

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : H85296275

Service Request Date : 27/08/2019

Payment made into : HDFC Bank

Received From :

Name : MUKESH SIROYA

Address : A-103, Samved Building(Madhukunj)
Near Ekta Bhoomi Gardens, Rajendra Nagar Borivali (E)
Mumbai, Maharashtra
India - 400066

Entity on whose behalf money is paid

CIN: U66010MH2009PLC197336

Name : EDELWEISS TOKIO LIFE INSURANCE COMPANY LIMITED

Address : 6th Floor, Tower 3, Wing 'B',
Kohinoor City, Kiroli Road, Kurla (West)
Mumbai, Maharashtra
India - 400070

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2019	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

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

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

U66010MH2009PLC197336

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCE2709H

(ii) (a) Name of the company

EDELWEISS TOKIO LIFE INSURA

(b) Registered office address

6th Floor, Tower 3, Wing 'B',
Kohinoor City, Kirod Road, Kurla (West)
Mumbai
Mumbai City
Maharashtra
400070

(c) *e-mail ID of the company

EdelweissTokio.Secretarial@ed

(d) *Telephone number with STD code

02240886015

(e) Website

www.edelweisstokio.in

(iii) Date of Incorporation

25/11/2009

(iv)	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

Name of the Registrar and Transfer Agent

Pre-fill

Registered office address of the Registrar and Transfer Agents

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	EDELWEISS FINANCIAL SERVIC	L99999MH1995PLC094641	Holding	51

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	325,000,000	312,620,882	312,620,882	312,620,882
Total amount of equity shares (in Rupees)	3,250,000,000	3,126,208,820	3,126,208,820	3,126,208,820

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	325,000,000	312,620,882	312,620,882	312,620,882
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,250,000,000	3,126,208,820	3,126,208,820	3,126,208,820

(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				
At the beginning of the year	261,592,176	2,615,921,760	2,615,921,760	
Increase during the year	51,028,706	510,287,060	510,287,060	6,189,712,796.87
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	51,028,706	510,287,060	510,287,060	6,189,712,796.87
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <div></div>				
At the end of the year	312,620,882	3,126,208,820	3,126,208,820	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <div></div>				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

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 style="width: 100%;" type="text"/>							
Date of registration of transfer (Date Month Year)								<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50px;" type="text"/>		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock							
Number of Shares/ Debentures/ Units Transferred			<input style="width: 100px;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)			<input style="width: 100px;" type="text"/>			
Ledger Folio of Transferor				<input style="width: 100%;" type="text"/>							
Transferor's Name		<input style="width: 100px;" type="text"/>		<input style="width: 100px;" type="text"/>		<input style="width: 100px;" type="text"/>					
		Surname		middle name		first name					
Ledger Folio of Transferee				<input style="width: 100%;" type="text"/>							
Transferee's Name		<input style="width: 100px;" type="text"/>		<input style="width: 100px;" type="text"/>		<input style="width: 100px;" type="text"/>					
		Surname		middle name		first name					

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

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			0

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	0	0	0	0
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

7,823,535,193.15

(ii) Net worth of the Company

11,555,482,740

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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)	312,620,882	100	0	
10.	Others	0	0	0	
	Total	312,620,882	100	0	0

Total number of shareholders (promoters)

8

(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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

8

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	8	8
Members (other than promoters)	0	0
Debenture holders	0	0

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

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	8	0	8	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	8	0	8	0	0
Total	1	11	1	11	0	0

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

14

(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)
Rashesh Shah	00008322	Director	0	
Deepak Chandra Mittal	00010337	Managing Director	0	
Himanshu Nalin Kaji	00009438	Director	0	31/07/2018
Kamala Kantharaj	07917801	Additional director	0	
Venkatachalam Arakoni	00008509	Director	0	31/07/2018
Ian Brimecome	02992778	Nominee director	0	
Loo Chuan Tang	07952948	Additional director	0	
Trevor Matthews	07554808	Nominee director	0	
Yasuyuki Sekioka	07800965	Nominee director	0	
P. N. Venkatachalam	00499442	Director	0	
P. Vaidyanathan	00029503	Director	0	24/07/2018
Navtej S. Nandra	02282617	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Sarju Simaria	AAWPS9499P	CFO	0	02/05/2018
Tarun Khurana	AELPK1484K	Company Secretar	0	

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

11

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)
Kichiichiro Yamamoto	07128534	Nominee director	11/05/2017	Cessation
Yasuyuki Sekioka	07800965	Additional director	11/05/2017	Appointment
Yasuyuki Sekioka	07800965	Nominee director	31/07/2017	Appointment
Navtej S. Nandra	02282617	Director	31/07/2017	Appointment
P. N. Venkatachalam	00499442	Director	31/07/2017	Appointment
Shirin Patel	AAEPP5662P	Company Secretar	31/07/2017	Cessation
Tarun Khurana	AELPK1484K	Company Secretar	01/08/2017	Appointment
Lee King Chi Arthur	03547730	Nominee director	30/09/2017	Cessation
Shabnam Rujan Panjwa	02057371	Director	01/11/2017	Cessation
Kamala Kantharaj	07917801	Additional director	01/11/2017	Appointment
Loo Chuan Tang	07952948	Additional director	01/11/2017	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

2

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	31/07/2017	8	8	100
Extraordinary General Meet	13/11/2017	8	7	99.99

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/05/2017	12	11	91.67
2	31/07/2017	12	11	91.67
3	01/11/2017	12	11	91.67
4	22/01/2018	12	12	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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	11/05/2017	4	4	100
2	Audit Committee	31/07/2017	4	4	100
3	Audit Committee	01/11/2017	4	4	100
4	Audit Committee	22/01/2018	4	4	100
5	Corporate Social Responsibility	11/05/2017	4	4	100
6	Nomination and Remuneration	11/05/2017	4	4	100
7	Nomination and Remuneration	31/07/2017	4	4	100
8	Nomination and Remuneration	01/11/2017	4	4	100
9	Nomination and Remuneration	22/01/2018	4	4	100
10	Capital Contribution	01/11/2017	4	4	100

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	24/07/2018
								(Y/N/NA)
1	Rashesh Shah	4	4	100	0	0	0	No

2	Deepak Chan	4	4	100	2	2	100	Yes
3	Himanshu Na	4	4	100	4	4	100	Yes
4	Kamala Kanth	2	2	100	0	0	0	Yes
5	Venkatachalar	4	4	100	1	1	100	Yes
6	Ian Brimecom	4	4	100	10	10	100	Yes
7	Loo Chuan Ta	2	2	100	0	0	0	Yes
8	Trevor Matthe	4	2	50	0	0	0	Yes
9	Yasuyuki Seki	4	4	100	1	1	100	Yes
10	P. N. Venkata	4	4	100	8	8	100	Yes
11	P. Vaidyanath	4	4	100	9	9	100	Yes
12	Navtej S. Nan	4	4	100	4	4	100	Yes

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deepak Chandra M	Managing Direct	34,544,116			24,800,000	59,344,116
	Total		34,544,116			24,800,000	59,344,116

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sarju Simaria	Chief Financial C	9,094,894			5,000,000	14,094,894
2	Shirin Patel	Company Secre	1,697,644				1,697,644
3	Tarun Khurana	Company Secre	2,407,056				2,407,056
	Total		13,199,594			5,000,000	18,199,594

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P. N. Venkatachala	Independent Dir	0	0	0	260,000	260,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	P. Vaidyanathan	Independent Dir	0	0	0	320,000	320,000
3	Navtej S. Nandra	Independent Dir	0	0	0	180,000	180,000
	Total		0	0	0	760,000	760,000

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

Mukesh Siroya

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4157

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. ... dated

(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:

1. 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.
2. 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

KAMALA
KANTHARA
J

DIN of the director

07917801

To be digitally signed by

TARUN
KHURANA

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

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 Attachment(s), if any

List of attachments

Attach	List of Shareholders as at March 31 2018.p
Attach	Section IX D Directors Attendance.pdf
Attach	ET_MGT 8_2018.pdf
Attach	

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

M Siroya and Company

Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.: +91 22 28706523/24; 28546523(D); Cel.: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

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 BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Edelweiss Tokio Life Insurance Company Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2019. 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, wherever applicable, complied with the provisions of the Act & Rules made there under in respect of the following:
 1. the Company is a Public Limited Company incorporated under the provisions of the Companies Act, 1956;
 2. the Company has maintained requisite registers/records & made necessary entries therein within the time prescribed therefore;
 3. the Company has filed forms and returns as stated in the annual return with the Registrar of Companies within the prescribed time or with additional fees, wherever applicable. The Company has not filed any forms and returns as stated in the annual return with Regional Director, Central Government, the Tribunal, Court or other authorities;
 4. the Company has called/ convened/ held meetings of Board of Directors, 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/registers maintained for the purpose and the same have been signed. No resolutions were passed by postal ballot;
 5. the Company was not required to close the Register of Members / Security holders, as the case may be during the year under review;



6. there were no advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
7. the Company has entered into contracts/arrangements with related parties as specified in section 188 of the Act and all Related Party Transactions entered into during the year were in the Ordinary Course of Business and on Arm's Length basis. The Company has taken prior omnibus approval of the Audit Committee for all related party transactions;
8. the Company has transferred shares during the year under review and issued shares/securities certificates therefor. The Company has not issued/allotted/transmitted/bought back any securities/redeemed preference shares/debentures/alterd or reduced the share capital or converted its shares/securities during the year under review;
9. the Company was not required to keep in abeyance the rights to dividend nor rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. there was no unpaid/ unclaimed dividend /other amounts as applicable which was required to be transferred to the Investor Education and Protection Fund in accordance with sections 124 and 125 of the Act;
11. the Company has complied with the provisions of Section 134 of the Act w.r.t. signing of audited financial statements and Report of Directors as per sub-sections (3), (4) and (5) thereof;
12. the Board of the Company is duly constituted and during the year under review the appointment/retirement/re-appointment/cessation of Directors and Key Managerial Personnel and disclosures of the Directors were duly made. The Company being an Insurance Company has paid the remuneration to the Managing Director & Chief Executive Officer with the prior approval of the Insurance Regulatory and Development Authority of India (the IRDAI). The limits prescribed under the Act are not applicable to the Company. There was no instance of filling-up of casual vacancy during the year under review;
13. the Company has re-appointed M/s. V. Sankar Aiyar & Co., Chartered Accountants and M/s. K. S. Aiyar & Co., Chartered Accountants, as Joint Statutory Auditors as per the provisions of section 139 of the Act;
14. no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;



15. the Company had not accepted/ renewed/ repaid any deposits;
16. the Company has not borrowed any amounts from its directors, members, public financial institutions, banks and others during the year under review and therefore was not required to create/modify/satisfy any charges in that respect;
17. the Company being an Insurance Company, the provisions of Section 186 of the Act are not applicable; and
18. the Company has altered provisions of the Memorandum of Association w.r.t Object Clause and complied with the provisions of the Act. There was no alteration in the Articles of Association of the Company.

For M Siroya and Company
Company Secretaries



Mukesh Siroya
Proprietor
FCS No.: 5682
CP No.: 4157

Date: August 27, 2019
Place: Mumbai

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U66010MH2009PLC197336
ii)	Registration Date	November 25, 2009
iii)	Name of the Company	Edelweiss Tokio Life Insurance Company Limited
iv)	Category / Sub-Category of the Company	Public Company / Limited by shares
v)	Address of the Registered office and contact details	6th Floor, Tower 3, Wing 'B', Kohinoor City, Kiroi Road, Kurla (W), Mumbai 400070. Tel. No.: +91 22 40886015, Fax No.: +91 22 61177833
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400083 Tel: +91 22 4918 6270, Fax: +91 22 4918 6060

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1.	Life Insurance	65110	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1.	Edelweiss Financial Services Limited	L99999MH1995PLC094641	Holding Company	51%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year as on April 1, 2018				No. of Shares held at the end of the year March 31, 2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	15,94,36,650	15,94,36,650	51%	-	15,94,36,650	15,94,36,650	51%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):	-	15,94,36,650	15,94,36,650	51%	-	15,94,36,650	15,94,36,650	51%	-

Category of Shareholders	No. of Shares held at the beginning of the year as on April 1, 2018				No. of Shares held at the end of the year March 31, 2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	15,31,84,232	15,31,84,232	49%	-	15,31,84,232	15,31,84,232	49%	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):	-	15,31,84,232	15,31,84,232	49%	-	15,31,84,232	15,31,84,232	49%	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	31,26,20,882	31,26,20,882	100%	-	31,26,20,882	31,26,20,882	100%	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corporate									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	31,26,20,882	31,26,20,882	100%	-	31,26,20,882	31,26,20,882	100%	-

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year as on April 1, 2018			Shareholding at the end of the year as on March 31, 2019			% change In share holding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Edelweiss Financial Services Limited (EFSL)	*15,94,36,650	51%	Nil	*15,94,36,650	51%	Nil	N.A.
2.	Tokio Marine & Nichido Fire Insurance Co. Ltd.	15,31,84,232	49%	Nil	15,31,84,232	49%	Nil	N.A.
	Total	31,26,20,882	100%		31,26,20,882	100%		

* includes 6 equity shares held by the nominees of EFSL.

(iii) Change in Promoters' Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year as on April 1, 2018		Cumulative Shareholding during the Year as on March 31, 2019	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	At the beginning of the year (total)	No Change			
2	Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/ sweat equity etc)				
3	At the End of the year				

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Names	Shareholding at the beginning of the year		Increase/Decrease in Shareholding during the year		Date of change	Cumulative Shareholding	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company		No. of shares	% of total shares of the Company
1	At the beginning of the year	None						
2	Date wise Increase /Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer / bonus/ sweat equity etc):							
3	At the End of the year (or on the date of separation, if separated during the year)							

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year as on April 1, 2018		Cumulative Shareholding during the year as on March 31, 2019	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	At the beginning of the year	None			
2	Date wise Increase /Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer /bonus/ sweat equity etc):				
3	At the End of the year				

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	Nil			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
• Addition				
• Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Deepak Mittal MD & CEO*	Sumit Rai MD & CEO **	Total
1.	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4,42,26,166	2,12,85,521	6,55,11,687
	b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	6,600	13,200	19,800
	c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961			
2.	Stock Option (perquisite value)	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission - as % of profit - others	-		
5.	Others: Contribution to Statutory Fund	-	7,43,360	7,43,360
	Total (A)	4,42,32,766	2,20,42,081	6,62,74,847

* The Company is a Life Insurance Company, accordingly, the ceilings as specified in the Act are not applicable.

* ceased with effect from May 25, 2018

** appointed with effect from August 1, 2018.

B. Remuneration to other directors:

(Amount in ₹)

Sl. No.	Particulars of Remuneration	Name of Directors														Total
		Rashesh Shah	Rujan Panjwani ^s	Deepak Mittal	Ian Brimcome	Trevor Matthews	Yasuyuki Sekioka*	Kamala K.	Loo Chuan Tang	Himanshu Kajji*	Venkat Ramaswamy*	P. N. Venkatachalam	Navtej S. Nandra	Kunnasagar Chinniah ^s	P. Vaidyanathan*	
1	Independent Directors															
	a) Fee for attending Board / Committee Meetings	-	-	-	-	-	-	-	-	-	2,80,000	2,00,000	40,000	1,80,000	7,00,000	
	b) Commission	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	c) Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	Total (1)	-	-	-	-	-	-	-	-	-	-	2,80,000	2,00,000	40,000	1,80,000	7,00,000
2	Other Non-executive Directors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	a) Fee for attending Board / Committee Meetings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	b) Commission	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	c) Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total B =(1+2)	-	-	-	-	-	-	-	-	-	2,80,000	2,00,000	40,000	1,80,000	7,00,000	
	Total Managerial Remuneration (A+B)															6,69,74,847
	Overall Ceiling as per the Act	The Company is a Life Insurance Company, accordingly, the ceilings as specified in the Act are not applicable.														

^s appointed during the year.

* resigned during the year.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Sarju Simaria Chief Financial Officer*	Nilesh Sampat Chief Financial Officer **	Tarun Khurana Company Secretary	Total
1.	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	83,645	48,76,785	68,55,011	1,18,15,441
	b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	80,008	-	32,400	1,12,408
	c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option (perquisite value)	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission: - as % of profit - others				
5.	Others: - Contribution to Statutory Fund	-	2,66,855	2,30,420	4,97,275
	Total	1,63,653	51,43,640	71,17,831	1,24,25,124

* ceased with effect from April 2, 2018

** appointed with effect from September 18, 2018

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

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

Rashesh Shah
Chairman
DIN:00008322

May 13, 2019
Mumbai

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

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

U66010MH2009PLC197336

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCE2709H

(ii) (a) Name of the company

EDELWEISS TOKIO LIFE INSURA

(b) Registered office address

6th Floor, Tower 3, Wing 'B',
Kohinoor City, Kiroi Road, Kurla (West)
Mumbai
Mumbai City
Maharashtra
400070

(c) *e-mail ID of the company

EdelweissTokio.Secretarial@ed

(d) *Telephone number with STD code

02240886015

(e) Website

www.edelweisstokio.in

(iii) Date of Incorporation

25/11/2009

(iv)	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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 23/07/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted ☐ Yes ☒ No

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	EDELWEISS FINANCIAL SERVIC	L99999MH1995PLC094641	Holding	51

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	325,000,000	312,620,882	312,620,882	312,620,882
Total amount of equity shares (in Rupees)	3,250,000,000	3,126,208,820	3,126,208,820	3,126,208,820

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	325,000,000	312,620,882	312,620,882	312,620,882
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,250,000,000	3,126,208,820	3,126,208,820	3,126,208,820

(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				
At the beginning of the year	312,620,882	3,126,208,820	3,126,208,820	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	312,620,882	3,126,208,820	3,126,208,820	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(II) Details of stock split/consolidation during the year (for each class of shares)

0

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					
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		

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

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			0

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	0	0	0	0
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

10,878,506,736.83

(ii) Net worth of the Company

8,906,030,107.54

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)	312,620,882	100	0	
10.	Others	0	0	0	
	Total	312,620,882	100	0	0

Total number of shareholders (promoters)

8

(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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

8

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	8	8
Members (other than promoters)	0	0
Debenture holders	0	0

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

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	8	0	7	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	8	0	7	0	0
Total	1	11	1	10	0	0

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

14

(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)
Rashesh Chandrakant S	00008322	Director	0	
Rujan Harchand Panjwa	00237366	Additional director	0	
Sumit Rai	08131728	Managing Director	0	
Deepak Chandra Mittal	00010337	Nominee director	0	
Kamala Kantharaj	07917801	Nominee director	0	
Ian Brimecome	02992778	Nominee director	0	
Trevor Matthews	07554808	Nominee director	0	
Loo Chuan Tang	07952948	Nominee director	0	
P N Venkatachalam	00499442	Director	0	
Navtej Singh Nandra	02282617	Director	0	
Kunnasagaran Chinniah	01590108	Additional director	0	
Sumit Rai	AEAPR7678R	CEO	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Nilesh Tulsidas Sampat	AAKPS1509G	CFO	0	
Tarun Khurana	AELPK1484K	Company Secretary	0	

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

14

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)
Sarju Simaria	AAWPS9499P	CFO	02/04/2018	Cessation
Deepak Chandra Mittal	00010337	Nominee director	25/05/2018	Change in designation
Kamala Kantharaj	07917801	Nominee director	24/07/2018	Change in designation
Loo Chuan Tang	07952948	Nominee director	24/07/2018	Change in designation
P. Vaidyanathan	00029503	Director	24/07/2018	Cessation
Venkatachalam Arakoni	00008509	Director	31/07/2018	Cessation
Himanshu Nalin Kaji	00009438	Director	31/07/2018	Cessation
Sumit Rai	08131728	Additional director	01/08/2018	Appointment
Rujan Harchand Panjwa	00237366	Additional director	01/08/2018	Appointment
Sumit Rai	08131728	Managing Director	01/08/2018	Appointment
Sumit Rai	AEAPR7678R	CEO	01/08/2018	Appointment
Nilesh Tulsidas Sampat	AAKPS1509G	CFO	18/09/2018	Appointment
Kunnasagar Chinniah	01590108	Additional director	10/10/2018	Appointment
Yasuyuki Sekloka	07800965	Nominee director	31/03/2019	Cessation

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

2

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	24/07/2018	8	7	99.99
Extraordinary General Meet	10/09/2018	8	8	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	02/05/2018	12	12	100
2	24/07/2018	12	11	91.67
3	18/09/2018	11	6	54.55
4	25/10/2018	12	11	91.67
5	22/01/2019	12	10	83.33

C. COMMITTEE MEETINGS

Number of meetings held

10

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	02/05/2018	4	4	100
2	Audit Committee	24/07/2018	4	4	100
3	Audit Committee	25/10/2018	4	4	100
4	Audit Committee	22/01/2019	4	2	50
5	Corporate Soc	02/05/2018	4	4	100
6	Nomination & I	02/05/2018	4	4	100
7	Nomination & I	24/07/2018	4	4	100
8	Nomination & I	18/09/2018	4	2	50
9	Nomination & I	25/10/2018	4	4	100
10	Capital Contrib	02/05/2018	4	4	100

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	23/07/2019
								(Y/N/NA)
1	Rashesh Chandra	5	4	80	0	0	0	Yes
2	Rujan Harchand	3	3	100	2	2	100	Yes
3	Sumit Rai	3	3	100	0	0	0	Yes
4	Deepak Chandra	5	4	80	2	2	100	Yes
5	Kamala Kanth	5	5	100	1	1	100	Yes
6	Ian Brimecombe	5	3	60	10	8	80	Yes
7	Trevor Matthe	5	3	60	0	0	0	No
8	Loo Chuan Tan	5	4	80	0	0	0	Yes
9	P N Venkatacl	5	5	100	8	8	100	Yes
10	Navtej Singh M	5	4	80	6	5	83.33	Yes
11	Kunnasagarar	2	1	50	2	1	50	Yes

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	Deepak Chandra M	Managing Director	44,232,766				44,232,766
2	Sumit Rai	Managing Director	21,298,721			743,360	22,042,081
	Total		65,531,487			743,360	66,274,847

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sarju Simaria	Chief Financial Officer	163,653				163,653

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Nilesh Tulsidas San	Chief Financial C	4,876,785			266,855	5,143,640
3	Tarun Khurana	Company Secre	6,887,411			230,420	7,117,831
	Total		11,927,849			497,275	12,425,124

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P N Venkatachalam	Independent Dir	0			280,000	280,000
2	P Vaidyanathan	Independent Dir	0			180,000	180,000
3	Navtej Singh Nandr	Independent Dir	0			200,000	200,000
4	Kunnasagaran Chin	Independent Dir	0			40,000	40,000
	Total		0			700,000	700,000

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

Mukesh Siroya

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4157

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. ...

8

dated

15/10/2014

(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:

1. 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.
2. 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

SUMIT
RAI
Digitally signed by SUMIT RAI
Date: 2019.08.27
18:20:24 +05'30'

DIN of the director

08131728

To be digitally signed by

SWADESH
AGRAWAL
Digitally signed by SWADESH AGRAWAL
Date: 2019.08.27
18:23:49 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

21551

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 Attachment(s), if any

Attach**Attach****Attach****Attach****List of attachments**

List of Shareholders.pdf
Details of Share Transfers.pdf
IX - D - Directors Attendance.pdf
MGT-8 2018-19.pdf

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

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : H14952626

Service Request Date : 21/09/2018

Payment made into : HDFC Bank

Received From :

Name : MUKESH SIROYA

Address : A-103, Samved Building(Madhukunj)
Near Ekta Bhoomi Gardens, Rajendra Nagar Borivali (E)
Mumbai, Maharashtra
India - 400066

Entity on whose behalf money is paid

CIN: U66010MH2009PLC197336

Name : EDELWEISS TOKIO LIFE INSURANCE COMPANY LIMITED

Address : 6th Floor, Tower 3, Wing 'B',
Kohinoor City, Kiroli Road, Kurla (West)
Mumbai, Maharashtra
India - 400070

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2018	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)