



**TRANSCRIPT
7TH ANNUAL GENERAL MEETING OF
ADITYA BIRLA SUN LIFE PENSION MANAGEMENT COMPANY LIMITED
HELD ON
FRIDAY, JUNE 25, 2021 AT 12.00 P.M. (IST)**

Members Present

Mr. Ajay Kanth	Authorized representative of Aditya Birla Sun Life Insurance Company Limited (ABSLI)
Mr. Kamlesh Rao	Member (jointly with ABSLI)
Ms. Shobha Ratna	Member (jointly with ABSLI)
Mr. Lalit Vermani	Member (jointly with ABSLI)
Mr. Amber Gupta	Member (jointly with ABSLI)

Directors Present

Mr. Kamlesh Rao	Non-Executive Director
Mr. Sandeep Asthana	Non-Executive Director
Mr. S.C. Bhargava	Independent Director and Chairman of Audit Committee
Mr. Vijay Agarwal	Independent Director

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Aditya Birla Sun Life Insurance Company Limited



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In Attendance

Mr. Jaibind Sahu

Company Secretary

Invitees

Mr. Edwin Augustine	Representative(s) of. M/s. Sharp & Tannan., Chartered Accountants, Statutory Auditors
Mr. Dilip Bharadiya	Representative of M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries
Mr. Sandesh Joshi	Chief Financial Officer, ABSLI
Mr. Chetan Shigavan	Manager- Legal, ABSLI

Welcome Speech by Mr. Jaibind Sahu, Company Secretary

Good Afternoon everyone, welcome you all to the 7th (Seventh) Annual General Meeting ('AGM').

5 (FIVE) Members of the Company are present in the meeting, including the authorized representative of Aditya Birla Sun Life Insurance Company Limited (ABSLI) (holding 99.99% of shareholding) represented by Mr. Ajay Kanth. Other 4 Members are individual Members who are representing as nominee of Aditya Birla Sun Life Insurance Company Limited. Mr. Ajay Srinivasan and Mr. Amit Jain could not join the meeting and has sought for Leave of absence.

I welcome all the Directors also for this AGM, and I am pleased to welcome, Mr. Sandeep Asthana, Mr. Kamlesh Rao, Mr. Vijay Agarwal and Mr. S. C. Bhargava who is also the Chairman of the Audit Committee and required to be present at the AGM. Mr. Sandeep Asthana, member of the Nomination and Remuneration Committee, Mr. Kamlesh Rao, member of the Audit Committee and Nomination and Remuneration Committee and Mr. Vijay Agarwal, member of the Audit Committee and Nomination and Remuneration Committee.

I am delighted to welcome Mr. Edwin Augustine from M/s. Sharp & Tannan Chartered Accountants, Statutory Auditors and Mr. Dilip Bharadiya from M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries. I am also pleased to Welcome Mr. Sandesh Joshi, CFO at ABSLI and Mr. Mr. Chetan Shigavan, Manager – Legal at ABSLI.

All the statutory registers and the necessary documents as required under the provisions of the Companies Act, 2013 are available for inspections during the meeting.



Mr. Jaibind Sahu, as per the provisions of the Companies Act and the Articles of Association, asked the Directors to elect amongst themselves any one of the Director to be the Chairman of the meeting.

Therefore, we would like to propose the name of Mr. **S. C. Bhargava** to Chair the proceedings of the meeting. I request Mr. Amber Gupta to propose and any other Director to second the same.

Mr. Amber Gupta:

I proposed Mr. **S. C. Bhargava** as the Chairman of the AGM.

Mr. Kamlesh Rao:

I second the same.

Jaibind Sahu:

Thank you everyone, now I request Mr. **S. C. Bhargava** to Chair the proceedings of the meeting and commence the proceedings.

Accordingly, Mr. **S. C. Bhargava** occupied the Chair.

Mr. S. C. Bhargava:

Thank you **Jaibind**, good morning to everybody present in this virtual AGM. It gives me great pleasure to welcome you all to the 7th Annual General Meeting of your Company along with other Directors of the Company who are present in the meeting.

4 (Four) Directors are present virtually in the meeting via video conference facility (through Microsoft Teams). Other Directors could not attend the meeting due to their pre-occupation.

Commencement of the meeting

Mr. S. C. Bhargava read the Notice of AGM, the Auditors Report and Secretarial Auditors Report.

The Notice of the AGM has been circulated to all the Members of the Company electronically on the email addresses registered with the Company. With the consent of the Shareholders present, the AGM Notice dated June 03, 2021 which was circulated on June 03, 2021 shall be taken as read.

The Statutory Auditor's Report and Secretarial Auditor's Report are available for inspection. Since there are no qualifications, comments or observations by the Auditors, the said unqualified reports are not being read in terms of Section 145 of the Companies Act.

The Financial Statement for the year ended March 31, 2021 together with the Reports of the Board, Management along with Annexures and Statutory Auditors thereon and Secretarial Audit Report have already been circulated to you all. With your permission, I would like to take them as read.

Mr. S. C. Bhargava

If there are no comments on the Financial Statements, Auditors Report and Board Report, I will take up the items of the Notice in seriatim. Starting with Item No.1 which is an Ordinary Resolution.

To consider and adopt the audited Financial Statements for the financial year ended March 31, 2021, together with Reports of Directors and Auditors thereon.

I request the shareholders to propose and second the same.

Mr. Lalit Vermani: I propose the resolution.

Mr. Amber Gupta: I will second the same.

Mr. S. C. Bhargava:

Ok, I now put the resolution to vote, and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

So, I hear all “YES”, the resolution is passed unanimously. Thank you, Shareholders.

Mr. S. C. Bhargava:

Now I move to Item No. 2 which is an Ordinary Resolution.

Re-appointment of Mr. Kamlesh Rao (DIN 07665616) as a Director

I request the shareholders to propose and second the same.

Mr. Lalit Vermani: I propose **Kamlesh Rao’s** name.

Mr. Amber Gupta: I second **Kamlesh Rao’s** name.

Mr. S. C. Bhargava:

Ok, I now put the resolution to vote, and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

Again, I hear all “YES”, so the resolution is passed unanimously. Thank you everyone,



Mr. S. C. Bhargava:

I would like to move on the Item No. 3 which is an Ordinary Resolution.

Appointment of Mr. Balasubramanian Athmanathan (DIN: 02928193) as (Non-Executive, Non - Independent) Director of the Company, liable to retire by rotation

I request the shareholders to please propose and second the same.

Mr. Amber Gupta: I propose the resolution.

Mr. Lalit Vermani: I second the same.

Mr. S. C. Bhargava:

Thank you Jaibind, I now put the resolution to vote, and request the Shareholders to say "YES" those in favour and "NO" those who are not in favour.

Hearing all "YES", the resolution is passed unanimously. Thank you everyone,

Mr. S. C. Bhargava:

Now, I move to Item No. 4 which is an Ordinary Resolution.

Appointment of Mr. Kumar Sharadindu (DIN: 07341455) as an Independent Director of the Company.

I request the shareholders to please propose and second the same.

Mr. Lalit Vermani: I propose the resolution.

Mr. Amber Gupta: I second the same.



Mr. S. C. Bhargava:

I now put the resolution to vote and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

Hearing all “YES”, the resolution is passed unanimously. Thank you everyone.

Mr. S. C. Bhargava:

Now I move to Item No. 5 which is a Special Resolution.

To consider and approve increase in the Authorised Share Capital of the Company

I request the shareholders to propose and second the same.

Mr. Lalit Vermani: I propose the resolution.

Mr. Amber Gupta: I second the same.

Mr. S. C. Bhargava:

Thank you, I now put the resolution to vote, and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

This resolution too is passed unanimously. Thank you everyone.

Mr. S. C. Bhargava:

Now, I move to Item No. 6 which is a Special Resolution.

To alter the Memorandum of Association of the Company

I request the shareholders to propose and second the same.

Mr. Lalit Vermani: I propose the resolution.

Mr. Amber Gupta: I second the same.

Mr. S. C. Bhargava:

I now put the resolution to vote and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour. So the resolution is passed unanimously.

Thank you everyone,

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Mr. S. C. Bhargava:

Now, I move to Item No. 7 which is a Special Resolution.

To alter the Articles of Association of the Company

I request the shareholders to please propose and second the same.

Mr. Lalit Vermani: I propose the resolution.

Mr. Amber Gupta: I second the same.

Mr. S. C. Bhargava:

Thank you, I now put the resolution to vote, and request the Shareholders to say "YES" those in favour and "NO" those who are not in favour.

So, this resolution is also passed unanimously. Thank you everyone.

Vote of thanks

Mr. S. C. Bhargava:

So as all the items of the Notice have been completed, I declare the meeting concluded.

Thanks to all the Shareholders, Directors and Auditors for smooth conduct of the meeting by virtual means and wish you all a good day.