

FORM No. MGT-13

Report of Scrutinizer for Poll Process

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

To,  
The Chairman of  
**Bharti AXA General Insurance Company Limited**  
#43, 1<sup>st</sup> floor, Hosto Centre,  
Opp. Imperial Hotel,  
Millers Road,  
Vasanth Nagar  
Bangalore - 560052

Subject: 12<sup>th</sup> Annual General Meeting of the Members of Bharti AXA General Insurance  
Company Limited held on Monday, 29<sup>th</sup> July, 2019 at 1.30 p.m.

Dear Sir,

We, GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed for the purpose of scrutinizing the voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 12<sup>th</sup> AGM of Equity Shareholders of Bharti AXA General Insurance Company Limited at their Meeting held on Monday, 29<sup>th</sup> July, 2019 at 1.30 p.m. at Unit No. 1902, 19<sup>th</sup> Floor, Parinee Crescenzo, 'G' Block, Bandra Kurla Complex, Opp. MCA Club, Bandra East, Mumbai- 400051.

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged with the Company.
3. We did not find any duplicate, incomplete, invalid and defective Poll papers.



**ITEM NO. 1: ORDINARY RESOLUTION:**

Adoption of Audited Financial Statements for the Year ended March 31, 2019

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**ITEM NO. 2: ORDINARY RESOLUTION:**

Re-appointment of retiring Director, Mr. Harjeet Kohli, who being eligible has offered himself for re-appointment.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**ITEM NO. 3: ORDINARY RESOLUTION:**

Re-appointment of retiring Director, Mr. Soumen Ghosh, who being eligible has offered himself for re-appointment.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



**ITEM NO. 4: ORDINARY RESOLUTION:**

Fixation of remuneration of M. P. Chitale & Co., Chartered Accountants, Joint Statutory Auditors of the Company.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**ITEM NO. 5: ORDINARY RESOLUTION:**

Fixation of remuneration of Singhi & Co., Chartered Accountants, Joint Statutory Auditors of the Company.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**ITEM NO. 6: ORDINARY RESOLUTION:**

Appointment of Mr. Marc Pierre Charles Audrin as Non-Executive Director liable to retire by rotation.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



**ITEM NO. 7: ORDINARY RESOLUTION:**

Appointment of Ms. Garance Wattez Richard as Non-Executive Director liable to retire by rotation.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981215	6	1720981215	100	-	-	-	-
<b>Total</b>	<b>1720981215</b>	<b>6</b>	<b>1720981215</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**ITEM NO. 8: ORDINARY RESOLUTION:**

Revision in Remuneration of Sanjeev S., Chief Executive Officer and Managing Director

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		Nos. of polling papers	Nos. of votes	% to total valid	Nos. of polling papers	Nos. of votes	% to total valid	
Poll	1720981214	6	1720981214	100	-	-	-	1
<b>Total</b>	<b>1720981214</b>	<b>6</b>	<b>1720981214</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1</b>

*Note: Sanjeev S., Nominee Member was interested in the aforesaid resolution and has voted, we have not considered his vote*

- A complete list of equity shareholders who voted in favour of the Resolutions and invalid votes is enclosed. None of the shareholders have voted against the resolutions.
- The poll papers and all other relevant records were handed over to the Company Secretary for safe keeping.

For GMJ & ASSOCIATES  
Company Secretaries



**[S. MAJESH SONI]**  
PARTNER  
MCS: 3706, COP: 2324

PLACE: MUMBAI  
DATE: JULY 29, 2019

*[Signature]*  
CHAIRMAN OF ANNUAL GENERAL MEETING