

**Sahana Rao**

Practicing Company Secretary

COP No: 20751

Telephone: +91 9980418439 Email: bsahanarao@gmail.com



**FORM No. MGT-13**

**Report of Scrutinizer(s) [Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

To,  
Sanjeev S.  
Chairman  
11<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of Bharti AXA General Insurance Company Limited  
Held on Monday, July 16, 2018 at 2.00 p.m.

Dear Sir,

I, Sahana Rao, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 11<sup>th</sup> Annual General Meeting of the Equity Shareholders of Bharti AXA General Insurance Company Limited, held on July 16, 2018 at Room No. 4, Ground Floor, Hotel Taj, Near Kempegowda International Airport, Devanahalli, Bengaluru, Karnataka 560300 at 2.00 p.m., submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling was locked in my/our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

(a) Resolution No. 1 - Adoption of Financial Statements for the year ended March 31, 2018 (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

Add : 201, Skanda Parkview Apts, 15<sup>th</sup> mn , 17<sup>th</sup> crs , JP Nagar 5<sup>th</sup> Phase, Bengaluru - 560078

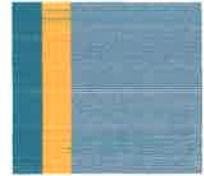


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(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(b) Resolution No. 2 - Re-appointment of retiring Director Mr. Rakesh Bharti Mittal, who being eligible has offered himself for reappointment (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(c) Resolution No. 3 - Re-appointment of retiring Director Mr. Akhil Kumar Gupta, who being eligible has offered himself for reappointment (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

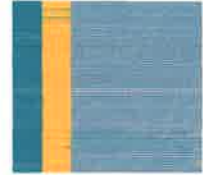


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(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(d) Resolution No. 4 - Ratification of the appointment of Joint Statutory Auditors and fix their remuneration for FY 2018-19 (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(e) Resolution No. 5 - Appointment of Mr. Kuldeep Kaushik as Non-Executive Director liable to retire by Rotation (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

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(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(f) Resolution No. 6 - Appointment of Mr. Jean-Baptise, Adrien, Benjamin, Bois as Non-Executive Director liable to retire by Rotation (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(g) Resolution No. 7 - Revision in Remuneration of Chief Executive Officer and Managing Director (Ordinary Resolution)



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(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

(h) Resolution No. 8 - Re-appointment of Mr. Bharat S. Raut as Independent Director for second term of five consecutive years (Special Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

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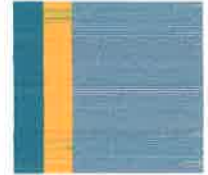


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(i) Resolution No. 9 - Re-appointment of Mr. Jitender Balakrishnan as Independent Director for second term of five consecutive years (Special Resolution)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	5	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
nil		

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
nil	

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Sahana Rao, Practising Company Secretary

(Scrutinizer)

Sanjeev S

(Chairman)

Place: Bangalore

Dated: July 16, 2018

**SAHANA RAO**  
Practising Company Secretary  
ACS No : A21183  
COP No : 20751

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