

Max Life Insurance Company Limited (“Company”)

Transcript for the Extra-ordinary General Meeting held on Tuesday, April 6, 2021 from 17:30 to 18:00 hours IST through Video Conferencing

Mr. Anurag Chauhan, Company Secretary: Welcome to the Extra-ordinary General Meeting of your Company which has been called at a shorter notice and is being convened through video conferencing in compliance with the applicable provisions of the Companies Act, 2013, secretarial standards and the general circulars issued by Ministry of Corporate Affairs (MCA) in this regard from time to time.

The members present are:

Mr. Mohit Talwar representing MFSL;

Mr. Subrat Mohanty representing Axis Bank Limited, Axis Securities Limited and Axis Capital Limited;

Mr. Mitsuru Yasuda representing MSI; and

the nominee shareholders of MFSL: Mr. Prashant Tripathy, Mr. Amitabh Lal Das, Mr. V. Krishnan, Mr. Mohit Talwar, Mr. Jatin Khanna and myself.

I confirm that the necessary consent has been obtained from all the shareholders of the Company to convene this meeting at shorter notice through video conferencing.

Mr. Analjit Singh, Chairman of the Company being present, has taken the Chair for the proceedings of this meeting.

Kindly note that all the directors of your Company namely Mr. Analjit Singh, Mr. Prashant Tripathy, Mr. V. Viswanand, Mr. Girish Shrikrishna Paranjape, Mr. K. Narasimha Murthy, Ms. Marielle Theron, Mr. Mitsuru Yasuda, Mr. Mohit Talwar, Mr. Pradeep Pant, Mr. Rajesh Khanna, Mr. Rajesh Kumar Dahiya, Mr. Rajiv Anand, Mr. Sahil Vachani and Mr. Subrat Mohanty are present in the meeting. Further, please note that the Chairperson of both the Audit Committee and the Nomination & Remuneration Committee are present at the meeting.

The notice of the Meeting along with the dial in details for joining was duly circulated to the Statutory Auditors and Secretarial Auditors of the Company, however they are not able to join the meeting due to their other prior commitments.

Mr. Analjit Singh, Chairman: Thanks Anurag. As the quorum is present, I call this meeting to order.

Mr. Anurag Chauhan, Company Secretary: Thank you. I request the Chairman to confirm that he is duly satisfied that all the efforts feasible under the circumstances have been made by the Company to enable members to participate and vote on the item being considered at the meeting.

Mr. Analjit Singh, Chairman: Yes, I confirm the same.

Mr. Anurag Chauhan, Company Secretary: Thank you, Chairman. Now we shall take up the agenda item as set forth in the notice.

Special Business:

Item No. 1 - To approve and adopt the restated Articles of Association of the Company

Mr. Mohit Talwar has proposed the resolution to approve and adopt the restated Articles of Association of the Company as a Special Resolution.

Mr. Subrat Mohanty has seconded the resolution.

Mr. Analjit Singh, Chairman: On the show of hands, I hereby declare that the resolution has been passed unanimously.

Mr. Anurag Chauhan, Company Secretary: Thank you. With this, we conclude this meeting with a vote of thanks to the Chairman and other participants for attending the meeting.

Note: Abbreviations used are –

- a) MFSL: Max Financial Services Limited
- b) MSI: Mitsui Sumitomo Insurance Company Limited