

Transcript of 24th Extra Ordinary General Meeting of PNB MetLife India Insurance Company Limited held on January 31, 2022 at 03:30 p.m. through Video Conference facility

The 24th Extra Ordinary General Meeting had been convened through video conferencing facility in line with General Circular Nos. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020, 39/2020 dated 31.12.2020, 10/2021 dated 23.06.2021 and 20/2021 dated 08.12.2021 issued by the Ministry of Corporate Affairs.

Welcome address

Ms. Yagya Turker, Company Secretary, welcomed the Shareholders, Directors, Auditors and all other participants to the 24th Extra Ordinary General Meeting of the Company. The meeting link was opened for participation 30 minutes ahead of the scheduled time for the meeting. The Directors and Members present confirmed that they were able to clearly communicate with each other.

Mr. Ashish Kumar Srivastava, Managing Director & CEO was unanimously elected as the Chairman of the meeting by the shareholders present.

Ms. Yagya Turker stated that EGM was held at a shorter notice and confirmed the presence of quorum for the Meeting and the Meeting was duly convened. She called out the names and location of participation of all participants of the meeting obtained from them in advance of the meeting, and the participants identified themselves by raising their hand.

The Chairman welcomed all the shareholders and their authorized representatives at the EGM and began the proceedings.

The Chairman welcomed the Directors, members, auditors and other invitees present at the Extra Ordinary General Meeting.

With the Consent of the members present, the notice convening the meeting was taken as read.

Thereafter he proceeded with the agenda as enumerated in the notice of the meeting.

The following resolution was duly approved as a Special Resolution, considered for approval as a Special Business at the EGM:

Amendment of the Articles of Association (“AOA”) of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 5, 14 of the Companies Act, 2013 and any other applicable provisions (including statutory modifications or re- enactments thereof, for the time being in force), and Rules framed thereunder, the consent of the Members of the Company, be and is hereby accorded, to

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addition/alteration of clause no. 2, 7.2, 7.3 and 7.13 of the Articles of Association as annexed to the notice of extra ordinary general meeting as Annexure 1.”

“**RESOLVED FURTHER THAT** Mr. Agnipushp Singh, 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, Bangalore and issuing certified copies of the resolutions.”

The Resolution was passed unanimously.

Vote of Thanks

There being no other business to transact at the meeting, the meeting concluded at 03:45 p.m. with a vote of thanks to the chair.

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