



NOTICE

NOTICE IS HEREBY GIVEN THAT THE 11th (ELEVENTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF HDFC ERGO GENERAL INSURANCE COMPANY LIMITED WILL BE HELD ON MONDAY, JULY 23, 2018 AT 5.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY, 'BOARD ROOM', 'HDFC HOUSE', 1st FLOOR, 165 – 166, BACKBAY RECLAMATION, H.T. PAREKH MARG, CHURCHGATE, MUMBAI-400020 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018, the Profit & Loss Account, Receipts and Payments Account and Revenue Accounts for the year ended on that date together with the report of the Board of Directors and the Auditors thereon.
2. To confirm the payment of interim dividend for the financial year 2017-18.
3. To appoint a Director in place of Ms. Renu S. Karnad (DIN: 00008064) who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. Alexander Ankel (DIN: 07798908) who retires by rotation and being eligible, offers himself for re-appointment.
5. To ratify the appointment of Messrs B. K. Khare & Co., Chartered Accountants as one of the Joint Statutory Auditors and in this connection, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139 and 141, other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and the Corporate Governance Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) dated May 18, 2016, the appointment of Messrs B. K. Khare & Co., Chartered Accountants (Registration No. of the firm with the ICAI: FRN 105102W), who were appointed as one of the Joint Statutory Auditors of the Company at the 10th Annual General Meeting (AGM) held on September 29, 2017, to conduct the audit of accounts of the Company and to hold office as such for a period of five years from the conclusion of the 10th AGM upto the conclusion of the 15th AGM, be and is ratified and they shall continue to audit accounts of the Company upto FY 2021-22 and hold office as such up to the conclusion of the 15th AGM.

“RESOLVED FURTHER THAT pursuant to the provisions of Section 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification, variation or re-enactment



thereof, the Board of Directors of the Company be and is hereby authorised to fix the remuneration payable to the said auditors based on the recommendations of the Audit and Compliance Committee, subject to its disclosure in the notes forming part of the accounts.

6. To ratify the appointment of Messrs G. M. Kapadia & Co., Chartered Accountants as one of the Joint Statutory Auditors and in this connection, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139 and 141, other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 and the Corporate Governance Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) dated May 18, 2016, the appointment of Messrs G. M. Kapadia & Co., Chartered Accountants, (Registration No. of the firm with the ICAI: 104767W), who were appointed as one of the Joint Statutory Auditors of the Company at the 10th Annual General Meeting (AGM) held on September 29, 2017, to conduct the audit of accounts of the Company and to hold office as such for a period of five years from the conclusion of the 10th AGM upto the conclusion of the 15th AGM, be and is ratified and they shall continue to audit accounts of the Company upto FY 2021-22 and hold office as such up to the conclusion of the 15th AGM

“RESOLVED FURTHER THAT pursuant to the provisions of Section 142 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification, variation or re-enactment thereof, the Board of Directors of the Company be and is hereby authorised to fix the remuneration payable to the said auditors based on the recommendations of the Audit and Compliance Committee, subject to its disclosure in the notes forming part of the accounts.

SPECIAL BUSINESS

7. To approve appointment of Mr. Theodoros Kokkalas (DIN: 08093899) as a Non-Executive Director of the Company and in this connection, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 152, 160 and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory amendment(s), modification(s), re-enactment thereof, for the time being in force), the Corporate Governance Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) dated May 18, 2016, Mr. Theodoros Kokkalas (DIN: 08093899), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company w.e.f. March 26, 2018



and who holds office as such upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as a Non- Executive Director of the Company, liable to retire by rotation.”

8. To appoint Mr. Samir H. Shah (DIN: 08114828) as a Whole-time Director (designated as ‘Executive Director & CFO’) of the Company and in this connection, to consider and if though fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 and the Rules framed thereunder and Section 34A of the Insurance Act, 1938 (the Act), Corporate Governance Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) dated May 18, 2016, Guidelines on Remuneration of Non-Executive Directors and Managing Director/Chief Executive Officer/Whole-Time Directors of Insurers dated August 5, 2016 and other applicable provisions of the said Acts or any other Acts including any amendment, modification, variation or re-enactment thereof and in accordance with the Policy on Appointment of Directors and Members of Senior Management and other employees and Remuneration Policy for the Directors, Key Managerial Personnel and Senior Management and other employees and subject to the approval of IRDAI, consent of the Members of the Company be and is hereby accorded to the appointment of Mr. Samir H. Shah (DIN: 08114828) as a Whole-time Director (designated as ‘Executive Director & CFO’) of the Company for a period of 5 years with effect from June 1, 2018, upon the terms and conditions including remuneration as set out in the draft agreement placed before this Meeting and duly initialed by the Chairman for the purpose of identification, which agreement is hereby specifically approved and sanctioned with authority to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which term shall be deemed to include the Nomination and Remuneration Committee of Directors) to alter and vary the terms and conditions of the said appointment and/or agreement (including authority, from time to time, to determine the remuneration, performance bonus as also the type and amount of perquisites and other benefits payable to Mr. Samir H. Shah), in such manner as may be agreed to between the Board and Mr. Samir H. Shah; Provided however that the remuneration payable to Mr. Samir H. Shah shall not exceed the limits prescribed under Section 197 and Schedule V to the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof and any excess thereof shall be subject to such approvals as may be required from the appropriate authorities.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said appointment as it may in its sole and absolute discretion



deem fit and to delegate all or any of its powers herein conferred to any Director(s) and/or Officer(s) of the Company, to give effect to this resolution.”

By Order of the Board of Directors

Sd/-

Date: April 16, 2018
Place: Mumbai

Dayananda V. Shetty
Executive Vice President- Legal & Compliance
and Company Secretary
FCS: 4638

NOTES:

- (i) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in respect of Item Nos. 5 to 8 as set out in the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) are also annexed.
- (ii) A MEMBER ENTITLED TO ATTEND AND VOTE 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. THE PROXY FORM TO BE EFFECTIVE SHOULD BE LODGED WITH THE COMPANY AT ITS REGISTERED OFFICE, DULY COMPLETED AND SIGNED **NOT LESS THAN 48 (FORTY EIGHT) HOURS** BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.
- (iii) A person can act as 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 proxy for any other person or shareholder.
- (iv) Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board resolution under Section 113 of the Act, authorising their representative to attend and vote on their behalf at the Meeting.
- (v) A Proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on a poll.



- (vi) In case of joint holders attending the Meeting, only the first named holder will be entitled to vote.
- (vii) All documents referred to in the notice requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company during business hours from the date hereof up to the date of the Meeting.
- (viii) The Annual Report 2017-18 of the Company circulated to the Members, is also available on the Company's website at www.hdfcergo.com.
- (ix) Members desiring any information relating to the financial statements are requested to write to the Company at the earliest, so as to enable the Board of Directors to keep the information ready.
- (x) Members/Proxies are requested to bring their Attendance Slip, which is annexed to this Notice, complete in all respects and signed at the place provided thereat to attend the Meeting.



ANNEXURE TO THE NOTICE

Statement setting out material facts under Section 102 of the Companies Act, 2013

Item No. 5 & 6

At the 10th (tenth) AGM of the Company held on September 29, 2017, Members had appointed Messrs B. K. Khare & Co., Chartered Accountants (Registration No. of the firm with the ICAI: FRN 105102W) and Messrs G. M. Kapadia & Co., Chartered Accountants, (Registration No. of the firm with the ICAI: 104767W), as the Joint Statutory Auditors of the Company for a period of five years and to hold office as such up to the conclusion of the 15th AGM of the Company, subject to ratification at every AGM.

Messrs B. K. Khare & Co. and Messrs G. M. Kapadia & Co., Chartered Accountants, have expressed their willingness to continue to act as the Joint Statutory Auditors of the Company and have confirmed that they fulfil the criteria of eligibility to be appointed as the Auditors of the Company as required under the provisions of Sections 139 and 141 of the Companies Act, 2013 and Guidelines issued by IRDAI.

The Board of Directors recommend the ratification of the appointment of Messrs B. K. Khare & Co. and Messrs G. M. Kapadia & Co., Chartered Accountants, as the the Joint Statutory Auditors by the Members, as set out at Item No. 5 & 6 of the Notice respectively.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested in the said resolutions.

Item No. 7

In accordance with the provisions of Section 161(1) of the Companies Act, 2013, ('the Act') the Board of Directors of the Company, subject to your approval under Section 152 of the Act, appointed Mr. Theodoros Kokkalas (DIN: 08093899) as an Additional Director w.e.f. March 26, 2018, representing foreign promoter, ERGO International AG.

In terms of the provisions of Section 161(1) of the Act, Mr. Kokkalas would hold office upto the date of this Annual General Meeting.

As per the declarations submitted, Mr. Kokkalas is not liable to any disqualification under the provisions of Section 164 of the Act. Further, Mr. Kokkalas is in compliance with the 'fit and proper' criteria prescribed under the Corporate Governance Guidelines issued by IRDAI.

The Board of Directors is of the view that Mr. Kokkalas is a person of integrity and possesses relevant expertise and experience to be appointed as a Non-Executive Director of the Company.



The details as specified in Secretarial Standard 2 on General Meeting issued by the Institute of Company Secretaries of India is provided and appended as Annexure I.

Mr. Kokkalas has provided his consent for the said appointment.

The Board of Directors recommend the resolution as set out at Item No. 7 of the Notice for approval of the Members.

Mr. Kokkalas and his relatives are deemed to be interested in the resolution set out at Item No. 7 of the Notice.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, in the said resolution.

Item No. 8

The Board of Directors of the Company, subject to your approval and approval of the Insurance Regulatory and Development Authority of India (IRDAI), appointed Mr. Samir H. Shah (DIN: 08114828), Member of Executive Management & CFO as a Whole-time Director (designated as 'Executive Director & CFO') of the Company for a period of 5 years with effect from June 1, 2018 and also approved the terms and conditions of appointment including remuneration.

The main terms and conditions of appointment of Mr. Samir H. Shah as a Whole-time Director (designated as 'Executive Director & CFO') of the Company as set out in the draft agreement placed before the Meeting are as follows:

The appointment of Mr. Samir H. Shah as a Whole-time Director shall be for a period of 5 years with effect from June 1, 2018. He shall continue to be Chief Financial Officer of the Company.

In accordance with the provisions of Section 203 of the Companies Act, 2013, Mr. Samir H. Shah shall be one of the Key Managerial Personnel of the Company.

The remuneration payable to Mr. Samir H. Shah is as specified in the said agreement and shall not exceed the overall limit as specified in Section 197 of the Companies Act, 2013 read with Schedule V thereof, and shall be subject to the approval of IRDAI.

Within the overall limit, the various elements of remuneration like base salary, perquisites, performance bonus, other benefits, etc. will be decided by the Board of Directors or the Nomination and Remuneration Committee of the Directors from time to time, subject to approval of IRDAI.



Mr. Samir H. Shah shall also be entitled to stock options under Employees Stock Option Scheme(s) of the Company, as may be approved by the Nomination and Remuneration Committee of Directors, from time to time.

In the absence or inadequacy of profits in any financial year, the remuneration specified in the said agreement shall be paid to Mr. Samir H. Shah as minimum remuneration.

The valuation of perquisites will be as per the Income Tax Rules, 1962, in cases where the same is otherwise not possible to be valued.

The details as specified in Secretarial Standard 2 on General Meeting issued by the Institute of Company Secretaries of India is provided and appended as Annexure I.

The Board of Directors recommends the resolution as set out at Item No. 8 of the Notice for approval of the Members.

Mr. Samir H. Shah and his relatives are deemed to be interested in the resolution set out at Item No. 8 of this Notice.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested in the said resolution.


ANNEXURE 1 TO ITEM NO. 3, 4, 7 AND 8 OF THE NOTICE
A. Brief profile of Directors seeking re-appointment due to retirement by rotation at the 11th Annual General Meeting:
1. MS.RENU SUD KARNAD

Age	65 years
Qualification	<ul style="list-style-type: none"> • Master of Economics from the University of Delhi • Graduate in law from the University of Mumbai. • Parvin Fellow – Woodrow Wilson School of International Affairs, Princeton University, U.S.A.
Experience	Ms. Karnad is the Managing Director of HDFC. She has been employed with HDFC since 1978 and was appointed as its Executive Director in 2000 and was re-designated as its Joint Managing Director in October 2007. She has been appointed as its Managing Director w.e.f. January 1, 2010.
No. of shares held	NIL
Terms and conditions of appointment/re-appointment	Ms. Karnad is a Non- Executive Director of the Company representing HDFC Limited and is liable to retire by rotation.
Remuneration last drawn	Please refer Form No. MGT-9, forming part of the Annual Report 2017-18.
Remuneration sought to be paid	No remuneration other than sitting fees for attending meetings of the Board and its Committees within the prescribed limit.
No. of Board Meetings attended during the year	5
Original date of appointment	February 8, 2002
Relationship with other Directors, Manager and Key Managerial Personnel	None
Directorships held in other companies in India	<ol style="list-style-type: none"> 1. ABB India Limited 2. Bosch Limited 3. Indraprastha Medical Corporation Limited 4. Feedback Infra Private Limited 5. GRUH Finance Limited 6. HDFC Asset Management Company Limited 7. Housing Development Finance Corporation Limited 8. HDFC Standard Life Insurance Company Limited 9. H T Parekh Foundation 10. Maruti Suzuki India Limited 11. Bangalore International Airport Limited
Membership/Chairmanship of committees in other companies in India	<p>Audit Committee - Chairperson</p> <ol style="list-style-type: none"> 1. Bosch Limited 2. Bangalore International Airport Limited <p>Audit Committee - Member</p> <ol style="list-style-type: none"> 1. ABB India Limited



	<p>2. HDFC Standard Life Insurance Company Limited 3. H T Parekh Foundation 4. Maruti Suzuki India Limited</p> <p>Stakeholders Relationship Committee - Chairperson 1. HDFC Asset Management Company Limited</p> <p>Stakeholders Relationship Committee - Member 1. ABB India Limited 2. Bosch Limited</p> <p>Nomination and Remuneration Committee - Chairperson 1. Bangalore International Airport Limited</p> <p>Nomination and Remuneration Committee – Member 1. ABB India Limited 2. Maruti Suzuki India Limited 3. HDFC Standard Life Insurance Company Limited</p> <p>Corporate Social Responsibility Committee – Chairperson 1. ABB India Limited</p> <p>Corporate Social Responsibility Committee – Member 1. Bangalore International Airport Limited 2. Housing Development Finance Corporation Limited</p>
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2. MR. ALEXANDER ANKEL

Age	53 years
Qualification	Qualified Insurance Clerk
Experience	Mr. Ankel is the Chief Operating Officer of ERGO International and the Appointed Chairman of the Board of Management of ERGO International AG since November 1, 2016. Prior to that until 2016, he was the Group CEO of Khazanah Nasional Berhad's Insurance Holding, Avicennia Capital Sdn. Bhd., Malaysia. During the period from 1997 to 2014, Mr. Ankel has held various positions at Allianz Group and lastly as Regional Chief Executive Officer - Asia of Allianz Global Corporate & Specialty SE, Singapore
No. of shares held	NIL
Terms and conditions of appointment/re-appointment	Mr. Ankel is a Non- Executive Director of the Company representing ERGO International AG and is liable to retire by rotation.
Remuneration last drawn	NIL
Remuneration sought to be paid	NIL
No. of Board Meetings attended during the year	3
Original date of appointment	April 24, 2017



Relationship with other Directors, Manager and Key Managerial Personnel	None
Directorships held in other companies in India	None
Membership/Chairmanship of committees in other companies in India	None

B. Brief profile of Directors seeking appointment at the 11th Annual General Meeting

1. MR.THEODOROS KOKKALAS

Age	54 years
Qualification	Degrees in Economics and Law
Experience	Mr. Kokkalas is the Chief Executive Officer of ERGO Insurance Company S.A. (Greece), ERGO Grubu Holding Anonim Sirketi and ERGO SIGORTA Anonim Sirketi (Turkey), President of the Board of Directors of DAS HELLAS S.A. and member of the Supervisory Board of ERGO P&C and ERGO Life (Russia). Prior to that and during the period from 1998 to 2004, he was General Manager of Gerling-Konzern Allgemeine VAG/Greek Branch and of Gerling-Konzern Speziale Kreditversicherungs AG/Greek Branch and during the period from 1994 to 1998 he has held various position at Gerling-Konzern Group. Prior to that until 1994, he was a member of staff of Norddeutschen Landesbank/Hannover Legal Department.
No. of shares held	NIL
Terms and conditions of appointment/re-appointment	Mr. Kokkalas is a Non- Executive Director of the Company representing ERGO International AG and is liable to retire by rotation.
Remuneration last drawn	NIL
Remuneration sought to be paid	NIL
No. of Board Meetings attended during the year	None.
Original date of appointment	March 26, 2018
Relationship with other Directors, Manager and Key Managerial Personnel	None
Directorships held in other companies in India	None
Membership/Chairmanship of committees in other companies in India	None

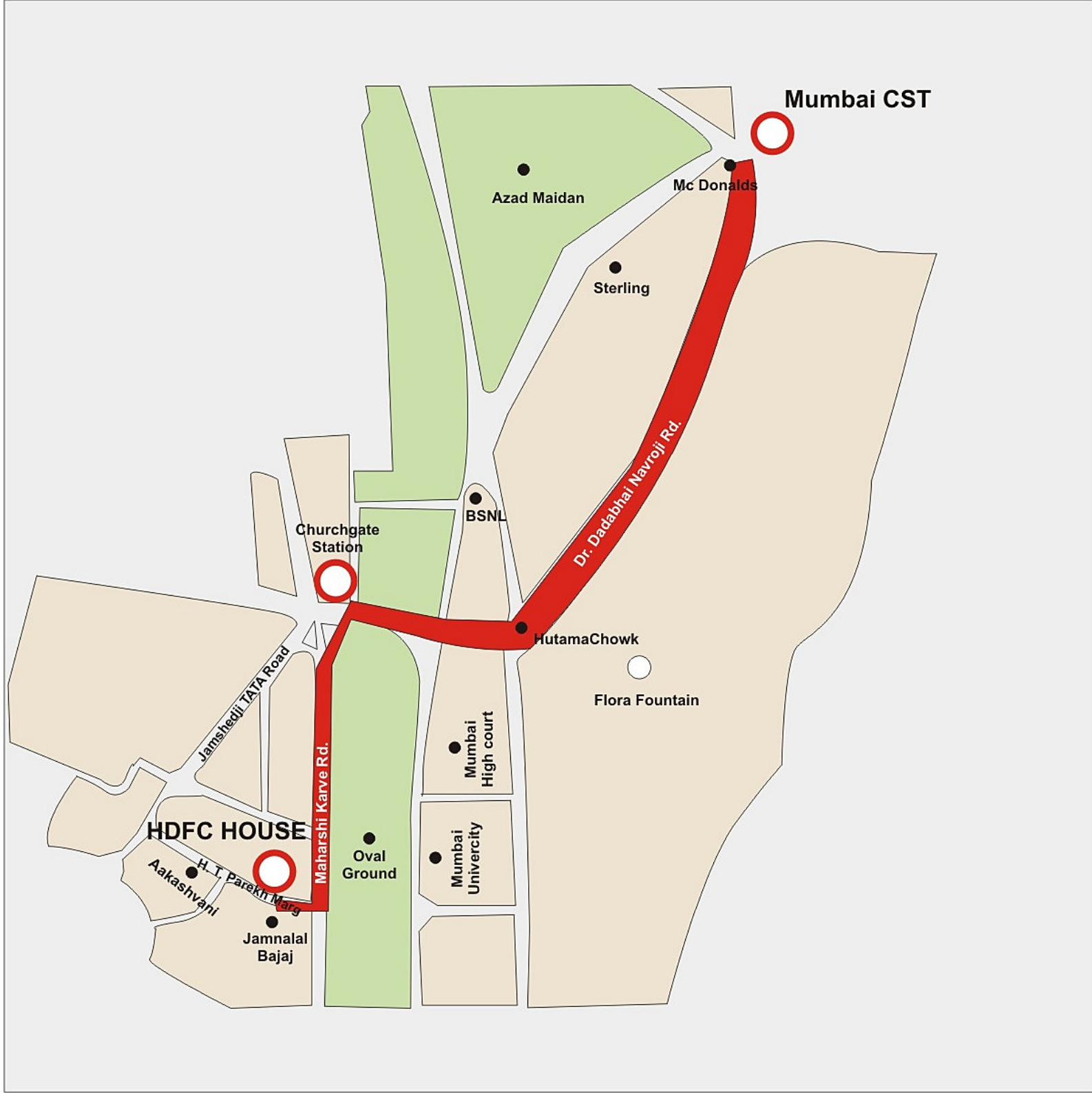


2. MR.SAMIR H SHAH

Age	50 years
Qualification	B.Com, FCA, ACS, ACMA
Experience	Mr. Shah joined the Company in 2006 as the Chief Financial Officer and has about 27 years of work experience, of which over 11 years were in the general insurance sector in various capacities, primarily heading finance, risk management, secretarial, legal and compliance. He is presently the Member of Executive Management and Chief Financial Officer of the Company.
No. of shares held	486,000
Terms and conditions of appointment/re-appointment	Appointed as a Whole-time Director of the Company for a period of five years with effect from June 1, 2018.
Remuneration last drawn	Please refer Form No. MGT-9, forming part of the Annual Report 2017-18.
Remuneration sought to be paid	For FY 2018-19, Remuneration and Perquisites ₹ 1.48 crore and Performance Bonus upto 52.5% of the Remuneration and Perquisites (as may be approved by NRC), subject to approval of IRDAI. Annual revisions shall be as approved by NRC and subject to approval of IRDAI.
No. of Board Meetings attended during the year	None
Original date of appointment	June 1, 2018
Relationship with other Directors, Manager and Key Managerial Personnel	None
Directorships held in other companies in India	None
Membership/Chairmanship of committees in other companies in India	None

Note 1: For the purpose of directorships held in other companies in India, only companies incorporated under the erstwhile Companies Act, 1956 and under the Companies Act, 2013 are considered as on March 31, 2018.

Note 2: For the purpose of considering the Memberships and Chairmanships of Committees in other companies in India, the Audit Committee, the Nomination and Remuneration Committee, the Corporate Social Responsibility Committee and the Stakeholders Relationship Committee of public limited company have been considered.



Mumbai CST

Azad Maidan

Mc Donalds

Sterling

Churchgate Station

BSNL

Dr. Dadabhai Navroji Rd.

Hutama Chowk

Flora Fountain

HDFC HOUSE

Jamshedji TATA Road

Mumbai High court

Mumbai University

Oval Ground

H. T. Parekh Marg

Aakashvani

Jamnalal Bajaj

Maharshi Karve Rd.



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: HDFC ERGO GENERAL INSURANCE COMPANY LIMITED

CIN: U66030MH2007PLC177117

Registered office: HDFC House, 1st Floor, 165 – 166, Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai – 400020

Name of the member(s):

Registered address:

Email id:

Folio No/ Client Id:

DP ID:

I/ We, being the member(s) holds shares of the above named company, hereby appoint:

(1) Name: Address:
 Email Id: Signature:or failing him/her

(2) Name: Address:
 Email Id: Signature:or failing him/her

(3) Name: Address:
 Email Id: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the Company, to be held on the _____, _____, 2018 at _____ P.M. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:
1. Adoption of Financial Statements for the year ended March 31, 2018 and Directors and Auditors Report thereon
2. To confirm the payment of interim dividend for the financial year 2017-18
3. Re-appointment of Ms. Renu S. Karnad (DIN: 00008064) who retires by rotation
4. Re-appointment of Mr. Alexander Ankel (DIN: 07798908) who retires by rotation
5. To ratify the appointment of Messrs B. K. Khare & Co., Chartered Accountants as one of the Joint Statutory Auditors
6. To ratify the appointment of Messrs G. M. Kapadia & Co., Chartered Accountants as one of the Joint Statutory Auditors
7. To approve appointment of Mr. Theodoros Kokkalas (DIN: 08093899) as a Non-Executive Director of the Company
8. To appoint Mr. Samir H. Shah as a Whole-time Director (designated as 'Executive Director & CFO') of the Company

Signed this day of..... 2018

Signature of Member(s):

Signature of Proxy holder(s):

Affix Revenue Stamp

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.



ATTENDANCE SLIP

(Please hand over at entrance of the Venue)

11th Annual General Meeting - Monday, July 23, 2018

I / We hereby record my / our presence at the 11th ANNUAL GENERAL MEETING of the Members of the Company being held on Monday, July 23, 2018 at 5.00 P.M., at the Registered Office, 'Board Room', HDFC House, 1st Floor, 165–166, Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai 400020.

Full name of the Member (IN BLOCK LETTERS)

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Folio No.: DP ID No.: Client ID No.:

No. of Shares held:

Full name of Proxy (IN BLOCK LETTERS):

Member's / Proxy's Signature:

Note: The Member/Proxy must bring this Attendance Slip to the Meeting duly completed and signed and hand over the same at entrance of the venue