

# FORM NO. MGT-7

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

U66030TN2001PLC047977

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCC6633K

(ii) (a) Name of the company

CHOLAMANDALAM MS GEN

(b) Registered office address

DARE HOUSE,II FLOOR  
NSC BOSE ROAD, PARRYS  
CHENNAI  
Tamil Nadu  
600001

(c) \*e-mail ID of the company

sureshkrishnan@cholams.mu

(d) \*Telephone number with STD code

04440445400

(e) Website

www.cholainsurance.com

(iii) Date of Incorporation

02/11/2001

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, Serili ngampally 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

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on July 21, 2023

## 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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CHOLAMANDALAM FINANCIA	L65100TN1949PLC002905	Holding	59.99

## 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	324,000,000	298,805,700	298,805,700	298,805,700
Total amount of equity shares (in Rupees)	3,240,000,000	2,988,057,000	2,988,057,000	2,988,057,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	324,000,000	298,805,700	298,805,700	298,805,700
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,240,000,000	2,988,057,000	2,988,057,000	2,988,057,000

(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)				

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	298,805,700	298805700	2,988,057,000	2,988,057,000	

<b>Increase during the year</b>	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	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				0	0	
NA						
<b>Decrease during the year</b>	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				0	0	
NA						
<b>At the end of the year</b>	0	298,805,700	298,805,700	2,988,057,000	2,988,057,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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				0	0	
NA						
<b>Decrease during the year</b>	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				0	0	
NA						
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)

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		<input type="text"/>
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							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

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							
	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	1,000	1000000	1,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			1,000,000,000

**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	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
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**

61,559,922,000

**(ii) Net worth of the Company**

21,602,890,000

**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)	298,805,141	100	0	
10.	Others	0	0	0	
	<b>Total</b>	298,805,141	100	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	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)	559	0	0	
10.	Others	0	0	0	
	<b>Total</b>	559	0	0	0

**Total number of shareholders (other than promoters)**

5

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

7

**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	7	2
Members (other than promoters)	0	5
Debenture holders	52	8

**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
<b>A. Promoter</b>	0	1	0	1	0	0
<b>B. Non-Promoter</b>	2	4	2	5	0	0
(i) Non-Independent	2	1	2	2	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	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	2	5	2	6	0	0


Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

**(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)
MURUGAPPAN MURUGANAN 	00170478	Director	0	
MARGAM RAMA PRASAD 	01637947	Director	0	
KASIVAJJULA RAMADHANI 	07327977	Director	0	
SUJAY BANARJI	05308958	Additional director	0	
SRIDHARAN RANGARAJAN 	01814413	Director	0	
TSUTOMU AOKI	09568125	Director	0	
SURYANARAYANAN VEDARAJAN 	01416824	Managing Director	0	
NAOKI TAKEDA	09524037	Whole-time director	0	
VENUGOPALAN SRINIVAS 	AABPV9702H	CFO	0	
SURESH KRISHNAN	AJIPK0596J	Company Secretary	0	

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

7

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)
NAOKI TAKEDA	09524037	Additional director	01/04/2022	Appointment
TSUTOMU AOKI	09568125	Additional director	28/04/2022	Appointment
NAOKI TAKEDA	09524037	Director	27/07/2022	Change in Designation
NAOKI TAKEDA	09524037	Whole-time director	27/07/2022	Change in Designation
TSUTOMU AOKI	09568125	Director	27/07/2022	Change in Designation
RAVINDRANATH BABU 	06954320	Director	28/10/2022	Cessation
SUJAY BANARJI	05308958	Additional director	29/10/2022	Appointment

## 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

1

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	27/07/2022	7	6	100

### B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2022	8	8	100
2	28/07/2022	8	8	100
3	27/10/2022	8	8	100
4	24/01/2023	8	8	100
5	17/03/2023	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

38

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 Committee	28/04/2022	4	4	100
2	Audit Committee	28/07/2022	5	5	100
3	Audit Committee	27/10/2022	5	5	100
4	Audit Committee	24/01/2023	5	5	100
5	Audit Committee	17/03/2023	5	5	100
6	Investment Committee	26/04/2022	8	8	100
7	Investment Committee	27/07/2022	8	8	100

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
8	Investment Co +	26/10/2022	8	8	100
9	Investment Co +	23/01/2023	8	8	100
10	Investment Co +	17/03/2023	8	7	87.5

#### 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	
								(Y/N/NA)
1	MURUGAPPA	5	5	100	28	27	96.43	
2	MARGAM RAJ	5	5	100	13	13	100	
3	KASIVAJJULA	5	5	100	15	15	100	
4	SUJAY BANAR	2	2	100	6	6	100	
5	SRIDHARAN M	5	5	100	30	29	96.67	
6	TSUTOMU AKA	5	5	100	16	16	100	
7	SURYANARAYA	5	5	100	28	28	100	
8	NAOKI TAKEI	5	5	100	18	18	100	

#### 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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURYANARAYANA +	Managing Director +	41,042,519	0	0	0	41,042,519
2	NAOKI TAKEDA +	Whole-time Director +	9,201,000	0	0	0	9,201,000
	Total		50,243,519	0	0	0	50,243,519

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	VENUGOPALAN SIVAKUMAR	Chief Financial Officer	17,685,392	0	0	0	17,685,392
2	SURESH KRISHNA	Company Secretary	11,743,337	0	0	0	11,743,337
	Total		29,428,729	0	0	0	29,428,729

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MURUGAPPAN MURUGAN	Director	0	1,000,000	0	910,000	1,910,000
2	MARGAM RAMA PRASAD	Director	0	1,000,000	0	740,000	1,740,000
3	RAVINDRANATH B	Director	0	1,000,000	0	480,000	1,480,000
4	KASIVAJJULA RAM	Director	0	1,000,000	0	800,000	1,800,000
5	SUJAY BANARJI	Additional Director	0	0	0	320,000	320,000
6	SRIDHARAN RANGASWAMY	Director	0	1,000,000	0	1,100,000	2,100,000
7	AKIHIKO IKENO	Director	0	928,767	0	0	928,767
8	TSUTOMU AOKI	Director	0	0	0	690,000	690,000
	Total		0	5,928,767	0	5,040,000	10,968,767

#### 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

R SRIDHARAN

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3239

**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. ...

14.3

dated

19/05/2020

(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:

- 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.
- 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

DIN of the director

01416824

**To be digitally signed by**

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

3142

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Modify

Check Form

Prescrutiny

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

**CHOLAMANDALAM MS GENERAL INSURANCE COMPANY LIMITED**

**DETAILS OF SHAREHOLDERS AS ON MARCH 31, 2023**

<b>S. No</b>	<b>Name</b>	<b>Number of Shares held</b>	<b>Percentage of holding</b>
1.	M/s. Cholamandalam Financial Holdings Limited	179,282,861	59.99
2.	M/s. Kartik Investments Trust Ltd.	103	0.00
3.	M/s. Ambadi Enterprises Ltd.	112	0.00
4.	M/s. Murugappa Management Services Ltd.	111	0.00
5.	M/s. Ambadi Investments Ltd.	223	0.00
6.	M/s. Parrys Investments Limited	10	0.00
7.	M/s. Mitsui Sumitomo Insurance Co. Ltd.	119,522,280	40.00
	<b>Total</b>	<b>298,805,700</b>	<b>100.00</b>



**LIST OF DEBENTURE HOLDERS AS ON 31.03.2023**

S. No.	List of Debenture holders	Address	Number of Debentures	E-mail id
1	INDIAN OIL CORPORATION LTD (REFINERIES DIVISION) EMPLOYEES PROVIDENT FUND	CORE 2 SCOPE COMPLEX, 7 INSTITUTIONAL AREA LODHI ROAD NEW DELHI - 110003	500	kapoors2@indianoil.in
2	ADECCO EMPLOYEES PROVIDENT FUND TRUST	NO 02 NAL WIND TURNAL ROAD, NEXT TO SURYA CHAMPERS PIZZA HUT, OLD AIRPORT ROAD, BANGALORE- 560017	180	SATHYAMURTHY.BC@ADECC.CO.IN
3	RELIANCE GENERAL INSURANCE COMPANY LIMITED	6TH FLOOR, COMMERZ 1, INTERNATIONAL BUSINESS PARK, OBEROI GARDEN CITY, OFF WESTERN EXPRESS HIGHWAY, GOREGAON EAST, MUMBAI 400063	100	dbindia.custody@db.com
4	HOUSING DEVELOPMENT FINANCE CORPORATION LTD -PROVIDENT FUND	RAMON HOUSE 169 BACKBAY RECLAMATION CHURCHGATE MUMBAI- 400020	100	rajnikantm@hdfc.com
5	TRUSTEES OF COROMANDEL FERTILISERS LIMITED PROVIDENT FUND	C/O COROMANDEL FERTILISERS LIMITED, 1-2-10 S P ROAD, SECUNDERABAD 500003	50	murthymvmgk@coromandel.murvgappa.com
6	A P S R T C EMPLOYEES PROVIDENT FUND TRUST	C\O APSTRC EMPLOYEES PROVIDENT FUND, BUS BHAVAN (ADMINISTRATIVE BUILDING), MUSHIRABAD, HYDERABAD - 500020	40	deputycaots@gmail.com
7	PARRY GROUP STAFF PROVIDENT FUND	C/O.E.I.D.PARRY (INDIA) LTD, CORPORATE FINANCE DIVISION, DARE HOUSE, 234 N.S.C.BOSE ROAD, CHENNAI- 600001	20	lakshmanaperumal@parry.murugappa.com
8	UTTAM VALUE STEELS LIMITED EMPLOYEES PROVIDENT FUND TRUST	LLOYDS STEEL INDUSTRIES LIMITED, TRADE WORLD, C WING, 16TH FLOOR, KAMALA CITY, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI - 400013	10	dvnachankar@lloyds.in
	<b>Total</b>		<b>1000</b>	

**CHOLAMANDALAM MS GENERAL INSURANCE COMPANY LIMITED**  
**ANNEXURE TO MGT-7**  
**MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF**  
**DIRECTORS**  
**C. COMMITTEE MEETINGS**

				Attendance	
Sl.No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Number of Members Attended	% of attendance
1.	Investment Committee	April 26, 2022	8	8	100
		July 27, 2022	8	8	100
		October 26, 2022	8	8	100
		January 23, 2023	8	8	100
		March 17, 2023	8	7	87.5
2.	Policyholder's Protection Committee	April 26, 2022	4	4	100
		July 27, 2022	4	4	100
		October 26, 2022	4	4	100
		January 23, 2023	4	4	100
		March 17, 2023	4	4	100
3.	Business Committee	April 26, 2022	5	5	100
		July 27, 2022	5	5	100
		October 26, 2022	5	5	100
		January 23, 2023	5	5	100
		March 17, 2023	5	5	100
4.	Management Committee	April 26, 2022	3	3	100
		July 28, 2022	4	4	100
		October 26, 2022	4	4	100
		January 23, 2023	4	3	75
		March 17, 2023	4	4	100
5.	Risk Management Committee	April 26, 2022	4	4	100
		July 27, 2022	5	5	100
		October 26, 2022	5	4	80
		January 23, 2023	5	5	100
		March 17, 2023	5	5	100

				Attendance	
Sl.No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Number of Members Attended	% of attendance
6.	Corporate Social Responsibility Committee	April 26, 2022	4	4	100
		July 27, 2022	4	4	100
		March 17, 2023	4	4	100
7.	Audit Committee	April 28, 2022	4	4	100
		July 28, 2022	5	5	100
		October 27, 2022	5	5	100
		January 24, 2023	5	5	100
		March 17, 2023	5	5	100
8.	Nomination and Remuneration Committee	April 26, 2022	3	3	100
		July 27, 2022	4	4	100
		October 26, 2022	4	4	100
		January 23, 2023	4	4	100
		March 17, 2023	4	4	100

**Form No. MGT-8**

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE**

We have examined the registers, records and books and papers of **Cholamandalam MS General Insurance Company Limited** (the Company) bearing CIN: U66030TN2001PLC047977 having its Registered office at Dare House, II Floor, NSC Bose Road, Parrys, Chennai – 600 001 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2023.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status as Listed Public Company under the Act;

The Company has not listed its equity shares in any of the Stock Exchanges however, the company has listed its debt securities in the Wholesale Debt Market Segment of National Stock Exchange of India Limited and hence the company is classified as Listed Company.

2. maintenance of registers/records & making entries therein within the time prescribed therefor;

3. a) filing of forms and returns with the Registrar of Companies within the prescribed time;

b) forms and returns filed with the Regional Director, Central Government, the Tribunal or other authorities (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

4. a) calling/ convening/ holding meetings of Board of Directors and its committees and the meetings of the members of the company on due dates as stated in the annual return in

respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book maintained for the purpose and the same have been signed;

b) resolutions passed by postal ballot (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

5. closure of Register of Members and other security holders (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
6. any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
7. contracts/arrangements with related parties as specified in the provisions of the Section 188 of the Act;
8. a) redemption of debentures;  
b) issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares / alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
9. keeping in abeyance the rights shares, rights to dividend and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
10. Declaration/ payment of dividend/transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. a) constitution/ appointment/ re-appointment/ retirement/ disclosures of the Directors and Key Managerial Personnel and the remuneration paid to them;  
b) filling up casual vacancies of the Directors (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

appointment/ re-appointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

14. approval required to be taken from the Court, Central Government, Tribunal, Regional Director, Registrar or such other authorities under the various provisions of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

15. acceptance, renewal and repayment of deposits (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

17. loans and investments or guarantees given or provided securities or to other bodies corporate or persons falling under the provisions of Section 186 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

18. alteration of the provisions of the Memorandum and Articles of Association of the Company (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

**For R.SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES**

**CS R.SRIDHARAN**

**CP No.: 3239**

**FCS No.: 4775**

**PR.No.657/2020**

**UIN : S2003TN063400**

**UDIN:-----**

**PLACE : CHENNAI**

**DATE :**