

NOTICE

Notice is hereby given that the 13th Annual General Meeting of the members of Edelweiss Tokio Life Insurance Company Limited will be held on Wednesday, September 28, 2022 at 12:00 noon through Video Conferencing or Other Audio-Visual Means ("VC/OAVM") facility to transact the following business:

Ordinary Business:

- 1) To consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2022, together with the Reports of the Board, Management and Auditors thereon.
- 2) To appoint a Director in place of Mr. Rujan Panjwani (DIN: 00237366) who retires by rotation and, being eligible, offers himself for re-appointment.
- 3) To appoint a Director in place of Mr. Ian Brimecome (DIN: 02992778) who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

- 4) **Appointment of Statutory Auditor to fill casual vacancy:**

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

"RESOLVED that pursuant to sub-section (8) of section 139 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the Corporate Governance Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) for appointment of statutory auditors, M/s. B. K. Khare & Co., Chartered Accountants, (Firm Registration No. 105102W), be and are hereby appointed as Joint Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. V. Sankar Aiyar & Co., Chartered Accountants, (Firm Registration No. 109208W).

FURTHER RESOLVED that M/s. B. K. Khare & Co., Chartered Accountants, (Firm Registration No. 105102W), be and are hereby appointed as Joint Statutory Auditors of the Company to hold the office from August 29, 2022 until the conclusion of the 13th

Edelweiss Tokio Life Insurance Company Limited

CIN: U66010MH2009PLC197336

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

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

Annual General Meeting of the Company, at such remuneration plus applicable taxes and out of pocket expenses, as may be fixed by the Board of Directors in consultation with the Auditors.”

5) **Appointment of the Joint Statutory Auditors**

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, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules and Regulations framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for time being in force) and the Corporate Governance Guidelines for Insurers in India issued by the Insurance Regulatory and Development Authority of India (IRDAI) for appointment of statutory auditors, M/s. B.K. Khare & Co., Chartered Accountants, (Firm Registration No. 105102W), be and are hereby appointed as Joint Statutory Auditors of the Company to hold office till the conclusion of the 16th Annual General Meeting.

FURTHER RESOLVED that the Board of Directors (which term shall be deemed to include any Committee which the Board may have formed or hereinafter formed to exercise the powers conferred by this Resolution) be and is hereby authorised to decide and finalise the terms and conditions of the appointment, including the remuneration of the Joint Statutory Auditors.”

6) **Appointment of Mr. Ashok Kini as an Independent Director of the Company**

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 149, 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee and that of the Board, **Mr. Ashok Kini (DIN: 00812946)** who has been appointed as an Additional Director designated as Independent Director of the Company, has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, till the conclusion of the 18th Annual General Meeting of the Company to be held in the year 2027.”

7) **Appointment of Mr. Mohan Vasant Tanksale as an Independent Director of the Company**

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 149, 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee and that of the Board, **Mr. Mohan Vasant Tanksale (DIN: 02971181)** who has been appointed as an Additional Director designated as Independent Director of the Company, has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, till the conclusion of the 18th Annual General Meeting of the Company to be held in the year 2027.”

8) **Appointment of Mr. Navtej S. Nandra as an Independent Director of the Company**

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

“RESOLVED that pursuant to the provisions of Sections 149, 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee and that of the Board, **Mr. Navtej S. Nandra (DIN: 02282617)**, who holds office as an Independent Director till the conclusion of this Annual General Meeting, has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, till the conclusion of the conclusion of the 18th Annual General Meeting of the Company to be held in the year 2027.”

9) **Appointment of Ms. Priyadeep Chopra as Non-Executive Director of the Company**

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 149, 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules framed thereunder, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee and that of the Board, **Ms. Priyadeep Chopra** (DIN: 00079353) who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Act, be and is hereby appointed a Non-executive Director of the Company, liable to retire by rotation.”

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

**Ankur Chadha
Company Secretary
Membership No. A17086**

September 5, 2022

**Registered Office:
6th Floor, Tower 3, Wing B,
Kohinoor City, Kirol Road,
Kurla (West), Mumbai 400 070.
CIN: 6010MH2009PLC197336**

Notes: -

- 1) In respect of Special Business to be transacted, the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 is annexed and the relevant details as per the Secretarial Standard on General Meetings, in respect of a Director seeking appointment/re-appointment at the Annual General Meeting (AGM), are annexed hereto.
- 2) In view of the COVID 19 pandemic, the Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 20/2020 dated 05 May, 2020 read with General Circulars No. 14/2020 dated 08 April, 2020, No. 17/2020 dated 13 April, 2020, No. 02/2021 dated January 13, 2021, No 19/2021 dated December 8, 2021, No 21/2021 dated December 14, 2021 and any other Circular issued by the MCA from time to time (collectively known as “MCA Circulars”) has permitted the holding of the Annual General Meeting (“AGM”) through Video conferencing (“VC”) facility/other audio visual means (“OAVM”) without physical presence of the Members at the common venue.
- 3) Pursuant to the aforementioned MCA Circulars, since the AGM is being held through VC, the physical presence of the Members have been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for the AGM and hence the proxy form, attendance slip, and route map are not annexed to this notice. However, in pursuance of Section 113 of the Companies Act, 2013, representatives of the Corporate Members may be appointed for the purpose of voting or for participation and voting in the meeting. The Corporate Members proposing to participate at the meeting through their representative, shall forward a scanned copy of the necessary authorization under Section 113 of the Companies Act, 2013 for such representation to the Company through e-mail to edelweisstokio.secretarial@edelweisstokio.in before the commencement of the meeting.
- 4) The Company shall conduct the AGM through VC by using Microsoft Teams application (“MS Teams”) and the Members are requested to follow instructions as stated in this notice for participating in this AGM through MS Teams. An invite of the AGM shall be sent to the registered email addresses of the persons entitled to attend the Meeting, for joining the Meeting through Microsoft Teams application.
- 5) The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

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- 6) In case a poll is ordered to be taken by the Chairman or demanded in accordance with Section 109 of the Companies Act, 2013, members can cast their vote during the Meeting by sending an email to edelweisstokio.secretarial@edelweisstokio.in from their email addresses registered with the Company.
- 7) On the date of the meeting i.e., on September 28, 2022, the Members, Directors, Key Managerial Personnel, Auditors, and all other persons authorized to attend the meeting, may join, using the link provided from 11:45 a.m. to 12:15 p.m. and post that no person shall be able to join the meeting.
- 8) The Members desiring to inspect the documents referred and relied upon by the Company in this Notice and statutory registers/other documents as prescribed under the provisions of the Companies Act, 2013 and rules made thereunder are required to send request through an email at edelweisstokio.secretarial@edelweisstokio.in. An access of such documents would be given to such Member. As the AGM is being conducted through VC, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered e-mail ID, mentioning their full name, folio number/ DPID-Client ID, address and contact number, to edelweisstokio.secretarial@edelweisstokio.in, by 6.00 PM (IST) on or before September 27, 2022 so that the requisite information/ explanations can be kept ready to be provided in time. Members may raise questions during the meeting as well. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
- 9) In case a poll is demanded, the Chairman shall follow the procedure provided in Section 109 of the Companies Act, 2013 and rules made thereunder.
- 10) During the meeting held through VC or OAVM facility, where a poll on any items is demanded, the members shall cast their vote on the resolutions only by e-mail through its registered e-mail address on which they have received the AGM notice to edelweisstokio.secretarial@edelweisstokio.in. Poll papers along with the AGM Notice will be sent to the members and the members are requested to cast their vote on the proposed agenda matters as stated below in the notice convening the AGM during the meeting and send it to edelweisstokio.secretarial@edelweisstokio.in through your registered email address.

Example:

Item No.	Brief Description of Resolution	Type of Business and Resolution	No. of equity Shares for Which votes cast	For	Against
				I / We assent to the Resolution	I / We dissent to the Resolution
1	To consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2022, together with the Reports of the Board, Management and Auditors thereon.	Ordinary business - Ordinary resolution	10	Yes	
2	To appoint a Director in place of Mr. Rujan Panjwani (DIN: 00237366) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary business - Ordinary resolution	10	Yes	
3	To appoint a Director in place of Mr. Ian Brimecome (DIN: 02992778) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary business - Ordinary resolution	10	Yes	
4	Appointment of Statutory Auditor to fill casual vacancy	Special business - Ordinary resolution	10	Yes	
5	Appointment of the Joint Statutory Auditors	Special business - Ordinary resolution	10	Yes	

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6	Appointment of Mr. Ashok Kini as an Independent Director of the Company	Special business – Ordinary resolution	10	Yes	
7	Appointment of Mr. Mohan Vasant Tanksale as an Independent Director of the Company	Special business – Ordinary resolution	10	Yes	
8	Appointment of Mr. Navtej S. Nandra as an Independent Director of the Company	Special business – Special resolution	10	Yes	
9	Appointment of Ms. Priyadeep Chopra as Non-Executive Director of the Company	Special business – Ordinary resolution	10	Yes	

- 11) Other instructions/information:
- Members are requested to address all communications through their registered e-mail id only.
 - This notice is also available on the website of the Company.
 - In case of any doubts or clarification, the members are requested to contact through an e-mail at edelweisstokio.secretarial@edelweisstokio.in.
- 12) Members are requested to promptly notify any change in their address or Email ID to the Company at: edelweisstokio.secretarial@edelweisstokio.in or at the registered office of the Company. Members who have not registered /updated their e-mail address with the Company are requested to register / update the same by writing to the Company with details of folio number / DPID-Client ID and attaching a self-attested copy of PAN card, recent passport size photo (for individuals), address proof at edelweisstokio.secretarial@edelweisstokio.in.
- 13) The Deemed venue for 13th AGM shall be at the registered office of the Company.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE MEETING THROUGH
VIDEO CONFERENCING**

- 1) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and Members who may like to express their views or ask questions during the AGM may register themselves by writing us in advance via email at edelweisstokio.secretarial@edelweisstokio.in.
- 2) An invite of AGM shall be sent to the registered email addresses of the persons entitled to attend the Meeting, for joining the Meeting through Microsoft Teams application.
- 3) For joining through laptop/desktops, the instructions are as follows:
 - a. Select 'Click here to join the meeting' in the meeting invite sent to you on your email address/calendar. Thereafter, a page will be displayed wherein you can choose to either join on the web or download the desktop app. If you already have the Microsoft Teams app, the meeting will open on the app automatically.
 - b. If you do not have a Teams account, select 'Join as a guest' and enter your name to join the meeting as a guest. If you have a Teams account, select 'Sign in and join'.
- 4) For joining through mobile phone/Tablet, the instructions are as follows:
 - a. For easy and efficient access of the Microsoft Teams meetings (including audio, video, and content sharing) on mobile, it would be advisable to download and install the Microsoft Teams mobile app.
 - b. If you have the app, select 'Join Microsoft Teams Meeting' in the meeting invite sent on your registered email address to open the app and join the meeting. If you do not have the app, you will be taken to the app store where you can download the app.
 - c. If you do not have a Microsoft Teams account, select 'Join as a guest' and enter your name to join the meeting as a guest. If you have a Teams account, select 'Sign in and join'.
- 5) It would be advisable to download and install the app before the meeting.

- 6) In case any member requires assistance for using the link before or during the meeting, you may contact Mr. Ankur Chadha, Company Secretary at +91 88617 66883.
- 7) Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules, 2014 and amended thereafter, the Company is not required to provide e-voting facility to the members to cast and record their vote for General meetings.
- 8) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of technical issue.
- 9) Further, the facility of joining AGM will be closed on expiry of 15 minutes from the scheduled time of the AGM. Those Members who register themselves as speaker will only be allowed to express views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.

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Annexure to the Notice dated September 5, 2022

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

ITEM NO. 4: -

The Members of the Company at the 11th Annual General Meeting (AGM) held on August 27, 2020 has re-appointed M/s. V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) as Joint Statutory Auditors of the Company for a period of 2 years to hold office upto the conclusion of the 13th AGM, thereby completing their second term as prescribed under the Corporate Governance Guidelines for Insurers in India.

Accordingly, based on the recommendation of the Audit Committee, the Board at its meeting held on May 10, 2022 has approved the appointment of M/s. B. K. Khare & Co., Chartered Accountants (Firm Registration No. 105102W), as one of the Joint Statutory Auditors of the Company in place of retiring Statutory Auditor, M/s. V. Sankar Aiyar & Co., Chartered Accountants, to hold office for a period of three years commencing from the 13th Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company.

M/s. V. Sankar Aiyar & Co., Chartered Accountants have informed the Company that they will not be able to hold the position of Statutory Auditor for more than three insurance companies at the same time and one of insurance companies has proposed to appoint them as Statutory Auditor in their ensuing AGM. Accordingly, the Company had received a letter from M/s. V. Sankar Aiyar & Co., Chartered Accountants intimating their resignation with effect from August 22, 2022.

Based on the recommendation of the Audit Committee, the Board vide circular resolution approved on August 29, 2022, has appointed M/s. B. K. Khare & Co., Chartered Accountants, (Firm Registration No. 105102W) as the Joint Statutory Auditors of the Company to fill the casual vacancy and to hold office until the conclusion of the 13th Annual General Meeting at the remuneration as determined by the Board.

The Company has received consent letter and eligibility certificate from M/s. B. K. Khare & Co., Chartered Accountants, to act as Statutory Auditors of the Company and had also confirmed that they satisfy the criteria laid down under Companies Act, 2013 and IRDAI Corporate Governance Guidelines for Insurers in India.

The Board recommends for approval of the Ordinary Resolution as set out in Item No. 4 of the Notice.

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

ITEM NO. 5: -

The Board at its meeting held on May 10, 2022, based on the recommendation of the Audit Committee, approved the appointment of M/s. B. K. Khare & Co., Chartered Accountants (Firm Registration No. 105102W), as one of the Joint Statutory Auditors of the Company in place of retiring Statutory Auditor, M/s. V. Sankar Aiyar & Co., Chartered Accountants, to hold office for a period of three years commencing from the 13th Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company.

The Company has received consent letter and eligibility certificate from M/s. B. K. Khare & Co., Chartered Accountants, to act as Statutory Auditors of the Company and had also confirmed that they satisfy the criteria laid down under Companies Act, 2013 and IRDAI Corporate Governance Guidelines for Insurers in India.

The Board recommends for approval of the Ordinary Resolution as set out in Item No. 5 of the Notice.

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

ITEM NO. 6: -

Mr. Ashok Kini was appointed as an Additional Director (Independent Director) by the Board of Directors of the Company w.e.f. July 25, 2022. In accordance with the provisions of Section 161 of the Companies Act, 2013 and the Rules framed thereunder, Mr. Ashok Kini holds office upto the date of the ensuing Annual General Meeting.

Mr. Kini is a retired Managing Director of State Bank of India with areas of interest as rural credit, corporate credit, retail banking and banking technology. While in service in SBI, he was an ex-officio Director in the Boards of several subsidiaries-- SBILIFE, SBICAPSEC, SBI-MAURITIUS, SBI- LosAngeles. He was also a member of the International Advisory Board of MasterCard. Post retirement, he worked in an advisory role in RBI, TCS, Bank of Baroda and McKinsey. He also served as Independent Director in IndusInd Bank , UTI AMC Trustee Board, SESA Goa, Gulfoil, Gulfoil Corporation. He He holds Bachelor's Degree in Science and Master's Degree in Arts.

The Board is of the view that the Company will be immensely benefitted by the appointment of Mr. Ashok Kini as an Independent Director on the Board and, therefore, recommends for approval, the Ordinary Resolution as set out in Item No. 6 of the Notice.

Except Mr. Ashok Kini, none of the Directors and Key Managerial Personnel and their relatives is concerned or interested in this item of business.

ITEM NO. 7: -

Mr. Mohan Vasant Tanksale was appointed as an Additional Director (Independent Director) by the Board of Directors of the Company w.e.f. July 25, 2022. In accordance with the provisions of Section 161 of the Companies Act, 2013 and the Rules framed thereunder, Mr. Mohan Vasant Tanksale holds office upto the date of the ensuing Annual General Meeting.

Mr. Tanksale is a career banker having spent over four decades in the Indian banking industry. He retired as Chairman & Managing Director of Central Bank of India, one of India's largest banks, in 2013. Prior to this, he held senior positions with Union Bank of India and Punjab National Bank. Given his wealth of experience, Mr. Tanksale then became CEO of Indian Banks' Association (IBA) and in this role represented the entire banking industry for the period from December 2013 to August 2016. Mr. Tanksal holds Bachelor's Degree in Science and Master's Degree in English Literature. He is also a Fellow Member of the Institute of Cost Accountants of India and a Certified Associate of the Indian Institute of Banking and Finance (CAIIB).

The Board is of the view that the Company will be immensely benefitted by the appointment of Mr. Mohan Vasant Tanksale as an Independent Director on the Board and, therefore, recommends for approval, the Ordinary Resolution as set out in Item No. 7 of the Notice.

Except Mr. Mohan Vasant Tanksale, none of the Directors and Key Managerial Personnel and their relatives is concerned or interested in this item of business.

ITEM NO. 8: -

The tenure of Mr. Navtej S. Nandra as an Independent Director on the Board of the Company expires at the forthcoming Annual General Meeting. Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on July 25, 2022 had considered, subject to the approval of the Members, the re-appointment of Mr. Navtej S. Nandra as an Independent Director for second term of 5 years.

Mr. Navtej S. Nandra bring over three decades of global growth, transformation and governance experience. He serves on boards of Pidlite USA, Cadence and Edelweiss Group

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Companies. His career includes President of E*TRADE, head of International for Morgan Stanley Investment Management, IC roles in various funds, Executive Committee roles at Merrill Lynch across Wealth Management and Investment Banking, and Partner at BoozAllen & Hamilton, consulting across a variety of financial services sectors. He has also served on the board of NUS Center for Governance, Institutions and Organisations, and was a Distinguished Visiting Fellow at the NUS Business School. He holds a PGDM from IIM Ahmedabad and Bachelor's Degree in Commerce (Honors) from University of Delhi.

The Board recommends for approval of the Special Resolution as set out in Item No. 8 of the Notice.

Except Mr. Navtej S. Nandra, none of the Directors and Key Managerial Personnel and their relatives, are concerned or interested in this item of business.

ITEM NO. 9: -

Ms. Priyadeep Chopra was appointed as an Additional Director by the Board of Directors of the Company on July 25, 2022. In accordance with the provisions of Section 161 of the Companies Act, 2013 and the Rules framed thereunder, Ms. Priyadeep Chopra holds office upto the date of the ensuing Annual General Meeting.

Ms. Priyadeep Chopra is President at Edelweiss, responsible for Human Resources, Investor and Public relations. She carries a rich and diverse experience spanning across two and a half decades centered around leadership development, culture building and communication. Her current role of Investor and Public relations includes providing strategic direction to broaden and enhance investor relationship, advising the leadership on how best Edelweiss can provide value to our investors, leading internal communications, outward PR strategies that cultivate organizations relationships with media. As HR leader, she provides strategic advice towards Leadership development, Strategic talent acquisition, compensation and benefits, culture, employee experience, well-being, and inclusion programs. She also provides strategic senior HR advisory on people strategy & transformation, leadership, engagement, organization design to businesses of Edelweiss – Credit, Asset Management, Asset Reconstruction, Insurance and Wealth Management. She was co-founder of Breakthology Consulting Pvt Ltd. and was a senior partner at Manford Consulting where she led CXO level assignments. She was also an advisor to Edelweiss for group level strategic HR interventions. She holds a Master's degree in Microbiology from Delhi University and Bachelor's Degree in Science - Microbiology from Gargi College.

The Board is of the view that the Company will be immensely benefitted by the appointment of Ms. Priyadeep Chopra as a Director on the Board and, therefore, recommends for approval, the Ordinary Resolution as set out in Item No. 9 of the Notice.

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Except Ms. Priyadeep Chopra, 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**

**Ankur Chadha
Company Secretary
Membership No. A17086**

September 5, 2022

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Details of Director seeking re-appointment/appointment at the AGM pursuant to provisions of the Companies Act, 2013 (the Act) & Secretarial Standards on General Meeting (SS 2)

<u>Name of the Director</u>	<u>Mr. Rujan Panjwani</u>	<u>Mr. Ian Brimecome</u>	<u>Mr. Ashok Kini</u>	<u>Mr. Mohan Tanksale</u>	<u>Mr. Navtej S. Nandra</u>	<u>Ms. Priyadeep Chopra</u>
Date of Birth	April 7, 1963	April 30, 1953	December 12, 1945	July 31, 1953	October 14, 1966	November 11, 1976
Age	59 years	69 years	76 years	69 years	55 years	45 years
Date of first appointment	August 1, 2018	April 1, 2015	July 25, 2022	July 25, 2022	February 8, 2017	July 25, 2022
Qualification	B.E. (Electrical Engineering) Manipal Institute of Technology	Bachelor of Arts and Master of Arts in Chemistry, the University of Oxford	Bachelor of Science and Master Degree in Arts	Bachelor's degree in Science, Master's degree in English Literature, a Fellow Member of Management Accountants of India (FCMA), completed professional course of Company Secretary (Inter) from the Institute of Company Secretaries of	PGDM from IIM Ahmedabad and Bachelor's Degree in Commerce (Honors) from University of Delhi.	Master's in Microbiology, Delhi University BSc. Microbiology- Gargi College

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

<u>Name of the Director</u>	<u>Mr. Rujan Panjwani</u>	<u>Mr. Ian Brimecome</u>	<u>Mr. Ashok Kini</u>	<u>Mr. Mohan Tanksale</u>	<u>Mr. Navtej S. Nandra</u>	<u>Ms. Priyadeep Chopra</u>
				India, a Certified Associate of the Indian Institute of Banking and Finance (CAIIB) and holds a Diploma in Russian language		
No. of Board Meetings attended during the financial year ended March 31, 2022	6 of 6	6 of 6	Not applicable	Not applicable	6 of 6	Not applicable
Directorships held in other companies (Public Limited Companies)	4	None	4	8	3	None
Memberships/ Chairmanships of committees of Boards (Committees mandated under the Companies)	Audit Committee, Nomination and Remuneration Committee	None	None	None	Audit Committee, Nomination and Remuneration Committee	None

Edelweiss Tokio Life Insurance Company Limited

CIN: U66010MH2009PLC197336

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<u>Name of the Director</u>	<u>Mr. Rujan Panjwani</u>	<u>Mr. Ian Brimecome</u>	<u>Mr. Ashok Kini</u>	<u>Mr. Mohan Tanksale</u>	<u>Mr. Navtej S. Nandra</u>	<u>Ms. Priyadeep Chopra</u>
Act, 2013 have only been considered)						
Number of Equity Shares held in the Co.	Nil	Nil	Nil	Nil	Nil	Nil
Inter-se relationship with other Directors & KMP	None	None	None	None	None	None
Terms & Conditions of Appointment/ Re-appointment	Director liable to retire by rotation	Director liable to retire by rotation	Director not liable to retire by rotation	Director not liable to retire by rotation	Director not liable to retire by rotation	Director liable to retire by rotation
Details of Remuneration sought to be paid	Nil	Nil	Nil	Nil	Nil	Nil
Remuneration last drawn by the Director	Nil	Nil	Nil	Nil	Nil	Nil

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