



**TRANSCRIPT**

**EXTRA-ORDINARY GENERAL MEETING OF  
ADITYA BIRLA SUN LIFE INSURANCE COMPANY LIMITED  
HELD ON WEDNESDAY, JANUARY 31, 2024, AT 11.00 A.M. (IST)  
THROUGH AUDIO-VIDEO MEANS ON MICROSOFT TEAMS**

**Welcome Speech by Mr. Chetan Shigavan**

Good Morning everyone, Welcome you all to the Extra-Ordinary General Meeting ('EGM'). This EGM is being held at a shorter notice and the required consent of majority in number of members entitled to vote and who represent not less than ninety-five per cent of the paid-up share capital of the company of has been received pursuant to the provisions of Section 101 of the Companies Act, 2013.

The Meeting is being held through Audio-Video mode on Microsoft teams which is in accordance with the applicable General Circulars issued by the Ministry of Corporate Affairs in this regard.

**Members are present in the EGM through Microsoft teams:**

Mr. Amber Gupta	Authorized representative of Aditya Birla Capital Limited
Mr. Sandeep Asthana	Authorized representative of Sun Life Financial (India) Insurance Investments Inc.
Mr. Anunay Shrivastava	Member (as a Nominee of Aditya Birla Capital Limited)
Ms. Pinky Mehta	Member (as a Nominee of Aditya Birla Capital Limited)
Mr. Lalit Vermani	Member (as a Nominee of Aditya Birla Capital Limited)

We have the required Quorum present for this meeting.

**Introduction of Directors/ Auditors by Mr. Chetan Shigavan**

We have Mr. Debabrata Sarkar, Independent Director and Chairman of Nomination and Remuneration Committee who is authorised in this behalf to attend the EGM. We also have Mr. Nagesh Pinge, Independent Director and Chairman of Audit Committee authorised in this behalf to attend the EGM.

I am delighted to Welcome Mr. Sunil Suvarna from M/s. S. B. Billimoria & Co., Chartered Accountants, and Mr. Zuher Dalal from Haribhakti & Co. LLP, Chartered Accountants, Joint



Statutory Auditors of the Company. I am also pleased to Welcome Ms. Honey Soni representing the Secretarial Auditors, M/s. BNP & Associates, Practicing Company Secretaries.

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

### **Election of Chairman – Mr. Chetan Shigavan.**

The Chairman of the Board, Mr. Kumar Mangalam Birla, is not present in this Meeting and has asked for leave of absence. In his inability to join the Meeting, as per the provisions of the Companies Act and the Articles of Association, Directors amongst themselves can elect one of Director to be the Chairman of the Meeting.

- Mr. Amber Gupta proposed Ms. Pinky Mehta as the Chairperson of the EGM.
- Mr. Sandeep Asthana seconded the same.

Thank you everyone, now I request Ms. Pinky Mehta to Chair the Meeting and commence the proceedings.

### **Ms. Pinky Mehta:**

Good Morning to everybody present in this virtual EGM. It gives me immense pleasure to welcome you all to the Extra-Ordinary General Meeting of your Company along with other Directors of the Company who are present in the Meeting.

Mr. Kumar Mangalam Birla, Mr. K.K. Maheshwari, Mr. Arun Adhikari, Mr. Manjit Singh and Ms. Vishakha Mulye have expressed their inability to attend the Meeting due to preoccupation and we need to give them leave of absence.

The Notice of the EGM has been circulated to all the Members of the Company electronically on the email addresses registered with the Company. With the consent of the Shareholders present, the EGM Notice as read.

I now request Mr. Chetan Shigavan to take up the items of the Notice.

### **Mr. Chetan Shigavan:**

Thank you very much Ma'am, I will take up the items in seriatim. Starting with Item No.1 which is an Ordinary Resolution.



**Item no. 1**

**Appointment of Mr. Ashvin Parekh (DIN: 06559989) as Independent Director of the Company**

I now request a Member to propose the said resolutions as Ordinary Resolution.

- Mr. Amber Gupta, Member proposed the resolution.
- Mr. Sandeep Asthana, Member seconded the resolution.

**Mr. Chetan Shigavan:**

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

The Resolution is passed unanimously.

Thank you, Shareholders. Now I move to Item No. 2 which is a Special Resolution.

**Item no. 2**

**Adoption of Aditya Birla Sun Life Insurance Company Limited Employee Stock Option Scheme 2023 (“ABSLI Scheme 2023”)**

I now request a Member to propose the said resolutions as Special Resolution.

- Mr. Sandeep Asthana, Member proposed the resolution.
- Mr. Amber Gupta, Member seconded the resolution.

**Mr. Chetan Shigavan:**

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

The Resolution is passed unanimously.

Thank you everyone, I would like to move on the Item No. 3, which is a Special Resolution.

**Item no. 3**

**Approve extension the benefit of Aditya Birla Sun Life Insurance Company Limited Employee Stock Option Scheme 2023 (“ABSLI Scheme 2023”) to the permanent employees of present or future holding and / or subsidiary company(ies) of the Company.**



I now request a Member to propose the said resolutions as Ordinary Resolution.

- Mr. Amber Gupta, Member proposed the resolution.
- Mr. Lalit Vermani, Member seconded the resolution.

**Mr. Chetan Shigavan:**

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

The Resolution is passed unanimously.

Thank you everyone.

**Vote of thanks**

**Ms. Pink Mehta:**

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

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