

## NOTICE

Notice is hereby given that an Extraordinary General Meeting of the Members of Edelweiss Tokio Life Insurance Company Limited will be held on Tuesday, July 27, 2021 at 4.00 p.m. at 6<sup>th</sup> Floor, Tower 3, Wing B, Kohinoor City, Kirol Road, Kurla (W), Mumbai - 400 070 to transact the following special business:

---

### Increase in the Authorised Share Capital of the Company.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Ordinary Resolution:-

“**RESOLVED** that subject to the provisions of Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (as amended from time to time), the approval of the members be and is hereby accorded for increase in the Authorized Share Capital of the Company from existing Rs. 325,00,00,000/- (Rupees Three Hundred and Twenty-Five Crores Only) divided into 32,50,00,000 equity shares of Rs. 10 each to Rs. 600,00,00,000/- (Rupees Six Hundred Crores Only) by creation of additional 27,50,00,000 (Twenty-Seven Crores Fifty lakhs) equity shares of Rs. 10 each aggregating to Rs.275,00,00,000/- (Rupees Two Hundred and Seventy-Five Crores Only).

**FURTHER RESOLVED** that the existing Clause V (a) of the Memorandum of Association of the Company be altered and be substituted by the following as Clause V (a):-

‘**V(a).** The Authorised Share Capital of the Company is Rs. 600,00,00,000/- (Rupees Six Hundred Crores Only) divided into 60,00,00,000 (Sixty Crores) Equity Shares of Rs. 10 (Rupees Ten Only) each.’

**FURTHER RESOLVED** that subject to and in accordance with the provisions of law, as may be applicable from time to time, the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power on behalf of the Company to settle questions, difficulties or doubts that may arise in

Edelweiss Tokio Life Insurance Company Limited

CIN: U66010MH2009PLC197336

Registered Office: 6th Floor, Tower 3, Wing ‘B’, Kohinoor City, Kirol Road, Kurla (W), Mumbai 400070

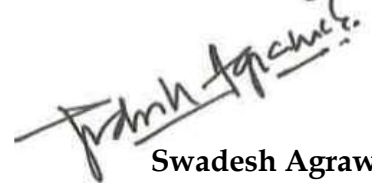
Corporate Office: 4th Floor, Tower 3, Wing ‘B’, Kohinoor City, Kirol Road, Kurla (W), Mumbai 400070

Toll Free No.: 1800 212 1212 | Board Line: +91 22 4088 6015 | Fax No.: +91 22 6117 7833

Email: care@edelweisstokio.in | www.edelweisstokio.in

this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

For and on behalf of the Board  
Edelweiss Tokio Life Insurance Company Limited



Swadesh Agrawal  
Company Secretary  
Membership No. A21551

Date: July 22, 2021  
Registered Office:  
6<sup>th</sup> Floor, Tower 3, Wing B,  
Kohinoor City, Kirool Road,  
Kurla (W), Mumbai – 400 070.  
CIN: U66010MH2009PLC197336

**Note:-**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business is annexed hereto.

Edelweiss Tokio Life Insurance Company Limited

CIN: U66010MH2009PLC197336

Registered Office: 6th Floor, Tower 3, Wing 'B', Kohinoor City, Kirool Road, Kurla (W), Mumbai 400070

Corporate Office: 4th Floor, Tower 3, Wing 'B', Kohinoor City, Kirool Road, Kurla (W), Mumbai 400070

Toll Free No.: 1800 212 1212 | Board Line: +91 22 4088 6015 | Fax No.: +91 22 6117 7833

Email: care@edelweisstokio.in | www.edelweisstokio.in

Annexure to the Notice dated July 22, 2021

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013  
setting out material facts in respect of special business to be transacted at the  
Extraordinary General Meeting.

In order to meet the long-term capital requirements of the Company, it is proposed to increase the Authorised Share Capital from existing Rs. 325,00,00,000/- (Rupees Three Hundred and Twenty-Five Crores Only) divided into 32,50,00,000 equity shares of Rs. 10 each to Rs. 600,00,00,000/- (Rupees Six Hundred Crores Only) by creation of additional 27,50,00,000 (Twenty-Seven Crores Fifty lakhs) equity shares of Rs. 10 each aggregating to Rs.275,00,00,000/- (Rupees Two Hundred and Seventy-Five Crores Only).

Consequent to the increase in the Authorized Share Capital, it is proposed to alter and substitute the existing Clause V (a) of the Memorandum of Association of the Company by a new Clause V(a).

Draft of the amended Memorandum of Association of the Company is available for inspection by the members at the registered office of the Company during business hours on any working day upto the date of the meeting and will be kept open at the place of the meeting during the continuation of the meeting.

Your Directors recommends the passing of the ordinary Resolution as set out in Item No. 1 to the members for their approval.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested in this item of business.

**For and on behalf of the Board  
Edelweiss Tokio Life Insurance Company Limited**

**Swadesh Agrawal  
Company Secretary  
Membership No. A21551**

Date: July 22, 2021  
Registered Office:  
6<sup>th</sup> Floor, Tower 3, Wing B,  
Kohinoor City, Kirol Road,  
Kurla (W), Mumbai – 400 070.

CIN: U66010MH2009PLC197336

**Edelweiss Tokio Life Insurance Company Limited**  
CIN: U66010MH2009PLC197336

**Registered Office:** 6th Floor, Tower 3, Wing 'B', Kohinoor City, Kirol Road, Kurla (W), Mumbai 400070  
**Corporate Office:** 4th Floor, Tower 3, Wing 'B', Kohinoor City, Kirol Road, Kurla (W), Mumbai 400070  
Toll Free No.: 1800 212 1212 | Board Line: +91 22 4088 6015 | Fax No.: +91 22 6117 7833  
Email: care@edelweisstokio.in | www.edelweisstokio.in

**Route map of the venue of the Extra Ordinary General Meeting to be held on July 22, 2021**

**AGM Venue -**

Edelweiss Tokio Life Insurance Company Limited

6<sup>th</sup> Floor, Tower 3, Wing B, Kohinoor City, Kirol Road, Kurla (W), Mumbai - 400070

**Prominent Landmark: -** Near Kohinoor Elite Hotel

**Edelweiss Tokio Life Insurance Company Limited**

CIN: U66010MH2009PLC197336

**Registered Office:** 6th Floor, Tower 3, Wing 'B', Kohinoor City, Kirol Road, Kurla (W), Mumbai 400070

**Corporate Office:** 4th Floor, Tower 3, Wing 'B', Kohinoor City, Kirol Road, Kurla (W), Mumbai 400070

Toll Free No.: 1800 212 1212 | Board Line: +91 22 4088 6015 | Fax No.: +91 22 6117 7833

Email: [care@edelweisstokio.in](mailto:care@edelweisstokio.in) | [www.edelweisstokio.in](http://www.edelweisstokio.in)