



**Bharti AXA General Insurance Company Limited**

**Regd Office:** 1902, 19<sup>th</sup> Floor Parinee Creseenzo, "G" Block, Bandra Kurla Complex,  
BKC Road, Bandra East, Mumbai, Bandra Suburban - 400051

**CIN - U66030MH2007PLC351131**

**E-mail – [amit.raheja@bharti.axa.com](mailto:amit.raheja@bharti.axa.com) Website- [www.bharti-axagi.co.in](http://www.bharti-axagi.co.in)**

Notice is hereby given that the 14<sup>th</sup> (Fourteenth) Annual General Meeting of the Members of Bharti AXA General Insurance Company Limited will be held on **Wednesday, the 25<sup>th</sup> day of August, 2021 at 12:30 p.m. (IST)** through Video Conferencing ("VC") pursuant to Circular no. 20/2020 dated May 5, 2020 read with MCA Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs (MCA) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors.
2. To appoint a Director in place of Harjeet Kohli (DIN: 07575784) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Akhil Gupta (DIN: 00028728) who retires by rotation and, being eligible, offers himself for reappointment.
4. To re-appoint and fix the remuneration of M. P. Chitale and Co., Chartered Accountants, Joint Statutory Auditors of the Company and in this connection, to pass the following resolution, with or without modifications:

**"RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification or re-enactment thereof, for the time being in force), and other applicable provisions, if any, and guidelines issued by the Insurance Regulatory and Development Authority of India, for appointment of statutory auditors, M. P. Chitale & Co., Chartered Accountants (ICAI Registration No.101851W) be and are hereby re-appointed as Joint Statutory Auditors of the Company to conduct the statutory audit of the Company from the conclusion of this Annual General Meeting till conclusion of 19<sup>th</sup> Annual General Meeting of the Company.

**RESOLVED FURTHER THAT** consent of the Members be and is hereby accorded to the payment of remuneration of INR 27.50 lacs (excluding GST and out of pocket expenses) to M. P. Chitale & Co., Chartered Accountants (ICAI Registration No.101851W), Joint Statutory Auditors of the Company, for conducting the statutory audit of the Company for the Financial Year 2021-22."



5. To fix the remuneration of Singhi & Co., Chartered Accountants Statutory Auditors of the Company and in this connection, to pass the following resolution, with or without modifications:

**“RESOLVED THAT** pursuant to Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification or re-enactment thereof, for the time being in force), and other applicable, provisions, if any, and guidelines issued by the Insurance Regulatory and Development Authority of India for appointment of statutory auditors, the consent of the Members be and is hereby accorded to the payment of remuneration of INR 6,87,500/- (excluding GST and out of pocket expenses) to Singhi & Co., Chartered Accountants (ICAI Registration No. 302049E) Joint Statutory Auditors of the Company, for conducting the statutory audit of the Company for the first quarter ended June 30, 2021.”

#### **SPECIAL BUSINESS:**

6. **Appointment of Christophe Stephane Knaub (DIN: 09109015 ) as Director Liable to Retire by Rotation**

To consider, and if thought fit to pass, with or without modifications, the following resolution as an **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the Articles of Association of the Company, the Insurance Act, 1938 (including any statutory modification(s) or re-enactment thereof for the time being in force), Guidelines issued by Insurance Regulatory and Development Authority of India (“IRDAI”) from time to time, Christophe Stephane Knaub (DIN: 09109015), who was appointed as an Additional Director of the Company by the Board of Directors on March 24, 2021, in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a written notice under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director and who is eligible for appointment to the said office, be and is hereby appointed as Non-Executive Director of the Company liable to retire by rotation.”

7. **Remuneration of Chief Executive Officer and Managing Director**

To consider, and if thought fit to pass, with or without modifications, the following resolution as an **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Section 34A of Insurance Act, 1938, applicable provisions of the Companies Act, 2013, IRDAI Corporate Governance Guidelines dated May 18, 2016 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), Insurance Act, 1938 (including any statutory



modification or re-enactment thereof for the time being in force), the applicable Rules and Regulations made thereunder and subject to prior approval of IRDAI, the remuneration of Sanjeev S. (DIN: 07644073), Chief Executive Officer and Managing Director of the Company, be and is hereby approved as under:

**a) STIC Payout Target for FY 2021-22:**

STIC payout target up to INR 22,000,000/- for the FY 2021-22 shall be as per the performance parameters / formula as approved by the Board of Directors.

The performance targets shall be pro-rated for the period from April 01, 2021 till the closure date of Scheme of Arrangement between the Company and ICICI Lombard General Insurance Company Limited approved by the Board of Directors in their meeting held on August 21, 2020.

**b) Payouts with respect to Grants under Long Term Incentive Plan:**

Discounting Rate of 9% shall be considered for the early payouts to Sanjeev S. with respect to various grants to him under Long Term Incentive Plan, duly approved earlier by IRDAI as follows:

Grant	Vesting Due
2018 Grant	September 2021
2019 Grant	September 2021 & September 2022

For pay-out calculation for Vesting due in September 2021, the Company Multiplier basis the Company performance for FY 2020-21 shall be considered. However, for Vesting due in September 2022, 100% Target Vesting amount shall be considered in absence of Company performance data for FY 2021-22.

**c) Payout(s) under Special Long Term Incentive Plan:**

The pay-out under the Special Long-Term Incentive Plan to Sanjeev S., the Transaction Value (based on the Company's valuation arrived at by BDO Valuation Advisory LLP as approved by Board of Directors in their meeting held on August 21, 2020) shall be considered as Exit Valuation for arriving at the Eligible Pool. Discounting Rate @ 9% will be applied for calculating the NPV (Net Present Value).

**8. Appointment of SGCO & Co. LLP, Chartered Accountants, as Auditors in Casual Vacancy**

To consider, and if thought fit to pass, with or without modifications, the following resolution as an **ORDINARY RESOLUTION**:



**“RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or amendment thereto or re-enactment thereof), SGCO & Co. LLP, Chartered Accountants, (Regn. No. 105215W/W100057) be and are hereby appointed as Joint Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of Singhi and Co., Chartered Accountants and they shall hold office as Statutory Auditors of the Company from July 29, 2021 until the conclusion of the 14<sup>th</sup> Annual General Meeting of the Company at a remuneration as may be approved by the Board of Directors.”

**9. Appointment of SGCO & Co. LLP, Chartered Accountants, as Joint Statutory Auditors of the Company**

To consider, and if thought fit to pass, with or without modifications, the following resolution as an **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or amendment thereto or re-enactment thereof), SGCO & Co. LLP, Chartered Accountants, (Regn. No. 105215W/W100057) be and are hereby appointed as Joint Statutory Auditors of the Company for a period of five years and they shall hold office as Statutory Auditors of the Company from the conclusion of ensuing 14<sup>th</sup> Annual General Meeting of the Company till the conclusion of 19<sup>th</sup> Annual General Meeting of the Company, at a remuneration as may be approved by the Board of Directors.”

**By Order of the Board  
For Bharti AXA General Insurance Company Limited**

**Amit Raheja  
Head- Legal, Compliance and Company Secretary  
Membership no.: F5589**

Date: August 3, 2021  
Place: Mumbai

**Registered Office:**  
1902, 19<sup>th</sup> Floor Parinee Cresezzo  
"G" Block, Bandra Kurla Complex, BKC Road,  
Bandra East, Mumbai, Bandra Suburban - 400051



**NOTES:**

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) vide its Circular dated May 5, 2020 read with Circulars dated April 13, 2020, April 8, 2020 and January 13, 2021, MCA has permitted Companies to hold the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (“the Act”), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto.
3. Bodies Corporate can be represented at the meeting by such person(s) as are authorised. Copies of Resolution under Section 113(1)(a) of the Companies Act, 2013, authorising such person(s) to attend the meeting should be forwarded to the Company prior to the meeting. The said Resolution/ Authorisation should be sent to the Company Secretary by email to the designated email id [amit.raheja@bharti-axa.com](mailto:amit.raheja@bharti-axa.com)
4. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company’s website [www.bharti-axa.co.in](http://www.bharti-axa.co.in)
5. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Since the AGM is held through VC, Route Map is not annexed in this Notice.
7. Facility of joining the AGM through will open 15 minutes before the time scheduled for the AGM and will remain open 15 minutes after such scheduled time.



8. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request in advance on the designated email of the Company i.e. [amit.raheja@bharti.axa.com](mailto:amit.raheja@bharti.axa.com)
9. The proceedings of the Meeting will be recorded and Transcript will be maintained in safe custody of the Company. The said transcript will be uploaded on the website of the Company.

➤ **For participation:**

The Company has provided Google Meet (Video Conference facility) for participation in the meeting by Members.

- **Google Meet Link** - <https://meet.google.com/ktm-qxhr-hba>
- Members may contact Amit Raheja, Company Secretary on helpline No: +91-9910410032 or email id: [amit.raheja@bharti.axa.com](mailto:amit.raheja@bharti.axa.com) for any assistance with using the technology before or during the meeting.

➤ **Voting**

- Rathi & Associates, Practicing Company Secretaries have been appointed as the Scrutinizers to scrutinize the voting through poll at the 14<sup>th</sup> Annual General Meeting in a fair and transparent manner.
- Members may cast their vote when poll is demanded on the designated email id [js@rathiandassociates.com](mailto:js@rathiandassociates.com)
- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast through poll and submit the Report to the Chairman who shall countersign the same.
- Members desirous to inspect the documents pertaining to the resolutions proposed at the meeting and such statutory records and registers, as are required to be kept open for inspection under the Companies Act, 2013, may write to the Company on its designated mail id [amit.raheja@bharti.axa.com](mailto:amit.raheja@bharti.axa.com)



## **EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item No. 6 under Special Business:**

Pursuant to the provisions of Section 161 of the Companies Act, 2013 and based on the recommendations of the Board Nomination and Remuneration Committee, Christophe Stephane Knaub (DIN – 09109015) was appointed as an Additional Director on the Board of the Company with effect from March 24, 2021.

The term of office of Christophe Stephane Knaub as an Additional Director is up to the date of this Annual General Meeting. Considering the rich experience and vast knowledge of Christophe Stephane Knaub, his presence on the Board of the Company (“the Board”) will be valuable to the Company and accordingly, the Nomination and Remuneration Committee of the Board has recommended his appointment as the Non-Executive Director of the Company. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013, from a member signifying his intention to propose the appointment of Christophe Stephane Knaub as a Non-Executive Director of the Company.

Pursuant to Secretarial Standard - 2 on General Meetings, issued by the Institute of Company Secretaries of India, details of Christophe Stephane Knaub are provided in the Annexure – I to this Notice.

Christophe Stephane Knaub is not related to any other Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives other than Christophe Stephane Knaub is in any way, concerned or interested in the said resolution.

The resolution as set out in item no. 6 of this Notice is accordingly commended for your approval as an Ordinary Resolution.

### **Item No. 7 under Special Business:**

In accordance with Section 34A of the Insurance Act, 1938 read with IRDAI Corporate Governance Guidelines and/or any other applicable regulatory provisions, revision in remuneration of CEO and MD requires prior approval of IRDAI. The Board of Directors of the Company, at its meeting held on April 30, 2021 had, based on the recommendation of Board Nomination and Remuneration Committee, approved the remuneration and other benefits of Sanjeev S. (DIN-07644073), CEO and Managing Director. Details of revision of remuneration is given below:



**a) STIC Payout Target for FY 2021-22:**

Sanjeev S. shall be entitled to Short Term Incentive Component (STIC) up to INR 22,000,000/- for the financial year 2021-22 which shall be as per the performance parameters / formula as approved by the Board of Directors.

Further, such STIC payout target for the financial year 2021-22, will be pro-rated for the period from April 01, 2021 till the closure date of Scheme of Arrangement between the Company and ICICI Lombard General Insurance Company Limited (ICICI Lombard), for the demerger of general insurance business of the Company to ICICI Lombard, which was approved by the Board of Directors in their meeting held on August 21, 2020.

**b) Payouts with respect to Grants under Long Term Incentive Plan (LTIP):**

In the year 2018 and 2019, following LTIP grants were made to Sanjeev S., as a part of his compensation structure which was duly approved by the shareholders and IRDAI:

Grant	Vesting Due
2018 Grant	September 2021
2019 Grant	September 2021 & September 2022

Payments under aforesaid grants were spread over a period of 3 years subject to the terms and conditions of the plan. In view of the demerger of Company's general insurance business with ICICI Lombard, the Board of Directors approved a discounting Rate of 9% for the early payouts to Sanjeev S. with respect to various grants to him under plan.

For pay-out calculation for Vesting due in September 2021, the Company Multiplier basis the Company performance for FY 2020-21 shall be considered. However, for Vesting due in September 2022, 100% Target Vesting amount shall be considered in absence of Company performance data for FY 2021-22.

**c) Payout(s) under Special Long Term Incentive Plan:**

In the extraordinary general meeting held on September 18, 2020, the members approved continuation of grant of 1% of Eligible Pool under Special LTIP 2017 to Sanjeev S. in place of grant of 0.7% of Eligible Pool under the SAR Plan 2019, as per the terms and conditions of the Special LTIP 2017 already approved by IRDAI vide its letter dated January 2, 2020. The settlement of grants under Special LTIP 2017 and payouts were subject to such adjustment for NPV (Net Present Value), as may be determined by the Board of Directors.

For the pay-outs under the Special Long-Term Incentive Plan to Sanjeev S., the Transaction Value (based on the Company's valuation arrived at by BDO Valuation Advisory LLP as approved before the Board of Directors in their meeting held on August 21, 2020) will be





considered as Exit Valuation for arriving at the Eligible Pool. The Board approved a discounting rate of 9% which will apply for calculating the NPV (Net Present Value).

Pursuant to Secretarial Standard - 2 on General Meetings, issued by the Institute of Company Secretaries of India, details of Sanjeev S. are provided in the Annexure – II to this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Sanjeev S. is in any way, concerned or interested in the said resolution.

The resolution as set out in item no. 7 of this Notice is accordingly commended for your approval as an Ordinary Resolution.

**Item No. 8 & 9 under Special Business:**

Singhi and Co., Chartered Accountants, (ICAI Registration No. 302049E) were appointed as Joint Statutory Auditors of the Company to hold office from 10<sup>th</sup> Annual General Meeting (“AGM”) to 15<sup>th</sup> AGM of the Company. Further, Singhi & Co., Chartered Accountants, have tendered their resignation as the Joint Statutory Auditors of the Company with effect from the conclusion of the Board meeting held on July 28, 2021.

The Board of Directors in their meeting held on April 30, 2021, approved a remuneration of INR 27,50,000/- (excluding GST and out of pocket expenses) to each Joint Statutory Auditors for the Financial Year 2021-22, subject to the approval of the shareholders of the Company. Singhi & Co., Chartered Accountants, have submitted their resignation effective close of July 28, 2021 and have conducted audit for the first quarter ended June 30, 2021. The Board of Directors, in their meeting held on July 28, 2021 approved the remuneration of INR 6,87,500/- (excluding GST and out of pocket expenses) to Singhi & Co., Chartered Accountants (ICAI Registration No. 302049E) for conducting the audit of the Company for the first quarter ended June 30, 2021, subject to the approval of the shareholders of the Company.

Further, in accordance with the provisions of the Companies Act, 2013, any casual vacancy in the office of an auditors shall be filled by the Board of Directors within thirty days, but if such casual vacancy is as a result of the resignation of an auditor, such appointment shall also be approved by the Company at a general meeting convened within three months of the recommendation of the Board.

The Board of Directors in their meeting held on July 28, 2021, based on the recommendations of Board Audit and Compliance Committee and subject to approval of the shareholders, approved the appointment of SGCO & Co. LLP, Chartered Accountants, (Regn. No. 105215W/W100057) as the Joint Statutory Auditors of the Company, effective July 29, 2021, to fill casual vacancy caused by resignation of Singhi and Co., Chartered Accountants, at such remuneration as may be fixed by the Board of Directors. In accordance with the provisions of Companies Act 2013, they will hold till the conclusion of the ensuing (14<sup>th</sup>) Annual General Meeting (“AGM”).



Further, the Board of Directors Directors in their meeting held on July 28, 2021, based on the recommendations of Board Audit and Compliance Committee and subject to approval of the Shareholders, appointed SGCO & Co. LLP, Chartered Accountants, (Regn. No. 105215W/W100057) as the Joint Statutory Auditors of the Company, for a period of 5 years from the date of conclusion of the 14<sup>th</sup> AGM till the conclusion of 19<sup>th</sup> AGM of the Company, at a remuneration as may be fixed by the Board of Directors.

SGCO & Co. LLP, Chartered Accountants are eligible to be appointed as Statutory Auditors of the Company in compliance with applicable provisions of the Companies Act, 2013 read with Insurance Act 1938 and other IRDAI guidelines / circulars etc.

None of the Directors, Key Managerial Personnel and their relatives is in any way, concerned or interested in the said resolutions.

The resolutions as set out in item no. 8 and 9 of this Notice are accordingly commended for your approval as Ordinary Resolution(s).

**By Order of the Board  
For Bharti AXA General Insurance Company Limited**

**Amit Raheja  
Head- Legal, Compliance and Company Secretary  
Membership no.: F5589**

Date: August 3, 2021

Place: Mumbai

**Registered Office:**  
1902, 19<sup>th</sup> Floor Parinee Creseenzo  
"G" Block, Bandra Kurla Complex, BKC Road,  
Bandra East, Mumbai, Bandra Suburban - 400051

## Annexure I

### Details of Directors seeking appointment or re-appointment and/or fixation of remuneration of pursuant to Secretarial Standard-2 issued by the Institute of Company Secretaries of India

#### Item No. 6

<b>Particulars</b>	<b>Christophe Stephane Knaub (DIN – 09109015)</b>
Age	44 years
Qualifications	<p>a) ACCA-Qualified Accountant-Fellow of the Association of Chartered Certified Accountants, 2018</p> <p>b) École des Mines de Paris – with Highest Honours (French Engineering School), 2000</p>
Brief Resume including experience	<p>Christophe started his carrier in 2000 at JP Morgan. In 2006 he joined the Corporate Finance team of AXA where he was in charge of the Group M&amp;A activities in Asia, the US, UK and the various asset management operations. In 2009 Christophe moved to Singapore as Regional Chief Risk Officer for the P&amp;C insurance entities. In 2011 he took on the role of Finance Business Partner for the P&amp;C activities supporting the Asia P&amp;C CEO and the regional CFO before moving to Hong Kong in 2013 as Regional Financial Controller. In 2015 he relocated to Turkey as CFO of AXA Turkey. Christophe is CFO of AXA International and New Markets since 2019.</p> <p>He graduated from École des Mines de Paris in 2000.</p>
Expertise in specific functional areas	Financial Services, Insurance industry
Date of first appointment on the Board	March 24, 2021
Shareholding in the Company	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel of the Company	Nil



Other Directorships	Bharti AXA Life Insurance Company Limited
Membership/ Chairmanship of Committees of other Boards	Member of Risk Management Committee of Bharti AXA Life Insurance Company Limited
Appointment or reappointment including remuneration	NA
Remuneration last drawn	Nil



## Annexure II

### Details of Directors seeking appointment or re-appointment and/or fixation of remuneration of pursuant to Secretarial Standard-2 issued by the Institute of Company Secretaries of India

#### Item No. 7

<b>Particulars</b>	<b>Sanjeev S. (DIN – 07644073)</b>
Age	48 years
Qualifications	<p><b>MDP</b>, Jan' 2001, IIM Ahmedabad, General Management (1 Month)</p> <p><b>MBA</b>, April' 95, Rohilkhand University, Bareilly;</p> <p><b>B.Sc.</b>, July' 92, Rohilkhand University, Bareilly; Subjects: Statistics, Physics &amp; Mathematics</p>
Brief Resume including experience	<p>Sanjeev Srinivasan is the Managing Director &amp; Chief Executive Officer of the Company since December, 2016.</p> <p>Previously, Mr. Srinivasan served as Chief Commercial Officer of Bharti AXA General Insurance Company Limited since August 9, 2016. He joined the Bharti AXA in August 2016 and served as its Principal Officer.</p> <p>Mr. Srinivasan comes with over 20 years of experience spanning life and general insurance, manufacturing and logistics. He joined Bharti AXA from ICICI Lombard where he was heading marketing, banc assurance and e-business in his last assignment. He has earlier worked with companies including Fullerton India Credit, ING Life Insurance, Mahindra &amp; Mahindra, Xerox India Limited and DHL Worldwide.</p>
Expertise in specific functional areas	General Management, Marketing and Finance
Date of first appointment on the Board	December 21, 2016
Shareholding in the Company	Nil

Relationship with other Directors, Managers and other Key Managerial Personnel of the Company	Nil
Other Directorships	Nil
Membership/ Chairmanship of Committees of other Boards	Nil
Appointment or reappointment including remuneration	Details of Remuneration proposed are being placed at Item No. 7 for approval of Members, as provided in the resolution and explanatory statement.
Remuneration last drawn	Details of Remuneration paid during FY 2020-21, is given in Form MGT-9, which forms an integral part of the Annual Report.



**Form No. MGT-12**

**Polling Paper**

(Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21 (1)(c) of the Companies (Management and Administration) Rules, 2014)

**Ballot Paper for the 14<sup>th</sup> Annual General Meeting of the Company held on Wednesday, the 25<sup>th</sup> day of August, 2021 at 12:30 p.m. through Video Conferencing**

Particulars	Details
Name of the Member (s)	
Postal address:	
E-mail ID:	
Folio / DP ID – Client ID:	
Class of Shares	Equity
No. of Share(s)	

I/We hereby exercise the voting right in respect of Ordinary Resolution(s) enumerated below by recording the assent or dissent to the said resolutions as are indicated below:

Resolution No.	Resolution	Assent	Dissent
<b>Ordinary Business</b>			
1.	Adoption of Financial Statements for the year ended March 31, 2021		
2.	Re-appointment of retiring Director Harjeet Kohli (DIN: 07575784), who retires by Rotation at this Annual General Meeting, and being eligible, offers himself for reappointment.		
3.	Re-appointment of retiring Director Akhil Gupta (DIN: 00028728) who retires by Rotation at this Annual General Meeting, and being eligible, offers himself for reappointment.		
4.	Re-appointment and fixation of remuneration of M. P. Chitale and Co., Chartered Accountants, Joint Statutory Auditors of the Company		
5.	Fixation of remuneration of Singhi & Co., Chartered Accountants, Joint Statutory Auditors of the Company		
<b>Special Business</b>			
6.	Appointment of Christophe Stephane Knaub (DIN - 09109015), as Director liable to retire by Rotation		

7.	Revision in Remuneration of Chief Executive Officer and Managing Director		
8.	Appointment of SGCO & Co. LLP, Chartered Accountants, as Auditors in Casual Vacancy		
9.	Appointment of SGCO & Co. LLP, Chartered Accountants, as Joint Statutory Auditors of the Company		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ Two Thousand Twenty One

Signature of Share Holder: \_\_\_\_\_