6.73)
Increase/(decrease) in non-financial liabilities	11.60	7.20
Increase/(decrease) in trade payables	26.33	106.45
Increase/(decrease) in provisions	13.45	3.02
Net cash flow from / (used in) from operating activities before income-tax	(9,361.28)	(8,792.48)
Income-tax paid (net of refund)	(310.00)	(64.00)
Net cash flows from/(used in) operating activities [I]	(8,440.99)	(8,792.37)
II. Investing activities		
Sale of investments	17,727.11	7,204.79
Purchase of investments	(17,863.16)	(7,083.76)
Interest received on investments	13.07	1.73
Investment in fixed deposit	(0.54)	(214.70)
Proceeds from fixed deposit	2.95	225.30
Purchase of intangibles assets	(1.90)	(9.97)
Purchase of property, plant and equipment	(1.66)	(2.78)
Net cash flows from/(used in) investing activities [II]	(124.13)	120.61
III. Financing activities		
Proceeds from Borrowings (other than debt securities)	11,500.00	8,916.40
(Repayment) of Borrowings (other than debt securities)	(4,905.68)	(1,460.47)
Proceed from Debt Securities	2,453.45	-
(Repayment) of Debt Securities	(1,990.00)	-
Proceed from Subordinated Liabilities	500.00	-
Payment of lease liability	(5.36)	(2.38)
Increase in equity share capital	300.00	2,105.00
Net cash flows from/(used in) financing activities [III]	7,852.41	9,558.55
Net increase/(decrease) in cash and cash equivalents (I+II+III)	(712.71)	886.80
Cash and cash equivalents at the beginning of the year	972.33	85.54
Cash and cash equivalents at the end of the year	259.62	972.33
Components of cash and cash equivalents		
Cash on hand	-	-
Bank balance	259.62	972.33
Total Cash and cash equivalents	259.62	972.33

In terms of our report of even date
For Gokhale & Sathe, Chartered Accountants
ICAI Firm Registration Number: 103264W


CA Kaustubh Deshpande
Partner
Membership Number: 121011



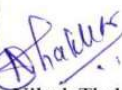
Place: Pune
Date: 5th May 2026

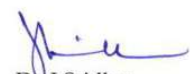
For and on behalf of the board of directors of
Bajaj Auto Credit Limited


Rajiv Bajaj
Chairman
DIN : 00018262


Kevin D'sa
Managing Director
DIN : 00425661




Nilesh Thakkar
Chief Financial Officer


DN J Sridhar
Company Secretary

BAJAJ AUTO CREDIT LIMITED
STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

Particulars	Note No.	(Amount Rs. In crores)	
		As at Mar-26	As at Mar-25
Balance as at the beginning of the year		2,400	295
Changes in equity share capital during the year		300	2,105
Balance as at Mar 31, 2026	20	2,700	2,400

B. Other Equity

Particulars	Note No.	Reserves and Surplus		Other Comprehensive Income on		Total Other Equity
		Statutory Reserve #	Retained Earnings	Cash Flow Hedge reserve	Investment through OCI	
Balance as at March 31, 2024		-	(36.76)	-	-	(36.76)
Profit / (loss) for the year		-	58.30	-	-	58.30
Other comprehensive income (net of tax) *		-	(0.43)	(24.27)	0.39	(24.31)
Total comprehensive income for the year ended March 31, 2025		-	21.10	(24.27)	0.39	(2.78)
Transfer to Statutory reserve		11.66	(11.66)			-
Balance as at March 31, 2025	21	11.66	9.44	(24.27)	0.39	(2.78)
Profit for the period			664.84			664.84
Other comprehensive income (net of tax) *			(2.18)	26.57	(7.29)	17.10
Total comprehensive income for the Year Ended ended Mar 31, 2026		11.66	672.10	2.30	(6.90)	679.16
Transfer to Statutory reserve		132.97	(132.97)			-
Balance as at Mar 31, 2026	21	144.63	539.13	2.30	(6.90)	679.16

* OCI under retained earning amounting to Rs. 2.92 crore is related to actuarial gains / (losses) on defined benefit plans for FY 2025-26.

The company has transferred a sum of twenty percent of net profit of that year to the statutory reserve fund created pursuant to Section 45 IC(1) of the Reserve Bank of India Act, 1934. No appropriation of any sum from the reserve fund is permitted except for the purpose as may be specified by the Reserve Bank of India from time to time.

The accompanying notes form an integral part of the financial statements

In terms of our report of even date

For Gokhale & Sathe, Chartered Accountants

ICAI Firm Registration Number: 103264W

CA Kaustubh Deshpande
Partner
Membership Number: 121011



Place: Pune
Date: 5th May 2026

For and on behalf of the board of directors of
Bajaj Auto Credit Limited

Rajiv Bajaj
Chairman
DIN : 00018262

Kevin D'sa
Managing Director
DIN : 00425661



Nilesh Thakkar
Chief Financial Officer

Dr. J Sridhar
Company Secretary

BAJAJ AUTO CREDIT LIMITED
STATEMENT OF PROFIT AND LOSS

Particulars	Note No.	(Amount Rs. In crores)		
		Quarter ended		Year Ended
		31.03.2026 (Reviewed)	31.12.2025 (Reviewed)	31.03.2025 (Reviewed)
Revenue From Operations	22			
Interest Income		941.39	841.30	442.91
Fees and Commission income		61.14	63.11	17.31
Net gain on fair value changes		4.41	4.73	0.42
Others		-	-	-
Total revenue from operations		1,006.94	909.14	460.64
Other income	23	0.89	0.12	0.04
Total income		1,007.83	909.26	460.68
EXPENSES				
Fees and Commission expense	24	110.33	86.22	27.79
Finance Costs	25	274.05	254.85	131.42
Impairment on financial instruments	26	144.91	151.54	69.34
Employee Benefits expenses	27	67.44	46.53	59.60
Depreciation and amortization	28	2.67	2.44	1.71
Other expenses	29	101.31	89.67	82.49
Total expenses		700.71	631.25	372.35
Profit / (loss) before exceptional items and tax		307.12	278.01	88.33
Exceptional items		-	10.32	-
Profit/(loss) before tax		307.12	267.69	88.33
Tax expense				
Current Tax	9	84.33	86.84	36.23
Deferred Tax	10	(7.00)	(19.40)	(14.00)
Total tax (Income) / Expense		77.33	67.44	22.23
Profit/(loss) after tax		229.79	200.25	66.10
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Actuarial gains / (loss) of defined benefit plan		(2.92)	-	(0.58)
Tax impact on above		0.74	-	0.15
Items that will be reclassified to profit or loss				
Cash flow hedge reserve		37.73	(1.08)	(22.09)
Tax impact on above		(9.50)	0.27	5.56
Change in Fair value of FVOCI investment		(4.38)	(1.21)	0.52
Tax impact on above		1.10	0.30	(0.13)
Other comprehensive income (net of tax)		22.77	(1.71)	(16.57)
Total Comprehensive Income		252.56	198.54	49.53
Earnings per equity share				
Basic & Diluted (Rs.)	35	0.85	0.74	0.30

The accompanying notes form an integral part of the financial statements

In terms of our report of even date

For Gokhale & Sathe, Chartered Accountants

ICAI Firm Registration Number: 103264W

CA Kaustubh Deshpande
Partner
Membership Number: 121011



Place: Pune
Date: 5th May 2026

For and on behalf of the board of directors of
Bajaj Auto Credit Limited

Rajiv Bajaj
Chairman
DIN : 00018262

Kevin D'sa
Managing Director
DIN : 00425661



Nilesh Thakkar
Chief Financial Officer

Dr. Sridhar
Company Secretary

Corporate information

Bajaj Auto Credit Ltd. (the "Company") is a company limited by shares, incorporated and domiciled in India. The Company is engaged in the business of financing two wheeler and three wheeler vehicles manufactured by Bajaj Auto Limited and its affiliates. The registered office of the Company is located at Mumbai-Pune Road, Akurdi, Pune 411035.

The name of the Company changed to Bajaj Auto Credit Limited (CIN U65929PN2021PLC206668) from the previous name of Bajaj Auto Consumer Finance Ltd with effect from 26 December 2023.

During the year ended 31 March 2025, the company has been granted certificate of registration as corporate agent (Composite) from IRDAI w.e.f 5th Feb 2025.

The company has commenced its business on 1 January 2024 after it received the Certificate of Registration (CoR) dated 29 August 2023 from Reserve Bank of India (RBI) to commence/ carry on the business of a Non-Banking Financial Company (NBFC) under section 45-IA of the RBI Act, 1934.

1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules 2015 as amended and notified under Section 133 of the Companies Act, 2013, and in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act, as also the updated Master Direction-Reserve Bank of India (Non-Banking Financial Company -Scale Based Regulation) Directions read with circulars issued by RBI thereunder.

The Company uses accrual basis of accounting in preparation of financial statements (other than Statement of Cash flows).

The financial statements are presented in INR, which is also the Company's functional currency and all values are rounded off to the nearest Crores (INR 00,00,000), except where otherwise indicated.

The Financials have been prepared in Schedule III Division III format as prescribed by The Companies Act, 2013, as the company is registered with RBI, under section 45-IA of the Reserve Bank of India Act, 1934, to carry on the business of a Non-Banking Financial Institution (NBFI).

The financial statements are prepared on a going concern basis as the Management is satisfied that the Company will be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption.

2 Summary of material accounting policies followed by the Company

2.1 Basis for measurement of financial statements:

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value at the end of each reporting period.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

2.2 Presentation of financial statements

The Company presents its Balance Sheet in the order of liquidity.

The Company prepares and presents its Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity and other comprehensive income in the format prescribed by Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'.

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only where it has legally enforceable right to offset the recognised amounts and the Company intends to either settle on a net basis or to realise the asset and settle the liability simultaneously as permitted by Ind AS. Similarly, the Company offsets incomes and expenses and reports the same on a net basis where the netting off reflects the substance of the transaction or other events as permitted by Ind AS.

2.3 Use of Estimates

The preparation of the financial statements, in conformity with IND AS, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities (including contingent liability) at the date of the financial statements and the reported amounts of revenues and expenses during the year. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates and the difference between actual results are recognized in the periods in which the estimate is revised, or the results are known/materialize. In particular, information about significant areas of estimation that have most significant effect on amounts recognized in the financial statements are given below:

- (i) Note 32 - Fair value measurement
- (ii) Note 26 - Impairment of financial instruments based on expected credit losses
- (iii) Note 30 - Measurement of assets and obligations for defined benefit plans
- (iv) Note 10 - Recognition of deferred tax assets
- (v) Note 34 - Disclosure of contingent liabilities



2.4 Measurement of Fair Values

Financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value

measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- (i) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- (ii) Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly;
- (iii) Level 3 inputs are unobservable inputs for the asset or liability.

2.5 Revenue Recognition

Interest income:

The Company recognises interest income using effective interest rate (EIR) method as per Ind AS 109 'Financial Instruments' on all financial assets subsequently measured under amortised cost or fair value through other comprehensive income (FVOCI). The Company recognises interest income by applying the EIR to the gross carrying amount of financial assets other than creditimpaired assets.

Interest on financial assets subsequently measured at fair value through profit or loss (FVTPL) is recognised at the contractual rate of interest.

Revenue from operations other than interest income :

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial instruments' is applicable) based on a comprehensive assessment model as set out in Ind AS 115 'Revenue from contracts with customers'.

(a) Fees and commission income.

The Company recognises:

- Service and administration charges on completion of contracted service;
- Bounce and penal charges on realisation;
- Insurance commission income on delivery of services to the customer;
- Income on loan foreclosure and prepayment on realisation.

(b) Other operating income

- The Company recognises recoveries against written off financial assets on realisation.

Any other operating income is recognised on completion of service.

Net gain on fair value changes

The Company designates certain financial assets for subsequent measurement at fair value through profit or loss (FVTPL). The Company recognises gains/loss on fair value change of financial assets measured at FVTPL and realised gains on derecognition of financial asset measured at FVTPL on net basis and unrealised gain/loss on fair value change of financial assets measured at FVTPL.

Taxes

Incomes are recognised net of the goods and services tax, wherever applicable.

2.6 Expenditures

(i) Finance costs

Borrowing costs on financial liabilities are recognised using the EIR method as per Ind AS 109 'Financial Instruments'.

(ii) Fees and commission expense

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as recovery charges are recognised in the Statement of Profit and Loss on an accrual basis.

(iii) Employee benefit expenses

The cost attributable to the services rendered by the employees of the Company is recognised as employee benefits expenses in the Statement of Profit and Loss.

(iv) Other expenses

Expenses are recognised on accrual basis inclusive of the goods and services tax for which input credit is not statutorily permitted.

2.7 Financial Instruments:

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

All financial instruments are recognised on the date when the Company becomes party to the contractual provisions of the financial instruments along with the certainty of ultimate collection in case of financial assets. For tradable securities, the Company recognises the financial instruments on settlement date.

Recognized financial assets and financial liabilities are initially measured at fair value. Transaction costs and revenues that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial Liabilities, as appropriate, on initial recognition. Transaction costs and revenues directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in the Statement of Profit or Loss.

If the transaction price differs from fair value at initial recognition, the Company will account for such difference as follows:

- (i) If fair value is evidenced by a quoted price in an active market for an identical asset or liability or based on a valuation technique that uses only data from observable markets, then the difference is recognized in profit or loss on initial recognition (i.e. day 1 profit or loss);
- (ii) In all other cases, the fair value will be adjusted to bring it in line with the transaction price (i.e. day 1 profit or loss will be deferred by including it in the initial carrying amount of the asset or liability).

After initial recognition, the deferred gain or loss will be released to profit or loss on a rational basis, only to the extent that it arises from a change in a factor (including time) that market participants would consider when pricing the asset or liability.



Financial assets

Classification

On initial recognition, depending on the Company's business model for managing the financial assets and its contractual cash flow characteristics, a financial asset is classified as measured at:

- (i) Amortized cost;
- (ii) Fair value through other comprehensive income (FVTOCI); or
- (iii) Fair value through profit and loss (FVTPL).

Initial recognition and measurement

Financial asset is recognized on trade date initially at cost of acquisition net of transaction cost and income that is attributable to the acquisition of the financial asset. Cost equates the fair value on acquisition. Financial asset measured at amortized cost and Financial measured at fair value through other comprehensive income is presented at gross carrying value in the Financial statements.

Assessment of Business model

The company is required to classify financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

- (i) The entity's business model for managing the financial assets and
- (ii) The contractual cash flow characteristics of the financial asset.

An assessment of the applicable business model for managing financial assets was carried out for the classification of a financial asset. The company is primarily in the business of providing retail loans to its end customers. The business model assessment is performed at a higher level of aggregation rather than on an instrument-by-instrument basis.

A financial asset is measured at amortized cost if both of the following conditions are met:

- (i) business model objective is to hold financial assets in order to collect contractual cash flows and
- (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount.

As the company is in the business of retail loans the financial asset gives rise on cash flows that are solely payments of interest and principal. The company's business model refers to how the company manages its financial assets in order to generate cash flows. That is, the business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both.

Financial asset at amortized cost

Amortized cost of financial asset is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR (Effective Interest Rates). For the purpose of SPPI (Solely payment of Principal and Interest) test, principal is the fair value of the financial asset at initial recognition. That principal amount may change over the life of the financial asset (e.g. if there are repayments of principal). Contractual cash flows that do not introduce exposure to risks or volatility in the contractual cash flows on account of changes such as equity prices or commodity prices and are related to a basic lending arrangement, do give rise to SPPI. An originated or an acquired financial asset can be a basic lending arrangement irrespective of whether it is a loan in its legal form. The EIR amortization is included in finance income in the profit and loss statement. The losses arising from impairment are recognized in the profit and loss statement.

Accordingly, the Company measures bank balances, loans, trade receivables and other financial instruments at amortized cost.

The 'amortized cost' of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured on initial recognition minus the principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any expected credit loss allowance.

Unamortized transaction incomes and impairment allowance on Financial asset is included under the head "Loans". The gross carrying amount of a financial asset is the amortized cost of a financial asset before adjusting for any expected credit loss allowance.

Financial asset at fair value through Other Comprehensive Income (FVTOCI)

After initial measurement, basis assessment of the business model as "Contractual cash flows of Asset collected through hold and sell model and SPPI", such financial assets are classified to be measured at FVTOCI. Contractual cash flows that do introduce exposure to risks or volatility in the contractual cash flows due to changes such as equity prices or commodity prices and are unrelated to a basic lending arrangement, do not give rise to SPPI. The EIR amortization is included in finance income in the profit and loss statement. The losses arising from impairment are recognized in the profit and loss statement. The carrying value of the financial asset is fair valued by discounting the contractual cash flows over contractual tenure basis the internal rate of return of a new similar asset originated in the month of reporting and such unrealized gain/loss is recorded in other comprehensive income (OCI). Where such a similar product is not originated in the month of reporting, the closest product origination is used as a proxy. Upon sale of the financial asset, actual gain/loss realized is recorded in the profit and loss statement and the unrealized gain/losses recorded in OCI are recycled to the statement of profit and loss.



Financial asset at fair value through profit and loss (FVTPL)

Financial asset, which does not meet the criteria for categorization at amortized cost or FVTOCI, is classified as at FVTPL. In addition, the Company may elect to classify a financial asset, which otherwise meets amortized cost or FVTOCI criteria, as FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Reclassifications within classes of financial assets

A change in the business model would lead to a prospective re-classification of the financial asset and accordingly the measurement principles applicable to the new classification will be applied. During the current financial year and previous accounting period there was no change in the business model under which the Company holds financial assets and therefore no reclassifications were made.

Impairment of Financial Asset

Impairment Approach

(I) General approach

Expected credit losses ('ECL') are recognised for applicable financial assets held under amortised cost.

Financial assets where no significant increase in credit risk has been observed are considered to be in 'stage 1' for which a 12 month ECL is recognised.

Financial assets that are considered to have significant increase in credit risk are considered to be in 'stage 2' and those which are in default or for which there is an objective evidence of impairment are considered to be in 'stage 3'. Life time ECL is recognised for stage 2 and stage 3 financial assets.

At initial recognition, allowance (or provision in the case of loan commitments) is required for ECL towards default events that are possible in the next 12 months.

In the event of a significant increase in credit risk, allowance (or provision) is required for ECL towards all possible default events over the expected life of the financial assets ('lifetime ECL').

Financial assets are written off in full, when there is no realistic prospect of recovery. The Company may apply enforcement activities to certain qualifying financial assets written off.

Treatment of the different stages of financial assets and the methodology of determination of ECL

(a) Credit impaired (stage 3)

The Company recognises a financial asset to be credit impaired and in stage 3 by considering relevant objective evidence, primarily whether:

- Contractual payments of principal and/or interest are past due for more than 90 days;
- The loan is otherwise considered to be in default.
- Loan accounts where principal and/or interest are past due for more than 90 days along with all other loans of such customer, continue to be classified as stage 3, till overdue across all loan accounts are cleared.

(b) Significant increase in credit risk (stage 2)

An assessment of whether credit risk has increased significantly since initial recognition is performed at each reporting period by considering the change in the risk of default of the loan exposure. However, unless identified at an earlier stage, any overdue of more than 1 day past due and up to 90 days past due as on the reporting date is considered as an indication of financial assets to have suffered a significant increase in credit risk. Additionally, for mortgage loans, the Company recognised stage 2 based on other indicators such as frequent delay in payments beyond due dates

The measurement of risk of defaults under stage 2 is computed on homogenous portfolios, generally by nature of loans, tenors, underlying collateral, geographies and borrower profiles. The default risk is assessed using PD (probability of default) derived from past behavioural trends of default across the identified homogenous portfolios. These past trends factor in the past customer behavioural trends, credit transition probabilities and macroeconomic conditions. The assessed PDs are then aligned considering future economic conditions that are determined to have a bearing on ECL.

(c) Without significant increase in credit risk since initial recognition (stage 1)

ECL resulting from default events that are possible in the next 12 months are recognised for financial assets in stage 1. The Company has ascertained default possibilities on past behavioural trends witnessed for each homogenous portfolio using behavioural analysis and other performance indicators, determined statistically. Overdue upto 1 days is classified in Stage 1.

(d) Measurement of ECL

The assessment of credit risk and estimation of ECL are unbiased and probability weighted. It incorporates all information that is relevant including past events, current conditions and current profile of customers. Additionally, forecasts of future macro situations and economic conditions are considered as part of forward economic guidance (FEG) model.

Forward looking economic scenarios determined with reference to external forecasts of economic parameters that have demonstrated a linkage to the performance of our portfolios over a period of time have been applied to determine impact of macro-economic factors. In addition, the estimation of ECL takes into account the time value of money.



The Company has calculated ECL using three main components: a probability of default (PD), a loss given default (LGD) and the exposure at default (EAD). ECL is calculated by multiplying the PD, LGD and EAD and adjusted for time value of money using a rate which is a reasonable approximation of EIR.

- Determination of PD is covered above for each stages of ECL.
- EAD represents the expected balance at default, taking into account the repayment of principal and interest from the Balance Sheet date to the date of default together with any expected drawdowns of committed facilities.
- LGD represents expected losses on the EAD in the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

The Company recalibrates above components of its ECL model on a periodical basis by using the available incremental and recent information, except where this information does not represent the future outcome. Further, the Company assesses changes to its statistical techniques for a granular estimation of ECL.

(II) Simplified Approach

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables falling under the scope of Ind AS 115. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables falling under the scope of Ind AS 115. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and other financial assets and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated for changes in the forward looking estimates.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for trading or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in Statement of profit and loss. Any gain or loss on derecognition is also recognized in Statement of profit and loss.

Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognized on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

A financial liability is derecognized when the obligation in respect of the liability is discharged, cancelled or expires. The difference between the carrying value of the financial liability and the consideration paid is recognized in Statement of profit and loss.

2.8 Property, plant and equipment and Other intangible assets:

Property, plant and equipment

Tangible

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation/amortization less accumulated impairment, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

Capital Work-in-progress:

Capital work-in-progress for IT projects, supply of administrative purposes is carried at cost until construction and installation are complete, and the asset is ready for its intended use.

Depreciation and Amortization:

Depreciation is recognized (other than on capital work-in-progress) on a straight-line basis over the estimated useful lives of assets. Depreciation on assets acquired/ purchased, sold/discarded during the year is provided on a pro-rata basis from the date of each addition till the date of sale/retirement.

The estimated useful lives of assets are stated below:

Computers & Hardware - 3 years

Estimated useful life of assets consistent with the useful life specified in the Schedule II of the Companies Act, 2013.

The economic useful lives of assets are assessed based on a technical evaluation, taking into account the nature of assets, the estimated usage of assets, the operating conditions of the assets, past history of replacement, anticipated technological changes, maintenance history, etc. The estimated useful life is reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.



Impairment of fixed assets

At the end of each year, the management reviews the carrying values of assets to determine whether there is any indication that those assets have suffered impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent, if any, of the impairment loss. Where it is not possible to estimate the recoverable amount of individual asset, the management estimates the recoverable amount of the cash generating unit to which the asset belongs. Intangible assets are also tested for impairment every financial year even if there is no indication that the asset is impaired.

If the recoverable amount of an asset of cash generating unit is estimated to be less than the carrying amount, the carrying amount of the asset or the cash generating unit is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset of cash generating unit is increased to the revised estimate of a recoverable amount, not exceeding the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash generating unit in prior years. A reversal of impairment loss is recognized immediately in the Statement of Profit and Loss.

Derecognition of assets

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment, determined as the difference between the sales proceeds and the carrying amount of the asset, is recognized in the Statement of Profit or Loss.

Intangible assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization. Amortization is recognized on a straight-line basis over their estimated useful lives of 3-7 years, which reflects the pattern in which the asset's economic benefits are consumed. The estimated useful life, the amortization method and the amortization period is reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.

An intangible asset is derecognized on disposal or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the statement of profit and loss when the asset is derecognized.

2.9 Leases

The Company as a lessee follows Ind AS 116 'Leases' for accounting of equipments like Laptops taken on lease

Measurement of lease liability

At the time of initial recognition, the Company measures lease liability as present value of all lease payments over primary period of lease discounted using the Company's incremental cost of borrowing of similar tenure and directly attributable costs. Subsequently, the lease liability is increased by interest on lease liability, reduced by lease payments made and remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

Measurement of Right-of-use assets

At the time of initial recognition, the Company measures right-of-use assets as present value of all lease payments over primary period of lease discounted using the Company's incremental cost of borrowing of similar tenure. Subsequently, right-of-use assets is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any re-measurement of the lease liability specified in Ind AS 116 'Leases'. Depreciation on right-of-use assets is provided on straight-line basis over the lease period.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense over the lease term.

2.10 Cash and cash equivalents:

For presentation in the financial statements, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.11 Foreign currency transactions

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency').

On initial recognition, all foreign currency transactions are recorded at the foreign exchange rate on the date of the transaction. Monetary assets and liabilities in foreign currency outstanding at the close of the financial year are revalued at the appropriate exchange rates prevailing at the close of the year.

The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates, in case of monetary assets and liabilities in foreign currency, are recognised in the Statement of Profit and Loss.



2.12 Employee Benefits:

Short-term Employee Benefits:

A liability is recognized for benefits accruing to employees in respect of wages and salaries in the period in which the related service is rendered at the undiscounted amount of the benefit that is expected to be paid in exchange for that service.

Other long-term employee benefits

The liability for earned leave, casual leave and exigency leave is not expected to be settled wholly within twelve months after the end of the period in which the employees render the related services. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method with actuarial valuations being carried out at each Balance Sheet date. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in Statement of profit and loss.

Post-employment benefits

(i) Defined contribution plans

Payments to defined contribution retirement benefit plans are recognized as an expense when the employees have rendered the service entitling them to the contribution.

Provident fund:

Provident fund contributions are made to Company's Provident Fund Trust. The contributions are accounted for as defined benefit plans and the contributions are recognised as employee benefit expense when they are due. Deficits, if any, of the fund as compared to liability based on an independent actuarial valuation is to be additionally contributed by the Company and hence recognised as a liability.

Super Annuation fund: The Company contributes to Super annuation fund Scheme and recognises such contribution as an expense in the Statement of Profit and Loss in the period when services are rendered by the employees.

Employees' state insurance: The Company contributes to Employees State Insurance Scheme and recognises such contribution as an expense in the Statement of Profit and Loss in the period when services are rendered by the employees.

(ii) Defined benefit plans

Gratuity:

Payment for present liability of future payment of gratuity is being made to approved gratuity fund, which fully covers the same under Cash Accumulation Policy and Debt fund of the Life Insurance Corporation of India (LIC) and Bajaj Allianz Life Insurance Company Ltd. (BALIC). However, any deficit in plan assets managed by LIC and BALIC as compared to the liability based on an independent actuarial valuation is recognised as a liability.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method in conformity with the principles and manner of computation specified in Ind AS 19.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

2.13 Earnings per share:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period. The weighted average number of equity shares outstanding during the period and all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources.

For calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.



2.14 Taxation:

- a) Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961; and the Income Computation and Disclosure Standards prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- b) Current income tax relating to items recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.
- c) Deferred tax is provided using the liability method on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

2.15 Provisions and Contingent liabilities:

The Company creates a provision when there is present obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When the likelihood of outflow of resources is remote, no provision or disclosure is made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.16 Derivative financial instruments

The Company enters into derivative financial instruments to manage its exposure to interest rate risk and foreign exchange rate risk. Derivatives held by the Company are Cross Currency Interest Rate Swaps (CCIRS) and Interest rate swap (IRS). Derivative contracts are initially recognised at fair value on the date of entering into contract and are subsequently remeasured to their fair value at each Balance Sheet date. The resulting gains/losses are recognised in the Statement of Profit and Loss immediately unless the derivative is designated and is effective as a hedging instrument. For hedging instrument, the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedge relationship.

The Company designates its CCIRS and IRS derivatives as cash flow hedges of a recognised liability. The Company recognises derivatives with a positive fair value as a financial asset and derivatives with a negative fair value as a financial liability.

Hedge accounting

The Company makes use of derivative instruments to manage exposures to interest rate risk and foreign currency risk. In order to manage particular risks, the Company applies hedge accounting for transactions that meet specified criteria.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the Company would assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in cash flows and are assessed on an on-going basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Cash flow hedge

Hedges that meet the criteria for hedge accounting and qualify as cash flow hedges are accounted as follows:

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability and could affect profit or loss.

For designated and qualifying cash flow hedges, the effective portion of the cumulative gain or loss on the hedging instrument is initially recognised directly in OCI within equity (cash flow hedge reserve).

When the hedged cash flow affects the Statement of Profit and Loss, the effective portion of the gain or loss on the hedging instrument is recorded in the corresponding income or expense line of the Statement of Profit and Loss.

When a hedging instrument expires, is sold, terminated, exercised, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss recognised in OCI is subsequently transferred to the Statement of Profit and Loss on ultimate recognition of the underlying hedged forecast transaction. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in OCI is immediately transferred to the Statement of Profit and Loss.



3. Cash and Cash equivalents :

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
Cash on hand	-	-
Balances with banks		
- In Current Account	259.62	121.41
- In Fixed Deposits (with original maturity of 3 months or less)	-	830.92
Total	259.62	972.33

4. Bank balance other than cash and cash equivalents :

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
Fixed deposits (with original maturity more than 3 months)*	0.75	0.17
Total	0.75	0.17

* fixed deposit with banks are lien marked against Overdraft and Bank Guarantee

5. Derivative Financial Instruments at FVTOCI

(Amount Rs. In crores)

Particulars	Mar-26			Mar-25		
	Notional amounts*	Fair value - Assets	Fair value - Liabilities	Notional amounts	Fair value - Assets	Fair value - Liabilities
Cash flow hedges						
- Cross currency interest rate swap	1,866.00	231.46	-	1,866.00	1.14	6.32
- Interest rate swap	2,137.50	-	14.62	1,637.50	-	12.24
Total	4,003.50	231.46	14.62	3,503.50	1.14	18.56

Derivative transactions comprises Cross Currency Interest Rate Swaps (CCIRS) and Interest rate swap (IRS). The Company undertakes such transactions for hedging interest/foreign exchange risk on borrowings. The Asset Liability Management Committee periodically monitors and reviews the risks involved.

The notional amount for CCIRS represents underlying foreign currency borrowings for which the Company has entered to hedge the variable interest rate and foreign exchange risks.

The notional amount for IRS represents underlying India currency borrowings for which the Company has entered to hedge the variable interest rate risks.

* Notional Value represents original value of contract

6. Loans :

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
	At amortised cost	At amortised
(A) Term loans		
Term Loans to customers under Financing	18,834.68	9,503.28
Total (gross)	18,834.68	9,503.28
Less: Impairment loss allowance	(385.14)	(110.34)
Total	18,449.54	9,392.95
(B) Out of above		
(I) Secured by tangible assets		
Against hypothecation of automobiles	18,834.68	9,503.28
Less: Impairment loss allowance	(385.14)	(110.34)
Total (i)	18,449.54	9,392.95
(II) Unsecured		
Less: Impairment loss allowance	-	-
Total (ii)	-	-
Total (B) = (i+ii)	18,449.54	9,392.95
(C) Out of above		
(I) Loans in India		
(i) Public sector	-	-
Less: Impairment loss allowance	-	-
Sub-total (i)	-	-
(ii) Others	18,834.68	9,503.28
Less: Impairment loss allowance	(385.14)	(110.34)
Sub-total (ii)	18,449.54	9,392.95
Total (I) = (i+ii)	18,449.54	9,392.95
(II) Loans outside India	-	-
Total (C) = (I+II)	18,449.54	9,392.95

Summary of EIR impact on loans -

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
Total gross loan	18,941.95	9,577.11
Less: EIR impact	(107.27)	(73.83)
Total for gross term loan net of EIR impact	18,834.68	9,503.28



Summary of loans by stage distribution -

Particulars	As at 31 March 2026			
	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	17,996.55	488.92	349.21	18,834.68
Less: Impairment loss allowance	(172.38)	(49.64)	(163.12)	(385.14)
Net carrying amount	17,824.18	439.28	186.09	18,449.54

Particulars	As at 31 March 2025			
	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	9,240.92	186.29	76.08	9,503.28
Less: Impairment loss allowance	(55.44)	(20.66)	(34.24)	(110.34)
Net carrying amount	9,185.48	165.63	41.84	9,392.95

Analysis of changes in the gross carrying amount and corresponding ECL allowances in relation to loans

Particular	For the year ended 31 March 2026							
	Stage 1		Stage 2		Stage 3		Total	
	Term loan (Gross)	Impairment loss allowance	Term loan (Gross)	Impairment loss allowance	Term loan (Gross)	Impairment loss allowance	Term loan (Gross)	Impairment loss allowance
As at 31 March 2025	9240.92	55.44	186.29	20.66	76.08	34.24	9503.28	110.34
Transfer during the Year								
transfer to Stage 1	19.80	1.88	-19.18	-1.66	-0.62	-0.22	(0.00)	0.00
transfer to Stage 2	-380.72	-3.58	380.98	3.67	-0.26	-0.09	0.00	0.00
transfer to Stage 3	-495.36	-5.91	-146.05	-17.35	641.41	23.25	-	0.00
	(856.28)	(7.61)	215.75	(15.34)	640.53	22.94	-	0.00
Impact of Change in Credit Risk on Account of Stage movement	-	-1.74	-	24.35	-	296.59	-	319.20
New credit exposures net of repayments	12,778.73	119.20	187.27	20.50	74.04	31.86	13,040.04	171.56
Repayment net of additional disbursement	-3,166.82	7.09	-100.39	-0.53	-191.63	27.30	(3,458.84)	33.85
Amount written off during the year	0.00	0.00	0.00	0.00	-249.81	-249.81	(249.81)	(249.81)
As at 31 March 2026	17,996.55	172.38	488.92	49.64	349.21	163.12	18,834.68	385.14

Particular	For the year ended 31 March 2025							
	Stage1		Stage2		Stage3		TOTAL	
	Term loan (Gross)	Impairment loss allowance	Term loan (Gross)	Impairment loss allowance	Term loan (Gross)	Impairment loss allowance	Term loan (Gross)	Impairment loss allowance
As at 31 March 2024	710.69	3.08	0.15	0.01	-	-	710.84	3.10
Transfer during the Year								
transfer to Stage 1	0.01	0.00	(0.01)	(0.00)	-	-	-	-
transfer to Stage 2	(24.31)	(0.11)	24.31	0.11	-	-	0.00	-
transfer to Stage 3	(35.25)	(0.18)	(0.07)	(0.01)	35.32	0.19	-	-
Impact of Change in Credit Risk on Account of Stage movement	-	(0.00)	-	1.95	-	15.79	-	17.74
New credit exposures net of repayments	8781.67	51.46	165.92	18.60	91.99	57.29	9039.58	127.35
Repayment net of additional disbursement	(191.90)	1.19	(4.02)	(0.00)	(12.19)	-	(208.11)	1.19
Amount written off during the year	-	-	-	-	(39.04)	(39.04)	(39.04)	(39.04)
As at 31 March 2025	9240.92	55.44	186.29	20.66	76.08	34.24	9,503.28	110.34

Break-up of loans details -

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
Loans considered good - Secured	17,996.55	9,240.92
Loans considered good - unsecured	-	-
Loans with significant increase in credit risk	488.92	186.29
Loan - credit impaired	349.21	76.08
Total	18,834.68	9,503.28
Loss allowance	(385.14)	(110.34)
Total loans	18,449.54	9,392.95

No loans and advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013) that are repayable on demand or without specifying any terms or period of

No Loans receivable from private companies in which a director is a director or a member.

No Loans which are not in default/stressed loans acquired or transferred from other entities.

7 Investments :

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
i. At amortised cost	-	-
ii. Fair value through Profit or Loss		
Investment in Mutual Funds (Quoted)		
iii. Fair value through OCI		
Investment In 182 T-bill (Gsec)	-	-
Investment in SDL (State development loan) bond	224.70	78.30
Total	224.70	78.30

No Impairment allowance on above investment



(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Out of above		
In India	224.70	78.30
Outside India	-	-
Total	224.70	78.30

8 Other financial assets:

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Advances to Dealers*	453.04	444.37
Receivables from related party	5.34	0.64
Others receivables	68.65	14.80
Total	527.23	459.81
Less: Impairment loss allowance	(4.31)	(2.04)
Total other financial assets	522.92	457.76

*Represents short term interest free advances provided to dealers of Bajaj Auto Limited which are adjusted against loan disbursements of the Company

9 Current Tax Assets (Net)

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Advance income tax	374.00	64.00
Less: Provision for tax	(348.93)	(36.12)
Total	25.07	7.88

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Statement of Profit and Loss	292.80	36.12

10 Deferred Tax Assets (Net)

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Deferred Tax Assets	116.31	53.00
Total	116.31	53.00

Movement in Deferred tax asset/(liability):

Particulars	Balance as at 31 Mar 2026	Recognised in profit and loss	Recognised in OCI	Balance as at 31 March 2025	Recognised in profit and loss	Recognised in OCI	Balance as at 31 March 2024
Assets & Liabilities							
Carried forward tax losses	-	-	-	-	(3.07)	-	3.07
Expenses allowed on actual payment	5.20	3.35	-	1.85	1.39	-	0.46
Impairment loss allowance (ECL)	82.60	57.29	-	25.31	24.29	-	1.03
EIR impact on financial instruments measured at amortised cost	27.00	8.42	-	18.58	14.70	-	3.88
Cash flow hedge reserve	(0.78)	-	(8.94)	8.16	-	8.16	-
Remeasurements of employee benefits	1.23	-	0.74	0.49	-	0.15	0.34
Others	0.40	0.25	-	0.15	(0.05)	-	0.20
Property, Plant and Equipment and Right of use asset	(1.66)	(0.25)	-	(1.41)	(0.99)	-	(0.42)
Fair value on instruments designated under FVTOC	2.32	-	2.45	(0.13)	-	(0.13)	-
Others	-	-	-	-	0.01	-	(0.01)
Total	116.31	69.06	(5.75)	53.00	36.27	8.18	8.55

Changes in deferred tax assets/(liability) in profit and loss charged during the year

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Statement of Profit and Loss	69.06	36.27
Total charged to profit or loss	69.06	36.27
Other comprehensive income	(5.75)	8.18
Total charged to other comprehensive income	63.31	44.45

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Reconciliation of tax expenses and profit before tax multiplied by average corporate tax

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Profit/(loss) before tax	888.58	78.15
At average corporate tax rate of 25.168% (Previous year - 25.168%)	223.64	19.67
Tax on expenditure not considered for tax provision	0.10	0.18
Effect of past year carry forward loss	-	(0.24)
Tax expenses	223.74	19.61



12 Other non financial assets :

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Prepaid Expenses	8.16	6.55
Balances with Government authorities	35.37	15.82
Advances to Suppliers	6.46	10.71
Advances to Employee	0.67	0.30
Total	50.66	33.38

13 Payables :

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
(I) Trade Payables		
(i) total outstanding dues of micro enterprises and small enterprises	0.40	6.78
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	5.99	0.20
(II) Other Payables		
(i) total outstanding dues of micro enterprises and small enterprises#	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	140.86	113.95
Total (I)	147.25	120.92

13.1 Disclosures relating to Micro, Small and Medium Enterprises Development Act, 2006 are

Based on and to the extent of information received by the Company from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the relevant particulars as at the year-end are furnished below:

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Principal amount due to suppliers under MSMED Act, as at the year end (since	0.40	6.78
Interest accrued and due to suppliers under MSMED Act, on the above amount	-	-
Payment made to suppliers (other than interest) beyond the appointed day,	0.01	8.03
Interest paid to suppliers under MSMED Act (Section 16)	-	-
Interest due and payable to suppliers under MSMED Act, for payments already	0.00	0.10
Interest accrued and remaining unpaid at the year end to suppliers under MSMED Act	-	-

Ageing schedule as at 31 Mar 2026

(Amount Rs. In crores)

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	0.40	-	-	-	0.40
(ii) Others	140.86	5.99	-	-	-	146.85
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	140.86	6.39	-	-	-	147.25

Ageing schedule as at 31st March 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Others	113.95	0.20	-	-	-	114.15
(ii) MSME	-	6.78	-	-	-	6.78
Total	113.95	6.97	-	-	-	120.92

14 Debt Securities :

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
(a) loans in India		
At amortised cost:		
Non-Convertible Debenture- Secured	511.96	-
(b) loans outside India	-	-
Total	511.96	-

Terms of NCD

ISIN	Issue Date	Terms of Repayment	Total Number of Installment	Installment Remaining	Redemption Date	Interest Rate	As At 31 Mar 2026 Number of NCDs	Amount
INE18UV07012	27-Nov-25	Bullet	1	1	27-Nov-28	7.25%	50000	500.00
Total								500.00
Add: Interest Accrued								12.41
Less : Impact of EIR								(0.45)
Total								511.96

The Debenture are fully secured by first pari-passu charge by way hypothecation of loan receivable



15 Borrowings :

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
(a) loans in India		
At amortised cost:		
Term loan from banks	13,151.54	6,548.92
At FVTOCI	-	-
At FVTPL	-	-
(b) loans outside India		
At amortised cost		
External commercial borrowing	2,086.32	1,887.60
At FVTOCI	-	-
At FVTPL	-	-
Total	15,237.86	8,436.52
Out of Above		
Secured (*Against hypothecation of loans, book debts)	15,237.86	8,436.52
Unsecured	-	-
Total	15,237.86	8,436.52

Term loans other than ECB is denominated in indian currency and secured against loans and External commercial borrowing is denominated in foreign currency and secured against loans The Company has not been declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

There is no default in repayment of principal as the case may be and interest charged in respect of

Term Loan repayment for FY 25-26

Term Loan repayment for FY 25-26										
Original maturity of loan	Residual maturity of loan								Total	
	Due within1 year		Due in 1 to 2 years		Due in 2 to 3 years		Due in more than 3 years			
	Total No. of instalments	Rs in crore	Total No. of	Rs in crore	Total No. of instalments	Rs in crore	Total No. of instalments	Rs in crore	Total No. of instalments	Rs in crore
Monthly										
Up to 3 years	-	-	5.00	500.00	-	-	-	-	5.00	500.00
Over 3 to 4 years	-	-	-	-	-	-	-	-	-	-
Over 4 years	-	-	-	-	-	-	-	-	-	-
Quarterly										
Up to 3 years	202.00	4,009.18	146.00	3,025.52	57.00	2,041.39	1.00	12.50	406.00	9,088.59
Over 3 to 4 years	35.00	913.97	37.00	938.97	44.00	1,683.48	22.00	780.66	138.00	4,317.08
Over 4 years	-	-	-	-	-	-	-	-	-	-
Half yearly										
Up to 3 years	2.00	80.00	2.00	80.00	-	-	-	-	4.00	160.00
Over 3 to 4 years	-	-	-	-	-	-	-	-	-	-
Over 4 years	-	-	-	-	-	-	-	-	-	-
On Maturity (Bullet)										
Up to 3 years	3.00	650.00	-	-	1.00	500.00	-	-	4.00	1,150.00
Over 3 to 4 years	-	-	-	-	-	-	-	-	-	-
Over 4 years	-	-	-	-	-	-	-	-	-	-
Total									557.00	15,215.67
Add : Interest accrue but not due										22.93
Less : Impact of EIR										-0.74
Total										15,237.86

* Interest rate ranges from 5.40% to 8.70% p.a as at 31 March 2026

Term Loan repayment for FY 24-25

Term Loan repayment for FY 24-25										
Original maturity of loan	Residual maturity of loan								Total	
	Due within 1 year		Due in 1 to 2 years		Due in 2 to 3 years		Due in more than 3			
	Total No. of instalments	Rs in crore	Total No. of instalment s	Rs in crore	Total No. of instalments	Rs in crore	Total No. of instalments	Rs in crore	Total No. of instalments	Rs in crore
Monthly										
Up to 3 years	-	-	-	-	5.00	500.00	-	-	5.00	500.00
Over 3 to 4 years	-	-	-	-	-	-	-	-	-	-
Over 4 years	-	-	-	-	-	-	-	-	-	-
Quarterly										
Up to 3 years	143.00	1,539.58	147.00	1,595.83	69.00	785.41	-	-	359.00	3,920.83
Over 3 to 4 years	12.00	475.00	12.00	475.00	14.00	680.40	16.00	1,115.29	54.00	2,745.68
Over 4 years	-	-	-	-	-	-	10.00	855.81	10.00	855.81
Half yearly										
Up to 3 years	-	-	-	-	-	-	-	-	-	-
Over 3 to 4 years	-	-	-	-	-	-	-	-	-	-
Over 4 years	-	-	-	-	-	-	-	-	-	-
On Maturity (Bullet)										
Up to 3 years	2.00	400.00	-	-	-	-	-	-	2.00	400.00
Over 3 to 4 years	-	-	-	-	-	-	-	-	-	-
Over 4 years	-	-	-	-	-	-	-	-	-	-
Total									430.00	8,422.32
Add : Interest accrue but not due										14.61
Less : Impact of EIR										-0.41
Total										8,436.52

* Interest rate ranges from 7.20% to 8.70% p.a as at 31 March 2025



16 Subordinated Liabilities

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
(a) loans in India		
At amortised cost:		
Other subordinated liabilities (From Others) - Unsecured	517.19	-
Total	517.19	-

Particulars	Maturity date	Terms of Principal repayment	Installments due based on tranches	Interest rate	Amount as at 31st March 2026
INE18UV08010	25-Sep-30	Bullet	1	8.00%	200.00
INE18UV08028	15-Oct-30	Bullet	1	8.00%	300.00
Interest Accrued					17.36
Impact of EIR					(0.17)
Total					517.19

17 Other financial liabilities :

(Amount Rs. In crores)

Particulars	As at	
	Mar-26	Mar-25
Lease liability	19.97	13.43
Employee Benefits accrued	22.24	14.42
Other	20.30	9.65
Total	62.51	37.49

* Disclosures as required by Ind AS 116 - 'Leases' are stated below -

The Company as a lessee follows Ind AS 116 'Leases' for accounting of laptops taken on lease. The leases considered for

The following is the break-up of current and non-current lease liabilities

(Amount Rs. In crores)

Particular	As at	
	Mar-26	Mar-25
Current	4.60	2.74
Non - Current	15.37	10.69
Total	19.97	13.43

The following is the movement in lease liabilities -

Particular	(Amount Rs. In crores)
Opening Balance as at 1 April 2024	
Additions	15.06
Deletion	-
Finance cost accrued during the year	0.74
Payment of lease liabilities accrued during the year	(2.38)
Balance as at March 31, 2025	13.43
Additions	10.00
Deletion	-
Finance cost accrued during the year	1.38
Payment of lease liabilities accrued during the year	(4.83)
Balance as at March 31, 2026	19.97

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particular	(Amount Rs. In crores)
For FY 2024-25	
Less than one year	3.69
One to five years	12.50
More than five years	-
Total	16.19
For FY 2025-26	
Less than one year	5.99
One to five years	16.05
More than five years	-
Total	22.04

Amount recognised in statement of profit and loss -

(Amount Rs. In crores)

Particular	As at	
	Mar-26	Mar-25
Interest on lease Liability	1.38	0.74
Depreciation on right of use asset	3.84	1.80
Expenses related to short term leases	0.24	0.58
Total	5.46	3.12



18 Provisions :

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Provision for employee benefits		
Provision for gratuity	7.22	0.65
Provision for leave	18.33	8.64
Provision for Super annuation	0.11	(0.00)
Other Provisions		
Others	-	-
Total provisions	25.66	9.29

Particulars	Provision for gratuity	Provision for leave	Provision for Super annuation
As at March 31, 2025	0.65	8.64	(0.00)
Additions	6.58	9.69	0.11
As at Mar 31, 2026	7.22	18.33	0.11

19 Other non-financial liabilities :

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Statutory dues payable	24.80	13.70
Others	0.57	0.08
Total	25.37	13.77



11 **Property, Plant and equipment and Intangible asset:**

(Amount Rs. In crores)

Particular	Computer & hardware	Right to use of Asset - Computer	Software	Intangible assets under development	Furniture & Fixtures	Office Equipments	Total
I. Gross carrying amount							
As at 1 April 2024	1.28	-	9.51	3.67	-	-	14.47
Additions	2.78	15.06	1.48	8.49	-	-	27.82
Disposals	-	-	12.16	(12.16)	-	-	-
Balance as at March 31, 2025	4.07	15.06	23.15	-	-	-	42.28
Additions	0.03	10.00	0.50	1.90	1.47	0.16	14.05
Disposals	-	-	-	-	-	-	-
Transfer / Capitalised	-	-	-	(0.50)	-	-	(0.50)
Balance as at March 31, 2026	4.10	25.06	23.65	1.40	1.47	0.16	55.84
II. Accumulated depreciation							
As at 1 April 2024	0.07	-	0.42	-	-	-	0.49
Depreciation / Amortisation for the year	1.25	1.80	1.87	-	-	-	4.93
Adjustments	-	-	-	-	-	-	-
Balance as at March 31, 2025	1.32	1.80	2.29	-	-	-	5.42
Depreciation / Amortisation for the year	1.98	3.84	3.72	-	0.27	0.06	9.87
Adjustments	-	-	-	-	-	-	-
Balance as at March 31, 2026	3.30	5.64	6.01	-	0.27	0.06	15.29
Net book value as at March 31, 2025	2.74	13.26	20.86	-	-	-	36.86
Net book value as at March 31, 2026	0.79	19.42	17.64	1.40	1.20	0.10	40.55

The Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets during the current or previous year.

Intangible assets under development ageing schedule :

Intangible assets under development - March 26	Amount in Intangible asset under					Total
	Less than 1 year	1-2 years	2-3 years	3-5 years	More than 5 years	
Projects in Progress	1.40	-	-	-	-	1.40
Projects Temporarily Suspended	-	-	-	-	-	-

Intangible assets under development - March 25	Amount in Intangible asset under					Total
	Less than 1 year	1-2 years	2-3 years	3-5 years	More than 5 years	
Projects in Progress	-	-	-	-	-	-
Projects Temporarily Suspended	-	-	-	-	-	-

There is no project whose completion is overdue or has exceeded its cost compared to its original plan during the current and previous financial year.



20 Equity share capital

(i) Equity share capital

Authorised equity share capital		(Amount Rs. In crores)
	Number of shares	Amount
As at March 31, 2024	3,00,00,00,000	3,000
Increase during the year	4,50,00,00,000	4,500
As at March 31, 2025	7,50,00,00,000	7,500
Increase during the period	-	-
As at Mar 31, 2026	7,50,00,00,000	7,500

Issued, subscribed and paid-up equity share capital		(Amount Rs. In crores)
	Number of shares	Amount
As at March 31, 2024	29,50,00,000	295
Change during the period	2,10,50,00,000	2,105
As at March 31, 2025	2,40,00,00,000	2,400
Change during the period	30,00,00,000	300
As at Mar 31, 2026	2,70,00,00,000	2,700

(ii) Rights, preferences and restrictions attached to shares

The Company has single class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The company, being a 100% subsidiary of Bajaj Auto Ltd, currently has only one shareholder. No dividend has been proposed by the Board of Directors so far and if and when proposed will be subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Number of equity shares held by holding company or ultimate holding or its subsidiaries

Particulars	As at	
	Mar-26	Mar-25
Bajaj Auto Limited	2,70,00,00,000	2,40,00,00,000
	2,70,00,00,000	2,40,00,00,000

(iv) Details of shareholders holding more than 5% of the aggregate shares in the Company

	As at 31 March 2026	
	Number of shares	% of holding
Bajaj Auto Limited	2,70,00,00,000	100%
Total	2,70,00,00,000	100%

	As at 31 March 2025	
	Number of shares	% of holding
Bajaj Auto Limited	2,40,00,00,000	100%
	2,40,00,00,000	100%

(v) Details of shareholding of promoters

	As at 31 March 2026		
	Number of shares	% of total no. of shares	% of change during the year
Bajaj Auto Limited	2,70,00,00,000	100.00%	0%

	As at 31 March 2025		
	Number of shares	% of total no. of shares	% of change during the year
Bajaj Auto Limited	2,40,00,00,000	100.00%	0%



21. Other equity :

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Statutory Reserves	144.63	11.66
Retained earnings	539.13	9.44
Cash Flow Hedge reserve	2.30	(24.27)
Investment through OCI	(6.90)	0.39
Total Reserve & Surplus	679.16	(2.78)

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Statutory Reserve:		
Balance as at the beginning of the year	11.66	-
Transfer from Retained Reserve	132.97	11.66
Balance as at the end of period	144.63	11.66

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Retained earnings:		
Balance as at the beginning of the year	9.44	(36.76)
Profit for the period	664.84	58.30
Cost on issue of equity	-	-
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation net off tax	(2.18)	(0.43)
Transfer to Statutory Reserve	(132.97)	(11.66)
Balance as at the end of period	539.13	9.44

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Cash flow hedge reserve:		
Balance as at the beginning of the year	(24.27)	-
Other Comprehensive income for the year (net of tax)	26.57	(24.27)
Balance as at the end of period	2.30	(24.27)

(Amount Rs. In crores)

As at		
Particulars	Mar-26	Mar-25
Investment through OCI:		
Balance as at the beginning of the year	0.39	-
Other Comprehensive income for the period (net of tax)	(7.29)	0.39
Balance as at the end of period	(6.90)	0.39

Nature and Purpose of Reserve -

Retained Earnings -

Retained earnings represents the surplus in Profit and Loss Account after appropriations made to/from retained earnings.

Statutory Reserves -

Every year the Company transfers sum of not less than twenty percent of net profit of that year to this statutory reserve fund created pursuant to Section 45 IC(1) of the Reserve Bank of India Act, 1934. No appropriation of any sum from the reserve fund is permitted except for the purpose as may be specified by the Reserve Bank of India from time to time.

Investment through OCI

The Company has elected to recognise changes in the fair value of investments in SDL bonds in other comprehensive income. These changes are accumulated within the FVTOCI reserve within equity.

Cash flow hedge reserve

It represents the cumulative gains/(losses) arising on revaluation of the derivative instruments designated as cash flow hedges through OCI.



22 Revenue From Operations

Interest income :

(Amount Rs. In crores)

Particulars	Year ended Mar-26			Year ended Mar-25		
	On Financial Assets measured at			On Financial Assets measured at		
	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost	FVTPL
Interest income						
- on loans	-	3,007.54	-	-	987.33	-
- on deposit with bank	-	2.99	-	-	1.63	-
- on Investment	15.50	-	-	2.82	-	-
- on others	-	6.50	-	-	10.69	-
Total	15.50	3,017.03	-	2.82	999.64	-

Fees and commission income :

(Amount Rs. In crores)

Particulars	Year ended Mar-26	Year ended Mar-25
	Mar-26	Mar-25
Service and administration charges	131.98	29.43
Insurance commission income	55.67	0.64
Foreclosure income	7.38	1.41
Total	195.03	31.48

Net gain on fair value changes :

(Amount Rs. In crores)

Particulars	Year ended Mar-26	Year ended Mar-25
	Mar-26	Mar-25
Net gain on sale of Mutual Fund - Realised	18.39	6.87
Fair value gain on Mutual Fund - Unrealised	-	-
Total	18.39	6.87

23 Other income :

(Amount Rs. In crores)

Particulars	Year ended Mar-26	Year ended Mar-25
	Mar-26	Mar-25
Others	1.65	0.04
Total Income	1.65	0.04

24 Fees and Commission Expense :

(Amount Rs. In crores)

Particulars	Year ended Mar-26	Year ended Mar-25
	Mar-26	Mar-25
Recovery cost	291.49	48.32
Loan portfolio management service charges	0.15	-
Total Income	291.64	48.32

25 Finance costs:

(Amount Rs. In crores)

Particulars	Year ended Mar-26			Year ended Mar-25		
	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost	FVTPL
Interest on borrowings	-	838.28	-	-	319.99	-
Interest on debt securities	-	48.97	-	-	-	-
Interest on Subordinated liabilities	-	19.29	-	-	-	-
Other interest expense	-	1.84	-	-	0.83	-
Total	-	908.38	-	-	320.81	-

26 Impairment on financial assets :

(Amount Rs. In crores)

Particulars	Year ended Mar-26			Year ended Mar-25		
	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost	FVTPL
On loans	-	540.52	-	-	146.28	-
On others	-	2.31	-	-	1.06	-
Total	-	542.83	-	-	147.34	-



27 Employee benefits expenses :

(Amount Rs. In crores)

Particulars	Year ended	Year ended
	Mar-26	Mar-25
Salaries and wages	224.73	185.59
Contribution to provident and other funds	12.17	7.42
Staff welfare expenses	2.85	5.29
Total	239.75	198.30

28 Depreciation and amortisation expenses :

(Amount Rs. In crores)

Particulars	Year ended	Year ended
	Mar-26	Mar-25
Depreciation on property plant and equipment	2.31	1.25
Depreciation on right of use assets	3.84	1.80
Amortisation of intangible assets	3.72	1.87
Total	9.87	4.93

29 Other expenses :

(Amount Rs. In crores)

Particulars	Year ended	Year ended
	Mar-26	Mar-25
Auditor's fees and expenses (Refer Note 29.1)	0.41	0.18
Legal and Professional charges	6.55	3.65
Rent, taxes and energy costs	1.03	1.99
Repairs and maintenance	0.49	0.40
Advertisement and publicity	2.22	1.72
Information technology expenses	102.25	78.11
Bank charges	5.07	2.84
Communication cost	7.15	5.71
Printing, stationery and paper	1.99	2.22
Miscellaneous Expenses	7.15	5.39
Business support services	35.63	20.14
Director sitting fees	0.25	0.15
Customer operation related cost	148.36	97.74
Travelling & Conveyance Expenses	31.87	17.72
Employee training, recruitment and management expenses	5.55	5.03
CSR Expenditure	0.26	-
Total	356.23	243.00

29.1 Payment to auditors (net of GST credit availed)

(a) As auditor	0.34	0.13
(b) Taxation matters	0.03	0.03
(c) Company law matters	-	-
(d) Other services	0.01	0.02
(e) Reimbursement of expenses	0.03	0.01
Total	0.41	0.18

29.2 Details of CSR Expenses:

(a) Gross amount required to be spent by the company during the year	0.26	-
(b) Amount spent during the year on purpose other than	0.26	-
(c) Yet to be spent/excess spent (a-b)	(0.00)	-

There is no shortfall in the CSR amount required to be spent by the company as per section 135(5) of the Act for the financial year ended March 31, 2026.

CSR activities was training and skill development which are specified under Schedule VII of the companies Act, 2013

The company has neither made any CSR contributions towards its related parties nor recorded any provision for CSR expenditure during the financial year ended March 31, 2026



30 Employee benefits

Liability for employee benefits has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Indian Accounting Standard 19 the details of which are as hereunder.

Funded schemes

Gratuity :

The Company provides for gratuity payments to employees. The gratuity benefit payable to the employees of the Company is greater of the provisions of the Payment of Gratuity Act, 1972 and the Company's gratuity scheme.

(Amount Rs. In crores)		
As at 31 March		
Particulars	2026	2025
Amount recognized in Balance Sheet		
Present value of funded defined benefit obligation (DBO)	26.53	11.46
Fair value of plan assets	19.31	10.81
Net funded obligation	7.22	0.65
Present value of unfunded defined benefit obligation	-	-
Amount not recognized due to asset ceiling	-	-
Net defined benefit liability / (asset) recognized in balance sheet	7.22	0.65
Expense recognized in the Statement of profit and loss		
Current service cost	3.02	0.89
Past service cost	-	-
Administration expenses	-	-
Past service cost*	10.32	-
Administration expenses	-	-
Interest on net defined benefit liability / (asset)	0.31	0.08
(Gains) / losses on settlement	-	-
(Gains) / losses on settlement	-	-
Total expense charged to statement of profit and loss	13.65	0.98

*BACL has recognized an additional gratuity expense of ₹10.32 crore, arising from the new Labour Code, as an exceptional item in the Statement of Profit and Loss for the year ended March 31, 2026."

Amount recorded as Other Comprehensive Income		
Opening amount recognized in OCI outside statement of profit and loss	1.95	1.37
Remeasurements during the period due to		
Changes in financial assumptions	(0.50)	(1.33)
Changes in demographic assumptions	1.02	-
Experience adjustments	2.34	1.74
Actual return on plan assets less interest on plan assets	0.06	0.18
Adjustment to recognize the effect of asset ceiling	-	-
Closing amount recognized in OCI outside statement of profit and loss	4.87	1.95

(Amount Rs. In crores)		
As at 31 March		
Particulars	2026	2025
Reconciliation of net liability / (asset)		
Opening net defined benefit liability / (asset)	0.65	1.59
Last year reversal	-	-
Expense charged to statement of profit and loss	13.65	0.98
Amount recognized outside statement of profit and loss	2.92	0.58
Employer contributions	-	-
Impact of liability assumed or (settled)*	-	-
Employer contributions	(10.00)	(2.50)
Impact of liability assumed or (settled)*	-	-
Closing net defined benefit liability / (asset)	7.22	0.65

* on account of inter group employee transfer and the corresponding liability has been appropriately accounted.



(Amount Rs. In crores)

As at 31 March

Particulars	2026	2025
Movement in benefit obligation		
Opening of defined benefit obligation	11.46	6.39
Current service cost	3.02	0.89
Past service cost	10.32	-
Interest on defined benefit obligation	1.04	0.44
Remeasurements due to:		
Actuarial loss / (gain) arising from change in financial assumptions	(0.50)	(1.33)
Actuarial loss / (gain) arising from change in demographic assumptions	1.02	-
Actuarial loss / (gain) arising on account of experience changes	2.34	1.74
Benefits paid	(2.17)	(0.15)
Liabilities assumed / (settled)	-	3.48
Liabilities extinguished on settlements	-	-
Closing of defined benefit obligation	26.53	11.46

(Amount Rs. In crores)

As at 31 March

Particulars	2026	2025
Movement in plan assets		
Opening fair value of plan assets	10.81	4.80
Employer contributions	10.00	2.50
Interest on plan assets	0.73	0.35
Administration expenses	-	-
Remeasurements due to:		
Actual return on plan assets less interest on plan assets	(0.06)	(0.18)
Benefits paid	(2.17)	(0.15)
Liabilities assumed / (settled)	-	-
Assets acquired / (settled)	-	3.48
Assets distributed on settlements	-	-
Closing fair value of plan assets	19.31	10.81

(Amount Rs. In crores)

As at 31 March

Particulars	2026	2025
Disaggregation of assets		
Category of assets		
Insurer managed funds	19.31	10.81
Others	-	-

Sensitivity Analysis

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50/100 basis points.

Particulars	As at 31 March 2026		As at 31 March 2025	
	Discount rate	Salary escalation rate	Discount rate	Salary escalation rate
Senior staff				
Impact of increase in 50 bps on DBO	-3.20%	2.15%	-2.93%	2.98%
Impact of decrease in 50 bps on DBO	3.37%	-2.07%	3.08%	-2.86%
Junior staff				
Impact of increase in 50 bps on DBO	-3.74%	2.96%	-3.67%	3.78%
Impact of decrease in 50 bps on DBO	4.00%	-2.91%	3.91%	-3.58%

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.



Funding arrangement and policy

The money contributed by the Company to the fund to finance the liabilities of the plan has to be invested. The trustees of the plan have outsourced the investment management of the fund to insurance companies. The insurance companies in turn manage these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. There is no compulsion on the part of the Company to fully pre fund the liability of the Plan. The Company's philosophy is to fund the benefits based on its own liquidity and tax position as well as level of under funding of the plan.

Projected plan cash flow

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan:

(Amount Rs. In crores)					
Particulars	Less than a year	Between 1 - 2 years	Between 3 - 5 years	Over 5 years	Total
31 March 2026					
Senior staff	0.80	1.37	2.28	9.92	14.37
Junior staff	1.89	1.78	6.15	26.04	35.86
31 March 2025					
Senior staff	0.55	0.88	2.27	5.70	9.41
Junior staff	0.73	0.61	1.78	7.40	10.52

As at 31st March		
Weighted average duration of defined benefit obligation (in years)	2026	2025
Senior Staff	6.57	6.01
Junior Staff	7.73	7.57

As at 31st March		
Principal Actuarial Assumptions (Expressed as Weighted Averages)	2026	2025
Discount rate (p.a.)	7.10%	6.85%
Salary escalation rate (p.a.) - Senior staff	10.00%	10.00%
Salary escalation rate (p.a.) - Junior staff	10.00%	10.00%

The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

Unfunded Schemes :

Compensated Absences

The compensated absences cover the Company's liability for earned leave, casual leave & exigency leave.

Entire amount of the provision is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months.

(Amount Rs. In crores)		
As at 31st March		
Particulars	2026	2025
Present value of unfunded obligations #	18.33	8.64
Expense recognized in the Statement of profit and loss	9.69	8.64
Amount recorded as Other Comprehensive Income		
Discount rate (p.a.)	7.10%	6.85%
Salary escalation rate (p.a.)	10.00%	10.00%

Compensated absences

(Amount Rs. In crores)		
As at 31st March		
Particulars	2026	2025
Compensated absences expected to be settled after 12 months	12.51	5.89

Defined contribution plans

The Company also has certain defined contribution plans i.e., contribution to provident fund, employee state insurance plan and superannuation funds.

Contributions are made to provident fund for eligible employees at specified % of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual or constructive obligation.

The expense recognised towards the defined contribution plans is as follows:

(Amount Rs. In crores)		
As at 31st March		
Particulars	2026	2025
Employer's Contribution to Provident fund	6.46	3.64



Bajaj Auto Credit Limited

Notes to financial statements for the year ended March 31, 2026 (Contd.)

31 Related party transactions

Name of the related parties and nature of relationship

(i) Where control exists :

Investing Entity of Holding Company

Bajaj Holdings & Investment Ltd.

Holding Company

Bajaj Auto Limited

(ii) Other related parties with whom transactions have taken place during the year:

Parties under common control with whom transaction have taken place during the year/previous year

1 Bajaj Financial Securities Ltd.

2 Bajaj General Insurance Company limited(Formerly known as Bajaj Allianz General Insurance Company limited)

3 Bajaj Life Insurance Company limited(Formerly known as Bajaj Allianz Life Insurance Company limited)

4 Bajaj Finance Limited

5 Bajaj FinServ Direct Limited

6 Hind Musafir Agency Limited

7 Chetak Technology Limited

8 Bajaj Auto Employees Superannuation trust

9 Bajaj Auto Senior staff group gratuity trust

(iii) Key Management Personnel

1 Rajiv Bajaj - Chairman

2 Kevin D'sa - Managing Director

3 Rakesh Sharma - Director

4 Nilesh Thakkar - CFO

5 Dr. J Sridhar - Company Secretary

(Amount Rs. In crores)

(iv) Disclosure of transactions with related party as required by Indian accounting standards 24 :

	Name of related party and Nature of relationship	Nature of transaction	FY 2025-26		FY 2024-25	
			Transaction value	Outstanding amounts carried in the Balance Sheet	Transaction value	Outstanding amounts carried in the Balance Sheet
A	Holding Company					
	Bajaj Auto Limited (related party where control exists)	Issue of equity shares to BAL (26,50,00,000 shares of ₹ 10 each)	300.00	(2,700.00)	2,105.00	(2,400.00)
		Reimbursement of expenses to BAL	38.78	(4.94)	18.48	(0.00)
		Subvention income receivable from BAL	21.43	-	0.13	-
		NCD (Non-Convertible Debenture)	300.00	(500.00)		
		Interest on NCD (Non-Convertible Debenture)	19.29	(19.29)		
B	Other entities/persons:					
	Bajaj Holdings & Investment Ltd.	Reimbursement of expenses	-	-	-	-
	Bajaj Financial Securities Ltd.	Reimbursement of NPS Payment	-	-	-	-
	Bajaj General Insurance Co. Ltd (formerly known as Bajaj Allianz General Insurance Co. Ltd)	Insurance expenses related to laptop	-	-	0.09	-
		Advance towards employee insurance	3.70	1.93	2.21	2.76
		Advance towards customer related insurance	-	2.46	0.17	0.17
		Commission income	65.69	6.53	0.75	0.75
	Bajaj Life Insurance Co. Ltd. (former)	Insurance Expenses	1.39	0.16	0.01	0.48
	Bajaj Finance Ltd.	Purchase of asset from BFL	1.76	-	3.01	0.11
		Lease Charges and Other charges	0.20	(0.03)	0.02	(0.01)
		Services rendered (Others)	4.67	-	-	-
		Services received	1.10	-	-	-
		Business Support service related to salary	4.10	-	-	-
	Hind Musafir Agency Limited	Reimbursement Of Travelling expenses	-	-	0.30	-
	Bajaj FinServ Direct Limited	Support charges and Commission on leads	0.58	-	0.37	-
	Bajaj Auto Employees Superannuation trust	Contribution made during the year	-	-	0.11	-
	Bajaj Auto Senior staff group gratuity trust	Contribution made during the year	10.00	-	2.30	-
	Chetak Technology Limited	Professional Service	-	-	0.01	(0.01)

Name of the related party and nature of the related party relationship where control exists have been disclosed irrespective of whether or not there have been transactions between the related parties. In other cases, disclosure has been made only when there have been transactions with those parties.

Related parties as defined under clause 9 of the Indian Accounting Standard - 24 "Related Party Disclosures" have been identified based on representations made by key managerial personnel and information available with the company.

All above transactions are in the ordinary course of business and on arms' length basis. All outstanding balances are unsecured and are repayable in cash. Above transactions are inclusive of GST and before TDS.



32 Fair value measurement

i) Financial instruments by category

(Amount Rs. In crores)

Particulars	As at 31 March					
	2026			2025		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial assets						
Investments						
- Mutual fund	-	-	-	-	-	-
- State Development Loan (SDL) Bonds	-	224.70			78.30	
Loans	-	-	18,449.54	-	-	9,392.95
Other financial assets	-	-	522.92	-	-	457.76
Cash and cash equivalents	-	-	259.62	-	-	972.33
Bank Balance other than cash and cash equivalents	-	-	0.75	-	-	0.17
Derivative financial assets	-	231.46			1.14	-
Total financial assets	-	456.16	19,232.83	-	79.44	10,823.22
Financial liabilities						
Derivative financial liabilities		14.62	-		18.56	-
Trade payable			6.39			6.97
Other payable			140.86			113.95
Borrowing			16,267.00			8,436.52
Other financial liabilities			62.51			37.49
Total financial liabilities	-	14.62	16,476.76	-	18.56	8,594.94

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the Ind AS 113, 'Fair Value Measurement'. An explanation of each level follows underneath the table.

(Amount Rs. In crores)

Financial assets measured at fair value - recurring fair value measurements as at 31 March 2026					
Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial investments at FVTOCI					
- State Development Loan (SDL) Bonds	7	-	224.70		224.70
Derivative financial assets	5		231.46		231.46
Total financial assets		-	456.16	-	456.16
Derivative financial liabilities	5		14.62		14.62
Total financial liabilities			14.62		14.62

(Amount Rs. In crores)

Financial assets measured at fair value - recurring fair value measurements as at 31 March 2025					
Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial investments at FVTOCI					
- State Development Loan (SDL) Bonds	7		78.30		78.30
Derivative financial assets	5		1.14		1.14
Total financial assets					79.44
Derivative financial liabilities	7	-	18.56		18.56
Total financial liabilities		-	18.56	-	18.56



Financial assets and financial liabilities measured at amortised cost, including their levels in the fair value hierarchy:

Particulars	Carrying value		Fair Value Hierarchy	(Amount Rs. In crores)	
	2026	2025		Fair value 2026	Fair value 2025
Financial assets					
Loans	18,449.54	9,392.95	Level 3	18,449.54	9,392.95
Other financial assets	522.92	457.76	Level 3	522.92	457.76
Cash and cash equivalents	259.62	972.33	Level 3	259.62	972.33
Bank Balance other than cash and cash equivalents	0.75	0.17	Level 3	0.75	0.17
Total financial assets	19,232.83	10,823.22		19,232.83	10,823.22
Financial liabilities					
Trade payable	6.39	6.97	Level 3	6.39	6.97
Other payable	140.86	113.95	Level 3	140.86	113.95
Borrowing	16,267.00	8,436.52	Level 3	16,267.00	8,436.52
Other financial liabilities	62.51	37.49	Level 3	62.51	37.49
Total financial liabilities	16,476.76	8,594.94		16,476.76	8,594.94

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices in active markets. Quotes would include rates/values/valuation references published periodically by BSE, NSE etc. basis which trades take place in a linked or unlinked active market. This includes mutual funds, as the case may be, that have quoted price/rate/value.

Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques which maximise the use of observable market data (either directly as prices or indirectly derived from prices) and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. This includes SDL, bonds and derivative instruments.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

Valuation Techniques used to determine fair value

Valuation Techniques used to determine fair value include

- Fair values of investments held under FVTPL have been determined under level 1 using quoted market prices of the underlying instruments;
- Fair values of investments held under FVTOCI have been determined under level 2 using ICRA valuation report of the underlying instruments;
- Derivative financial instrument i.e. cross currency interest rate swap (CCIRS) held for the purpose of hedging foreign currency denominated external commercial borrowings are accounted as a cash flow hedge. Fair value of CCIRS has been determined under Level 2 using discounted cash flow method by deriving future forward rates from published zero coupon yield curve. All future cashflows for both the paying and receiving legs in the swap contract are discounted to present value using these forward rates to arrive at the fair value as at reporting date.
- Derivative financial instrument i.e. Interest rate swap (IRS) held for the purpose of hedging floating interest rate are accounted as a cash flow hedge. Fair value of IRS has been determined under Level 2 using discounted cash flow method. All future cashflows for both the paying and receiving legs in the swap contract are discounted to present value using these interest rates to arrive at the fair value as at reporting date.
- The Company has determined that the carrying values of loans are a reasonable approximation of their fair value and hence their carrying values are deemed to be fair values. Fair value is same as carrying value as there is no significant change in interest rate charged to customers. These are classified as Level 3 fair value hierarchy due to inclusion of unobservable inputs including counterparty credit risk.
- The Company has determined that the carrying values of cash and cash equivalents, bank balances, other financial asset, trade payables, other payables, borrowings, and other financial liabilities are a reasonable approximation of their fair value and hence their carrying values are deemed to be fair values. These are classified as Level 3 fair value hierarchy due to inclusion of unobservable inputs including counterparty credit risk.



33 Financial risk management

A summary of the major risks arising from financial instrument which are faced by the Company, its measurement, monitoring and management are described as under:

Nature of Risk	Exposure arising from	Measurement, monitoring and management of risk
(A) Credit risk	Credit risk is the risk of financial loss arising out of customers or counterparties failing to meet their repayment obligations to the Company.	Credit risk is:- - Measured as the amount at risk due to repayment default by customers or counterparties to the Company. Various metrics such as instalment default rate, overdue position, contribution of stage 2 and stage 3 assets etc. are used as leading indicators to assess credit risk. - monitored by CRO through review of level of credit exposure, portfolio monitoring, contribution of repeat customers, customer and portfolio. - managed by a robust control framework by the risk unit.
(B) Market risk	Market risk arises from fluctuation in the fair value of future cash flow of financial instruments due to changes in the market variables such as interest rates and foreign exchange rates.	Market risk is - - Measured by using changes in interest rates and foreign currency fluctuation resulting impact on net interest income and other metrics. - Monitored by assessment of key parameters like fluctuation in the interest rate and foreign currency fluctuation and probable interest rate movements on both fixed and floating rate assets and liabilities. - Managed by the Company's treasury team under the guidance of ALCO and Investment Committee and in accordance with approved Investment and hedging policy.
(C) Liquidity and Funding risk	Liquidity risk arises from mismatches in the timing of cash flows.	Liquidity and funding risk is:- - Measured by identification of gaps in the structural and dynamic liquidity and liquidity coverage ratio (LCR) in accordance with guidelines issued by RBI and board approved liquidity risk framework. - Monitored by periodic reviews by ALCO of liquidity position and LCR position. - Managed by the Company's treasury team through various means like HQLA, liquidity buffers, sourcing of long term funds, positive asset liability mismatch, keeping strong pipeline of sanctions from banks.

This note explains the sources of risk which the Company is exposed to and how the entity manages the risk and the impact in the financial statements.

A) Credit risk

Credit risk is the risk of financial loss arising out of customers or counterparties failing to meet their repayment obligations to the Company. The Company assesses the credit quality of financial instruments that are subject to credit risk.

Classification of financial asset under various stage -

Stage 1: unimpaired and without significant increase in credit risk since initial recognition on which a 12-month allowance for ECL is recognised;
Stage 2: a significant increase in credit risk since initial recognition on which a Lifetime ECL is recognised; and
Stage 3: objective evidence of impairment and therefore considered to be in default or otherwise credit impaired on which a lifetime ECL is recognised.

Treatment and classification methodology of different stages of financial assets is detailed in note no. 2.7

(Amount Rs. In crores)

As at 31 March		
Particulars	2026	2025
Term Loans to customers under Financing	18,834.68	9,503.28
ECL	385.14	110.34
Net carrying value	18,449.54	9,392.95

(Amount Rs. In crores)

As at 31 March		
Particulars	2026	2025
Advances to dealer	433.04	444.37
ECL	4.31	2.04
Net carrying value	448.73	442.33



Collateral valuation

The Company offers two and three wheeler to customers and loans is secured by collateral. Although collateral is an important risk mitigant of credit risk, the Company's practice is to lend on the basis of assessment of the customer's ability to repay than placing primary reliance on collateral. Based on the nature of product and the Company's assessment of the customer's credit risk, a loan may be offered with suitable collateral. Depending on its form, collateral can have a significant effect in mitigating the Company's credit risk. The type of collateral obtained are as follow:

Product group	Nature of securities
Two and three wheeler finance	Hypothecation of underlying two and three wheeler

B) Market risk

Market risk is the risk that the fair value of future cash flow of financial instruments will fluctuate due to changes in the market variables such as interest rates risk and foreign exchange rates and credit spreads on investment and borrowings.

(i) Interest rate risk

On investment book other than equity

The Company manages the duration of its investment portfolio with an objective to optimise the return with minimal possible fair value change impact. The interest rate risk on the investment portfolio and corresponding fair value change impact is monitored and other parameters as defined in its investment and market risk policy.

Carrying value and fair value of investment as at -

(Amount Rs. In crores)

Particulars	As at 31 March			
	2026		2025	
	Carrying value	Fair value	Carrying value	Fair value
Investment at FVTPL	0.00	0.00	-	-
Investment at FVOCI	224.70	224.70	78.30	78.30
Investment at amortised cost	-	-	-	-

Carrying value and amortised cost of assets and liabilities as at

(Amount Rs. In crores)

Particulars	As at 31 March			
	2026		2025	
	Carrying value	Amortised cost	Carrying value	Amortised cost
Loans	18,834.68	18,834.68	9,503.28	9,503.28
Borrowings	16,267.00	16,267.00	8,436.52	8,436.52
Interest bearing trade advances	-	-	-	-

(ii) Foreign currency risk

The Company is exposed to foreign currency fluctuation risk for its external commercial borrowing (ECB). The Company has hedged the entire ECB exposure for the full tenure. The Company evaluates the foreign currency exchange rates, tenure of ECB and its fully hedged costs for raising ECB. The Company manages its currency risks by entering into over the counter (OTC) derivatives contracts as hedge positions and the same are being governed through the Board approved Interest rate risk, Currency risk and Hedging policy.

The Company's exposure of foreign currency risk at the end of the reporting period expressed in INR are as follows:

(Amount Rs. In crores)

Particulars	As at 31 March	
	2026	2025
Hedged	-	-
ECB	(1,866.00)	(1,866.00)
Derivative financial instrument*	1,866.00	1,866.00
Unhedged	-	-

*Represents the notional amount of the derivative financial instrument



Hedging policy

The Company's hedging policy only allows for effective hedging relationships to be considered as hedges as per the relevant Ind AS. Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument. The Company enters into hedge relationships where the critical terms of the hedging instrument match with the terms of the hedged item, and so a qualitative and quantitative assessment of effectiveness is performed.

Impact of hedging activities -

Disclosure of effects of hedge accounting on financial position :

Cash flow hedge foreign exchange risk 31 March 2026

Type of hedge and risk	Nominal value	Carrying amount of hedge instrument asset	Carrying amount of hedge instrument liability	(Amount Rs. In crores)	
				Changes in fair value of hedging instrument	Change in the value of hedged item used as a basis for recognising hedge effectiveness
Foreign currency loans i.e. INR USD CCIRS	1,866.00	231.46	-	-231.46	215.78
Indian currency loans i.e. INR IRS *	2,137.50	-	14.62	14.62	-

* This is interest rate swap (IRS) which is INR currency denominated loans for which we have taken hedged to covert floating rate loan into fixed rate.

Cash flow hedge foreign exchange risk 31 March 2025

Type of hedge and risk	Nominal value	Carrying amount of hedge instrument asset	Carrying amount of hedge instrument liability	(Amount Rs. In crores)	
				Changes in fair value of hedging instrument	Change in the value of hedged item used as a basis for recognising hedge effectiveness
Foreign currency loans i.e. INR USD CCIRS	1,866.00	1.14	6.32	5.18	16.80
Indian currency loans i.e. INR IRS *	1,637.50	-	12.24	12.24	-

* This is interest rate swap (IRS) which is INR currency denominated loans for which we have taken hedged to covert floating rate loan into fixed rate.

(b) Disclosure of effects of hedge accounting on financial performance

Cash flow hedge foreign exchange risk 31 March 2026

Type of hedge and risk	Change in the value of the hedging instrument recognised in other comprehensive income	Hedge ineffectiveness recognised in profit or loss	(Amount Rs. In crores)	
			Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in the Statement of Profit and Loss because of the reclassification
Foreign currency loans i.e. INR USD CCIRS	(231.46)	-	-	-
Indian currency loans i.e. INR IRS	14.62	-	-	-

Cash flow hedge foreign exchange risk 31 March 2025

Type of hedge and risk	Change in the value of the hedging instrument recognised in other comprehensive income	Hedge ineffectiveness recognised in profit or loss	(Amount Rs. In crores)	
			Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in the Statement of Profit and Loss because of the reclassification
Foreign currency loans i.e. INR USD CCIRS	5.18	-	-	-
Indian currency loans i.e. INR IRS	12.24	-	-	-

Movements in cash flow hedging reserve -

Particulars	(Amount Rs. In crores)	
	As at 31 March 2026	2025
Balance - As at 31 March 2025 / 2024	(24.27)	-
Change in value of hedge of CCIRS and IRS	35.51	(32.43)
Deferred tax relating to the above (net)	(8.94)	8.16
Balance - As at 31 March 2026 / 2025	2.30	(24.27)



C) Liquidity risk

The Company principal source of liquidity are "cash and cash equivalents", bank balance other than "cash and cash equivalents" and cash flows that are generated from operations and investment for the purpose of maintaining liquidity ratio as per RBI. The Company has a Board approved Liquidity Risk Management Framework which covers liquidity risk management policy, strategies and practices, liquidity coverage ratio (LCR), liquidity risk measurement - currency risk, interest rate risk and liquidity risk monitoring framework. The Company exceeds the regulatory requirement of LCR which mandates maintaining prescribed coverage of expected net cash outflows for a stressed scenario in the form of high quality liquid assets (HQLA).

(Amount Rs. In crores)

As at 31 March		
Particulars	2026	2025
Net working capital includes -		
Cash and cash equivalents	259.62	972.33
Bank Balance other than cash and cash equivalents	0.75	0.17

The Company's ALCO monitors asset liability mismatches to ensure that there are no imbalances or excessive concentrations on either side of the Balance Sheet.

The table below summarises the maturity profile of the undiscounted contractual cashflow of the Company's financial liabilities :

(Amount Rs. In crores)

Particular	As at 31 March 2026			As at 31 March 2025		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Derivative financial instruments	14.62	-	14.62	18.56	-	18.56
Trade payables	6.39	-	6.39	6.97	-	6.97
Other payables	140.86	-	140.86	113.95	-	113.95
Borrowings	6,643.12	11,555.72	18,198.84	2,952.32	6,837.62	9,789.94
Other financial liabilities	48.53	16.05	64.58	27.76	12.50	40.26
Total	6,853.52	11,571.77	18,425.29	3,119.57	6,850.12	9,969.69



34 Contingent Liabilities and commitments

(a) Contingent liability

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
Disputed claims against the Company not acknowledged as debts	0.02	0.00

(b) Capital and other commitments

(Amount Rs. In crores)
As at

Particulars	Mar-26	Mar-25
(i)		
-Tangible	-	-
-Intangible	-	9.10
(ii) Other commitments	-	-
Total	-	9.10

35 Earnings per share :

The basic earnings per share is computed by dividing the net profit attributable to Equity Shareholders for the year by the weighted average number of Equity Shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of Equity Shares and also the weighted average number of Equity Shares that could have been issued on the conversion of all dilutive potential Equity Shares.

The following table shows the income and share data used in the basic and diluted EPS calculations:

	Year ended Mar-26	Year ended Mar-25
Particulars		
(a) Basic earnings per share		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	6,64,84,09,193	58,29,90,964
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	2,67,20,54,795	1,36,36,30,137
Basic Earnings per share	2.49	0.43
(b) Diluted earnings per share		
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	6,64,84,09,193	58,29,90,964
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	2,67,20,54,795	1,36,36,30,137
Diluted Earnings per share	2.49	0.43

36 Details of segment wise income from insurance partners as required by Insurance Regulatory and Development Authority of India (IRDAI) are as below:

	Year ended Mar-26	Year ended Mar-25
Particulars		
Income from insurance intermediation		
Commission income - General insurance	55.67	0.64

37 Segment information

The Company is engaged primarily in the business of financing and accordingly there are no separate reportable segments as per Ind AS 108 'Operating Segment'.



38 Capital

The Company actively manages its capital base to cover risks inherent to its business and meet the capital adequacy requirement of Reserve Bank of India (Non-Banking Financial Companies - Prudential Norms on Capital Adequacy (Directions RBI/DOR/2025-26/345 DOR.CAP.REC.264/21-01-002/2025-26.)). The adequacy of the Company's capital is monitored using, among other measures, the regulations issued by RBI.

(i) Capital management

Objective

The Company's objective is to maintain appropriate levels of capital to support its business strategy taking into account the regulatory, economic and commercial environment. The Company aims to maintain a strong capital base to support the risks inherent to its business and growth strategies. The Company endeavours to maintain a higher capital base than the mandated regulatory capital at all times.

Planning

The Company's assessment of capital requirement is aligned to the mandatory regulatory capital and its planned growth which forms part of an annual operating plan which is approved by the Board and also a long range strategy. These growth plans are aligned to assessment of risks- which include credit, liquidity and market.

The Company monitors its capital to risk-weighted assets ratio (CRAR) on a monthly basis through its assets liability management committee (ALCO).

The Company endeavours to maintain its CRAR higher than the mandated regulatory norm. Accordingly, increase in capital is planned well in advance to ensure adequate funding for its growth.

Further, the Company makes investment in Fixed deposits in banks and in mutual funds during the year. These investments are funded by the Company through its equity share capital.

(ii) Regulatory capital

Particulars	(Amount Rs. In crores)	
	As at	
	Mar-26	Mar-25
Tier I capital	3,235.65	2,316.43
Tier II capital	572.38	55.44
Total capital (Tier I + Tier II)	3,808.03	2,371.86
Risk weighted assets	19,485.63	9,994.45
Tier I CRAR	16.61%	23.18%
Tier II CRAR	2.94%	0.55%
CRAR (Tier I + Tier II)	19.54%	23.73%

(iii) Dividend distribution made and proposed

No dividend is proposed and declared for the year ended March 2026 and year ended March 2025.



39 Capital to Risk Assets Ratio (CRAR)
(Amount Rs. In crores)
As at 31 March

Particulars	2026	2025
1. CRAR %	19.54%	22.77%
2. CRAR - Tier I capital (%)	16.61%	23.18%
3. CRAR - Tier II capital (%)	2.94%	0.55%
4. Amount of subordinated debt raised	500.00	-

40 Investments
(Amount Rs. In crores)
As at 31 March

Particulars	2026	2025
Value of Investments		
(i) Gross Value of Investments	224.70	78.30
(a) In India		
(b) Outside India		
(ii) Provisions for Depreciation	-	-
(a) In India		
(b) Outside India		
(iii) Net Value of Investments	224.70	78.30
(a) In India		
(b) Outside India		
Total	224.70	78.30
Movement of provisions held towards depreciation on investments		
(i) Opening balance	-	-
(ii) Add: Provisions made during the year	-	-
(iii) Less: Write-off/write-back of	-	-
(iv) Closing balance	-	-



41 Derivatives

(a) Forward Rate Agreement/Interest Rate Swap

Particulars	(Amount Rs. In crores)	
	As at 31 March 2026	2025
(i) Notional principal amount of swap agreements	4,000.50	3,507.50
(ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	-	-
(iii) Collateral required by the NBFC upon entering into swaps	-	-
(iv) Concentration of credit risk arising from the swaps	-	-
(v) Fair value of the swap books	216.84	(17.43)

(b) Exchange Traded Interest Rate (IR) Derivatives

Particulars	(Amount Rs. In crores)	
	As at 31 March 2026	2025
(i) Notional principal amount of exchange traded IR derivatives undertaken during the year (instrument-wise)	-	-
(ii) Notional principal amount of exchange traded IR derivatives outstanding on (instrument-wise)	-	-
(iii) Notional principal amount of exchange traded IR derivatives	-	-
(iv) Mark-to-market value of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise)	-	-

(c) Disclosure on Risk Exposure in Derivatives

Particulars	(Amount Rs. In crores)			
	As at 31 March 2026		2025	
Descriptions	Currency Derivatives	Interest Rate Derivatives	Currency Derivatives	Interest Rate Derivatives
(i) Derivatives (Notional Principal Amount)	1,866.00	2,137.30	1,866.00	1,637.50
For Hedging	-	-	-	-
(ii) Marked to Market Positions	-	-	-	-
a) Asset (+)	231.46	-	1.14	-
b) Liability (-)	-	(14.62)	(6.32)	(12.24)
(iii) Credit Exposure	-	-	-	-
(iv) Unhedged Exposures	-	-	-	-

Refer note 33 Financial risk management and note 2.7 Derivative financial instruments of accounting policy.



Asset Liability Management Maturity pattern of certain items of assets and liabilities

(In accordance with Reserve Bank of India (Non-Banking Financial Companies - Asset Liability Management) Directions, 2025 - RB/DoR/2025-26/355 DoR.LRG.REC.No. 274/13-10-004/2025-26.)

42

As at March 31, 2026	1 day to 7 days	8 to 14 days	15 day to 30 days	Over one month to 2 months	Over 2 months upto 3 months	Over 3 months upto 6 months	Over 6 months upto 1 year	Over 1 year upto 3 years	Over 3 years upto 5 years	Total
Liabilities										
Borrowings from banks	8.42		491.72	367.42	810.12	1,448.91	2,575.10	9,269.36	1,293.16	16,268.38
Assets		4.17	-	658.57	657.08	1,974.34	3,792.90	9,257.46	1,598.59	18,834.68
Loans and Advances*	895.74	-	-	-	-	-	-	-	-	-
Deposits with banks	-	-	-	-	-	-	-	-	-	-
Advances to dealer	-	-	453.04	-	-	-	-	-	-	453.04
Investments	-	-	-	-	-	-	224.70	-	-	224.70

As at March 31, 2025	1 day to 7 days	8 to 14 days	15 day to 30 days	Over one month to 2 months	Over 2 months upto 3 months	Over 3 months upto 6 months	Over 6 months upto 1 year	Over 1 year upto 3 years	Over 3 years upto 5 years	Total
Liabilities										
Borrowings from banks	17.81	-	54.17	154.17	233.89	445.83	1,447.92	4,111.64	1,971.10	8,436.52
Assets										
Loans and Advances*	392.27	-	-	268.32	271.50	831.41	1,689.90	4,958.97	1,090.91	9,503.28
Deposits with banks	40.04	204.22	606.66	-	-	-	-	-	-	850.92
Advances to dealer	-	-	444.37	-	-	-	-	-	-	444.37
Investments	-	-	-	-	-	-	-	78.30	-	78.30

* EIR impact on loans and advances is considered over respective buckets

Exposures to Capital Market, Real Estate Sector and other sector

(i) There are no exposure to capital market and real estate sector during the year ended 31 March 2026 and 31 March 2025.

(ii) Sectoral exposure

Particulars	As at 31 March			
	2026		2025	
	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs (₹ crores)	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off balance sheet exposure)
1. Industry				
(i) Auto loans	10,726.45	219.77	2.05%	5,726.29
- Two wheeler loan	8,215.50	130.71	1.59%	3,850.82
- Three wheeler loan	-	-	-	-
Total	18,941.95	350.48	1.85%	9,577.11
				76.24
				0.80%

(iii) Intra-group exposure

There are no exposure to intra-group during the year ended 31 March 2026 and 31 March 2025.

(iv) Unhedged foreign currency exposure

The Company's exposure of unhedged foreign currency risk at the end of the reporting period is Nil and previous year was Nil.



44 Details of Single Borrower Limit (SGL)/Group Borrower Limit (GBL) exceeded by the applicable NBFC :

For the year ended 31 March 2026 and 31 March 2025, the Company's credit exposure to single borrowers and group borrowers were within the limits prescribed by the board of the NBFC.

45 Registration obtained from other financial sector regulators :

Regulators	Registration Number
RBI Reserve Bank of India	N-11121465
Financial Intelligence Unit - (Operating under Economic Intelligence)	FIU0045675
IRDAI	CA1024

46 Disclosure of Penalties imposed by RBI and other regulators :

During the FY 25-26 company has paid fine Rs.NIL- to RBI towards certain Non-compliance. Previous year figures was Nil.

47 Breach of covenant

During the year end 31 March 2026, there are no instances of breach of any covenant of loans availed. Previous year figures was Nil.

48 Ratings assigned by credit rating agencies and migration of ratings :

Particulars	Rating Assigned	Date of Rating	Rating Valid up to	Name of the Rating Agency	Amount (Rs in crores)
Term Loans	CRISIL AAA/Stable	19-Nov-2025	1 year	CRISIL Ltd	1,200.00
Short Term Loans	CRISIL A1+	19-Nov-2025	1 year	CRISIL Ltd	300.00
Commercial Paper	CRISIL A1+	19-Nov-2025	1 year	CRISIL Ltd	2,000.00
Term Loans	CARE AAA Stable	30 June 2025	1 year	CARE	10,000.00
Term Loans	IND AAA/Stable	10 July 2025	1 year	Ind Rating & Research	3,000.00
Non-converible adventures	ICRA AAA (Stable)	06-Mar-2026	1 year	ICRA Ltd	2,000.00
Subordinated bonds/debt	ICRA AAA (Stable)	06-Mar-2026	1 year	ICRA Ltd	750.00
Term Loans	ICRA AAA (Stable)	06-Mar-2026	1 year	ICRA Ltd	3,000.00

During FY 2024-25

Particulars	Rating Assigned	Date of Rating	Rating Valid up to	Name of the Rating Agency	Amount (Rs in crores)
Term Loans	CRISIL AAA/Stable	08-Nov-24	1 year	CRISIL Ltd	1,500
Commercial Paper	CRISIL A1+	08-Nov-24	1 year	CRISIL Ltd	1,000
Term Loans	IND AAA/Stable	13-Apr-24	1 year	Ind Rating & Research	3,000
Term Loans	CARE AAA Stable	31-Jan-25	1 year	CARE	3,000
Term Loans*	CARE AAA Stable	27-Mar-25	1 year	CARE	3,000



49 Provision for Contingencies

(Amount Rs. in crores)		
As at 31 March		
Particular	2026	2025
Breakup of Provision for contingencies shown under the head Expenditure in Profit and loss Account		
Provision for Depreciation on Investment	-	-
Provision towards NPA	-	-
Provision made towards Income tax	-	-
Other provision and contingencies	-	-
Leave encashment	18.13	8.64
Gratuity	7.22	0.65
Super annuation	0.11	(0.00)
ECL provision on financial assets	389.44	112.38

50 Draw Down from Reserves

There has been no draw down from the Statutory Reserves under section 45-1C of The Reserve Bank of India Act, 1934, for the year ended 31 March 2026 and 2025

Concentration of Deposits, Advances, Exposure and NPA's

(In accordance with Reserve Bank of India (Non-Banking Financial Companies - Concentration Risk Management) Directions, 2025- RB/DOR/2025-26/351 DOR.CRE.C.27/007-43-009/2025-26.)

51

Concentration of Advances

	As at March 31, 2026	As at March 31, 2025
Total Advances to twenty largest borrowers	1.76	1.47
Percentage of Advances to twenty largest borrowers to Total advances	0.01%	0.02%

Concentration of Exposures:

	As at March 31, 2026	As at March 31, 2025
Total Advances to twenty largest borrowers	1.76	1.47
Percentage of Advances to twenty largest borrowers / customers to Total Exposure of the applicable NBFC on borrower/Customer	0.01%	0.02%

Concentration of NPAs

	As at March 31, 2026	As at March 31, 2025
Total Exposure to top four NPA account	0.23	0.16



Sector-wise NPAs

March 26 - Sector	Total advances in the sector	Percentage of NPAs to Total Advances in that
Auto Loans	18,941.95	1.85%

March 25 - Sector	Total advances in the sector	Percentage of NPAs to Total Advances in that
Auto Loans	9,577.11	0.80%

52 Movement of NPAs

(Amount Rs. in crores)	
As at 31 March	
Particulars	2026
(i) Net NPAs to Net Advances (%)	-
(ii) Movement of NPAs (Gross)	-
Opening balance	76.08
Additions during the year	714.57
Reductions during the year	441.44
Closing balance	349.21
(iii) Movement of Net NPAs	76.08
Opening balance	41.84
Additions during the year	335.88
Reductions during the year	191.63
Closing balance	186.09
(iv) Movement of provisions for NPAs (excluding provision on standard assets)	41.84
Opening balance	34.24
Provisions made during the year	378.69
Write-off/write-back of excess provision	249.81
Closing balance	163.12

53 Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)

There are no overseas assets of the company for the year ended 31 March 2026 and 2025.

54 Off-balance Sheet SPVs sponsored

There are no off-balance sheet SPVs sponsored by the company for the year ended 31 March 2026 and 2025.



55 Disclosures of Customer Complaints

A. Complaints received by the NBFC from its customers

Particular	As at March 31, 2026	As at March 31, 2025
1. No. of complaints pending at the beginning of the year	0	0
2. No. of complaints received during the year	97	13
3. No. of complaints redressed during the year	97	13
3.1 Of which, number of complaints redressed during the year	0	0
4. No. of complaints pending at the end of the year	0	0
Maintainable complaints received by the NBFC from Office of Ombudsman		
5. Number of maintainable complaints received by the NBFC from Office of Ombudsman	5	0
5.1. Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	3	0
5.2 Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	2	0
5.3 Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	0	0
6. Number of Awards unimplemented within the stipulated time (other than those appealed)	0	0

B. Top five grounds of complaints received by the NBFCs from customers

Ground	Grounds of complaints (i.e. complaints relating to)	Number of complaints received during the year	% increase/decrease in the no. of complaints received over the previous year	Number of complaints pending at the end of the year	Number of complaints pending beyond 30 days
FY 2025-2026					
1	Debt Management Services	Nil	489%	Nil	None
2	Repayment Management	13	333%	Nil	None
3	DCC Payment Related	7	100%	Nil	None
4	Sales Related Issue	6	100%	Nil	1
5	Settlement/Waiver of	5	100%	Nil	None
FY 2024-2025					
1	Debt Management Services	Nil	100%	Nil	None
2	Repayment Management	3	100%	Nil	None
3	Credit Bureau Related	1	100%	Nil	None
4	None	-	-	NA	None
5	None	-	-	NA	None



56 The disclosures as required by the Reserve Bank of India (Non-Banking Financial Companies - Income Recognition, Asset Classification and Provisioning) Directions, 2025- RB/DOR/2025-26/356 DOR.5 TR.UC.No.27/21.04.04/2025-26.
For the year ended 31 March 2026

(Amount Rs. In crores)						
Asset classification as per RBI norms (1)	Asset classification as per Ind AS 109 (2)	Gross carrying amount as per Ind AS (3)	Loss allowance (provisions) as required under Ind AS 109(4)	Net carrying amount (5) = (3) - (4)	Provision required as per RBI Master direction* (6)	Difference between Ind AS 109 provision and IRACP norms (7) = (4) - (6)
(a) Performing assets						
Standard	Stage 1	17,996.55	172.38	17,824.17	71.28	101.09
Subtotal (a)	Stage 2	488.92	49.63	439.28	1.88	47.75
		18,485.47	222.01	18,263.46	73.16	148.85
(b) Non-performing assets (NPA)						
(i) Substandard	Stage 3	347.55	162.28	185.27	34.88	127.40
(ii) Doubtful up to : 1 year	Stage 3	1.66	0.84	0.82	0.33	0.51
1 to 3 years	Stage 3	-	-	-	-	-
more than 3 years	Stage 3	-	-	-	-	-
(iii) loss assets	Stage 3	-	-	-	-	-
Subtotal (b)		349.21	163.12	186.09	35.22	127.91
Total (a+b)		18,834.68	385.14	18,449.54	108.38	276.76

For the year ended 31 March 2025

(Amount Rs. In crores)						
Asset classification as per RBI norms (1)	Asset classification as per Ind AS 109 (2)	Gross carrying amount as per Ind AS (3)	Loss allowance (provisions) as required under Ind AS 109(4)	Net carrying amount (5) = (3) - (4)	Provision required as per RBI Master direction* (6)	Difference between Ind AS 109 provision and IRACP norms (7) = (4) - (6)
(a) Performing assets						
Standard	Stage 1	9,240.92	55.44	9,185.48	37.25	18.18
Subtotal (a)	Stage 2	186.29	20.66	165.63	0.73	19.91
		9,427.20	76.10	9,351.11	38.00	38.09
(b) Non-performing assets (NPA)						
(i) Substandard	Stage 3	76.08	34.24	41.84	7.63	26.39
(ii) Doubtful up to : 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
more than 3 years	Stage 3	-	-	-	-	-
(iii) loss assets	Stage 3	76.08	34.24	41.84	7.63	26.39
Subtotal (b)		76.08	34.24	41.84	7.63	26.39
Total (a+b)		9,503.28	110.34	9,392.95	45.63	64.68



57 Schedule to Balance sheet

(Amount Rs. in crores)				
As at 31 March				
Particulars	2026	2025	Amount outstanding	Amount overdue
Liabilities side				
(1) Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid:				
(a) Debentures:				
Secured	511.96	-	-	-
Unsecured (other than falling within (b) Deferred Credits:	517.19	-	-	-
(b) Deferred Credits:	-	-	-	-
(c) Term loans and ECB	15,237.86	-	8,436.32	-
(d) Inter corporate loans and borrowings	-	-	-	-
(e) Commercial Paper	-	-	-	-
(f) Other Loans (specify nature)	-	-	-	-

(Amount Rs. in crores)

As at 31 March				
Particulars	2026	2025	Amount outstanding	Amount overdue
Assets side				
(1) Break-up of Loans and Advances				
(a) Secured	18,449.54	9,392.95	-	-
(b) Unsecured	-	-	-	-
(2) Break-up of Investments:				
Current Investments				
(a) Quoted	-	-	-	-
(b) Units of mutual funds	-	-	-	-
(c) Unquoted	224.70	78.30	-	-
(d) Units of SDL	-	-	-	-
(3) Borrower group-wise classification of assets financed (net of provision) - Secured				
(1) Related Parties	18,449.54	9,392.95	-	-
(2) Other than related parties	-	-	-	-
(4) Investor group-wise classification of all investments				
(1) Related Parties	-	-	-	-
(2) Other than related parties (Book value - 230.35)	224.70	78.30	-	-
(FY Bank Value: 76.11)	-	-	-	-
(5) Other information				
(a) Gross Non-Performing Assets				
(i) Related parties	349.21	76.08	-	-
(ii) Other than related parties	-	-	-	-
(b) Not Non-Performing Assets				
(i) Related parties	186.09	41.84	-	-
(ii) Other than related parties	-	-	-	-



58 Details of financing of parent company products

Total loan assets represents financing of two wheeler and three wheeler vehicles manufactured/marketed by parent company.

59 Related party transactions disclosures :-

(Amount Rs. in crores)

Related Party	Holding (as per ownership or control)		Ultimate Holding		Key Management Personnel		Other Related Parties		Total	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Advances given - Outstanding and maximum	0.00	-	-	-	-	-	4.55	3.42	4.55	3.42
Purchase of asset	-	-	-	-	-	-	1.76	2.55	1.76	2.55
Reimbursement of expenses	38.78	18.38	-	(0.00)	-	-	-	-	38.78	18.38
Other income	24.43	0.13	-	-	-	-	65.69	0.65	90.12	0.78
Equity capital infusion	300.00	2,105.00	-	-	-	-	-	-	300.00	2,105.00
NCD (Non-Convertible Debenture)	500.00	-	-	-	-	-	-	-	500.00	-
Interest on NCD (Non-Convertible Debenture)	13.29	-	-	-	-	-	-	-	19.29	-
Remuneration	-	-	-	-	-	-	-	-	-	5.03
Others receivables	-	-	-	-	-	-	6.53	0.75	6.53	0.75
Others	-	-	-	-	-	-	6.96	3.19	6.96	3.19
Total	882.50	2,123.51	-	0.00	-	-	85.50	10.56	968.00	2,139.09

There are no transactions with directors or relatives of directors & KMP. RPT policies are available on website of the Company.

60 1. Composition of the Board
(In accordance with Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions RBI/DOB/2025-26/344 DOB.GOV.REC.No.283/18-10-01/3/2025-26.)

Name Of Director	Director Since	Capacity (i.e. Executive / Non-Executive / etc)	DIN	Number of Board Meetings		No. of Directorship	Remunerations	
				Held	Attended		Salary & Other Compensation	Commission
Rajiv Bajaj	06-12-2021	Chairman, Non-Executive Director	00018262	5	5	11	-	-
Rakesh Sharma	06-12-2021	Non-Executive Director	08262670	5	5	7	-	-
Keun Dya Pradip Shah	25-09-2023	Managing Director	00425661	5	5	2	-	-
Arin Naibani	01-01-2024	Independent Director	00066232	5	4	17	-	NA
Smita Mankad	01-02-2024	Independent Director	00619854	5	4	3	-	NA
	01-03-2024	Independent Director	02009838	5	5	14	-	NA

Details of change in composition of the Board during the current

Details of change in composition of the Board during the FY 2024-25

Name Of Director	Capacity (i.e. Executive / Non-Executive / etc)	Nature of change (resignation, appointment)	Effective Date
S Ravikumar	Non-Executive	Resignation	30-04-2024



2. Committees of the Board and their composition

(i) Names of the committees of the Board.

- Audit Committee
- Nomination and Remuneration Committee
- Risk Management Committee
- Stakeholders Relationship Committee
- IT Strategy Committee
- Special Committee of Board for monitoring and follow up of cases of frauds (SCBWF)
- Review Committee
- Customer Service Committee
- Corporate Social Responsibility Committee

(ii) For each committee, mention the summarized terms of reference and provide the following details.

AUDIT COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the		No. of shares held in the
			Held	Attended	
Smriti Mankad	17-04-2024	Chairperson	3	3	Nil
Pradip Shah	17-04-2024	Member	3	4	Nil
Arun Naibani	17-04-2024	Member	3	4	Nil

NOMINATION AND REMUNERATION COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the		No. of shares held in the
			Held	Attended	
Pradip Shah	17-04-2024	Chairman	3	2	Nil
Arun Naibani	17-04-2024	Member	3	2	Nil
Rajiv Bajaj	25-09-2023	Member	3	3	Nil

RISK MANAGEMENT COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the		No. of shares held in the
			Held	Attended	
Pradip Shah	17-04-2024	Chairman	2	2	Nil
Arun Naibani	17-04-2024	Member	2	1	Nil
Kevin D'sa	17-04-2024	Member	2	2	Nil

STAKEHOLDER RELATIONSHIP COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the		No. of shares held in the
			Held	Attended	
Smriti Mankad	17-04-2024	Chairperson	1	1	Nil
Arun Naibani	17-04-2024	Member	1	0	Nil
Kevin D'sa	17-04-2024	Member	1	1	Nil

IT STRATEGY COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the		No. of shares held in the
			Held	Attended	
Arun Naibani	17-04-2024	Chairman	4	4	Nil
Rakesh Sharma	17-04-2024	Member	4	3	Nil
Kevin D'sa	17-04-2024	Member	4	4	Nil



SPECIAL COMMITTEE OF BOARD FOR MONITORING AND FOLLOW-UP OF CASES OF FRAUDS

Name Of Director	Member Since	Capacity	Number of Meetings of the Held Attended	No. of shares held in the NBFC
Kevin D'sa	13-10-2024	Chairman	1 1	Nil
Nilesh Thakkar	13-10-2024	Member	1 1	Nil
Anil Rathi	13-10-2024	Member	1 1	Nil
Raj Tator	13-10-2024	Member	1 1	Nil
Raul Verma	13-10-2024	Member	1 1	Nil
Jason John	13-10-2024	Member	1 1	Nil

REVIEW COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the Held Attended	No. of shares held in the NBFC
Kevin D'sa	13-10-2024	Chairman	0 0	Nil
Pradip Shah	13-10-2024	Member	0 0	Nil
Smriti Marwad	13-10-2024	Member	0 0	Nil

CUSTOMER SERVICE COMMITTEE

Name Of Director	Member Since	Capacity	Number of Meetings of the Held Attended	No. of shares held in the NBFC
Arun Nathani	27-01-2025	Chairman	3 3	Nil
Kevin D'sa	27-01-2025	Member	3 3	Nil
Rakesh Sharma	27-01-2025	Member	3 3	Nil

**I. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
FY 2025-26**

Name Of Director	Member Since	Capacity	Number of Meetings of the Held Attended	No. of shares held in the NBFC
Rajiv Bajaj	17-03-2026	Chairman	0 0	Nil
Rakesh Sharma	17-03-2026	Member	0 0	Nil
Arun Nathani	17-03-2026	Member	0 0	Nil

3 General Board Meetings

Type of Meeting (Annual/ Extra Ordinary)	Date and Place	Special resolutions passed
Annual General Meeting	17.07.2025 - Pune	0
Extra Ordinary General Meeting	11.08.2025 - Pune 17.03.2026 - Pune	11.08.2025 - 3 Special resolutions: 1. Alteration to MOA to incorporate changes in the object clause concerning borrowing; 2. Alteration to AOA to incorporate clauses with respect to Nominee Director; 3. Approval for issuance of Subordinated Debt/ Non-Convertible Debentures 17.03.2026 - 1 Special resolution 1. Approval for the continuation of Shri Kevin D'sa as Managing Director (DIN: 00428661) for another six months upto 30 September 2026.



61 List of other disclosures that are not applicable/not permitted/with no exposure/no transactions both in the current and previous year.

- (i) The Company does not have sales out of amortised cost business model
- (ii) The Company has not restructured any loan.
- (iii) The Company does not have inter group exposure.
- (iv) The Company has not undertaken any transactions related to currency futures and options.
- (v) The Company has not advanced any loan to director/Senior officer and their relatives.
- (vi) The Company has not advanced any loan to entities associated with the director and their relatives.
- (vii) The Company has not undertaken any transaction related to Credit Default Swaps and hence guidelines related to this is not applicable.
- (viii) The Company has not issued any Perpetual Debt Instruments
- (ix) The Company does not have any unsecured advances.

62 Additional regulatory information required by Schedule III - Division III

Financial ratios

Ratio	Numerator	Denominator	Current period	Previous period	% Variance	Reasons for variance
1. CRAR %	Total capital (Tier I + Tier II)	Risk weighted assets	19.54%	23.73%	-4.19%	Capital infusion
2. CRAR - Tier I capital (%)	Tier I capital	Risk weighted assets	16.61%	23.18%	-6.57%	Capital infusion
3. CRAR - Tier II capital (%)	Tier II capital	Risk weighted assets	2.94%	0.55%	2.38%	Insurance of Sub-debt
4. Liquidity coverage ratio	HQLA	Net Cash outflow	153.85%	310.36%	-	



63 Disclosures as required for liquidity risk pursuant Scale Based Regulation (SBR) disclosure requirements vide notification no. RBI/DOR/2025-26/339 DOR.FIN.REC.No.258/03.10.119/2025-26.

(i) Funding Concentration based on significant counterparty (both deposits and borrowings):

Financial Year	Number of Significant Counterparties	Amount (Rs. crore)	% of Total deposits	% of Total Liabilities
2025-26	16	15,595.01	NA	94.27%
2024-25	12	8,436.52	NA	97.68%

(ii) Top 20 large deposits (amount in Rs. crore and % of total deposits): Not Applicable

(iii) Top 10 borrowings (amount in Rs. crore and % of total borrowings):

Financial Year	Amount (Rs. crore)	% of total borrowings
2025-26	12,650.15	77.77%
2024-25	7,661.26	90.81%

(iv) Funding Concentration based on significant instrument/product:
FY 2025-26

Sr No.	Name of the instrument/product	Amount (Rs. crore)	% of Total Liabilities
1	Secured NCD	511.96	3.09%
2	Borrowings from Banks	13,151.54	79.50%
3	CP	-	0.00%
4	ECB	2,086.32	12.61%
5	Subordinated Debt	517.19	3.13%
	Total	16,267.00	98.34%

FY 2024-25

Sr No.	Name of the instrument/product	Amount (Rs. crore)	% of Total Liabilities
1	Secured NCD	-	0.00%
2	Borrowings from Banks	6,548.92	75.82%
3	CP	-	0.00%
4	ECB	1,887.60	21.86%
5	Subordinated Debt	-	0.00%
	Total	8,436.52	97.68%

(v) Stock Ratios:

(a) Commercial papers as a % of total public funds, total liabilities, and total assets:

Particulars	FY 2025-26 Weightage	FY 2024-25 Weightage
CP as % of Total Public funds	0.00%	0.00%
CP as % of Total Liabilities	0.00%	0.00%
CP as % of Total Assets	0.00%	0.00%

(b) Non-convertible debentures (original maturity of less than one year) as a % of total public funds, total liabilities, and total asset: (Not Applicable)

(c) Other short-term liabilities, if any as a % of total public funds, total liabilities, and total assets:

Particulars	FY 2025-26 Weightage	FY 2024-25 Weightage
**Other short-term liabilities as % of Total Public funds	36.45%	29.81%
**Other short-term liabilities as % of Total Liabilities	35.85%	29.12%
**Other short-term liabilities as % of Total Assets	29.77%	22.80%

(vi) Institutional set-up for liquidity risk management:

The Board of Directors of the Company has an overall responsibility and oversight for the management of all the risks, including liquidity risk. The Board approves the governance structure, policies, strategy and the risk tolerance limit for the management of liquidity risk.

The Board of Directors approves the constitution of Risk Management Committee (RMC) for the effective supervision and management of various aspects including liquidity risks faced by the company. The meetings of RMC are held at quarterly interval.

The Board of Directors also approves constitution of Asset Liability Committee (ALCO), consisting of the Company's top management which functions as the strategic decision-making body for the asset-liability management of the Company from risk-return perspective and within the risk appetite and tolerance limits approved by the Board. The role of the ALCO also includes periodic revision of interest rates, diversification of source of funding and its mix, maintenance of enough liquidity and investment of surplus funds. ALCO meetings are held once in a quarter or more frequently as warranted from time to time. The minutes of ALCO meetings are placed before the RMC and the Board of Directors in its next meeting for its perusal/approval/ratification.



Appendix I - LCR Disclosure:

(Amount Rs. In crores)

Sr No.	Particulars	Q4 FY26		Q3 FY26		Q2 FY26		Q1 FY26	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
High Quality Liquid Assets									
1	Total HQLA	292.34	292.34	282.32	282.32	281.99	281.99	127.63	127.63
	TOTAL HQLA	292.34	292.34	282.32	282.32	NA	NA	NA	NA
Cash Outflows									
2	Deposits	-	-	-	-	-	-	-	-
3	Unsecured wholesale funding	-	-	-	-	-	-	-	-
4	Secured wholesale funding	485.92	558.80	159.25	183.14	150.23	172.77	61.85	71.13
5	Additional requirements	-	-	-	-	-	-	-	-
(i)	Outflows related to derivative exposures	-	-	-	-	-	-	-	-
(ii)	Outflows related to loss of funding on	-	-	-	-	-	-	-	-
(iii)	Credit and liquidity facilities	-	-	-	-	-	-	-	-
6	Other contractual funding obligations	175.00	201.25	162.52	186.90	143.66	165.21	93.37	107.37
7	Other contingent funding obligations	-	-	-	-	-	-	0	0
	TOTAL CASH OUTFLOWS	660.92	760.06	321.77	370.04	293.89	337.98	155.22	178.50
Cash Inflows									
8	Secured lending	300.00	225.00	1,000	750	1,500.00	1,125.00	1,000.00	750.00
9	Inflows from fully performing exposures	895.74	671.80	694.47	520.85	587.17	440.38	505.72	379.29
10	Other cash inflows	-	-	-	-	-	-	-	-
	TOTAL CASH INFLOWS	1,195.74	896.80	1,694.47	1,270.85	2,087.17	1,565.38	1,505.72	1,129.29
11	TOTAL HQLA	292.34	292.34	282.32	282.32	281.99	281.99	127.63	127.63
12	TOTAL NET CASH OUTFLOWS		190.01		92.51	73.47	84.50		44.63
13	LIQUIDITY COVERAGE RATIO (%)		153.85%		305%		334%		286%

FY 2024-25

Sr No.	Particulars	Q4 FY25		Q3 FY25		Q2 FY25		Q1 FY26	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
High Quality Liquid Assets									
1	Total HQLA	135.14	135.14	46.51	46.51	NA	NA	NA	NA
	TOTAL HQLA	135.14	135.14	46.51	46.51	NA	NA	NA	NA
Cash Outflows									
2	Deposits	-	-	-	-	NA	NA	NA	NA
3	Unsecured wholesale funding	-	-	-	-	NA	NA	NA	NA
4	Secured wholesale funding	62.58	71.97	56.33	64.77	NA	NA	NA	NA
5	Additional requirements	-	-	-	-	NA	NA	NA	NA
(i)	Outflows related to derivative exposures	18.56	21.35	9.25	10.63	NA	NA	NA	NA
(ii)	Outflows related to loss of funding on	-	-	-	-	NA	NA	NA	NA
(iii)	Credit and liquidity facilities	-	-	-	-	NA	NA	NA	NA
6	Other contractual funding obligations	70.31	80.85	92.44	106.30	NA	NA	NA	NA
7	Other contingent funding obligations	-	-	-	-	NA	NA	NA	NA
	TOTAL CASH OUTFLOWS	151.45	174.17	158.01	181.71	-	-	-	-
Cash Inflows									
8	Secured lending	-	-	-	-	NA	NA	NA	NA
9	Inflows from fully performing exposures	392.27	294.21	285.24	213.93	NA	NA	NA	NA
10	Other cash inflows	-	-	-	-	NA	NA	NA	NA
	TOTAL CASH INFLOWS	392.27	294.21	285.24	213.93	-	-	-	-
11	TOTAL HQLA	135.14	135.14	46.51	46.51	NA	NA	NA	NA
12	TOTAL NET CASH OUTFLOWS		43.54		45.43	0.00	0.00	0.00	0.00
13	LIQUIDITY COVERAGE RATIO (%)		310.36%		102.38%		NA		NA

	Total Unweighted Value (average)	31st March 2026		31st December 2025	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
1	Assets to be included as HQLA without any haircut	67.63	67.63	56.84	56.84
2	Assets to be considered for HQLA with a minimum haircut of 15%	-	-	-	-
3	Assets to be considered for HQLA with a minimum haircut of 50%	-	-	-	-
4	Approved securities held as per the provisions of section 45 IB of RBI Act	224.70	224.70	78.30	78.30
	TOTAL HQLA	292.34	292.34	135.14	135.14

- (i) Unweighted values calculated as outstanding balances maturing within one month (for inflows and outflows).
(ii) Weighted values calculated after the application of respective haircuts (for HQLA) and stress factors on inflow (75%) and outflow (115%).
(iii) Unsecured wholesale funding includes cash outflow on account of unsecured borrowing repayments.
(iv) Secured wholesale funding includes all Secured borrowing repayments.
(v) Components of HQLA :
% Bank Balances
% SDL



64 Other regulatory information

(i) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) Relationship with struck off companies

The company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(iii) Compliance with number of layers of companies

The company has complied with the number of layers prescribed under the Companies Act, 2013.

(iv) Compliance with approved scheme(s) of arrangements

The company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(v) Utilisation of borrowings availed from banks and financial institutions

The company has taken term loans and working capital loans from bank and utilised such loan for intended purpose.

(vi) Undisclosed income

The Company does not have any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(vii) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(viii) The company does not have any immovable property and hence title deed requirements is not applicable.

(ix) Disclosure pertaining to stock statement filed with banks or financial institutions

The Company has availed the facilities (secured borrowings) from the lenders inter alia on the condition that, the Company shall provide or create or arrange to provide or have created, security interest by way of a first pari passu charge of the loans. Security interest is created by charge creation towards security on behalf of security holders.

For the financial year ended 31 March 2026, the quarterly statements or returns of current assets filed by the Company with banks, by applying pre-defined methodology that considers charged registered debt are in agreement with books of accounts.

(x) The disclosures as required by the Master Direction Monitoring of frauds in NBFCs issued by RBI (RBI/DOS/2024-25/120 DOS.CO.FMG.SEC.No. 7/23.04.001/2024-25.)

There were 4 cases amounting to ₹ 0.50 crore reported as fraud during the year.



65 Registration of charges or satisfaction with Registrar of Companies

The company is in process of registering the charge bank guarantee. Further, charges are being registered wherein the statutory period is yet to expire

66 The comparative amounts reported in the financial statements for the year ended 31 March 2025 have been regrouped wherever required in accordance with the requirements of Schedule III Division III. Figures appearing as 0.00 in the financial statement are due to rounding off effect and their respective value below Rs. 50,000.

67 Ultimate Beneficiary

The company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

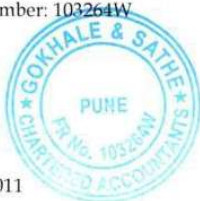
- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

In terms of our report of even date
For Gokhale & Sathe, Chartered Accountants
ICAI Firm Registration Number: 103264W

CA Kaustubh Deshpande
Partner
Membership Number: 121011



Place : Pune
Date: 5th May 2026

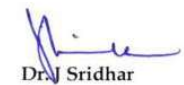
For and on behalf of the board of directors of
Bajaj Auto Credit Limited


Rajiv Bajaj
Chairman
DIN : 00018262


Kevin D'sa
Managing Director
DIN : 00425661




Nilesh Thakkar
Chief Financial Officer


Dr. J. Sridhar
Company Secretary