

VINOD D'SOUZA
COMPANY SECRETARY

FORM NO. MGT-13

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

To,
Sanjeev S.
Chairman
Extra- Ordinary General Meeting of the
Equity Shareholders of Bharti AXA General Insurance Company Limited
Held on Friday, November 30, 2018 at 11.30 a.m.

Dear Sir,

I, Vinod D'Souza, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution, at the Extra-Ordinary General Meeting of the Equity Shareholders of Bharti AXA General Insurance Company Limited, held on November 30, 2018 at Bharti AXA General Insurance Company Limited, Unit No. 1902, 19th Floor, Parinee Crescenzo, 'G' Block, Bandra Kurla Complex, BKC Road, Opp. MCA Club, Bandra (East), Mumbai – 400 051 at 11.30 a.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) Issue of Debentures by way of Private Placement (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 |
|--|------------------------------|---------------------------------------|
| 6 | 6 | 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 | | |

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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 | |

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.

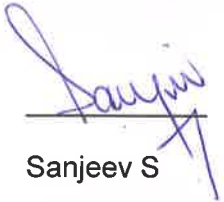
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,



Vinod D'Souza, Company Secretary

(Scrutinizer)



Sanjeev S

(Chairman)

Place: Mumbai

Dated: December 3, 2018