

PNB MetLife India Insurance Company Limited
Unit No. 101, 1st Floor,
Techniplex 1, Techniplex Complex,
Off Veer Savarkar Flyover,
SV Road, Goregaon West,
Mumbai - 400 062
Phone : 022-41790000
Website : www.pnbmetlife.com
Email : indiaservice@pnbmetlife.co.in



June 05, 2025

To
National Stock Exchange of India Ltd
Plot No. C/1 'G' Block
Bandra-Kurla Complex
Bandra East, Mumbai 400051

Dear Sir/Madam,

Sub: a) Intimation pursuant to Reg. 50(2) of the SEBI (LODR) Regulation 2015 – Notice of Twenty-Fourth (24th) Annual General meeting of the Company for the FY ended March 31, 2025

b) Annual report pursuant to Reg. 53(2) of the SEBI (LODR) Regulations 2015

Pursuant to the provisions of Regulation 50(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we wish to inform you that the 24th Annual General meeting of the Members of the Company is scheduled to be held on Friday, June 27, 2025, through Video conferencing or other Audio-visual means to transact the businesses as specified in the Notice.

Further, pursuant to the provisions of Regulation 53(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report of the Company for the FY 2024-25 along with the notice of 24th (Twenty-Fourth) Annual General meeting of the members of the Company.

Request you to kindly take the above submission on record.

Thanking you,

Yours faithfully

For PNB MetLife India Insurance Company Limited

Yagy
Yagya Turker
Company Secretary
Place: Mumbai



Encl.: AGM Notice along with Annual Report

Registered office address: Unit Nos. 701, 702 & 703, 7th Floor, West Wing, Raheja Towers, # 26/27, M. G. Road, Bengaluru - 560 001.
IRDAI Registration Number: 117, CI No.: U66010KA2001PLC028883, Phone: 080 - 6600 6969
Fax : 080 - 25585815, Website: www.pnbmetlife.com, Email: indiaservice@pnbmetlife.co.in

Write to us at: Office Unit No. 101, 1st Floor, Techniplex-1, Techniplex Complex, Off Veer Savarkar Flyover,
SV Road, Goregaon (West), Mumbai - 400 062. Phone: 022 4179 0000, Fax : 022 - 41790203

Notice of 24th Annual General Meeting

To
All Shareholders, Board of Directors,
Chairpersons of Committees, and
Statutory & Secretarial Auditors of the Company

NOTICE is hereby given that the **24th Annual General Meeting (“AGM”)** of the Shareholders of PNB MetLife India Insurance Company Limited (the “Company”) is scheduled on **Friday, June 27, 2025, at 10:00 a.m. (I.S.T)** through video conferencing facility (“VC”) / other audio-visual means (“OAVM”), to transact the business as set forth in the notice of the 24th AGM.

The Ministry of Corporate Affairs (“MCA”) *inter alia* vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, followed by General Circular Nos. 10/2022 dated December 28, 2022, General Circular No. 09/2023 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated 19th September, 2024 (collectively referred to as “MCA Circulars”) has permitted the holding of an annual general meeting through Video Conferencing (“VC”) or through other audio-visual means (“OAVM”), without the physical presence of the Members at a common venue, through video-conferencing facility. The notice along with the Annual Report is being sent through electronic mode and the AGM is proposed to be held through VC/OAVM mode to transact the matters specified hereunder and if thought fit, to pass the resolutions, as stated herein below.

Further instructions for participating in the meeting are provided in the NOTES section forming part of the notice.

ORDINARY BUSINESS

1. Adoption of Audited Financial Statements for the financial year ended March 31, 2025 along with reports of the Board of Directors and the Statutory Auditors

To receive, consider, adopt the Audited Revenue Account, Profit and Loss account, Receipt and Payment account for the period April 01, 2024 to March 31, 2025 and the Balance Sheet as on March 31, 2025 together with the Management Report, the Auditors’ Report and the Directors’ Report along with all its annexures and, if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT the audited Revenue Account (Policyholders’ Account), Profit and Loss Account (Shareholders’ Account), Receipt and Payment account for the period April 01, 2024 to March 31, 2025 and the Balance Sheet as on March 31, 2025 and annexures, together with the Directors’ Report and annexures, the Management Report and the Statutory Auditors’ Report thereon be and are hereby adopted.”

2. Appointment of Directors Retiring by Rotation (each resolution to be treated as separate resolution)

- a) To consider and if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013 read with clause 7.26 of the Articles of Association of the Company, Mr. Lyndon Oliver (DIN: 07561067), Director, who retires on the date of this Annual General Meeting, be and is hereby re-appointed as Director of the Company”.

- b) To consider and if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013 read with clause 7.26 of the Articles of Association of the Company, Mr. Ashish Bhat (DIN: 08652335), Director, who retires on the date of this Annual General Meeting, be and is hereby re-appointed as Director of the Company”.

- c) To consider and if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013 read with clause 7.26 of the Articles of Association of the Company, Ms. Kastity Chongyim Ha (DIN: 07499371), Director, who retires on the date of this Annual General Meeting, be and is hereby re-appointed as Director of the Company”.

- d) To consider and if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013 read with clause 7.26 of the Articles of Association of the Company, Mr. Arvind Kumar Jain (DIN: 07911109), Director, who retires on the date of this Annual General Meeting, be and is hereby re-appointed as Director of the Company”.

- e) To consider and if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013 read with clause 7.26 of the Articles of Association of the Company, Mr. Pheroze Kersasp Mistry (DIN 00344590), Director, who retires on the date of this Annual General Meeting, be and is hereby re-appointed as Director of the Company”.

3. Appointment of Statutory Auditors

Tenure of M/s M. P. Chitale & Co. as Joint Statutory Auditors (“retiring auditor”) of the Company expires at this AGM. The Board of Directors in its meeting held on October 21, 2024, have approved & recommended to the shareholders of the Company appointment of M/s. CNK & Associates (Firm Registration Number – 101961W) as Joint Statutory Auditors of the Company. The shareholders are requested to consider and, if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“RESOLVED THAT in accordance with Sections 139, 141, 142 and other relevant provisions of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, if any, and the regulations and guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI), approval of the shareholders of the Company be and is hereby accorded for the appointment of M/s. CNK & Associates (Firm Registration Number – 101961W), who have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Section 139(1) along with Rule 4 of the Companies (Audit and Auditors) Rules, 2014 as well as the IRDAI regulations, as the Joint Statutory Auditors of the Company, to hold office for a period of 4 years, beginning from the conclusion of the 24th Annual General Meeting being held for the Financial Year till the conclusion of the 28th Annual General Meeting of the Company to be held for the Financial Year 2029-2030, at such terms and conditions, remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Audit Committee and the Board of Directors of the Company be and are hereby authorized to decide the remuneration and out of pocket expenses, as payable on a yearly basis, to the statutory auditors of the Company.”

SPECIAL BUSINESS

4. Appointment of Mr. Nitin Chopra (DIN: 00213333) as an Independent Director

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 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and relevant IRDAI Regulations and Guidelines, approval of the shareholders of the Company be and is hereby accorded to appoint Mr. Nitin Chopra (DIN 00213333), who was appointed as an additional director (categorized as Independent Director) of the Company to hold office till this General Meeting, and whose appointment is recommended by the Nomination & Remuneration Committee of the Board and the Board of Directors of the Company, as an Independent Director of the Company to hold office for a term of 3 years commencing from the original date of appointment i.e., October 01, 2024 until September 30, 2027 subject to he being in compliance with the requirements as prescribed under the Act with regard to an Independent Director and such other

provisions as may be applicable, if any, from time to time.”

“**RESOLVED FURTHER THAT** Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies, Bengaluru and issuing certified copies of the resolutions.”

5. Appointment of Mr. Chetan Mathur (DIN: 00437558) as an Independent Director

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 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and relevant IRDAI Regulations and Guidelines, approval of the shareholders of the Company be and is hereby accorded to appoint Mr. Chetan Mathur (DIN: 00437558), who was appointed as an additional director (categorized as Independent Director) of the Company to hold office till this General Meeting, and whose appointment is recommended by the Nomination & Remuneration Committee of the Board and the Board of Directors of the Company, as an Independent Director of the Company to hold office for a term of 2 years commencing from the original date of appointment i.e., May 09, 2025 until May 08, 2027 subject to he being in compliance with the requirements as prescribed under the Act with regard to an Independent Director and such other provisions as may be applicable, if any, from time to time.”

“**RESOLVED FURTHER THAT** Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies, Bengaluru and issuing certified copies of the resolutions.”

6. Appointment of Mr. Sanjeev Paul (DIN: 10993424) as an Independent Director

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 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and relevant IRDAI Regulations and Guidelines, approval of the shareholders of the Company be and is hereby accorded to appoint Mr. Sanjeev Paul (DIN: 10993424), who was appointed as an additional director (categorized as Independent Director) of the Company to hold office till this General Meeting, and whose appointment is recommended by the Nomination & Remuneration Committee of the Board and the Board of Directors of the Company, as an Independent

Director of the Company to hold office for a term of 2 years commencing from the original date of appointment i.e., May 14, 2025 until May 13, 2027 subject to he being in compliance with the requirements as prescribed under the Act with regard to an Independent Director and such other provisions as may be applicable, if any, from time to time.”

“**RESOLVED FURTHER THAT** Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies, Bengaluru and issuing certified copies of the resolutions.”

7. Appointment of Mr. K R Kamath (DIN: 01715073) as an Independent Director

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 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and relevant IRDAI Regulations and Guidelines, approval of the shareholders of the Company be and is hereby accorded to appoint Mr. K R Kamath (DIN: 01715073), who was appointed as an additional director (categorized as Independent Director) of the Company to hold office till this General Meeting, and whose appointment is recommended by the Nomination & Remuneration Committee of the Board and the Board of Directors of the Company, as an Independent Director of the Company to hold office for a term of 2 years commencing from the original date of appointment i.e., June 02, 2025 until June 01, 2027, subject to he being in compliance with the requirements as prescribed under the Act with regard to an Independent Director and such other provisions as may be applicable, if any, from time to time.”

“**RESOLVED FURTHER THAT** Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies, Bengaluru and issuing certified copies of the resolutions.”

8. Appointment of Mr. Arun Kumar Singh (DIN: 09498086) as an Independent Director

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 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and relevant IRDAI Regulations and Guidelines, approval of the shareholders of the Company be and is hereby accorded to appoint Mr. Arun Kumar Singh (DIN: 09498086), who was

appointed as an additional director (categorized as Independent Director) of the Company to hold office till this General Meeting, and whose appointment is recommended by the Nomination & Remuneration Committee of the Board and the Board of Directors of the Company, as an Independent Director of the Company to hold office for a term of 2 years commencing from the original date of appointment i.e., June 02, 2025 until June 01, 2027, subject to he being in compliance with the requirements as prescribed under the Act with regard to an Independent Director and such other provisions as may be applicable, if any, from time to time.”

“**RESOLVED FURTHER THAT** Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies, Bengaluru and issuing certified copies of the resolutions.”

9. Appointment of M Paramasivam (DIN: 08997088) as a Non-executive Nominee Director representing Punjab National Bank

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 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and relevant IRDAI Regulations and in terms of provisions of the Articles of Association of the Company, Mr. M Paramasivam (DIN: 08997088), who was appointed as an Additional Director of the Company representing Punjab National Bank to hold office till this General Meeting, whose appointment is recommended by the Nomination & Remuneration Committee of the Board and the Board of Directors of the Company, and in respect of whom the Company has received a nomination notice in writing from a member (representing Punjab National Bank) be and is hereby appointed as a Nominee Director on the Board of the Company liable to retire by rotation and subject to reconfirmation/ reappointment by the shareholders at every annual general meeting in terms of the Articles of Association of the Company.”

“**RESOLVED FURTHER THAT** Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary & Compliance Officer, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies and issuing certified copies of the resolutions.”

10. Renewal of Company’s Directors’ and Officers’ Liability Insurance Policy

To consider and if thought fit, pass the following resolution, with or without modifications, as an Ordinary Resolution:

“**RESOLVED THAT**, the Company’s Directors’ and Officers’ Liability Insurance Policy, be renewed for an existing sum assured of Rs. 500,000,000/- (Rupees Fifty Crores Only).”

PNB MetLife India Insurance Company Limited
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Website : www.pnbmetlife.com
Email : indiaservice@pnbmetlife.co.in



“RESOLVED FURTHER THAT Mr. Nilesh Kothari, Chief Financial Officer, Mr. Motty John, Chief Legal Officer & Head - Board Affairs and Ms. Yagya Turker, Company Secretary, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution.”

**By order of the Board of Directors
For and on behalf of PNB MetLife India Insurance Company Limited**

YAGYA Digitally signed by
YAGYA TURKER
TURKER Date: 2025.06.05
12:00:45 +05'30'

Yagya Turker
Company Secretary
M. No.: F11311

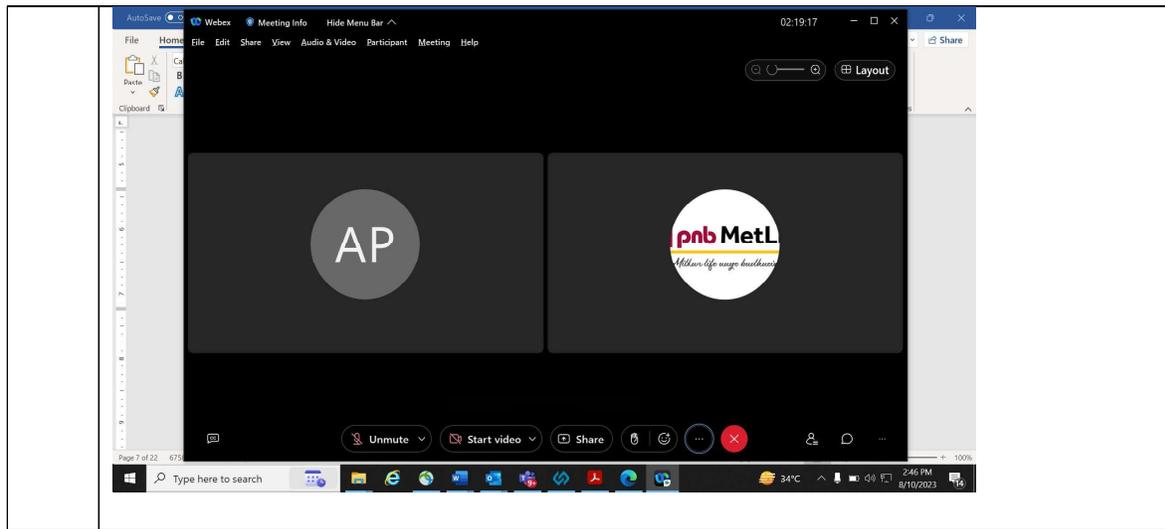
Place: Mumbai
Date: June 05, 2025

NOTES

1. Corporate Members are requested to send a certified copy of the Board Resolution authorizing their representatives/authorization letter to attend and vote on their behalf at the meeting.
2. The relevant explanatory statement in terms of Section 102 of the Companies Act, 2013, read with relevant rules setting out the material facts and reasons relating to special business is annexed to this Notice.
3. Members are requested to intimate the change in their address, if any, quoting the Folio No. to the Company.
4. Register of Directors and key managerial personnel and their shareholding and Register of Contracts or arrangements in which directors are interested shall be produced at the commencement of the AGM and shall remain open and accessible during the continuance of the meeting.
5. The documents referred to in this Notice (including copies thereof) are available for inspection in physical or in electronic form between 10:00 a.m. to 02:00 p.m. at the Registered Office as well as the Corporate Office of the Company. It will also be produced at the commencement of the AGM and shall remain open and accessible during the continuance of the meeting.
6. The details in terms of Secretarial Standard 2, pertaining to the appointment of Directors as specified in Item nos. 04 to 09 are annexed herewith as **Annexure 1**.
- 7. IN TERMS OF MCA CIRCULAR REFERRED ABOVE, STEPS/INSTRUCTION FOR PARTICIPATING THE MEETING THROUGH VC**

A.

Step 1	Access the VC meeting by clicking on below link: https://pnbmetlife.webex.com/pnbmetlife/j.php?MTID=m2fed26669f277e09d8586d879d82db25 <i>Note: If you are not able to access the above link from this document, request you to please copy this link and paste it in the browser.</i>
Step 2	<ul style="list-style-type: none">• Once you have joined the meeting, Webex screen will appear• Scroll down on the screen, multiple icon will appear (screenshot as below for ready reference)



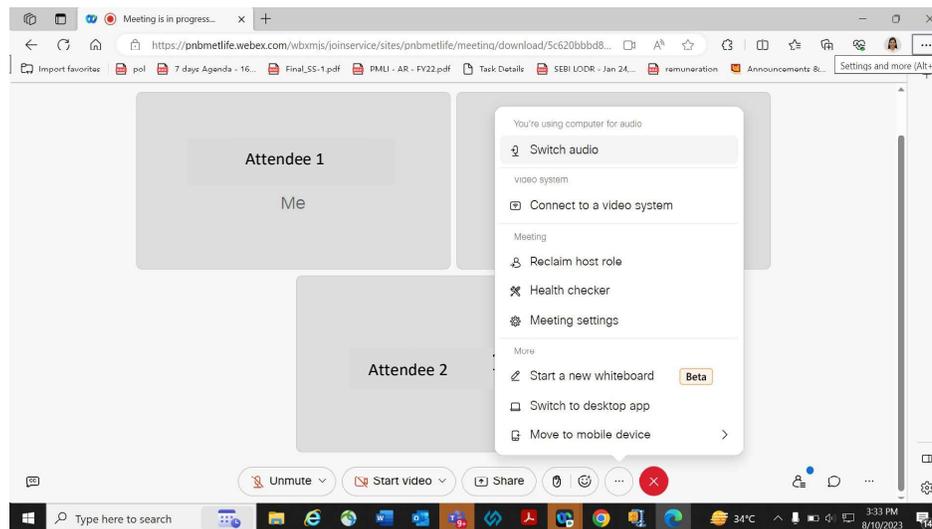
Step 3

Uses of Icons are as below:

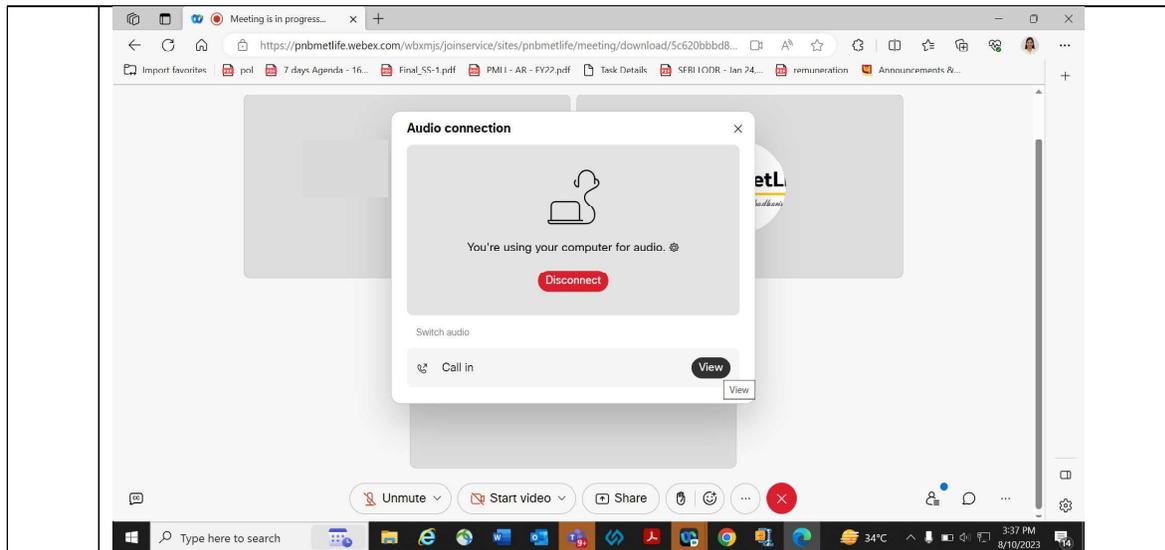
- 1st tab is for Mute/Unmute option
- 2nd tab is for Video on/off
- 3rd tab is for sharing the content
- 4th tab - not to be used by the members
- 5th tab - More options – If you are facing Audio issues from the Webex please use this option for Audio call on your mobile number.

Steps to be followed:

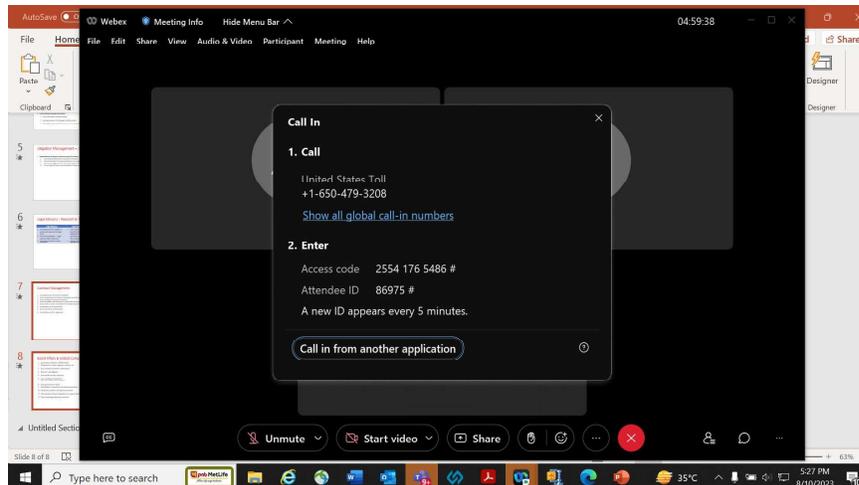
- a. Go to more option (...) below screen will appear



- b. Click on Switch Audio, below screen will appear



c. Click on view



- d. Click on show all global call in numbers
- e. Click on Switch
- f. You will receive call on your provided mobile number

6th tab (X) for Leave Meeting

Step 4

Other instructions/guidelines for members participating through VC

- Members are requested to ensure that the **cell phones/other devices are kept** on silent mode during the course of meeting.
- Members to **keep their video mode on** so as to be visible to everyone.

<ul style="list-style-type: none">• Members when not discussing on agenda are requested to keep themselves on mute mode.• Please note that members connecting via mobile hotspot may experience audio / video loss due to fluctuation in their respective networks. It is therefore recommended/advised to use a stable Wi-Fi or LAN connection to mitigate any of the aforementioned glitches
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- B. The facility for joining the meeting through above mentioned link will be open at least 15 minutes before the time scheduled for the start of the meeting.
- C. Attendance of the members through VC shall be counted for the purpose of quorum.
- D. Member by show of hands shall cast vote separately on each of the resolution as specified in the notice.
- E. In case of a voting by way of poll, the members are advised to poll by sending an email to mavia.creado@pnbmetlife.com.
- F. In case if any of the member needs any technical assistance for participating in the meeting using link or has any issue in participation can contact Mr. Rakesh Singh on 9326569199 and on email at rakesh.khushal-singh@pnbmetlife.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF BUSINESS SET OUT IN THE NOTICE CONVENING THE TWENTY FOURTH (24th) ANNUAL GENERAL MEETING OF PNB METLIFE INDIA INSURANCE COMPANY LIMITED TO BE HELD ON , FRIDAY, JUNE 27 2025, AT 10:00 A.M. (I.S.T) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS "OAVM" IN LINE WITH THE MINISTRY OF CORPORATE AFFAIRS GENERAL CIRCULAR NO.09/2024 DATED SEPTEMBER 19, 2024

Agenda Item no. 4 – Appointment of Mr. Nitin Chopra (DIN 00213333), as an Independent Director of the Company

Clause 4 of the Insurance Regulatory Development Authority of India (Corporate Governance for Insurers) Regulations, 2024, read with clause 2.1 of the Master Circular on Corporate Governance for Insurers, 2024, provides that the Company is required to have a minimum of 3 Independent Directors on its Board. In case the number of Independent Directors falls below the minimum requirement, the Company shall appoint an Independent Director to fill the vacant position, before the next Board meeting or 3 months from the date of such vacancy, whichever is later.

Pursuant to cessation of office of Ms. Sonu Bhasin as an Independent Director of the Company with effect from end of the day on July 09, 2024, the position of Independent Director on the Board had become vacant. In order to comply with the aforesaid IRDAI Regulation, Mr. Nitin Chopra was appointed as an additional Independent Director of the Company for a term of 3 years.

Mr. Nitin Chopra was previously associated with the Company as an Independent Director from May 28, 2018 and resigned in November 2019. The Board of Directors rated his performance as satisfactory (with 100% voting in support) towards his contribution as the member of the Board during his previous tenure. Since the cooling period is over, his current term is being recognized as first term of his appointment.

Mr. Nitin Chopra holds an engineering degree from IIT, Kanpur and PGDM from IIM, Ahmedabad. Mr. Nitin Chopra brings over 40 years of experience of which 31 years have been spent working in the financial service industry. He was an integral part of the core team leading transformation at RBL Bank and responsible for expanding the bank's footprint across the country. He has been instrumental in serving several "firsts" in the Indian retail banking industry, including '365 extended banking' & 'doorstep banking'. In 2015 he took early retirement to pursue his personal interest. Post retirement he took up few independent directorship assignments in financial sectors. Notable he was on the Board of Vodafone, MPesa and PNB MetLife. Mr. Nitin is passionate about teaching and has been associated with Bridge School of Management, a Hindustan Times sponsored management school and school of Inspired Leadership (SOIL) based out of National Capital Region.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and IRDAI regulations on Corporate Governance. Further, Mr. Nitin Chopra does not hold any shares in the Company.

The Nomination and Remuneration Committee of the Board and the Board of Directors are of the opinion that Mr. Nitin Chopra fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder and that he is independent of the management. His appointment is accordingly

recommended by the NRC and the Board, for approval of the shareholders.

None of the Directors except him, Key Management Personnel, or their relatives, except Mr. Nitin Chopra and his relatives are in any way concerned or interested in this resolution.

The details in terms of Secretarial Standard 2 are annexed herewith as **Annexure 1**.

The members are requested to consider candidature of Mr. Nitin Chopra and appoint him as an Independent director of the Company.

Your Board and the Nomination and Remuneration Committee recommend Resolution at Item no 4 as an Ordinary Resolution by the Members.

Agenda Item no. 5 – Appointment of Mr. Chetan Mathur (DIN: 00437558), as an Independent Director of the Company

The foreign investment in the Company increased to 49.7296%, on April 02, 2025. Given that the foreign investment in the Company has exceeded 49%, as per Indian Insurance Companies (Foreign Investment) Rules, 2015 (as amended from time to time, including vide Indian Insurance Companies (Foreign Investment) Amendment Rules, 2021) (“Rules”), not less than 50% of the Company’s directors shall be independent directors in case of a non-independent chairman (which stipulation applies to the Company). In compliance with the aforementioned regulatory requirements, appointment of Mr. Chetan Mathur is being proposed to the shareholders of the Company.

Mr. Chetan Mathur is a chartered accountant with over 30+ years of global experience in finance leadership roles and over 23 years in PepsiCo (the food and beverages industry) with prior exposure to automobiles (DCM Toyota Ltd) and fertilizers (Nagarjuna Fertilizers & Chemicals Ltd). His last role at PepsiCo was as Senior Director of Finance & Control at PepsiCo India (Region Controller). His work was recognized with a CNBC Risk Management Award for FMCG (India) in 2015 and many PepsiCo CFO awards for Strategic Impact, Control Excellence, and People Management. He is currently advising companies (public & private) in controllership, internal controls, business strategy, finance transformation, and risk management. Mr. Chetan supports start-up companies and professional consultants as an Advisor and Board member.

He also supports start-up companies and professional consultants as an Advisor and Board member and serves on the Board of many start-up companies.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and IRDAI regulations on Corporate Governance. Further, Mr. Chetan Mathur does not hold any shares in the Company.

The Nomination and Remuneration Committee of the Board and the Board of Directors are of the opinion that Mr. Chetan Mathur fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder and that he is independent of the management. His appointment is accordingly recommended by the Nomination and Remuneration Committee and the Board, for approval of the shareholders.

None of the Directors except him, Key Management Personnel, or their relatives, except Mr. Chetan Mathur and his relatives, are in any way concerned or interested in this resolution.

The details in terms of Secretarial Standard 2 are annexed herewith as **Annexure 1**.

The members are requested to consider candidature of Mr. Chetan Mathur and appoint him as a Non-executive director of the Company.

Your Board and the Nomination and Remuneration Committee recommend Resolution at Item no 5 as an Ordinary Resolution by the Members.

Agenda Item no. 6 – Appointment of Mr. Sanjeev Paul (DIN: 10993424), as an Independent Director of the Company

The foreign investment in the Company increased to 49.7296%, on April 02, 2025. Given that the foreign investment in the Company has exceeded 49%, as per Indian Insurance Companies (Foreign Investment) Rules, 2015 (as amended from time to time, including vide Indian Insurance Companies (Foreign Investment) Amendment Rules, 2021) (“Rules”), not less than 50% of the Company’s directors shall be independent directors in case of a non-independent chairman (which stipulation applies to the Company). In compliance with the aforementioned regulatory requirements, appointment of Mr. Sanjeev Paul is being proposed to the shareholders of the Company.

Mr. Sanjeev Paul is a banking professional with over 30 years of global expertise, primarily in business and risk profiles. He began his journey with Standard Chartered Bank as Senior Credit Officer, India & South Asia in 1999, and has handled multiple roles over years as Head of middle markets, Head of local corporates, Head of product sales, global head, local & commodity corporates, and Regional Head – commercial banking, across various jurisdictions. He is a senior banker with experience in Middle East, India, South Asia, Singapore & Southeast Asia and Greater China, with a proven track-record of building businesses while managing risk within acceptable levels and maintaining high governance standards. He has experience as an NED and chairman of Board Risk Committee. He is able to support management teams to execute strategy.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and IRDAI regulations on Corporate Governance. Further, Mr. Sanjeev Paul does not hold any shares in the Company.

The Nomination and Remuneration Committee of the Board and the Board of Directors are of the opinion that Mr. Sanjeev Paul fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder and that he is independent of the management. His appointment is accordingly recommended by the Nomination and Remuneration Committee and the Board, for approval of the shareholders.

None of the Directors except him, Key Management Personnel, or their relatives, except Mr. Sanjeev Paul and his relatives, are in any way concerned or interested in this resolution.

The details in terms of Secretarial Standard 2 are annexed herewith as **Annexure 1**.

The members are requested to consider candidature of Mr. Sanjeev Paul and appoint him as a Non-executive director of the Company.

Your Board and the Nomination and Remuneration Committee recommend Resolution at Item no 6 as an Ordinary Resolution by the Members.

Agenda Item no. 7 – Appointment of Mr. K R Kamath (DIN: 01715073) as an Independent Director of the Company

The foreign investment in the Company increased to 49.7296%, on April 02, 2025. Given that the foreign investment in the Company has exceeded 49%, as per Indian Insurance Companies (Foreign Investment) Rules, 2015 (as amended from time to time, including vide Indian Insurance Companies (Foreign Investment) Amendment Rules, 2021) (“Rules”), not less than 50% of the Company’s directors shall be independent directors in case of a non-independent chairman (which stipulation applies to the Company). In compliance with the aforementioned regulatory requirements, appointment of Mr. K R Kamath is being proposed to the shareholders of the Company.

Mr. K R Kamath is the former Chairman & Managing Director of Punjab National Bank (2009-2014). He also served as Chairman of PNB Housing Finance at that time and oversaw the transformation and rapid growth of that business. Prior to his assignment at PNB, Mr. Kamath spent almost 30 years in Corporation Bank, before moving on to Bank of India as Executive Director and then to Allahabad Bank as Chairman & Managing Director. He has also been the Chairman of the Indian Banks Association for two years and consistently figuring in the Top 100 India Inc. Most Powerful CEOs surveyed by Economic Times during 2010-2014. He has also served on the Board of PNB MetLife from August 14, 2013 to October 27, 2014, as a nominee director of PNB. He is also a member of the Governing Councils of Institute of Banking Personnel Selection (IBPS), National Institute of Bank Management (NIBM) and the Board of Governors of Indian Institute of Management (IIM) Lucknow.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and IRDAI regulations on Corporate Governance. Further, Mr. K R Kamath does not hold any shares in the Company.

The Nomination and Remuneration Committee of the Board and the Board of Directors are of the opinion that Mr. K R Kamath fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder and that he is independent of the management. His appointment is accordingly recommended by the Nomination and Remuneration Committee and the Board, for approval of the shareholders.

None of the Directors except him, Key Management Personnel, or their relatives, except Mr. K R Kamath and his relatives, are in any way concerned or interested in this resolution.

The details in terms of Secretarial Standard 2 are annexed herewith as **Annexure 1**.

The members are requested to consider candidature of Mr. K R Kamath and appoint him as a Non-executive director of the Company.

Your Board and the Nomination and Remuneration Committee recommend Resolution at Item no 7

as an Ordinary Resolution by the Members.

Agenda Item no. 8 – Appointment of Mr. Arun Kumar Singh (DIN: 09498086), as an Independent Director of the Company

The foreign investment in the Company increased to 49.7296%, on April 02, 2025. Given that the foreign investment in the Company has exceeded 49%, as per Indian Insurance Companies (Foreign Investment) Rules, 2015 (as amended from time to time, including vide Indian Insurance Companies (Foreign Investment) Amendment Rules, 2021) (“Rules”), not less than 50% of the Company’s directors shall be independent directors in case of a non-independent chairman (which stipulation applies to the Company). In compliance with the aforementioned regulatory requirements, appointment of Mr. Arun Kumar Singh is being proposed to the shareholders of the Company.

Mr. Arun Kumar Singh is a former Senior Central Banker and has a wide and rich experience of working in RBI for 35 years in the field of Banking and Non-Banking Regulation & Supervision, Enforcement actions against banks & non-banks, Information Technology, Financial Inclusion, Monetary Policy, Government Banking, etc. He has acted as Principal Inspecting Officer / Senior Supervisory Manager for various commercial banks and NBFCs and has actively participated in first Asset Quality Review (AQR) of banks as well as Risk-based Supervision (RBS) related processes and development. He has been associated with committees / working groups related to operational risk, MCLR, stress testing, payment & small finance banks, prompt corrective action, financial resolution, returns rationalisation, etc. He was involved in framing banking policies in various capacities. As head of Enforcement Department, he was responsible for enforcement action against commercial banks, small finance and payment banks, NBFCs, cooperative banks, credit information companies, payment system operators, asset reconstruction companies, etc. He was also the head of Information Technology, Reserve Bank of India, spearheading technological development in RBI, particularly, in the areas of Currency Management, Government Banking, Payment System, e-Kuber, Cyber Security, Data Centre upgradation, Internal Applications, IT Infrastructure, etc. He was Regional Director for Rajasthan and carried out his Central Banking responsibilities in the areas of currency management, financial inclusion, financial literacy, banking / non-banking development, Government banking, etc. in the state of Rajasthan. He has served as RBI nominee director on the Board of Uttar Bihar Gramin Bank (RRB), Union Bank of India, Reserve Bank Information Technology Pvt. Ltd. (ReBIT), Mumbai, Reserve Bank Innovation Hub (RBiH), Bengaluru, and Institute for Development in Research and Banking Technology (IDRBT), Hyderabad. Arun has completed his graduation in Economics and MBA in Finance and HR. He is also a Certified Associate of the India Institute of Banking (CAIIB).

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and IRDAI regulations on Corporate Governance. Further, Mr. Arun Kumar Singh does not hold any shares in the Company.

The Nomination and Remuneration Committee of the Board and the Board of Directors are of the opinion that Mr. Arun Kumar Singh fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder and that he is independent of the management. His appointment is accordingly recommended by the Nomination and Remuneration Committee and the Board, for approval of the shareholders.

None of the Directors except him, Key Management Personnel, or their relatives, except Mr. Arun

Kumar Singh and his relatives, are in any way concerned or interested in this resolution.

The details in terms of Secretarial Standard 2 are annexed herewith as **Annexure 1**.

The members are requested to consider candidature of Mr. Arun Kumar Singh and appoint him as a Non-executive director of the Company.

Your Board and the Nomination and Remuneration Committee recommend Resolution at Item no 8 as an Ordinary Resolution by the Members.

Agenda Item no. 9 – Appointment of Mr. M Paramasivam (DIN: 08997088) as Punjab National Bank Nominee Non-Executive Director on the Board of the Company

Shri Binod Kumar, Nominee Director, Punjab National Bank ("PNB") has resigned with effect from January 16, 2025, from the Board of Directors of the Company, owing to his superannuation. Pursuant to the said resignation, PNB vide its letter dated May 01, 2025, proposed the appointment of Shri M Paramasivam as a non-executive nominee director on the Board of the Company in place of Shri Binod Kumar. Shri M Paramasivam assumed charge as Executive Director of the Bank on December 01, 2022.

Shri Paramasivam, an agriculture graduate and is also a Certified Associate Member of Indian Institute of Bankers (CAIIB), who started his journey in Canara Bank as Agricultural Officer in the year 1990 and served the Canara bank for 32 years in various capacities as Branch Head of VLBs, as Regional and Circle head of various regional and circle offices. He also headed Priority Credit Wing at Canara Bank, Head Office. and also headed Priority Credit Wing at Head Office, Canara Bank. His experience and contribution is spread across multiple domains of Branch Banking, Credit, Priority Sector, Forex and Trade Finance, Compliance, among others. During his tenure as Wing Head at Priority Credit Wing at Head Office, Canara Bank, FRUITS portal was started in coordination with NABARD and Karnataka State Government. He was also instrumental in commencement of five Agri Credit Centres in terms of EASE-3 norms. Shri Paramasivam has also undertaken Leadership Development Strategy Program organised by Banks Board Bureau and Indian Banks' Association.

The Nomination and Remuneration Committee of the Board and the Board of Directors are of the opinion that Mr. M Paramasivam fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder and that he is independent of the management. His appointment is accordingly recommended by the Nomination and Remuneration Committee and the Board, for approval of the shareholders.

None of the Directors except him, Key Management Personnel, or their relatives, except Mr. M Paramasivam and his relatives, are in any way concerned or interested in this resolution.

The details in terms of Secretarial Standard 2 are annexed herewith as **Annexure 1**. Further, Mr. M Paramasivam does not hold any shares in the Company.

The members are requested to consider candidature of Mr. M Paramasivam and appoint him as a Non-executive director of the Company.

Your Board and the Nomination and Remuneration Committee recommend Resolution at Item no 9

PNB MetLife India Insurance Company Limited
Unit No. 101, 1st Floor,
Techniplex 1, Techniplex Complex,
Off Veer Savarkar Flyover,
S V Road, Goregaon West,
Mumbai - 400 062
Phone : 022-41790000
Website : www.pnbmetlife.com
Email : indiaservice@pnbmetlife.co.in



as an Ordinary Resolution by the Members.

Agenda Item no. 10 – Renewal of Company’s Directors’ and Officers’ Liability Insurance Policy

The Company had taken a Directors’ & Officers’ Indemnity Insurance Policy with M/s. ICICI Lombard General Insurance Company Limited for INR 50 Crore during the previous year, which the Shareholders approved in their Meeting held on September 19, 2024. The said policy will be due for renewal in August/Sep 2025. The management shall renew the insurance as per the best available quote available.

Your Board recommends passing of resolution at Item no. 10 as an Ordinary Resolution.

**By order of the Board of Directors
For and on behalf of PNB MetLife India Insurance Company Limited,**

YAGYA Digitally signed by
YAGYA TURKER
TURKER Date: 2025.06.05
12:01:27 +05'30'

Yagya Turker
Company Secretary
Place: Mumbai
Date: June 05, 2025

ATTENDANCE SLIP

24th Annual General Meeting of PNB MetLife India Insurance Company Limited, (Corporate office – 1st Floor, Techniplex-1, Techniplex complex, Off Veer Savarkar Flyover, Goregaon (West), Mumbai - 400062) being held on Friday, June 27, 2025, at 10:00 a.m. through Video Conferencing mode.

Folio No. / DP ID Client ID No. :
Name of First named Member/Proxy/ :
Authorised Representative :
Name of Joint Member(s), if any :
No. of Shares held :

I/we hereby certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the 24th Annual General Meeting of the Company being held on Friday, June 27, 2025, at 10:00 a.m. through Video Conferencing mode.

Signature of First holder/Proxy/Authorised Representative: _____

Signature of 1st Joint holder _____

Signature of 2nd Joint holder _____

Note: (1) Please sign this attendance slip and hand it over at the venue of the meeting.

(2) Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.

(3) No duplicate attendance slip will be issued at the meeting hall.

PNB METLIFE INDIA INSURANCE COMPANY LIMITED

Unit No. 701, 702 & 703, 7th Floor, West Wing, Raheja Towers, 26/27 M G Road, Bangalore –560001

FORM NO. MGT-11

Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U66010KA2001PLC028883

Name of the Company: PNB MetLife India Insurance Co. Ltd.

Registered Office: Unit No. 701, 702 & 703, 7th Floor, West Wing, Raheja Towers, 26/27 M G Road, Bangalore – 560001

Name of the Member(s) :
Registered address :
E-mail ID :
Folio No./Client ID DP. ID :

I/We, being the Member(s), holding _____ 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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company, to be held on Friday, June 27, 2025 and at any adjournment thereof in respect of such resolutions as are indicated below:

Signature of shareholder
Signature of Proxy holder(s)
Affix revenue stamp

Notes: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

Annexure – 1

Particulars	Lyndon Oliver	Ashish Jawaharlal Bhat	Kastity Ha
	DIN: 07561067	DIN: 08652335	DIN: 07499371
Age	60 Years	49 Years	57 Years
Nationality	USA	Indian	USA
Educational Qualifications	MBA, Bachelor of Accounting- University of Alabama	B. Tech- IIT Delhi PGDM- IIM Calcutta	Bachelor of Science in Operations, Research & Economics from Carnegie Mellon University
Professional Experience	Regional President, Asia, MetLife	23+ years of experience in life insurance industry across Europe and Asia. Current role with MetLife Asia Limited as Regional Chief Financial Officer	Insurance, Actuarial, Financial analytics, Analytics, Risk and Compliance
Expertise	Actuarial, Finance, Strategy, Marketing, Leadership positions	Insurance and Finance	Insurance, Actuarial, Financial analytics, Process innovation, Capability enhancement
Terms & Conditions of appointment	Shareholders representative on the Board, Non-executive Director Liable to retire by rotation	Shareholders representative on the Board, Non-executive Director Liable to retire by rotation	Shareholders representative on the Board, Non-executive Director Liable to retire by rotation
Details of remuneration	NA	NA	NA
Remuneration last drawn, if applicable	NA	NA	NA
Date of first appointment on the Board	June 24, 2022	January 04, 2020	December 22, 2022
Date of re-appointment	September 19, 2024	September 19, 2024	September 19, 2024
Shareholding in the Company (%)	NIL	NIL	NIL
Relationship with other Directors, Manager and other KMPs	NIL	NIL	NIL
No. of meetings of the Board attended during the year#	6/6	5/6	5/6
Details of directorship in other Companies ⁵	NIL	NIL	NIL
Membership/Chairmanship of Committees of other Boards*	NIL	NIL	NIL

Particulars	Arvind Kumar Jain	Pheroze Mistry	Nitin Chopra
	DIN: 07911109	DIN: 00344590	DIN: 00213333
Age	68 Years	62 years	66 years
Nationality	Indian	Indian	Indian
Educational Qualifications	M.Sc., LLB, CAIB	MBA from Cornell University, B.Sc (Civil)	B. Tech IIT, Kanpur PGDM from IIM, Ahmedabad
Professional Experience	Ex-ED Punjab & Sind Bank, having Banking experience of around 40 years with expertise in Treasury & Credit	Business Management, Pallonji Group of Companies	Over 38 years of work experience, of which over 27 years are in senior positions in the financial services industry
Expertise	Banking & Finance	Business	Banking, Finance, Insurance
Terms & Conditions of appointment	Shareholder representative on the Board, Non-executive Director Liable to retire by rotation	Shareholder representative on the Board, Non-executive Director Liable to retire by Rotation	Independent Director
Details of remuneration	Board approved sitting fees is paid for attending Board/ Committee Meetings	NIL	Board approved sitting fees is paid for attending Board/ Committee Meetings
Remuneration last drawn, if applicable	NA	NIL	NIL
Date of first appointment on the Board	March 19, 2020	April 20, 2001	October 1, 2024
Date of re-appointment	September 19, 2024	September 19, 2024	NA
Shareholding in the Company (%)	NIL	NIL	Nil
Relationship with other Directors, Manager and other KMPs	NIL	NIL	Nil
No. of meetings of the Board attended during the year#	6/6	5/6	3/3 (calculated from appointment date)
Details of directorship in other Companies ⁵	1. Nabsamruddhi Finance Ltd. (NSFL) 2. SIDBI Venture Capital Ltd. (SVCL) 3. PNB Investment Services Ltd. (PISL) 4. IFCI Venture Capital Funds Ltd. (IFC VCF) 5. IFCI Ltd. 6. Bank of India Trustee Services Pvt. Ltd. 7. Paytm Payments Bank Ltd. 8. IIFCL Projects Ltd.	1. M Pallonji Shipping Pvt. Ltd. 2. M Pallonji and Company Pvt. Ltd. 3. Pallonji Leasing Pvt. Ltd 4. MP Automotors Pvt. Ltd. 5. Pallonji Investment and Finance Pvt. Ltd. 6. M Pallonji Investment Advisors Pvt. Ltd. 7. Pallonji Industrial Finishers Pvt. Ltd. 8. M. Pallonji Enterprises Pvt. Ltd. 9. Ravson Investments Pvt. Ltd. 10. MP offshore Pvt. Ltd.	1. Encore Asset Reconstruction Company Private Limited

	9. Fairconnect Financial Services Pvt. Ltd.	11. M. Pallonji logistics Pvt. Ltd. 12. Ohnicio Pvt. Ltd. 13. M Pallonji Shipyard Pvt. Ltd. 14. MJ Biopharm Pvt. Ltd. 15. Fettle Tone LLP 16. Travotel (India) LLP 17. KMP Properties LLP 18. Organic Biosystems LLP 19. Kanji Advisors LLP 20. ADF Foods Ltd. 21. Protec General Insurance Ltd 22. Supermax Shieldwise LLP	
Membership/Chairmanship of Committees of other Boards*	1. NSFL – Nomination, & Remuneration Committee (Member) 2. PNB ISL – Audit Committee (Chair), Nomination & Remuneration Committee (Member) 3. SVCL – Nomination & Remuneration Committee (Member) 4. IFCI VCF – Audit Committee, Nomination & Remuneration Committee (Member) 5. IFCI Limited – Stakeholders Relationship Committee (Chair), Nomination & Remuneration Committee, Audit Committee (Member) 6. BOI Trustee – Audit Committee (Member) 7. Paytm Payments Bank Limited – Audit Committee (Member)	NIL	1. Encore Asset Reconstruction Company Private Limited - Audit Committee (Chairman)

Particulars	Chetan Mathur	Sanjeev Paul	K R Kamath
	DIN: 00437558	DIN: 10993424	DIN: 01715073
Age	63 Years	63 Years	69 Years
Nationality	Indian	Singaporean	Indian
Educational Qualifications	BCom, Chartered Accountant (ICAI)	B.E, MBA	BCom
Professional Experience	Over 30+ years of global experience in finance leadership roles and over 23 years in food and beverages industry with prior exposure to automobiles and fertilizers	Banking professional with over 35 years of international experience. He also served as Group Head for Local & Commodity Corporates across 30 countries, led SCB's structured trade finance business and set up the Middle Market Business in India	Distinguished Indian banker whose career spans nearly four decades, marked by transformative leadership across India's major public sector banks. He has held leadership positions in several prominent institutions
Expertise	Controllership, Internal controls, Business strategy, Finance transformation, Risk management	Business, Risk management, Governance	Management adviser, Business mentor
Terms & Conditions of appointment	Independent Director	Independent Director	Independent Director
Details of remuneration	NA	NIL	NA
Remuneration last drawn, if applicable	NA	NIL	NA
Date of first appointment on the Board	May 09, 2025	May 14, 2025	June 02, 2025
Date of re-appointment	NA	NA	NA
Shareholding in the Company (%)	NIL	NIL	NIL
Relationship with other Directors, Manager and other KMPs	NIL	NIL	NIL
No. of meetings of the Board attended during the year#	NA	NA	NA
Details of directorship in other Companies ⁵	1. Prataap Snacks Ltd. 2. Traktion Solutions Pvt. Ltd. 3. Risk Educators Pvt. Ltd. 4. Terrainspotter Pvt. Ltd. 5. Shiprocket Pvt. Ltd.	NIL	1. New Opportunity Consultancy Private Limited 2. Ashimara Housing Private Limited 3. Conatus Finserve Private Limited 4. Aavas Financiers Limited 5. Spandana Sphoorty Financial Limited 6. Manipal Payment and Identity Solutions Limited 7. Kedaara Capital Fund II LLP

Membership/Chairmanship of Committees of other Boards*	1. Prataap Snacks Ltd - Audit Committee (Chairman), Nomination & Remuneration Committee (Member) 2. Shiprocket Pvt. Ltd. - Nomination & Remuneration Committee (Chairman)	NIL	1. New Opportunity Consultancy Private Limited – Audit Committee, Nomination & Remuneration Committee (Member) 2. Spandana Spoorthy Financial Ltd. – Stakeholders Relationship Committee (Chairman) 3. Aavas Financiers Limited – Audit Committee (Member) 3. Manipal Payment and Identity Solutions Limited – Audit Committee, Nomination & Remuneration Committee (Chairman)
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Particulars	Arun Kumar Singh	M Paramasivam
	DIN: 09498086	DIN: 08997088
Age	61 Years	58 Years
Nationality	Indian	Indian
Educational Qualifications	Economics (Hons), MBA in Finance, CAIIB	Agriculture graduate, CAIIB
Professional Experience	Seasoned Central Banker with nearly 34 years of distinguished service at the Reserve Bank of India (RBI), where he most recently served as Chief General Manager-in-Charge & Head of the Enforcement Department	Banking experience of nearly 35 years with expertise in various capacities such as Branch Head of VLBs, Regional Head and Circle Head of various regional and circle offices
Expertise	Regulation and supervision of banks and NBFCs, Enforcement, Information Technology and Monetary Policy	Branch Banking, Credit, Priority Sector, Forex and Trade Finance, Compliance
Terms & Conditions of appointment	Independent Director	Shareholder representative on the Board, Non-executive Director Liable to retire by rotation
Details of remuneration	NA	NA
Remuneration last drawn, if applicable	NA	NA
Date of first appointment on the Board	June 02, 2025	May 09, 2025
Date of re-appointment	NA	NA
Shareholding in the Company (%)	NIL	NIL

Relationship with other Directors, Manager and other KMPs	NIL	NIL
No. of meetings of the Board attended during the year#	NA	NA
Details of directorship in other Companies ⁵	1. Bandhan Bank	1. PSB Alliance Pvt. Ltd. 2. PNB Investment Services Ltd.
Membership/Chairmanship of Committees of other Boards*	1. Bandhan Bank – Audit Committee (Member)	NIL

\$ Includes details of Companies incorporated in India under the Companies Act, 1956/the Companies Act, 2013 and LLPs.

** For the purpose of considering the Committee Memberships and Chairmanships for a Director, the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Grievance Committee of Public Companies only have been considered. The details of "Directorships held in other companies" and "Chairmanship/Memberships of Committees in other companies" are considered on the basis of annual disclosure received from the Directors as on March 31, 2025.*

Information is provided for the FY 2024-25.