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Bajaj Electricals Ltd.

Inspiring Trust

BAJAJ ELECTRICALS LIMITED

Bajaj Electricals Limited (the "Company" or the "Issuer") was originally incorporated as "Radio Lamp Works Limited" on July 14, 1938, pursuant to a certificate of incorporation issued by the Registrar of Joint Stock Companies, Punjab. Our Company received the certificate of commencement of business from the Registrar of Joint Stock Companies, Punjab on September 12, 1938. Subsequently, the name of our Company was changed to its present name, i.e Bajaj Electricals Limited, pursuant to a certificate of change of name dated October 1, 1960, issued by the RoC. For further details, see "History and Corporate Structure" on page 61 of the LOF

Registered Office: 45/47, Veer Nariman Road, Mumbai 400 001, Maharashtra, India; Corporate Office: 001, 502, 701 & 801, Rustomjee Aspiree, Bhanu Shankar Yagnik Marg, Off Eastern Express Highway, Sion (East), Mumbai 400 022, Maharashtra, India; Tel: +91 22 6110 7800; Contact Person: Ajay Nagle, Company Secretary and Compliance Officer, Tel: +91 22 6110 7800 / 6149 7000; E-mail: legal@bajajelectricals.com; Website: www.bajajelectricals.com; Corporate Identity Number: L31500MH1938PLC009887.

PROMOTERS OF OUR COMPANY: RAHULKUMAR BAJAJ, SHEKHAR BAJAJ, MADHUR BAJAJ, NIRAJ BAJAJ AND NIRAVNAYAN TRUST

ISSUE OF UP TO 11,290,142 EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 310 PER RIGHTS EQUITY SHARES (INCLUDING A PREMIUM OF ₹ 308 PER RIGHTS EQUITY SHARE) AGGREGATING UP TO ₹ 3,499.94 MILLION ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 13 RIGHTS EQUITY SHARES FOR EVERY 118 EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY ON THE RECORD DATE, THAT IS, ON FEBRUARY 6, 2020 (THE "ISSUE")

NOTICE TO THE ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY

**ISSUE OPENS ON:
TUESDAY, FEBRUARY 18, 2020**

**LAST DATE FOR RECEIVING REQUEST
FOR SPLIT APPLICATION FORMS:
TUESDAY, FEBRUARY 25, 2020**

**ISSUE CLOSES ON:
TUESDAY, MARCH 3, 2020**

ASBA*

**Simple, Safe, Smart way of making
an application - Make use of it!!!**

*Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below.

Please note that in accordance with provisions of applicable circulars issued by SEBI, all QIBs, Non-Institutional Investors and Retail Individual Investors complying with the eligibility conditions prescribed by SEBI, shall only invest in the Issue through ASBA process, unless otherwise permitted by regulatory authorities or under applicable law. Accordingly, all Eligible Equity Shareholders who (a) hold Equity Shares in dematerialized form, (b) have not renounced their Rights Entitlement in part or in full, and (c) are not Renounees, shall use the ASBA process to make an application in the Issue. Eligible Equity Shareholders who have renounced their Rights Entitlement in part, Renounees and Eligible Equity Shareholders holding Equity Shares in physical form are not eligible ASBA Investors and must apply for Rights Equity Shares only through the non-ASBA process, irrespective of the application amounts/applicant category

ASBA Investors should note that the ASBA process involves application procedures that may be different from the procedure applicable to non-ASBA process. ASBA Investors should carefully read the provisions applicable to such applications before making their application through the ASBA process. For details, see "Terms of the Issue - Procedure for Application" on page 96 of the LOF.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): The ASBA Investor is required to fill the Composite Application Form ("CAF") and submit the same to the SCSB. The SCSB will block the amount in the account as per the authority contained in the CAF and undertake other tasks as per the specified procedure. The balance amount remaining after the finalisation of the Basis of Allotment shall be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar and the Lead Manager to the respective SCSB. For details on the ASBA process, please refer to the details given in CAF and Abridged Letter of Offer ("ALOF") dated January 31, 2020 or to the Registrar and also please refer to the section "Terms of the Issue - Procedure for Application through the ASBA process" on page 98 of the LOF. The list of banks which have been notified by SEBI to act as SCSBs for the ASBA Process is provided on <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=34> or <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=35>, as applicable. For details on Designated Branches of SCSBs collecting the CAFs, please refer the SEBI link.

ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.

DISPATCH OF ALOF AND CAF: The dispatch of ALOF along with CAF for the issue has been completed by Registrar to the Issue, Link Intime India Private Limited ("Registrar") through Speed Post on February 11, 2020, to the Eligible Equity Shareholders of the Company whose names appeared in the Register of Members/Beneficial Owners of the Company, on the Record Date, i.e., February 6, 2020, at their respective Indian addresses.

The CAF duly completed, and in case of Non-ASBA application, the CAF together with the amount payable on application must be deposited with the collecting bank to the Issue indicated on the reverse of the CAF, and not with the Lead Manager or the Company, before the close of banking hours on or before the Issue Closing Date, i.e., March 3, 2020. Please note that those who are making the application otherwise than on original CAF shall not be entitled to renounce their rights and should not utilize the original CAF for any purpose including renunciation even if it is received subsequently. If the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of both the applications. The Company shall refund such application amount to the Eligible Equity Shareholder without any interest thereon. Separate cheque or bank draft must accompany each CAF. Investors residing at places other than places where the bank collection centres have been opened by our Company for collecting applications, are requested to send their CAFs together with an account payee cheque/ demand draft for the full application amount, net of bank and postal charges drawn in favour of "Bajaj Electricals Limited - Rights - R", in case of residents or Non-Residents applying on a non-repatriable basis crossed 'A/c Payee only' and payable at Mumbai directly to the Registrar by registered post so as to reach them on or before the Issue Closing Date. The envelope should be superscribed "Bajaj Electricals Limited - Rights Issue". Non-resident investors applying from places other than places where the bank collection centres have been opened by our Company for collecting applications, are requested to send their CAFs together with Demand Draft for the full application amount, net of bank and postal charges drawn in favour of "Bajaj Electricals Limited - Rights - NR", in case of Non-residents applying on a repatriable basis crossed 'A/c Payee only' payable at Mumbai directly to the Registrar by registered post so as to reach them on or before the Issue Closing Date. The envelope should be superscribed "Bajaj Electricals Limited - Rights Issue". Such application sent to anyone other than Registrar to the Issue is liable to be rejected. If any portion of the CAF is detached or separated, such application is liable to be rejected.

AVAILABILITY OF DUPLICATE CAF: In case the original CAF is not received, or is misplaced by the Eligible Equity Shareholder, the Registrar will issue a duplicate CAF on the request of the Investor who should furnish the registered folio number or DP and Client ID number and his/ her full name and Indian address to the Registrar. However, if the Registrar receives any request for issue of duplicate CAF from Eligible Equity Shareholders having return addresses situated in the United States, the Registrar shall duly forward the requests to our Company and shall not be responsible for dispatch of duplicate CAF to such Eligible Equity Shareholders. Please note that the request for duplicate CAF should reach the Registrar at least seven days prior to the Issue Closing Date. Please note that those who are making the application in the duplicate form should not utilize the original CAF for any purpose including renunciation, even if it is received or found, as the case may be, subsequently. If the Investor violates such requirements, he/ she shall face the risk of rejection of either original CAF or both the applications. Our Company or the Registrar to the Issue or the Lead Manager will not be responsible for postal delays or loss of duplicate CAF in transit, if any.

APPLICATION ON PLAIN PAPER: An Eligible Equity Shareholder who has neither received the original CAF nor is in a position to obtain the duplicate CAF may make an application to subscribe to the Issue on plain paper, along with an account payee cheque/ demand draft, net of bank and postal charges payable at par and the Investor should send the same by registered post directly to the Registrar to the Issue. For details of the mode of payment, see "Terms of the Issue - Mode of Payment" on page 100 of the LOF. Applications on plain paper from any address outside India will not be accepted. The envelope should be superscribed "Bajaj Electricals Limited - Rights Issue" and should be postmarked in India. The application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with our Company or the Depositories, must reach the office of the Registrar before the Issue Closing Date and should contain the following particulars:

1. Name of the Company, being Bajaj Electricals Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/DP and Client ID No.; 4. Number of Equity Shares held as on Record Date and ratio of Rights Entitlement; 5. Share certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 6. Number of Rights Equity Shares entitled to; 7. Number of additional Rights Equity Shares applied for; 8. Number of additional Rights Equity Shares applied for, if any; 9. Total number of Rights Equity Shares applied for; 10. Total amount paid at the rate of ₹ 310 per Rights Equity Share; 11. Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB; 12. Particulars of cheque/demand draft; 13. Savings or current account number and name and address of the bank where the Eligible Equity Shareholder will be depositing the refund order. In case of Equity Shares held in dematerialized form, the Registrar shall obtain the bank account details from the information available with the Depositories. In case NR Eligibility Equity Shareholders, details of the NRE/FCNR/NRO Account such as amount, name, number address & branch of SCSB with which the account is maintained. 14. Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Equity Shares applied for pursuant to the Issue; 15. If the payment is made by a draft purchased from NRE or FCNR or NRO Account, as the case may be, an account debit certificate from the bank issuing the draft confirming that the draft has been issued by debiting the NRE or FCNR or NRO Account; 16. The Applicant shall include the following statement "I/we hereby make the representations, warranties, acknowledgments and agreements set out in "Other Regulatory and Statutory Disclosures - Transfer Restrictions" on page 88 of the Letter of Offer"; and 17. Signature of the Applicant (in case of joint holders, to appear in the same sequence and order as they appear in the records of our Company or the Depositories).

IF AN APPLICANT MAKES AN APPLICATION USING THE CAF AS WELL AS PLAIN PAPER, BOTH THE APPLICATIONS SHALL BE LIABLE TO BE REJECTED.

OVERSEAS SHAREHOLDERS: The distribution of the LOF, ALOF and CAF and the issue of the Equity Shares on a rights basis to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the LOF, the ALOF and the CAF may come are required to inform themselves about and observe such restrictions. Our Company is making this Issue on a rights basis to the Equity Shareholders of our Company and will dispatch the LOF, ALOF and CAF to Eligible Equity Shareholders who have provided an Indian address to our Company. Those overseas Shareholders who do not update the records with their Indian address, prior to the date on which we propose to dispatch the LOF/ALOF and the CAF, shall not be sent the LOF, ALOF and the CAF. **The LOF, ALOF and CAF shall be dispatched to non-resident Eligible Equity Shareholders at their Indian address only as provided to the Company.**

NO OFFER IN THE UNITED STATES

The Rights Entitlements and Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "US Securities Act"), or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof (the "United States" or "U.S."), except in a transaction exempt from the registration requirements of the US Securities Act. The Rights Entitlements and Equity Shares referred to in the LOF are being offered and sold outside the United States in offshore transaction in reliance with Regulation S of US Securities Act. The offering to which the LOF relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or rights for sale in the United States or as a solicitation therein of an offer to buy any of the said securities. Accordingly, the LOF should not be forwarded to or transmitted in or into the United States at any time.

Neither our Company, nor any person acting on behalf of our Company, will accept a subscription or renunciation from any person, or the agent of any person, who appears to be, or who our Company, or any person acting on behalf of our Company, has reason to believe is, in the United States of America. Envelopes containing a CAF should not be postmarked in the United States of America or otherwise dispatched from the United States of America. Our Company is making this Issue on a rights basis to the Eligible Equity Shareholders and will dispatch the Letter of Offer or Abridged Letter of Offer and CAF only to Eligible Equity Shareholders who have provided an Indian address to our Company. Any person who acquires Rights Entitlements or Equity Shares will be deemed to have declared, warranted and agreed, by accepting the delivery of the Letter of Offer, that (i) it is not and that at the time of subscribing for the Equity Shares or the Rights Entitlements, it will not be, in the United States of America and (ii) it is authorized to acquire the Rights Entitlement and the Equity Shares in compliance with all applicable law, rules and regulations.

Our Company, in consultation with the Lead Manager, reserves the right to treat as invalid any CAF which: (i) appears to our Company or its agents to have been executed in or dispatched from the United States of America; (ii) does not include the relevant certification set out in the CAF headed "Overseas Shareholders" to the effect that the person accepting and/or renouncing the CAF does not have a registered address (and is not otherwise located) in the United States of America, and such person is complying with laws of the jurisdictions applicable to such person in connection with the Issue, among others; or (iii) where our Company believes that the CAF is incomplete or the acceptance of such CAF may infringe applicable legal or regulatory requirements; or (iv) where a registered Indian address is not provided, and our Company shall not be bound to issue or allot any Equity Shares in respect of any such CAF.

Rights Entitlement may not be transferred or sold to any person in the United States.

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in CAF or a plain paper application is March 3, 2020, i.e., Issue Closing Date. Our Board or any committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the CAF together with the amount payable is either (i) not blocked with an SCSB; or (ii) not received by the Banker to the Issue or the Registrar on or before the close of banking hours on the Issue Closing Date or such date as may be extended by our Board or any Committee of Directors, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and our Board or any Committee of Directors shall be at liberty to dispose of the Equity Shares hereby offered, as provided under the section "Terms of the Issue - Basis of Allotment" on page 113 of the LOF.

ALLOTMENT ONLY IN DEMATERIALIZED FORM: The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialised form. The Equity Shares allotted to the applicants who do not have demat accounts or who have not provided their demat details will be kept in abeyance till receipt of the details of the demat account of such Applicants. See "Risk Factors - Risks Relating to the Equity Shares and the Issue - Investors will not have the option of getting the allotment of Equity Shares in physical form." on page 30 of the LOF.

INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.

LISTING: The existing Equity Shares of our Company are listed on the Stock Exchanges. Our Company has received "in-principle" approvals from BSE and NSE for listing the Equity Shares to be allotted pursuant to the Issue through their letters dated January 27, 2020 and January 28, 2020, respectively. For the purposes of the Issue, the Designated Stock Exchange is BSE.

DISCLAIMER CLAUSE OF SEBI: Submission of LOF to SEBI should not in any way be deemed or construed that SEBI has cleared or approved the LOF. The Investors are advised to refer to the full text of the "Disclaimer Clause of SEBI" beginning on page 81 of the LOF.

DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange): It is to be distinctly understood that the permission given by BSE Limited should not, in any way, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" beginning on page 84 of the LOF.

DISCLAIMER CLAUSE OF NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer clause of NSE" on page 84 of the LOF.

BANKERS TO THE ISSUE: HDFC Bank Limited

REFUND BANKER: HDFC Bank Limited

PLEASE REFER TO THE REVERSE OF THE CAF FOR THE DETAILS OF THE BANKERS TO THE ISSUE AND ITS COLLECTION CENTRES. INVESTORS ARE ADVISED TO REFER TO THE LOF AND THE RISK FACTORS CONTAINED THEREIN BEFORE APPLYING IN THE ISSUE.

AVAILABILITY OF THE LOF: The LOF is available on the website of the Lead Manager viz. www.edelweissfin.com and website of BSE and NSE viz. www.bseindia.com and www.nseindia.com respectively and on SEBI's website: www.sebi.gov.in and a copy of the same can be downloaded from these websites.

ADDENDUM CUM CORRIGENDUM - NOTICE TO INVESTORS

This notice should be read in conjunction with the LOF filed by the Company with the Stock Exchanges and SEBI and the ALOF and CAF that have been sent to the Eligible Equity Shareholders of the Company. The Eligible Equity Shareholders are requested to please note the following:

- Our Company has filed the LOF with the Stock Exchanges and SEBI. The ALOF and the CAF have been sent to the Eligible Equity Shareholders of our Company in relation to the Issue. The Eligible Equity Shareholders are requested to please note that pursuant to Regulation 30 (read with Part A of Schedule III) and Regulation 33 of the SEBI Listing Regulations, the Board of Directors in its meeting held on February 4, 2020, approved the Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended December 31, 2019 and the Limited Review Reports (separately for Standalone and Consolidated) for the quarter and nine months ended December 31, 2019, the details of which are available on the website of the BSE at www.bseindia.com and on the Company's website at www.bajajelectricals.com.
- Please note that in accordance with provisions of applicable circulars issued by SEBI, all QIBs, Non-Institutional Investors and Retail Individual Investors complying with the eligibility conditions prescribed by SEBI, shall only invest in the Issue through ASBA process, unless otherwise permitted by regulatory authorities or under applicable law. Accordingly, all Eligible Equity Shareholders who (a) hold Equity Shares in dematerialized form, (b) have not renounced their Rights Entitlement in part or in full, and (c) are not Renounees, shall use the ASBA process to make an application in the Issue. Eligible Equity Shareholders who have renounced their Rights Entitlement in part, Renounees and Eligible Equity Shareholders holding Equity Shares in physical form are not eligible ASBA Investors and must apply for Rights Equity Shares only through the non-ASBA process, irrespective of the application amounts/applicant category. Further, any reference to "all Retail Individual Investors complying with such eligibility conditions have the option to apply through the ASBA process or the non-ASBA process" in the CAF shall stand deleted. The LOF, ALOF and CAF shall stand amended to this effect notwithstanding anything contrary mentioned therein.
- The following item appearing on Page 109 of the LOF i.e. "6. Allotment option preferred - physical or demat form shall be read as "6. Allotment option - only demat form (including DP ID and Client ID)".
- The following paragraph appearing on Page 116 of the LOF i.e. "4. If incomplete or incorrect beneficiary account details are given in the CAF, the Investor will get Rights Equity Shares in physical form" shall be read as "4. If incomplete or incorrect beneficiary account details are given in the CAF, the Investor will not be allotted the Rights Equity Shares and the CAF shall be treated as incomplete and is liable to be rejected. Our Company in consultation with the Lead Manager and the Designated Stock Exchange, on cases to case basis, may consider keeping such Rights Equity Shares in abeyance till receipt of the correct and complete details of the demat account of such Applicants"
- The following paragraph appearing on Page 117 of the LOF i.e. "7. Renounees will also have to provide the necessary details about their beneficiary account for Allotment of Rights Equity Shares in the Issue. In case these details are incomplete or incorrect, the application is liable to be rejected. Our Company in consultation with the Lead Manager and the Designated Stock Exchange, may consider issuing such Rights Equity Shares in physical form, on a case to case basis." shall be read as "7. Renounees will also have to provide the necessary details about their beneficiary account for Allotment of Rights Equity Shares in the Issue. In case these details are incomplete or incorrect, the application is liable to be rejected. Our Company in consultation with the Lead Manager and the Designated Stock Exchange, on cases to case basis, may consider keeping such Rights Equity Shares in abeyance till receipt of the correct and complete details of the demat account of such Applicants"
- The following paragraph appearing on Page 117 of the LOF i.e. "(b) Eligible Equity Shareholders who have renounced their entitlement (in full or in part), Renounees and Applicants holding Equity Shares in physical form and/or subscribing in the Issue for Allotment in physical form may participate in the Issue only through the non-ASBA process." shall be read as "(b) Eligible Equity Shareholders who have renounced their entitlement (in full or in part), Renounees and Applicants holding Equity Shares in physical form must participate in the Issue only through the non-ASBA process."

Accordingly, as of the date of this notice the LOF, CAF and ALOF stand amended to the extent stated hereinabove wherever such references appear in LOF, CAF and ALOF. This addendum cum corrigendum shall be available on the respective websites of SEBI at www.sebi.gov.in, the Stock Exchanges at www.bseindia.com, www.nseindia.com and the website of the Lead Manager at www.edelweissfin.com.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
<p>Edelweiss Financial Services Limited 14th Floor, Edelweiss House, Off CST Road, Kalina, Mumbai 400 098, Maharashtra, India Tel: +91 22 4009 4400 E-mail: bel.rights@edelweissfin.com Website: www.edelweissfin.com Investor Grievance E-mail: customerservice.mb@edelweissfin.com Contact Person: Yashraj Shetty SEBI Registration Number: INM0000010650</p>	<p>LINKIntime</p> <p>Link Intime India Private Limited C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Tel: +91 22 4918 6200 E-mail: bajajelectricals.rights@linkintime.co.in Website: www.linkintime.co.in Investor grievance e-mail: bajajelectricals.rights@linkintime.co.in Contact Person: Sumeet Deshpande SEBI Registration No.: INR000004058</p>	<p>Ajay Nagle, Company Secretary and Compliance Officer Bajaj Electricals Limited 45/47, Veer Nariman Road, Mumbai 400 001, Maharashtra, India Tel: 022-6110 7800 / 6149 7000 E-mail: legal@bajajelectricals.com</p> <p>Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre- Issue/ post-Issue related matters. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSB where the CAF, or the plain paper application, as the case may be, was submitted by the ASBA Investors.</p>

For BAJAJ ELECTRICALS LIMITED

On behalf of the Board of Directors

Sd/-

Ajay Nagle
Company Secretary and Compliance Officer

BAJAJ ELECTRICALS LIMITED is proposing, subject to market conditions and other considerations, a rights issue of its Equity Shares and has in this regard filed a Letter of Offer dated January 31, 2020 with SEBI and the Stock Exchanges. The LOF is available on the website of SEBI at www.sebi.gov.in, the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, BSE Limited at www.bseindia.com and the website of the Lead Manager to the Issue, i.e., Edelweiss Financial Services Limited at www.edelweissfin.com. Investors should note that investment in equity shares involves a degree of risk and for details relating to the same, please see the section entitled "Risk Factors" beginning on page 13 of the LOF.

The Rights Entitlements and the Rights Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or under any securities law of any state of the United State of America and may not be offered or sold the United States (as defined in Regulation S under the Securities Act ("Regulation S")) except pursuant to an exemption from, or a transaction not subject to, the registration requirements of the Securities Act and the applicable securities law of any state of the United States. The Rights Equity Shares are being offered and sold only outside the United States in reliance on Regulation S.