



Bharti AXA General Insurance Company Limited
Regd. Off: The First Floor, The Ferns Icon, Survey No.28, Doddanekundi,
Off Outer Ring Road, Bangalore - 560 037
CIN - U66030KA2007PLC043362
E-mail – info@bharti-axagi.co.in Wbsite- www.bharti-axagi.co.in

NOTICE FOR EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that Extra Ordinary General Meeting of the members of the Company shall be held on Monday, the 21st day of March, 2016 at The First Floor, The Ferns Icon, Survey No.28, Doddanekundi, Off Outer Ring Road, Bangalore - 560 037 India at 12:30 P.M. to transact the following business:

SPECIAL BUSINESS:

1. Increase in the Authorized Share Capital and alteration of the Capital Clause V(i) in the Memorandum of Association of the Company:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 13 sub-section (1), read with Section 55, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) Authorized Share Capital of the Company be and is hereby increased from the existing Rs. 15 billion (Rs.1500 Crore only) divided into 1500 Million Equity Shares of Rs.10/- (Rupees Ten) each to Rs.20 billion (Rs.2000 Crore only) divided into 2000 Million Equity Shares of Rs.10/-(Rupees Ten) each.

RESOLVED FURTHER THAT, Clause V(i) of the Memorandum of Association of the Company be and is hereby altered by substituting the figure and the words “Rs.15,000,000,000/- (Rupees One Thousand Five Hundred Crore) divided into 1,500,000,000 (One Hundred Fifty Crore Only) Equity Shares of Rs.10/- (Rupees Ten only) each” appearing therein by the figure and the words “Rs.20,000,000,000/- (Rupees

BHARTI AXA GENERAL INSURANCE CO LTD



Two Thousand Crore) divided into 2,000,000,000 (Two Hundred Crore Only) Equity Shares of Rs.10/- (Rupees Ten only) each.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to incur expenses, make the necessary applications and filings with the Statutory authorities and to do all such acts, deeds and things as may be necessary to give effect to the above alteration.”

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF ONESELF AND THE PROXY NEED NOT BE A MEMBER.**
- Proxy form in order to be valid should be deposited at the Registered Office of the Company, at least forty-eight hours before the Meeting.
- Members are requested to keep the Company immediately informed of any change in their respective mailing addresses.
- Duplicate attendance slips shall not be issued at the Meeting venue. However the same shall be issued at the Registered Office of the Company up to two days preceding the day of Meeting.

Registered Office:

Directors

BHARTI AXA GENERAL INSURANCE COMPANY LTD
First Floor, Ferns Icon, Survey No. 28
Next to Akme Ballet, Doddanekundi,
Off Outer Ring Road
Bangalore- 560 037

Place: Bangalore

Date: 16.03.2016

By Order of the Board of


Ashish Sarma
Company Secretary



ANNEXURE TO NOTICE

Explanatory Statement under Section 102 of the Companies Act, 2013

Item 1:

Increase in the Authorized Share Capital and alteration of the Capital Clause V (i) in the Memorandum of Association of the Company:

Currently the Authorized capital of the Company is Rs.1500 Crore. Out of the said Authorized Equity Capital of Rs.1500 Crore, the capital is issued to the extent of approximately Rs.1347 Crore. To fulfill the future capital requirement of the Company, additional capital would be required which is intended to be met by way of infusion of equity capital. Accordingly, it is proposed that the Authorized Capital be increased by a further Rs.500 Crore, amending Clause V (i) of the Memorandum of Association (by way of an Ordinary Resolution) in terms of Section 16 and the relevant notified provisions under Companies Act, 2013.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at item No.1 of the Notice.

The Board recommends the Resolution set out at item No.1 of the Notice for approval by the members.

Registered Office:

Directors

BHARTI AXA GENERAL INSURANCE COMPANY LTD

First Floor, Ferns Icon, Survey No. 28

Next to Akme Ballet, Doddanekundi,


Off Outer Ring Road

Bangalore- 560 037

Place: Bangalore

Date: 16.03.2016

By Order of the Board of



Ashish Sarma
Company Secretary





PROXY FORM

BHARTI AXA GENERAL INSURANCE COMPANY LIMITED

CIN - U66030KA2007PLC043362

Regd. Office: First Floor, Ferns Icon, Survey No. 28, Doddanekundi, Off Outer Ring Road, Bangalore- 560 037

Name of the Member (s)	
Registered address:	
E-mail ID:	
Folio / DP ID – Client ID:	

I/We _____ being member(s) of _____ shares of the above named Company hereby appoint:

- (1) Name: _____ Address: _____ e-mail ID _____ Signature, or failing him;
- (2) Name: _____ Address: _____ e-mail ID _____ Signature, or failing him;
- (3) Name: _____ Address: _____ e-mail ID _____ Signature, or failing him;

as my/our proxy to attend and vote for me/us on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on _____ day of _____, 2016 at _____ at First Floor, Ferns Icon, Survey No. 28, Next to Akme Ballet, Doddanekundi, Off Outer Ring Road, Bangalore- 560 037 at and at any adjournment thereof in respect of resolutions as are indicated below:

Resolution No.	Resolution	For	Against

Signed this _____ day of _____ Two Thousand Sixteen.

Signature of Share Holder: _____

Signature of Proxy holder (s): _____

Notes:

This Proxy Form duly completed should be deposited at the Registered Office of the Company, **not less than 48 hours before** the time fixed for holding the Meeting.

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BHARTI AXA GENERAL INSURANCE COMPANY LIMITED

First Floor, Ferns Icon, Survey No. 28

Next to Akme Ballet, Doddanekundi,

Off Outer Ring Road

Bangalore- 560 037

BHARTI AXA GENERAL INSURANCE CO LTD



ATTENDANCE SLIP

Regd. Folio No. _____ No. of Shares Held _____

Name of the Shareholder _____

Name of the Proxy _____

Signature of Member/Proxy _____

I hereby record my presence at the Extra Ordinary General Meeting of the company to be held on 21st day of March, 2016 at First Floor, Ferns Icon, Survey No. 28, Next to Akme Ballet, Doddanekundi, Off Outer Ring Road, Bangalore- 560 037 at 12:30P.M.

Signature of Member/Proxy

Note:

1. Please fill in this attendance slip and hand it over at the entrance of the Meeting Hall.
2. Shareholder/Proxy holder are requested to bring their copy of the Annual Report at the Meeting.

