

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U66030MH2007PLC177117

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCL5045N

(ii) (a) Name of the company

HDFC ERGO GENERAL INSURAI

(b) Registered office address

HDFC HOUSE, 1st FLOOR, 165-166 BACKBAY RECLAMATION H.T.PAR
EKH MARG, CHURCHGATE NA
MUMBAI
Mumbai City
Maharashtra
400020

(c) *e-mail ID of the company

vyoma.manej@hdfcergo.com

(d) *Telephone number with STD code

02266383600

(e) Website

www.hdfcergo.com

(iii) Date of Incorporation

27/12/2007

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serilingampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 25/07/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K3	Life/Non-life Insurance and Reinsurance activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	2,000,000,000	712,780,035	712,780,035	712,780,035
Total amount of equity shares (in Rupees)	20,000,000,000	7,127,800,350	7,127,800,350	7,127,800,350

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	2,000,000,000	712,780,035	712,780,035	712,780,035
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,000,000,000	7,127,800,350	7,127,800,350	7,127,800,350

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	712,780,035	712,780,035	7,127,800,350	7,127,800,350	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	712,780,035	712780035	7,127,800,3	7,127,800,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company.

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		21/07/2022	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	35,290	10,00,000 and 1,00,000	8,290,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			8,290,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	5,290,000,000	3,800,000,000	800,000,000	8,290,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

168,731,373,955

(ii) Net worth of the Company

36,159,557,733

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	705,511,226	98.98	0	
10.	Others	0	0	0	
	Total	705,511,226	98.98	0	0

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	7,268,809	1.02	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	7,268,809	1.02	0	0
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Total number of shareholders (other than promoters) 84

Total number of shareholders (Promoters+Public/
Other than promoters) 86

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	88	84
Debenture holders	44	41

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	4	0	4	0	0
B. Non-Promoter	3	4	3	7	0.19	0
(i) Non-Independent	3	0	3	0	0.19	0
(ii) Independent	0	4	0	7	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	8	3	11	0.19	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KEKI MINOO MISTRY	00008886	Director	0	
RENU SUD KARNAĐ	00008064	Director	0	
OLIVER MARTIN WILLI	08876420	Director	0	
CLEMENS MATTHIAS	07824451	Director	0	
BERNHARD STEINRUĐ	01122939	Director	0	
MEHERNOSH BEHRAN	00046612	Director	0	
ARVIND MAHAJAN	07553144	Director	0	
AMEET PRATAPSIKH	00087866	Director	0	
SANJIB CHAUDHURI	09565962	Director	0	
RAJGOPAL THIRUMAL	02253615	Director	0	
VINAY VINOD SANGHI	00309085	Director	0	
SAMIR HIRACHAND SI	08114828	Whole-time directo	251,000	
ANUJ TYAGI	07505313	Whole-time directo	446,000	
RITESH KUMAR	02213019	Managing Director	635,000	
VYOMA VIJAY MANEK	ALTPM3236A	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
DAYANANDA V. SHET	AAOPS8656G	Company Secretar	31/01/2023	Cessation
VYOMA VIJAY MANEK	ALTPM3236A	Company Secretar	01/02/2023	Appointment
SANJIB CHAUDHURI	09565962	Additional director	12/04/2022	Appointment
RAJGOPAL THIRUMAL	02253615	Additional director	12/04/2022	Appointment
VINAY VINOD SANGHI	00309085	Additional director	12/04/2022	Appointment
SANJIB CHAUDHURI	09565962	Director	21/07/2022	Change in designation
RAJGOPAL THIRUMAL	02253615	Director	21/07/2022	Change in designation
VINAY VINOD SANGHI	00309085	Director	21/07/2022	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	21/07/2022	87	16	99.26
Extra-ordinary General Mee	02/09/2022	87	14	99.24
Extra-ordinary General Mee	23/03/2023	86	19	99.3

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2022	14	14	100
2	21/07/2022	14	14	100
3	20/10/2022	14	14	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	06/01/2023	14	14	100
5	25/01/2023	14	14	100
6	02/03/2023	14	14	100

C. COMMITTEE MEETINGS

Number of meetings held

27

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT and CC	25/04/2022	6	6	100
2	AUDIT and CC	17/06/2022	6	6	100
3	AUDIT and CC	21/07/2022	6	6	100
4	AUDIT and CC	20/10/2022	6	6	100
5	AUDIT and CC	13/12/2022	6	6	100
6	AUDIT and CC	25/01/2023	6	6	100
7	NOMINATION	25/04/2022	6	6	100
8	NOMINATION	25/01/2023	6	6	100
9	CORPORATE	25/04/2022	5	5	100
10	Corporate Soc	21/07/2022	7	7	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	KEKI MINOO	6	6	100	22	22	100	Yes
2	RENU SUD K.	6	6	100	14	14	100	Yes
3	OLIVER MAR	6	6	100	15	15	100	No

4	CLEMENS MA	6	6	100	11	11	100	Yes
5	BERNHARD S	6	6	100	14	14	100	Yes
6	MEHERNOSH	6	6	100	18	18	100	Yes
7	ARVIND MAH	6	6	100	19	18	94.74	Yes
8	AMEET PRAT	6	6	100	20	20	100	Yes
9	SANJIB CHAL	6	6	100	7	7	100	Yes
10	RAJGOPAL T	6	6	100	7	7	100	Yes
11	VINAY VINO	6	6	100	7	7	100	Yes
12	SAMIR HIRAC	6	6	100	13	13	100	Yes
13	ANUJ TYAGI	6	6	100	8	8	100	Yes
14	RITESH KUM	6	6	100	9	9	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. RITESH KUMA	Managing Direct	97,278,300	0	0	0	97,278,300
2	MR. ANUJ TYAGI	Deputy Managin	37,716,045	0	0	0	37,716,045
3	MR. SAMIR H. SHA	Executive Direct	30,331,733	0	0	0	30,331,733
	Total		165,326,078	0	0	0	165,326,078

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. DAYANANDA	Company Secre	9,405,654	0	0	0	9,405,654
2	MS. VYOMA VIJAY	Company Secre	6,576,308				6,576,308
	Total		15,981,962	0	0	0	15,981,962

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. KEKI M. MISTRI	DIRECTOR	0	0	0	2,800,000	2,800,000
2	MS. RENU SUD KANWAR	DIRECTOR	0	0	0	2,000,000	2,000,000
3	MR. BERNHARD SINGH	INDEPENDENT	0	1,000,000	0	2,000,000	3,000,000
4	MR. MEHERNOSH	INDEPENDENT	0	1,000,000	0	2,400,000	3,400,000
5	MR. ARVIND MAHAJAN	INDEPENDENT	0	1,000,000	0	2,400,000	3,400,000
6	MR. AMEET P. HANRAJ	INDEPENDENT	0	1,000,000	0	2,600,000	3,600,000
7	MR. SANJIB CHAUDHARI	INDEPENDENT	0	969,863	0	1,300,000	2,269,863
8	DR. RAJGOPAL THAKUR	INDEPENDENT	0	969,863	0	1,300,000	2,269,863
9	MR. VINAY SANGHVI	INDEPENDENT	0	969,863	0	1,300,000	2,269,863
	Total		0	6,909,589	0	18,100,000	25,009,589

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form-MGT-8.

Name

S.N. Bhandari

Whether associate or fellow

Associate Fellow

Certificate of practice number

366

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

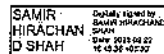
(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

 Digitally signed by SAMIR HIRACHAN D SHAH Date: 2023.01.27 16:43:36 +05:30

DIN of the director

08114828

To be digitally signed by

 Digitally signed by SATYANARAI N NANURAM BRANDARI Date: 2023.01.27 16:43:36 +05:30

Company Secretary

Company secretary in practice

Membership number

761

Certificate of practice number

366

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

List of attachments

Attach
Attach
Attach
Attach

Form_MGT-8_HDFC_ERGO_FY_2022-23
Letter to ROC for UDIN of MGT-7 HDFC E
List of Shareholders and Debentureholders
HDFC Ergo Clarification letter for eForm
Additional attachments.pdf
Form MGT-7 signed by company secretary

Remove attachment

Modify

Check Form

Preserurity

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company