

Pension Funds

Aditya Birla Sun Life Pension Management Ltd.



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NOTICE

NOTICE is hereby given that the 7th (Seventh) Annual General Meeting of the Members of Aditya Birla Sun Life Pension Management Limited will be held on Tuesday, June 25, 2021 at 12 Noon (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to transact, with or without modification, as may be permissible, the following businesses.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements for the financial year ended March 31, 2021 together with Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Kamlesh Rao, (DIN: 07665616) who retires by rotation and being eligible, offers himself for re - appointment.

SPECIAL BUSINESS

3. To appoint Mr. Balasubramanian Athmanathan as a (Non-Executive, Non-Independent) Director of the Company and in this connection, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 149, 152 read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the Company, Mr. Balasubramanian Athmanathan (DIN 02928193), who was appointed as an Additional Director of the Company effective from February 24, 2021 by the Board of Directors by passing circular resolution dated February 24, 2021 and noted in the Board meeting held on April 22, 2021 and whose term of office expires at this Annual General Meeting ('AGM') in terms of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, and in accordance with the recommendation of the Nomination and Remuneration Committee and Board of Directors, be and is hereby appointed as a (Non-Executive, Non Independent) Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Directors or Company Secretary be and are hereby severally authorised to file necessary e-forms with the Registrar of Companies, to make necessary entries in the Statutory registers

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of the Company and to do all such acts, deeds, matters and such other things as may be considered necessary, expedient or incidental for carrying out the above resolution including issuing of appointment letter to the Director.”

4. To appoint Mr. Kumar Sharadindu as a Additional Director (‘Independent Director’) of the Company and in this connection, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED** that pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Kumar Sharadindu (DIN 07341455), who was appointed as an Additional (Independent) Director of the Company effective from February 1, 2021 by the Board of Directors by passing circular resolution dated January 22, 2021 and noted in the Board meeting held on April 22, 2021 and whose term of office expires at this Annual General Meeting (‘AGM’) and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and in accordance with the recommendation of the Nomination and Remuneration Committee and Board of Directors, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from February 01, 2021 to February 01, 2026, not liable to retire by rotation.”

RESOLVED FURTHER THAT Directors or Company Secretary be and are hereby severally authorised to file necessary e-forms with the Registrar of Companies, to make necessary entries in the Statutory registers of the Company and to do all such acts, deeds, matters and such other things as may be considered necessary, expedient or incidental for carrying out the above resolution including issuing of appointment letter to the Independent Director.”

5. To consider increase in the Authorised Share Capital of the company and in this regard, to pass, the following resolution as a special resolution.

RESOLVED THAT, pursuant to provisions of Section 61 read with Section 13 and Section 14 of the Companies Act 2013 and other applicable provisions if any (including any statutory modification and re-enactment thereof for the time being in force) and the rules framed thereunder, consent of the members be and is hereby accorded to increase the authorised share capital of the company from the present Rs. 40,00,00,000 (Rupees Forty Crore) consisting of 4,00,00,000 (Four Crore) Equity Shares of Rs.10/-(Rupees

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Ten) each to Rs. 45,00,00,000/- (Rupees Forty Five Crores) comprising of 4,50,00,000 (Four crore fifty lakh) Shares of Rs. 10/- (Rupees Ten) each amounting to Rs. 45,00,00,000 (Rupees Forty Five) Crores) ranking paripassu with the existing equity shares of the company.

FURTHER RESOLVED THAT, any director or company secretary of the company be and is hereby authorised to do all such act, deeds and things including all forms, documents filing with the Registrar of Companies as may be necessary and incidental to give effect to the aforesaid resolution.

6. To alter the Memorandum of Association and in this regard, to pass, the following resolution as a special resolution.

“RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and 14 and all other applicable provisions of the Companies Act, 2013 read with the Companies Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), consent be and is hereby accorded to alter the Capital Clause of Memorandum of Association of the Company by substituting the existing Clause V(a) thereof by the following new Clause V(a):

V. (a) The Authorised Share Capital of the Company is Rs. 45,00,00,000/- (Rupees Forty Five Crores Only) comprising of 4,50,00,000 (Four Crore fifty lakh) Equity Shares of Rs. 10/- (Rupees Ten) each amounting to Rs. 45,00,00,000 (Rupees Forty Crores)

RESOLVED FURTHER THAT any Director of the Company or Company Secretary or Chief Financial Officer of the Company be and is hereby severally authorised to file the required forms prescribed under the Act with the registrar of companies and take all such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question that may arise in this regard for the purpose of giving effect to aforesaid resolution.”

7. To alter the Articles of Association and in this regard, to pass, the following resolution as a special resolution.

RESOLVED THAT pursuant to the provision of Section 14 and other applicable provisions, if any of the Companies Act, 2013 read with the relevant Rules thereof the consent of the Members be and is hereby

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accorded to alter the Articles of Association of the Company by substituting the existing Article 3 thereof by the following new Article 3:

- 3 The Authorized Share Capital of the Company is Rs. 45,00,00,000 (Rupees Forty five Crores only) divided into 4,50,00,000 (Four Crores fifty lakh) Equity shares of Rs.10 (Rupees Ten only) each with the rights, privileges and conditions attaching thereto as are provided by the Articles of Association of the Company for the time being, in force, with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be permitted by the said Act or provided by the Articles of Association of the Company, for the time being in force.**

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorised to file the required forms prescribed under the Act with the registrar of companies and take all such steps and actions and give such directions as may be in its 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 ADITYABIRLA SUN LIFE PENSION MANAGEMENT LIMITED**



Jaibind Sahu
**Jaibind Sahu
Company Secretary**

Mumbai, June 03, 2021

Registered Office:

One World Centre, Tower 1, 16th Floor,
Jupiter Mill Compound, 841, S. B.
Marg, Elphinstone Road, Mumbai – 400
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NOTES:

1 Item No. 2 of the Notice: The Company has determined retiring directors and their eligibility for re-appointment under Section 152 of the Act. The Profile of the Director seeking re-appointment is annexed to this Notice.

2. 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. 3, 4, 5, 6 and 7 is annexed to this Notice.

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. 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.

5. 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.

6. 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.

7. Pursuant to General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Annual General Meeting can be conducted via Video Conferencing (VC) or Other Audio Visual (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting through VC/OAVM, which may not require physical presence of the Members at the common venue. The Notice of AGM including the Audited Financial Statements for the financial year 2020-21 have been sent in electronic mode to Members on their e-mail IDs registered with the Company.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the Annual General Meeting has also been uploaded on the website of the Company at www.pensionfund.adityabirlacapital.com/

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9 .In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed with restrictions on movement of persons at several places in the Country, the VC/ OAVM facility being provided to the Members of the Company, the facility to appoint proxy to attend and cast vote for the Members is not available for this 7th Annual General Meeting and hence the Proxy Form is not annexed hereto.

Aditya Birla Sun Life Pension Management Ltd.
(Formerly known as Birla Sun Life Pension Management Ltd.)
+91 22 6723 9100 | (F) +91 22 6723 9386
care.pensionfunds@adityabirlacapital.com | <https://pensionfund.adityabirlacapital.com>

Correspondence & Registered Office:
One Indiabulls Centre, Tower 1, 16th Floor,
Jupiter Mill Compound, 841, Senapati Bapat Marg,
Elphinstone Road, Mumbai - 400 013
CIN: U66000MH2015PLC260801

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INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 7TH ANNUAL GENERALMEETING THROUGH VC/OAVM ARE AS FOLLOWS:

The Members are requested to adhere to the following General Guidelines during the Meeting in order to ensure smooth virtual meeting:

- The Members requested to access the link (MS Teams Link) sent to their respective email ids to join the meeting.
- Members/ invites are requested to join the Meeting at least 15 minutes in advance via MS Teams meeting invite, through their respective Laptops for better experience, from their home/ office location.
- Please download the Microsoft Teams App and test the link in advance before the start of the meeting.
- Please ensure the Wi-Fi/Dongle/Hotspot/Router/ LAN etc. is up and running with good speed during the whole duration of the Meeting.
- In case of any loss of signal/drop out due to any technical glitch please re-join and confirm your presence at the earliest.
- No person other than the invited participants should have access to this e-meeting.
- At the start of the Meeting, Members are required to keep video on so that theCompany Secretary can complete the roll call.
- The Company Secretary will undertake roll call to seek a confirmation on the presenceof all the Members/ Invitees/ Directors
- The entire Meeting proceedings will be recorded.
- The Company Secretary/ Organiser shall keep all the participants on mute by defaultat the start of the meeting and the respective participants/ Members can unmute themselves at the time of speaking.
- Every participant shall identify himself/ herself at the time of making speaking on anyquery.
- To ensure smooth and orderly flow of the meeting, it is recommended that all questions/comments may be raised after the completion of presentation particular agenda item.

If Member/ invitee need any assistance during the meeting he/ she can reach out to Organizer and team members as details given below: (Help line Numbers)

Mr. Jaibind Sahu	Company Secretary & Organizer	+91 9022827188
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ANNEXURE TO THE NOTICE

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

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 June 03, 2021

Item No. 3

The Board of Directors by passing Circular Resolution dated February 24, 2021, based on recommendation of the Nomination and Remuneration Committee approved the appointment of Mr. Balasubramanian Athmanathan as an Additional Director on the Board of Directors of the Company commencing from February 24, 2021 in terms of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") to hold the office upto the date of the ensuing Annual General Meeting (AGM) of the Company, subject to approval of shareholders of the Company.

Relevant details of Mr. Balasubramanian Athmanathan as required under Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India is provided here under

Name of the Director	Mr. Balasubramanian Athmanathan
Date of Birth	05/06/1966
Age	55 years
Date of appointment as Additional Director	24.02.2021
Qualification	BSc (Mathematics), Diploma in Financial Management, AMP from IIM, Bangalore, MBA from GlobalNxt University, Malaysia, Advanced Management Programme from Harvard University.
Expertise in specific functional area	A brief profile is enclosed herewith
Directorships held in other companies	1. Aditya Birla Sun Life AMC Limited 2. Association of Mutual Funds in India

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	<p>3. Institution for Mutual Fund Intermediaries (IMFI)</p> <p>4. Aditya Birla Asset Management Company Pte Limited</p> <p>5. Aditya Birla Asset Management Company Ltd, Dubai</p> <p>6. National Institute of Securities Market (NISM) promoted by Securities and exchange Board of India (SEBI).</p>																
<p>Chairman / Member of Committee (s) of Board of Directors of the Company</p> <p>1. Aditya Birla Asset Management Co Pte Limited</p> <p>2. Securities and exchange Board of India (SEBI).</p> <p>3. Federation of Indian Chambers of Commerce and Industry (FICCI)</p>	<table border="1"> <thead> <tr> <th>Committees Details</th> <th>Chairman/Member</th> </tr> </thead> <tbody> <tr> <td>Investment Committee</td> <td>Member</td> </tr> <tr> <td>Product Approval Committee</td> <td>Member</td> </tr> <tr> <td>Valuation Committee</td> <td>Member</td> </tr> <tr> <td>Proxy Advisory Committee</td> <td>Member</td> </tr> <tr> <td>The Corporate Bond and Securitisation Advisory Committee (CoboSac)</td> <td>Member</td> </tr> <tr> <td>Investor Protection and education fund (IPEF) Advisory Committee</td> <td>Member</td> </tr> <tr> <td>Capital Market Committee</td> <td>Member</td> </tr> </tbody> </table>	Committees Details	Chairman/Member	Investment Committee	Member	Product Approval Committee	Member	Valuation Committee	Member	Proxy Advisory Committee	Member	The Corporate Bond and Securitisation Advisory Committee (CoboSac)	Member	Investor Protection and education fund (IPEF) Advisory Committee	Member	Capital Market Committee	Member
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Capital Market Committee	Member																
Whether related with other Directors / Key Managerial Personnel	NA																

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Number of the Board meetings attended during the year	No Board meeting was held after his appointment as an Additional Director during the FY 2020-21.
Number of Shares held in Company	Nil

Brief Profile

Mr. Balasubramanian Athmanathan is the Managing Director & Chief Executive Officer for Aditya Birla Sun Life AMC Limited. A stalwart of the mutual fund industry, he brings with him nearly three decades of rich experience in the Mutual Fund industry as Portfolio Manager both in Fixed Income and Equity. Prior to assuming the role of the CEO in 2009, Mr. Balasubramanian served as Chief Investment Officer from 2006-2009. As MD & CEO, Mr. Balasubramanian oversees over Rs. 2.5 lakh crore in Assets Under Management at Aditya Birla Sun Life AMC, one of the leading Asset Managers in India with a 25 years rich legacy of wealth creation for its investors. He also oversees global mandates through its subsidiary company in Singapore and Dubai, apart from overseeing Alternate Investment Funds, Real Estate and PMS business. Before joining ABSLAMC in the year 1994, he worked with GIC Mutual Fund, Can Bank Financial Services and Pandit & Co. between 1989 to 1994.

Mr. Balasubramanian Athmanathan is not disqualified from being appointed as a Non-Executive Director in the terms of the section 164 of the Act and has given his consent to act as a Director.

The Company has received a Notice under Section 160 of the Act from a member, proposing the appointment of Mr. Balasubramanian Athmanathan as a Director of the Company.

Accordingly, considering the background and experience and contributions made by him during his tenure his association would be beneficial to the Company, the Nomination and Remuneration Committee and the Board of Directors of the Company have recommended the appointment of Mr. Balasubramanian Athmanathan as a Non-Executive Director of the Company.

The terms and conditions of appointment of Mr. Balasubramanian Athmanathan shall be open for inspection by the members at the registered office of the Company on all working days as well as during the meeting.

Mr. Balasubramanian Athmanathan is interested in the resolution set out in the resolution of the accompanying notice. The relatives of Mr. Balasubramanian Athmanathan do not have any equity shareholding interest in the Company.

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The Board of Director propose the appointment of Mr. Balasubramanian Athmanathan as (Non-Executive, Non-Independent) Director of the Company, liable to retire by rotation and recommend the Ordinary Resolution No. 3 for approval of shareholders of the Company.

Approval of the members is accordingly sought for appointment of Mr. Balasubramanian Athmanathan as a Non-Executive Director as set out in the resolution of the accompanying notice.

Other than Mr. Balasubramanian Athmanathan and his relatives, none of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out in Resolution No. 3 of this Notice.

The Board accordingly recommends the Ordinary resolution as set out in the accompanying notice for approval of the Members.

Item No. 4

Mr. Kumar Sharadindu was appointed as an Independent Director of the Company on February 01, 2021 for a term of 5 (five) consecutive years and shall hold office upto February 01, 2026.

Pursuant to Section 149(10) of the Companies Act, 2013 ("the Act"), an independent director shall hold office for a term of upto 5 (five) consecutive years on the Board of a company but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto 5 (five) consecutive years on the Board of a company.

Accordingly, considering the background and experience and contributions made by him during his tenure his association would be beneficial to the Company, The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended the appointment of Mr. Kumar Sharadindu as an Independent Director (Non-Executive) for a term of 5 (five) consecutive years commencing on the February 01, 2021 not liable to retire by rotation.

Mr. Kumar Sharadindu is not disqualified from being appointed as a Director in the terms of the section 164 of the Act and has given his consent to act as a Director.

The Company has received the declaration from him confirming that he meets the criteria of independence as prescribed under Section 149 (6) of the Act. In the opinion of the Board, Kumar Sharadindu fulfils the conditions for appointment as an Independent Director specified in the Act and rules made thereunder and are independent of the management.

Mr. Kumar Sharadindu fulfils the fit and proper criteria as per the requirements of PFRDA and has given all his declarations/disclosures as applicable in this regard.

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The brief profile of Kumar Sharadindu is as under:

Age	61
Director Identification Number	(DIN 07341455)
Qualifications	M.Sc. (Physics) and B.Sc. (Physics).
Experience	A brief profile is enclosed herewith
Terms and conditions of appointment	He shall hold office commencing from February 1, 2021 up to February 1, 2026 and his office shall not be liable to retire by rotation.
Remuneration sought to be paid and last drawn	Rs. 75,000/- for Board Meeting, Rs. 50,000/- for Audit Committee Meeting and Rs. 35,000/- for other Committees Meeting.
Date of first appointment on the Board	February 01, 2021
Shareholding in the Company	None
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	None
Number of directorships in other companies	1. Kogta Financial (INDIA) Ltd. 2. IIFL Asset Management Limited.
The number of Meetings of the Board attended during the year (From April 1, 2020 March 31, 2021)	No Board meeting was held after his appointment as an Additional Director during the FY 2020-21.
Membership/Chairmanship of Committees of other Boards	As per Annexure I

DETAILS OF POSITION IN THE COMMITTEES OF BOARD OF DIRECTORS OF OTHER COMPANIES

Sr. No.	Name of the Company	Name of Committee (Audit/ CSR/ Stakeholders' Grievance/ Nomination & Remuneration/ ESOP or Compensation Committee)	Chairman / Member
1	Kogta Financial (INDIA) Ltd.	Audit Committee	Member
		Nomination and Remuneration Committee	Member
2	IIFL Asset Management Limited.	Audit Committee	Member
		Nomination and Remuneration Committee	
		CSR	

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Brief Profile

It is also informed that Mr. Kumar Sharadindu is an eminent personality with a rich experience in all facets of Finance, Capital Markets and Fund Management. He possesses extensive knowledge in the field of securities market, treasury operations and market risk management among others. Mr. Sharadindu has done M.Sc. (Physics) and B.Sc. (Physics).

Mr. Sharadindu serving as Independent board member with Kogta Financial Ltd and IIFL Asset Management Ltd part of listed entity IIFL Wealth Management Ltd. Also, he is currently serving as Advisory Board member with Dynamics Technologies Ltd (Listed Company). He has more than three decades of experience across the banking system with State Bank of India. Mr. Sharadindu retired as Chief General Manager from SBI Pension Fund (P) Ltd.

The Company has also received a notice from a member under Section 160 of the Act proposing his appointment as Independent Director.

Approval of the members is accordingly sought for appointment of Mr. Kumar Sharadindu as an Independent Director as set out in the resolution of the accompanying notice.

The terms and conditions of appointment of Mr. Kumar Sharadindu shall be open for inspection by the members at the registered office of the Company on all working days as well as during the meeting.

Mr. Kumar Sharadindu is interested in the resolution set out in the resolution of the accompanying notice. The relatives of Mr. Kumar Sharadindu do not have any equity shareholding interest in the Company.

Except Mr. Kumar Sharadindu, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

Accordingly, the Board recommends the passing of the Ordinary Resolution as set out in the Item no. 4 of the Notice for appointment of Mr. Kumar Sharadindu as an Independent Director, not liable to retire by rotation.

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Item No. 5

The Company, in order to meet its growth objectives and to strengthen its financial position, may be required to generate long term resources by issuing securities. It is therefore deemed appropriate to increase the Authorised Share Capital of the Company.

The Current Authorized Capital of the Company is Rs.40,00,00,000/- (Rupees Forty Crore only) and the paid up Share Capital of the Company is Rs.39,00,00,000/- (Rupees Thirty Nine Crore only). The company proposes to increase its authorized share capital to Rs. 45,00,00,000/- (Rupees Forty Five Crores) comprising of 4,50,00,000 (Four Crore fifty lakh) Equity Shares of Rs. 10/- (Rupees Ten) each amounting to Rs.45,00,00,000 (Rupees Forty Five Crores) ranking paripassu with the existing equity shares of the company.

The Board of Directors accordingly approved and recommends the Special resolution set out at Item No. 5 for the approval of the shareholders of the Company.

None of the Directors or the Key Managerial Person's of the Company or any relatives of such Directors or Key Managerial Person's are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 5 of the Notice.

Item No. 6

In view of the proposed increase in the Authorized capital of the Company, it is required to amend the **Clause V (a)** of Memorandum of Association of the Company and be suitably altered.

As per the provisions of Section 13 of the Companies Act, 2013, consent of the Members is required by way of Special Resolution to alter the Memorandum of Association of the Company.

The Board of Directors accordingly recommends the Special resolution set out at Item No. 6 for the approval of the shareholders of the Company.

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None of the Directors of the Company are, in any way, concerned or interested, in the Special Resolution set out at Item No. 6 of the Notice.

None of the Directors or the Key Managerial Person's of the Company or any relatives of such Directors or Key Managerial Person's are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 6 of the Notice.

A copy of all the documents as stated above is available for inspection by the members during the normal business hours on any working day at the registered office of the Company.

Item No. 7

In view of the proposed increase in the Authorized capital of the Company it is required to amend the Article 3 of Articles of Association of the Company and be suitably altered.

As per the provisions of Section 14 of the Companies Act, 2013, consent of the Members is required by way of Special Resolution to alter the Articles of Association of the Company.

The Board of Directors accordingly recommends the Special resolution set out at Item No. 7 for the approval of the shareholders of the Company.

None of the Directors of the Company are, in any way, concerned or interested, in the Special Resolution set out at Item No. 7 of the Notice.

None of the Directors or the Key Managerial Person's of the Company or any relatives of such Directors or Key Managerial Person's are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 7 of the Notice.

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A copy of all the documents as stated above is available for inspection by the members during the 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: June 03, 2021

Place: Mumbai

Registered Office:

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



**Jaibind Sahu
Company Secretary**

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DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE 7th ANNUAL GENERAL MEETING AS REQUIRED UNDER SECRETARIAL STANDARDS ON GENERAL MEETINGS

Name of the Director	Mr. Kamlesh Rao	
Date of Birth	11/04/1970	
Age	51 years	
Date of appointment in the Board	18.10.2019	
Qualification	Degree in Engineering and MBA	
Expertise in specific functional area	Finance	
Directorships held in other companies	1. Aditya Birla Sun Life Insurance Company Limited	
Chairman / Member of Committee (s) of Board of Directors of the Company Aditya Birla Sun Life Insurance Co Ltd.	Committees Details	Chairman/Member
	Policy Holder Protection Committee	Member
	Risk Management Committee	Member
	Asset Liability Management Committee	Member
	Investment Committee	Member
	With Profit Committee	Member
Whether related with other Directors / Key Managerial Personnel	NA	
Number of the Board meetings attended during the year	4 out of 4	

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Number of Shares held in Company	Holds 10 equity shares of the Company as a nominee shareholder of Aditya Birla Sun Life Insurance Company Limited.
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There are no *inter-se* relationships between the Board of Directors of the Company.

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


Date: June 03, 2021

Place: Mumbai

Registered Office:

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




Jaibind Sahu
Company Secretary