

#### Form No.MGT-9 EXTRACT OF ANNUAL RETURN

#### As on the financial year ended on March 31<sup>st</sup>, 2018 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014]

#### I. <u>REGISTRATION AND OTHER DETAILS:</u>

<ol> <li>CIN</li> <li>Registration Date</li> <li>Name of the Company</li> <li>Category/Sub-Category of the Company</li> <li>Address of the Registered office and contact details</li> </ol>	<ul> <li>U66030TG2006PLC051760</li> <li>November 22<sup>nd</sup>, 2006</li> <li>Apollo Munich Health Insurance Company Limited</li> <li>Health Insurance</li> <li>Apollo Hospitals Complex, 8-2-293/82/J III/DH/900, Jubilee Hills, Hyderabad, Telangana – 500033 Tel No: 0124 – 4584333, Fax: 0124 – 4584111 Website: www.apollomunichinsurance.com</li> </ul>
<ul><li>6. Whether listed Company</li><li>7. Name, Address and Contact details of Registrar and Transfer Agent</li><li>a) Equity Shares</li></ul>	<ul> <li>YES (Debentures are Listed on WDM segment of BSE Ltd)</li> <li>XL Softech Systems Limited, 3 Sagar Society Road No. 2, Banjara Hills, Hyderabad-5000034 Phone: 23545912/14/15 Fax: 040-2355344 Email:xlfield@gmail.com</li> </ul>
b) Debentures	<ul> <li>Website:<u>www.xlsoftech.com</u></li> <li>Beetal Financial &amp; Computer Services P Ltd Beetal House, 3rd Floor, 99, Madangir, Behind LSC, New Delhi – 110062 Email: beetalrta@gmail.com; beetal@beetalfinancial.com Website: www.beetalfinancial.com</li> </ul>

#### II. <u>BUSINESS ACTIVITIES OF THE COMPANY</u>

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	Health Insurance	(Non–Life Insurance) 6512 (sub–class 65120)	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
	NA	NA	NA	NA	NA



# IV. <u>SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)</u>

i. Category-wis					1						
Category of		f Shares held	at the beginning	ng of	No. of Shares held at the end of the year						
Shareholders	the y [As o	ear on 01-April-202	17]			[As on 31-March-2018]					
	De- mat	Physical	Total	% of Total Shares	De-mat	Physical	Total	% of Total Shares	% Change during the year		
A. Promoter									<i>J</i>		
1) Indian											
a) Individual/ HUF	-	500	500	0	-	500	500	0	-		
b) Central Govt	-	-	-	-	-	-	-	-	-		
c) State Govt(s)	-	-	-	-	-	-	-	-	-		
d) Bodies Corp	-	182,402,824	182,402,824	51.05	-	182,422,929	182,422,929	50.97	(0.08)		
e) Banks / FI	-	-	-	-	-	-	-	-	-		
f) Any Other	-	-	-	-	-	-	-	-	-		
Sub- total(A)(1):-	-	182403324	182403324	51.05		182423429	182423429	50.97	(0.08)		
2) Foreign											
g) NRIs- Individuals	-	-	-	-	-	-	-	-	-		
h) Other- Individuals	-	-	-	-	-	-	-	-	-		
i) Body Corporate	-	173,954,205	173,954,205	48.69		173,954,205	173,954,205	48.61	(0.08)		
j) Banks / FI's	-	-	-	-	-	-	-	-	-		
k) Any Other	-	-	-	-	-	-	-	-	-		
Sub- total(A)(2):-	-	173,954,205	173,954,205	48.69	-	173,954,205	173,954,205	48.61	(0.08)		
Total Promoter shareholding A	-	356,357,529	356,357,529	99.74	-	356,377,634	356,377,634	99.58	(0.16)		
B. Public Shareholding	-	-	-	-	-	-	-	-	-		
1. Institutions	-	-	-	-	-	-	-	-	-		
a)Mutual Funds	-	-	-	-	-	-	-	-	-		
b) Banks / FI	-	-	-	-	-	-	-	-	-		

# i. Category-wise Share Holding



c) Central Govt       -									
Govt(s)         Image: second sec	· ·		-	-	-	-	-	-	-
e) Venture Capital Funds </th <th>/</th> <th></th> <th>-</th> <th>-</th> <th>-</th> <th>-</th> <th>-</th> <th>-</th> <th>-</th>	/		-	-	-	-	-	-	-
Companies         Image: specific	e) Venture		-	-	-	-	-	-	-
g) FIIs         - </td <td></td> <td></td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td>			-	-	-	-	-	-	-
h) Foreign Venture Capital Fundsi) Others (specify)Sub-total(B)(1)Sub-total(B)(1)Sub-total(B)(1)Non Institutionsa) Bodies Corp			-	-	-	-	-	-	-
(specify)         Image: specify bit of the specific bit of the	Venture		-	-	-	-	-	-	-
2. Non Institutionsa) Bodies Corp(i) Indian(i) Overseas(i) Overseas(i) Individual shareholders holding nominal share capital<			-	-	-	-	-	-	-
InstitutionsImage: second	Sub-total(B)(1)		-	-	-	-	-	-	-
Corp.Image: constraint of the second systemImage: constraint of the second system <td></td> <td></td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td>			-	-	-	-	-	-	-
(i) Indian	/		-	-	-	-	-	-	-
b) Individuals(i) Individual shareholders holding nominal share capital	<b>A</b>		-	-	-	-	-	-	-
(i) Individual shareholders holding nominal share capital <t< th=""><th>(ii) Overseas</th><th></th><th>-</th><th>-</th><th>-</th><th>-</th><th>-</th><th>-</th><th>-</th></t<>	(ii) Overseas		-	-	-	-	-	-	-
shareholders holding nominal share capital - upto Rs. 1 lakh	b) Individuals		-	-	-	-	-	-	-
- upto Rs. 1	shareholders holding nominal share		-	-	-	-	-	-	-
	- upto Rs. 1		-	-	-	-	-	-	-
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	(ii) - excess of Rs 1 lakh		-	-	-	-	-	-	-
C) Others- Employees         -         913,508         913,508         0.26         375,597         1,136,556         1,512,153         0.42         0.16	Employees	- 913,508	913,508	0.26	375,597	1,136,556	1,512,153	0.42	0.16
Sub-total(B)(2)         -         913,508         913,508         0.26 <b>375,597</b> 1,136,556         1,512,153         0.26         0.16	Sub-total(B)(2)	- 913,508	913,508	0.26	375,597	1,136,556	1,512,153	0.26	0.16
Total Public Shareholding (B)= (B)(1)+ (B)(2)-913,508913,5080.26375,5971,136,5561,512,1530.260.16	Shareholding (B)= (B)(1)+	- 913,508	913,508	0.26	375,597	1,136,556	1,512,153	0.26	0.16
C. Shares held	by Custodian for GDRs & ADRs								-
Grand Total         -         357,271,037         357,271,037         100         375,597         357,514,190         357,889,787         100         -		- 357,271,037	357,271,037	100	375,597	357,514,190	357,889,787	100	-
(A+B+C)				1			1		



# ii. Shareholding of Promoters

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding a	% change in sharehol ding during		
		No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumber- red to total shares	No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumber- red to total shares	the year
1.	Shobana Kamineni	100	0	0	100	0	0	0
2.	Sangita Reddy	100	0	0	100	0	0	0
3.	Apollo Energy Company Limited	146,693,824	41.06	0	146,713,929	40.99	0	(0.07)
4.	Preetha Reddy	100	0	0	100	0	0	0
5.	Suneeta Reddy	100	0	0	100	0	0	0
6.	Sucharita Reddy	100	0	0	100	0	0	0
7.	Apollo Hospitals Enterprise Limited	35,709,000	9.99	0	35,709,000	9.98	0	(0.01)
8.	Munich Health Holding AG	173,954,205	48.69	0	173,954,205	48.61	0	(0.08)
	Total	356,357,029	99.74		356,377,134	99.58		(0.16)



S. No	Particulars	Shareholding a beginning of th		Cumulative Shareholding during the year		
			No. of shares	% of total shares	No. of shares	% of total shares
		Date				
1	Apollo Energy Company Limited					
	At the beginning of the year	01.04.2017	146,693,824	41.06	146,693,824	41.06
	Increase in shareholding in pursuant to acquisition of equity shares	01.08.2017	20,105	0.01	146,713,929	41.07
	At the End of the year	31.03.2018	146,713,929	40.99	146,713,929	40.99
2	Apollo Hospitals Enterprise Limited					
	At the beginning of the year	01.04.2017	35,709,000	9.99	35,709,000	9.99
	At the End of the year	31.03.2018	35,709,000	9.98	35,709,000	9.98
3	Munich Health Holding AG					
	At the beginning of the year	01.04.2017	173,954,205	48.69	173,954,205	48.69
	At the End of the year	31.03.2018	173,954,205	48.61	173,954,205	48.61
	Total		356,357,029	99.74	356,377,134	99.58

#### iii.Change in Promoters Shareholding (please specify, if there is no change)

# iv.Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For Each of the Top 10 Shareho		lding at the g of the year	Cumulat during th	ive Shareholding ne year	
		No. of shares	% of total shares	No. of shares	% of total shares	
		Date				
1	Srikanth Kandikonda				ł	
	At the beginning of the year	01.04.2017	150,597	0.04	150,597	0.04
	Allotment of shares (ESOP)	27.04.2017	40,000	0.01	190,597	0.05
	Allotment of shares (ESOP)	24.10.2017	110,000	0.03	300,597	0.08
	At the end of the year	31.03.2018		-	300,597	0.08



2	Krishnan Ramachandran									
	At the beginning of the year	01.04.2017	148,274	0.04	148,274	0.04				
	At the end of the year	31.03.2018	-	-	148,274	0.04				
3	Dr. Sriharsha A Achar									
	At the beginning of the year	01.04.2017	115,603	0.03	115,603	0.03				
	At the end of the year	31.03.2018	-	-	115,603	0.03				
4	Vishwanath Mahendra									
	At the beginning of the year	01.04.2017	25,525	0.01	25,525	0.01				
	Allotment of shares (ESOP)	09.02.2018	75,000	0.02	100,525	0.02				
	At the end of the year	31.03.2018	-	-	100,525	0.03				
5	Padmesh Nair									
	At the beginning of the year	01.04.2017	25,131	0.01	25,131	0.01				
	Allotment of shares (ESOP)	01.08.2017	50,000	0.01	75,131	0.02				
	At the end of the year	31.03.2018	-	-	75,131	0.02				
6	Dr. Bhabatosh Mishra									
	At the beginning of the year	01.04.2017	6,381	0.00	6,381	0.00				
	Allotment of shares (ESOP)	27.04.2017	18,750	0.00	25,131	0.00				
	Allotment of shares (ESOP)	01.08.2017	50,000	0.01	75,131	0.02				
	At the end of the year	31.03.2018	-	-	75,131	0.02				
7	Dr. Nandini Ali									
	At the beginning of the year	01.04.2017	40,210	0.01	40,210	0.01				
	At the end of the year	31.03.2018	-	-	40,210	0.01				
8	Sanjay Manaktala	·			·					
	At the beginning of the year	01.04.2017	40,210	0.01	40,210	0.01				
	At the end of the year	31.03.2018	-	-	40,210	0.01				
9	Ankur Kharbanda					•				
	At the beginning of the year	01.04.2017	25,131	0.01	25,131	0.01				
	At the end of the year	31.03.2018	-	-	25,131	0.01				
10	Sachin Malhotra			4						
	At the beginning of the year	01.04.2017	25,131	0.01	25,131	0.01				
	At the end of the year	31.03.2018	-	-	25,131	0.01				

# v. Shareholding of Directors and Key Managerial Personnel:

S. No	Shareholding of each Directors Managerial Personnel		lding at the ig of the year	Shareho	Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares	
		Date				
1	Shobana Kamineni –Director			·		
	At the beginning of the year	01.04.2017	100	0	100	0.00
	At the end of the year	31.03.2018	-	-	100	0.00
2	Suneeta Reddy –Director					
	At the beginning of the year	01.04.2017	100	0	100	0.00
	At the end of the year	31.03.2018	-	-	100	0.00



3	Antony Jacob ( Chief Executive Officer and Whole-time director)								
	At the beginning of the year	01.04.2017	224,620	0.01	224,620	0.06			
	Allotment of shares(ESOP)	01.08.2017	250,000	-	474,620	-			
	At the end of the year	31.03.2018	-	-	474,620	0.13			
4	Srikanth Kandikonda – (Chief Fina	ncial Officer an	d Company	Secretary)					
	At the beginning of the year	01.04.2017	150,597	0.04	150,597	0.04			
	Allotment of shares(ESOP)	27.04.2017	40,000	-	190,597	-			
	Allotment of shares(ESOP)	24.10.2017	110,000	-	300,597	-			
	At the end of the year	31.03.2018	-	-	300,597	0.08			

#### V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year - Addition - Reduction	Nil	80,00,00,000	Nil	Nil
Net Change	Nil	80,00,00,000	Nil	Nil
Indebtedness at the end of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	Nil	80,00,00,000 Nil 35,901,370	Nil	Nil
Total (i+ii+iii)	Nil	80,035,901,370	Nil	Nil

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

			(Amount in INR)	
S. No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount	
		Antony Jacob (CEO & Whole- time Director)		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	21,453,035	21,453,035	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2,352,044	2,352,044	
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	_	-	
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission	-	-	
5	Others – Deferred incentives	1,956,775	1,956,775	



Total (A)	25,761,854	25,761,854
Ceiling as per the Act	As per Note below	

Note: In terms of the provisions of Section 34A of the Insurance Act, 1938, the provisions relating to ceiling on managerial remuneration as prescribed under the Companies Act, shall not apply to any matter in respect of which the approval of IRDAI has been obtained. The appointment and remuneration of the CEO & Whole-time director was approved by IRDAI.

S. No	Particulars of Remuneration	Name of Direc	Name of Directors		
1	Independent Directors	M B N Rao	Bernhard Steinruecke	Bharat Shah	Amount
	Fee for attending Board/Committee meetings	1,500,000	1,500,000	100,000	3,100,000
	Commission	_	-	-	-
	Others	_	-	-	-
	Total (1)	1,500,000	1,500,000	-	3,100,000
2	Other Non-Executive Directors	_	-	-	-
	Fee for attending Board/Committee meetings	_	-	-	-
	Commission	_	-	-	-
	Others	_	-	-	-
	Total (2)	_	-	-	-
	Total (B)=(1+2)		_	-	-
	Total Managerial	1,500,000	1,500,000	100,000	3,100,000
	Remuneration Overall Ceiling as per the Act				

Note: Sitting fees of INR 100,000 per meeting of the Board or Committee(s) was paid to the Independent Directors of the Company.

#### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

		(Amount in INR)	
S. No	Particulars of Remuneration	Key Managerial Personnel Srikanth Kandikonda (CFO & CS)	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income- tax Act, 1961	11,109,261	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	33,833	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	
2	Stock Option	-	
3	Sweat Equity	-	
4	Commission	-	
5	Others Deferred Incentives	2,207,826	
	Total	13,350,920	



## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES\*:

Туре	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	_	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS				•	
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAU	JLT				
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

\*As per Companies Act, 2013, there were no penalties/punishments/compounding of offences for the year ending March 31st, 2018.

For and On behalf of the Board of Directors For Apollo Munich Health Insurance Company Limited

Date: 03.08.2018 Place: Hyderabad Ms. Shobana Kamineni Chairperson (DIN 00003836)