

BHARTI AXA LIFE INSURANCE COMPANY LIMITED

DETAILS OF VOTING RESULTS CONDUCTED THROUGH POLL UNDER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of the 17 th Annual General Meeting	27 th September, 2022
Total number of shareholders on record date	7
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	0
Public	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	5
Public	0

Resolution No. 1								
Resolution required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To receive, consider and adopt the Audited Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended 31 March 2022, the Balance Sheet as at that date, together with the Reports of the Joint Statutory Auditors and Directors thereon			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.							Yes	

Resolution No. 2								
Resolution required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To appoint a Director in place of Rakesh Bharti Mittal (DIN: 00042494), who retires by rotation and being eligible, offers himself for re-appointment			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.							Yes	

Resolution No. 3								
Resolution required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To appoint a Director in place of Rajesh Sud (DIN: 02395182), who retires by rotation and being eligible, offers himself for re-appointment			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total							
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.							Yes	

Resolution No. 4								
Resolution required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Appointment of Rodney Coelho (DIN: 09469298) as Director of the Company (Regularisation)			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total							
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.							Yes	

Resolution No. 5								
Resolution required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Appointment of Niharika Yadav (DIN: 09406198) as Director of the Company (Regularisation)			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total							
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.							Yes	

Resolution No. 6								
Resolution required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Appointment of Celine Callard (DIN: 09598368) as Director of the Company (Regularisation)			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total			0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total							
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.								Yes

Resolution No. 7								
Resolution required:					Special Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					CEO Compensation			
Category	Mode of voting	N+o. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,62,62,00,976	0	0	0	0	0	0
	Poll		3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total							
	Total	3,62,62,00,976	3,62,62,00,974	99.99	3,62,62,00,974	0	100	0
Whether resolution is Passed or Not.							Yes	

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

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 17th Annual 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 resolutions contained in the Notice dated 5th September 2022 for the 17th Annual General Meeting ("AGM") of the Members of Bharti Axa Life Insurance Company Limited held on Tuesday, 27th September, 2022 at 11.00 A.M. through Video Conferencing facilities, submit our report as under:

The AGM 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. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020 and 02/2022 dated 5th May, 2022 (collectively "Circulars") issued by the Ministry of Corporate Affairs ("MCA") and in terms of the said Circulars had provided facility to Shareholders to cast their votes on the resolutions, as per the Notice of AGM dated 5th September, 2022, 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 AGM on the resolutions contained in the Notice of the AGM 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 resolutions;

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 any invalid vote.
4. The result of the voting carried out at the AGM and votes cast by Shareholders is as under:

- (a) **Resolution No. 1** – as an Ordinary Resolution for consideration and adoption of the Audited Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended 31st March, 2022, the Balance Sheet as at that date, together with the Reports of the Joint Statutory Auditors and Directors thereon;

Sr. No	Particulars	Resolution 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
	(i) Voting with assent for the Resolution	5	3,62,62,00,974
	% of Assent		100
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-



- (b) **Resolution No. 2** - as an Ordinary Resolution for re-appointment of Mr. Rakesh Bharti Mittal (DIN: 00042494), who retired by rotation and being eligible, had offered himself for re-appointment, as Director of the Company.

Sr. No	Particulars	Resolution 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
	(i) Voting with assent for the Resolution	5	3,24,62,00,974
	% of Assent		100
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-

- (c) **Resolution No. 3** - as an Ordinary Resolution for re-appointment of Mr. Rajesh Sud (DIN: 02395182), who retired by rotation and being eligible, had offered himself for re-appointment, as Director of the Company.

Sr. No	Particulars	Resolution 3	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
	(i) Voting with assent for the Resolution	5	3,62,62,00,974
	% of Assent		100
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-



- (d) **Resolution No. 4** - as an Ordinary Resolution for appointment of Rodney Coelho (DIN: 09469298), who was appointed Additional Director of the Company, as Non-Executive Director of the Company liable to retire by rotation;

Sr. No	Particulars	Resolution 4	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
(i)	Voting with assent for the Resolution	5	3,62,62,00,974
	% of Assent		100
(ii)	Voting with dissent for the Resolution	-	-
	% of Dissent		-

- (e) **Resolution No. 5** - as an Ordinary Resolution for appointment of Niharika Yadav (DIN: 09406198), who was appointed Additional Director of the Company, as Non-Executive Director of the Company liable to retire by rotation;

Sr. No	Particulars	Resolution 5	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
(i)	Voting with assent for the Resolution	5	3,62,62,00,974
	% of Assent		100
(ii)	Voting with dissent for the Resolution	-	-
	% of Dissent		-



- (f) **Resolution No. 6** - as an Ordinary Resolution for appointment of Celine Callard (DIN: 09598368), who was appointed Additional Director of the Company, as Non-Executive Director of the Company liable to retire by Rotation;

Sr. No	Particulars	Resolution 6	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
(i)	Voting with assent for the Resolution	5	3,62,62,00,974
	% of Assent		100
(ii)	Voting with dissent for the Resolution	-	-
	% of Dissent		-

- (g) **Resolution No. 7** - as Special Resolution for approval of revision in total cash compensation of Mr. Parag Raja (DIN: 08713978), CEO and Managing Director of the Company with effect from 1st April, 2022;

Sr. No	Particulars	Resolution 7	
		No. of members who voted	No. of shares voted for
a.	Votes cast through designated email id	5	3,62,62,00,974
b.	Less: Invalid voting	0	0
c.	Net Valid voting	5	3,62,62,00,974
(i)	Voting with assent for the Resolution	5	3,62,62,00,974
	% of Assent		100
(ii)	Voting with dissent for the Resolution	-	-
	% of Dissent		-



The list of members who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

For RATHI & ASSOCIATES
COMPANY SECRETARIES



A handwritten signature in blue ink, appearing to read "Jayesh M. Shah", written over a grid of lines.

JAYESH M. SHAH
PARTNER
MEMBERSHIP NO.FCS: 5637
COP No.: 2535
PEER REVIEW No. 668/2020

Date: 27th September, 2022
Place: Mumbai
UDIN: F005637D001058260