

Rathi & Associates

COMPANY SECRETARIES

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FORM No. MGT-13

SCRUTINIZERS' REPORT

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

To,
The Chairman
BHARTI AXA LIFE INSURANCE COMPANY LIMITED,
Unit No. 1904, 19th Floor,
Parinee Crescenzo, 'G' Block,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051

Dear Sir,

Sub: **Scrutinizers' Report on voting through Electronic Ballot Forms (Poll) at the 01/2021-22 Extra-Ordinary General Meeting of the Members of Bharti AXA Life Insurance Company Limited**

I, Jayesh M. Shah, Partner of M/s Rathi & Associates, Company Secretaries was appointed as Scrutinizer for the purpose of voting exercised by Shareholders on the below mentioned resolution at the 01/2021-22 Extra-Ordinary General Meeting ("EGM") of the Members of Bharti AXA Life Insurance Company Limited held on Friday, December 10, 2021 at 09:30 A.M. through Video Conferencing facilities, submit our report as under:

The EGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with the General Circular No. 10/2021 dated 23rd June, 2021 read with Circular no. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020 and 02/2021 dated 13th January, 2021 issued by Ministry of Corporate Affairs (MCA) and in terms of the said Circulars had provided facility to Shareholders to cast their votes on the resolution, as per the Notice of EGM dated 17th November, 2021, by sending email (on the designated email address circulated/intimated by the Company) through their email addresses which is registered with the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder, the circulars issued by the MCA relating to voting to be conducted at the time of EGM on the resolution contained in the Notice of the EGM of the Members of the Company.

My responsibility as a Scrutinizer is to scrutinize and ensure that the voting exercised by shareholders through designated email Id in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolution;

1. After the time fixed for voting, confirmation of voting received from shareholders on the designated email id was checked.
2. The voting confirmation received from shareholders was reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
3. I did not find vote invalid.
4. The result of the voting carried out at the EGM and votes cast by Shareholders is as under:
 - (a) **Resolution No. 1** - as an Ordinary Resolution for revision in remuneration to INR 33,27,500 per annum (excluding GST and out of pocket expenses) to each of the Joint Statutory Auditors, i.e. M/s. M.P. Chitale & Co., Chartered Accountants (ICAI Firm Registration No.101851W) and M/s. CNK & Associates, Chartered Accountants (ICAI Firm Registration No.101961W) for the Financial Year 2021-22.

Sr. No	Particulars	Resolution 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,33,12,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,33,12,00,974
	(i) Voting with assent for the Resolution	5	3,33,12,00,974
	% of Assent		100
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-

For RATHI & ASSOCIATES
COMPANY SECRETARIES

JAYESH M. SHAH
PARTNER
MEMBERSHIP NO.FCS: 5637
COP No.: 2535

Date: December 10, 2021
Place: Mumbai
UDIN: F005637C001725025