

Bajaj Holdings & Investment Limited

Policy on 'Fit and Proper' Criteria for Directors

As per circular No. DNBR (PD) CC. No. 002/03.10.001/2014-15 dated 10th November 2014 of Reserve Bank of India, all non-banking finance companies are required to put in place with effect from 31st March 2015, a policy for ascertaining the fit and proper criteria at the time of appointment of Directors and on a continuing basis.

Accordingly, the company hereby frames a policy as under:

1. The Company shall undertake a process of due diligence to determine the suitability of the person for appointment / continuing to hold appointment as a director on the Board, based upon qualification, expertise, track record, integrity and other 'fit and proper' criteria. The Company shall obtain necessary information and declaration from the proposed / existing directors in the format prescribed by RBI vide the aforesaid circular.
2. The Company shall undertake a process of due diligence at the time of appointment / renewal of appointment.
3. Nomination and Remuneration Committee of the Company shall scrutinize the declarations received from the Directors.
4. Based on the information provided in the signed declaration, Nomination and Remuneration Committee will decide on the acceptance or otherwise of the Directors, where considered necessary.
5. The Company shall obtain annually as on 31 March a declaration from the directors that the information already provided has not undergone change and where there is any change, requisite details shall be obtained from the director/s forthwith.
6. The directors shall execute the deeds of covenants in the format prescribed by RBI vide aforesaid circular.

This policy comes into effect immediately and is subject to review from time to time.

Date: 11 April 2015
Place: Pune


Chairman