

**NOTICE**

**NOTICE** is hereby given that the Extra-ordinary General Meeting of the Members of Aditya Birla Sun Life Pension Management Limited will be held at shorter notice on Tuesday, August 27, 2024, at 11:00 AM (IST) at the **Registered Office** at 16<sup>th</sup> Floor, One World Centre, Tower 1, Jupiter Mill Compound, 841, S. B. Marg, Elphinstone Road, Mumbai – 400 013 to transact, with or without modification(s), the following business:-

**SPECIAL BUSINESS**

- 1. To consider and approve change in Company's name and consequent amendment in Memorandum of Association and Articles of Association of the Company and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

**“RESOLVED THAT** pursuant to provision of Section 13(2) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and rules framed thereunder, including any statutory modification(s) or re-enactment thereof, for the time being in force and subject to requisite regulatory approvals consents, permissions and sanctions, required, if any, in this regard from any appropriate statutory authorities, the consent of the members be and is hereby accorded for changing the name of the Company from “Aditya Birla Sun Life Pension Management Limited” to **“Aditya Birla Sun Life Pension Fund Management Limited”**;

**RESOLVED FURTHER THAT** the Name Clause, being Clause I of the Memorandum of Association of the Company, be and is hereby altered by deleting the existing Clause I and substituting it with the following:

**I. The Name of the Company is “Aditya Birla Sun Life Pension Fund Management Limited”**

**RESOLVED FURTHER THAT** in terms of Section 14 of the Companies Act, 2013 and other applicable provisions of the Act, if any, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company;

**RESOLVED FURTHER THAT** any Director, Mr. Vikas Seth, Chief Executive Officer, Ms. Sandhya Upadhyay, Chief Financial Officer and Mr. Chetan Shigavan, Company Secretary of the Company be and are hereby authorised to file necessary forms/ applications/ documents prescribed under the Act with the Authority/ Registrar of Companies/ Ministry of Corporate Affairs/ Central Registration Centre and to do all other acts, deeds, things and matter and to take all such steps and actions and give directions as may be in their absolute discretion deem necessary and to settle any question that may arise in this regard for the purpose of giving effect to aforesaid resolution.”

**By order of the Board  
For Aditya Birla Sun Life Pension Management Limited**

**Sd/-  
Chetan Shigavan  
Company Secretary  
ACS 47055**

**Mumbai, August 21, 2024**

**Registered Office:** One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill Compound, 841, S. B. Marg, Elphinstone Road, Mumbai-400013

**NOTES:**

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to Business to be transacted at the Meeting under Item No. 1 is annexed to this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE VALID AND EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**

**A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. THE PROXY FORM DULY COMPLETED AND SIGNED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.**

3. Bodies corporate can be represented at the meeting by such person(s) as are authorised. Copies of resolution under section 113 of the Companies Act, 2013, authorising such person(s) to attend the meeting should be forwarded to the Company prior to the meeting.
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members who have not registered their email addresses so far are requested to register their email address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
6. Member / Proxy, desirous of attending the Meeting, must bring the Attendance Slip (enclosed herewith) to the Meeting duly completed and signed, and hand over the same at the venue entrance.
7. All documents referred to in the Notice and the Explanatory Statement, and requiring Members' approval, and such statutory records and registers, as are required to be kept open for inspection under the Companies Act, 2013, will be available for inspection in electronic form on the day of the meeting.
8. The Register of Directors and Key Managerial Personnel and their shareholding maintained

under Section 170 of the Companies Act, 2013, will be available for inspection in electronic form on the day of the meeting.

9. Documents referred in the notice are available for inspection of members between 11.00 A.M to 5 P.M. on working days at the registered office of the Company until the date of meeting and the members can also obtain copy thereof.
10. A Route Map showing directions to reach the venue of the Extra Ordinary General Meeting is given below.
11. The Notice calling the Extra Ordinary General Meeting has also been uploaded on the website of the Company at <http://www.pensionfund.adityabirlacapital.com/>

**ANNEXURE TO THE NOTICE**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES  
ACT 2013**

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As required by sub section 1 of section 102 of the Companies Act 2013, the following explanatory statement set out all the material facts relating to Special Business mentioned in the accompanying notice dated August 21, 2024.

**Item No. 1**

Pursuant to Pension Fund Regulatory Development and Authority (Pension Fund) (Amendment) Regulations, 2023, the Company is required to amend the name clause of the Company.

Regulation 8 of Pension Fund Regulatory Development and Authority (Pension Fund) (Amendment) Regulations, 2023, states that “the sponsor of a pension fund, upon being permitted by the Authority, shall:

(a) incorporate a pension fund as a company under the Companies Act, 2013 and shall have the name “Pension Fund” incorporated in its name clause.

Provided that pension fund(s) already registered with Authority shall comply with the provisions of this clause within a period of twelve months from the date of notification of these amendment to regulations;”

Accordingly, it is proposed to change the name of the Company from “Aditya Birla Sun Life Pension Management Limited” to “Aditya Birla Sun Life Pension Fund Management Limited”, subject to requisite regulatory approvals consents, permissions and sanctions, required, if any, in this regard from any appropriate statutory authorities. The Pension Fund Regulatory and Development Authority vide its letter No PFRDA/16/3/0001/2018-REG-PF dated July 31, 2024, has provided its No-Objection Certificate for the aforesaid name change of the Company.

Further, the MCA vide its letter dated August 14, 2024, has provided its No-Objection in the availability of the changed name Aditya Birla Sun Life Pension Fund Management Limited from the existing Aditya Birla Sun Life Pension Management Limited to the Company.

In view of the proposed name change, the Company is also required to amend the Clause I of Memorandum of Association and subsequent alteration in Articles of Association of the Company.

Pursuant to the provisions of Section 13 and 14 read with Section 4 and all other applicable provisions of the Companies Act, 2013 and with Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), and

**Correspondence & Registered office:**

**Aditya Birla Sun Life Pension Management Limited**  
One World Center, Tower 1, 16<sup>th</sup> Floor,  
Jupiter Mill Compound, 841, Senapati Bapat Marg,  
Elphinstone Road, Mumbai, Maharashtra - 400 013

Tel: +91 22 6723 9203 / 04  
CIN: U66000MH2015PLC260801

other applicable provisions, if any, alteration of the Name Clause requires approval of the Members of the Company by way of passing as Special Resolution to that effect. Hence, the Board of Directors at its meeting held on July 19, 2024, had recommended resolution set out in the Notice for the approval of the Members.

None of the Directors and Key Managerial Persons (including relatives of such Directors and Key Managerial Persons) of the Company are, in any way, concerned or interested, in the Special Resolution set out at Item No. 1 of the Notice.

A copy of the existing Memorandum of Association of the Company together with the proposed changes are open for inspection by the members during normal business hours on any working day at the registered office of the Company.

**By order of the Board  
For Aditya Birla Sun Life Pension Management Limited**

**Date: August 21, 2024  
Place: Mumbai**

**Sd/-  
Chetan Shigavan  
Company Secretary  
ACS 47055**

**Registered Office:**  
One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill Compound, 841, S. B. Marg, Elphinstone Road, Mumbai-400013

**ADITYA BIRLA SUN LIFE PENSION MANAGEMENT LIMITED**

CIN: U66000MH2015PLC260801

**Registered Office:** One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill  
Compound, 841, S.B. Marg, Elphinstone Rd. Mumbai 400013.

Email: [care.pensionfunds@adityabirlacapital.com](mailto:care.pensionfunds@adityabirlacapital.com)

Website: <https://pensionfund.adityabirlacapital.com> Ph: 022-6723 9100

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Full name of the Member(s) (IN BLOCK LETTERS):

Registered Address :

Folio No/ Client ID :

No. of Shares held :

I/We hereby record my/our presence at the Extra-ordinary General Meeting of the Company held at Registered Office at, One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill Compound, 841, S.B. Marg, Elphinstone Road, Mumbai - 400013 on Tuesday, August 27, 2024, at 11:00 AM.

Member's Signature

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*Note: The Member must bring this Attendance Slip to the Meeting, duly completed and signed, and handover the same at the venue entrance.*

**Correspondence & Registered office:**

**Aditya Birla Sun Life Pension Management Limited**

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**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]

**Name of the Company:** Aditya Birla Sun Life Pension Management Limited

**CIN:** U66000MH2015PLC260801

**Registered Office:** One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill Compound, 841, S.B. Marg, Elphinstone Rd. Mumbai 400013

Name of the Member(s):

Registered address:

E-mail Id:

Folio No. /Client Id & DP. Id:

I/We, being the Member(s) of .....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

3.

Name:.....

Address:

E-mail Id:

Signature:.....

**Correspondence & Registered office:**

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Jupiter Mill Compound, 841, Senapati Bapat Marg,

Elphinstone Road, Mumbai, Maharashtra - 400 013

Tel: +91 22 6723 9203 / 04

CIN: U66000MH2015PLC260801



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Tuesday, August 27, 2024, at 11:00 AM at One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill Compound, 841, S.B. Marg, Elphinstone Road. Mumbai 400013, and at any adjournment thereof in respect of such resolutions as are indicated below:

**Special Business**

1. Approve change in Company's name and consequent amendment in Memorandum of Association and Articles of Association of the Company

Signed this..... day of..... 2024

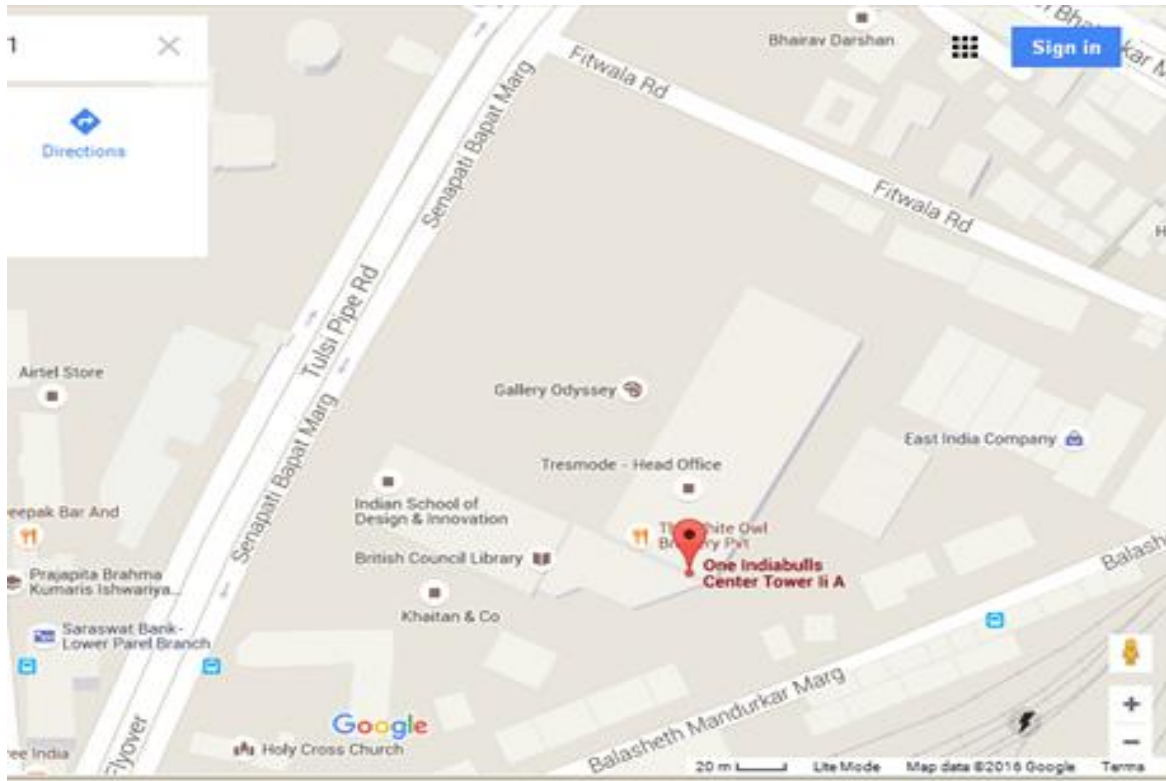
Signature of shareholder:

Signature of Proxy holder(s):

Affix Re.1 Rev Stamp
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Note: 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 Meeting

**Route Map**



**By order of the Board  
For Aditya Birla Sun Life Pension Management Limited**

**Sd/-  
Chetan Shigavan  
Company Secretary  
ACS 47055**

**Mumbai, August 21, 2024**

**Registered Office:**

One World Centre, Tower 1, 16<sup>th</sup> Floor, Jupiter Mill Compound, 841, S. B. Marg, Elphinstone Road, Mumbai – 400 013.

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