

SHRIRAM GENERAL INSURANCE COMPANY LIMITED

Regd. Office: E-8, EPIP, RIICO Industrial Area, Sitapura, Jaipur - 302022

IRDA Reg. No. 137 CIN: U66010RJ2006PLC029979

Website: www.shriramgi.com, e-mail: compliance@shriramgi.com, Phone: +91-141-4828400

NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of members of Shriram General Insurance Company Limited (CIN: U66010RJ2006PLC029979) (hereinafter referred to as "the Company") will be held on Monday, the 05th day of June 2023 at 10:00 A.M. at E-8, EPIP, RIICO Industrial Area, Sitapura, Jaipur - 302022 to transact the following business:

Ordinary Business

Item No. 1

a. To receive, consider and adopt the audited Standalone financial statements of the Company for the year ended March 31, 2023 and the report of the Board of Directors and the Auditors thereon.

b. To receive, consider and adopt the audited Consolidated financial statements of the Company for the year ended March 31, 2023 and the report of the Auditors thereon.

Item No. 2

To confirm the payment of Interim Dividend of Rs. 5.60 per equity share and to declare a final dividend of Rs. 4.40 per equity share for the financial year ended March 31, 2023.

Item No. 3

To appoint a Director in place of Mr. Asher Michael Grevler (DIN: 07695660), Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Item No. 4

To appoint a Director in place of Mr. Stephanus Phillipus Mostert (DIN: 03524096), Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Item No. 5

To appoint a Director in place of Mr. Ian Maxwell Kirk (DIN: 07375175), Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business

Item No. 6

To consider the appointment of Mr. Chandra Kishore Mishra (DIN: 02553126) as Director of the Company and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any, (including any statutory modification and re-enactment thereof for the time being in force), Mr. Chandra Kishore Mishra (DIN: 02553126) who was appointed by the Board of Directors as an Additional Director (category Independent) on the Board of the Company with effect from November 10, 2022, and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Chandra Kishore Mishra (DIN: 02553126) as a candidate for the Office of Director of the Company and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a period of three years with effect from 10.11.2022 till 09.11.2025.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 7

To consider the appointment of Mr. Bimal Kumar Sipani (DIN: 09839740) as Director of the Company and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any, (including any statutory modification and re-enactment thereof for the time being in force), Mr. Bimal Kumar Sipani (DIN: 09839740) who was appointed by the Board of Directors as an Additional Director (category Independent) on the Board of the Company with effect from January 05, 2023, and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Bimal Kumar Sipani (DIN: 09839740) as a candidate for the Office of Director of the Company and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a period of two years with effect from 05.01.2023 till 04.01.2025.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 8

To consider revision in the remuneration of Mr. Jasmit Singh Gujral (DIN: 00196707), Whole-time Director & Executive Vice Chairman of the Company with effect from April 1, 2023 and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the applicable provisions of Companies Act, 2013 read with the provisions of Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 (including any amendment, variation, statutory modifications or re-enactment thereof for the time being in force), subject to the approval of Insurance Regulatory and Development Authority of India (IRDAI) and such other statutory approvals as may be required, the remuneration of Mr. Jasmit Singh Gujral, Whole-time Director & Executive Vice Chairman of the Company be and is hereby revised with effect from 1st April 2023 on such terms and conditions as detailed herein below::

A. REMUNERATION:

I. SALARY: Rs. 9,56,284/- per month

II. BONUS: Rs. 1400/- per month

III. COMMISSION: Subject to the approval of IRDAI such percentage of commission (in addition to salary and perquisites hereinafter stated) calculated with reference to the net profit of the Company in accordance with Section 198 of the Companies Act, 2013 for each financial year as may be fixed by the Board of Directors which together with salary and monetary value of perquisites shall not exceed the ceiling laid down under Section 197 of the Companies Act, 2013.

B. PERQUISITES AND ALLOWANCES:

i. Housing – Rent free accommodation owned / leased / rented by the Company or House Rent Allowance in lieu thereof as per the rules of the Company not exceeding Rs. 2,75,000/- per month.

ii. Payment of water, gas, electricity and furnishing charges for residence, to be valued in accordance with Income Tax Rules, subject to a maximum of 10% of the salary.

iii. Club Fees – Subscription limited to a maximum of two clubs. No life membership or admission fees shall be paid by the Company.

iv. Contribution to Provident Fund, Superannuation Fund or Annuity Fund – As per rules of the Company 12% of the Basic Salary, i.e., Rs. 1,14,754/- per month. These will not be considered or included for the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

v. Contribution to National Pension Scheme (NPS) - 10% of the Basic Salary, i.e., Rs. 95,628/- per month.

- vi. Gratuity – Not exceeding half a month's salary for each completed year of service.
- vii. Encashment of leave at the end of the tenure – As per the rules of the Company.
- viii. Company's car with driver for use on Company's business and maintenance expenses thereon or Car Allowance in lieu thereof as per the rules of the Company not exceeding Rs. 1,00,000/- per month.
- ix. Travelling and Halting Allowance – As per the rules of the Company.
- x. Free telephone at residence.

Personal long distance calls on telephone and use of car for private purpose shall be charged to the Executive Vice Chairman.

vi, vii, ix and x above will not be considered or included for the computation of ceiling on perquisites.

RESOLVED FURTHER THAT the Executive Vice Chairman shall not be paid any sitting fees for attending General Meetings and Meetings of the Board or Committee thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year the Executive Vice Chairman will be paid the above remuneration as minimum remuneration.

RESOLVED FURTHER THAT Ms. Tanushree Jain, Company Secretary be and is hereby authorised to file the necessary forms and returns along with necessary attachment with the Insurance Regulatory & Development Authority of India (IRDAI) in this regard and to do all necessary act, deed and things to give effect this resolution.”

Item No. 9

To consider revision in the remuneration of Mr. Anil Kumar Aggarwal (DIN: 01330337), Managing Director & CEO of the Company with effect from April 1, 2023 and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the applicable provisions of Companies Act, 2013 read with the provisions of Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 (including any amendment, variation, statutory modifications or re-enactment thereof for the time being in force), subject to the approval of Insurance Regulatory and Development Authority of India (IRDAI) and such other statutory approvals as may be required, the remuneration of Mr. Anil Kumar Aggarwal, Managing Director & CEO of the Company be and is hereby revised with effect from 1st April 2023 on such terms and conditions as detailed herein below:

A. REMUNERATION:

I. SALARY: Rs. 5,46,448/- per month

II. Bonus: Rs. 1400 per month

III. COMMISSION: Subject to the approval of IRDAI such percentage of commission (in addition to salary and perquisites hereinafter stated) calculated with reference to the net profit of the Company in accordance with Section 198 of the Companies Act, 2013 for each financial year as may be fixed by the Board of Directors which together with salary and monetary value of perquisites shall not exceed the ceiling laid down under Section 197 of the Companies Act, 2013.

B. PERQUISITES:

i. Housing – Rent free accommodation owned / leased / rented by the Company or Housing Allowance in lieu thereof as per the rules of the Company not exceeding Rs. 1,33,333 per month.

ii. Payment of water, gas, electricity and furnishing charges for residence, to be valued in accordance with Income Tax Rules, subject to a maximum of 10% of the salary.

iii. Club Fees – Subscription limited to a maximum of two clubs. No life membership or admission fees shall be paid by the Company.

iv. Contribution to Provident Fund, Superannuation Fund or Annuity Fund – As per rules of the Company 12% of the Basic Salary, i.e., Rs. 65,574/- per month. These will not be considered or included for the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

v. Contribution to National Pension Scheme (NPS) - 10% of the Basic Salary, i.e., Rs. 54,645/- per month.

vi. Gratuity – Not exceeding half a month's salary for each completed year of service.

vii. Encashment of leave at the end of the tenure – As per the rules of the Company.

viii. Company's car with driver for use on Company's business and maintenance expenses thereon or Rs. 40,000/- per month.

ix. Travelling and Halting Allowance – As per the rules of the Company.

x. Free telephone at residence.

Personal long distance calls on telephone and use of car for private purpose shall be charged to the Managing Director.

vii, viii, ix and x above will not be considered or included for the computation of ceiling or perquisites.

RESOLVED FURTHER THAT Mr. Anil Kumar Aggarwal, Managing Director & CEO shall not be paid any sitting fees for attending General Meetings and Meetings of the Board or Committee thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year Mr. Anil Kumar Aggarwal, Managing Director & CEO will be paid the above remuneration as minimum remuneration.

RESOLVED FURTHER THAT the Board may revise the existing or allow any other facilities/ perquisites, from time to time, within the overall ceiling.”

RESOLVED FURTHER THAT Ms. Tanushree Jain, Company Secretary be and is hereby authorised to file the necessary forms and returns along with necessary attachment with the Insurance Regulatory & Development Authority of India (IRDAI) in this regard and to do all necessary act, deed and things to give effect this resolution.”

Item No. 10

To consider revision in the remuneration of Mr. Neeraj Prakash (DIN: 00405436), Managing Director of the Company with effect from April 1, 2023 and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the applicable provisions of Companies Act, 2013 read with the provisions of Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 (including any amendment, variation, statutory modifications or re-enactment thereof for the time being in force), subject to the approval of Insurance Regulatory and Development Authority of India (IRDAI) and such other statutory approvals as may be required the remuneration of Mr. Neeraj Prakash, Managing Director of the Company be and is hereby revised with effect from 1st April 2023 on such terms and conditions as detailed herein below:

A. REMUNERATION:

I. SALARY: Rs. 5,46,448/- per month

II. Bonus: Rs. 1400 per month

III. COMMISSION: Subject to the approval of IRDAI such percentage of commission (in addition to salary and perquisites hereinafter stated) calculated with reference to the net profit of the Company in accordance with Section 198 of the Companies Act, 2013 for each financial year as may be fixed by the Board of Directors which together with salary and monetary value of perquisites shall not exceed the ceiling laid down under Section 197 of the Companies Act, 2013.

B. PERQUISITES:

i. Housing – Rent free accommodation owned / leased / rented by the Company or Housing Allowance in lieu thereof as per the rules of the Company not exceeding Rs. 1,33,333 per month.

ii. Payment of water, gas, electricity and furnishing charges for residence, to be valued in accordance with Income Tax Rules, subject to a maximum of 10% of the salary.

iii. Club Fees – Subscription limited to a maximum of two clubs. No life membership or admission fees shall be paid by the Company.

iv. Contribution to Provident Fund, Superannuation Fund or Annuity Fund – As per rules of the Company 12% of the Basic Salary, i.e., Rs. 65,574/- per month. These will not be considered or included for the computation of ceiling

on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

v. Contribution to National Pension Scheme (NPS) - 10% of the Basic Salary, i.e., Rs. 54,645/- per month.

vi. Gratuity – Not exceeding half a month's salary for each completed year of service.

vii. Encashment of leave at the end of the tenure – As per the rules of the Company.

viii. Company's car with driver for use on Company's business and maintenance expenses thereon or Rs. 40,000/- per month.

ix. Travelling and Halting Allowance – As per the rules of the Company.

x. Free telephone at residence.

Personal long distance calls on telephone and use of car for private purpose shall be charged to the Managing Director.

vii, viii, ix and x above will not be considered or included for the computation of ceiling or perquisites.

RESOLVED FURTHER THAT Mr. Neeraj Prakash, Managing Director of the Company shall not be paid any sitting fees for attending General Meetings and Meetings of the Board or Committee thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year Mr. Neeraj Prakash, Managing Director of the Company will be paid the above remuneration as minimum remuneration.

RESOLVED FURTHER THAT Ms. Tanushree Jain, Company Secretary be and is hereby authorised to file the necessary forms and returns along with necessary attachment with the Insurance Regulatory & Development Authority of India (IRDAI) in this regard and to do all necessary act, deed and things to give effect this resolution.”

Item No. 11

To consider revision in the remuneration of Ms. Mona Mathur (DIN: 08173401), Whole-time Director of the Company with effect from April 1, 2023 and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the applicable provisions of Companies Act, 2013 read with the provisions of Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 (including any amendment, variation, statutory modifications or re-enactment thereof for the time being in force), subject to the approval of Insurance Regulatory and Development Authority of India (IRDAI) and such other statutory approvals as may be required the remuneration of Ms. Mona Mathur, Whole-time Director & CFO of the Company be and is hereby revised with effect from 1st April 2023 on such terms and conditions as reproduced herein below:

REMUNERATION:

SALARY: Rs. 2,34,300/- per month

BONUS: Rs. 1400 per month

B. PERQUISITES:

i. Contribution to Provident Fund, Superannuation Fund or Annuity Fund – As per rules of the Company. These will not be considered or included for the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

ii. Contribution to National Pension Scheme (NPS) - 10% of the Basic Salary, i.e., Rs. 12,500/- per month.

iii. Gratuity – Not exceeding half a month's salary for each completed year of service.

iv. Encashment of leave at the end of the tenure – As per the rules of the Company.

v. Travelling and Halting Allowance – As per the rules of the Company.

iii, iv and v above will not be considered or included for the computation of ceiling or perquisites.

C. RETENTION BONUS:

Retention bonus of Rs. 15,00,000/-

RESOLVED FURTHER THAT Ms. Mona Mathur, Whole-time Director & CFO of the Company shall not be paid any sitting fees for attending General Meetings and Meetings of the Board or Committee thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year Ms. Mona Mathur, Whole-time Director & CFO of the Company will be paid the above remuneration as minimum remuneration.

RESOLVED FURTHER THAT Ms. Tanushree Jain, Company Secretary be and is hereby authorised to file the necessary forms and returns along with necessary attachment with the Insurance Regulatory & Development Authority of India (IRDAI) in this regard and to do all necessary act, deed and things to give effect this resolution.”

Item No. 12

To consider the re-appointment of Mr. Jasmit Singh Gujral (DIN: 00196707) as Whole-time Director & Executive Vice Chairman of the Company for a period of five years with effect from 1st November 2023 and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 and applicable provisions of the Companies Act, 2013 and the rules made thereunder

(including any amendments, modifications, variations, or re-enactments thereof for the time being in force), and applicable provisions of the Articles of Association of the Company, and subject to IRDAI approval and such other statutory approvals as may be required Mr. Jasmit Singh Gujral (DIN: 00196707) be and is hereby re-appointed as Whole-time Director & Executive Vice Chairman of the Company with effect from 1st November 2023 for a period of five years and shall perform such duties and exercise such powers as may from time to time be lawfully entrusted to and conferred upon him by the Board and he may be paid a remuneration by way of salary and other perquisites in accordance with Section 34A of the Insurance Act, 1938 as detailed below:

A. REMUNERATION:

I. SALARY: Rs. 9,56,284/- per month

II. BONUS: Rs. 1400/- per month

III. COMMISSION: Subject to the approval of IRDAI such percentage of commission (in addition to salary and perquisites hereinafter stated) calculated with reference to the net profit of the Company in accordance with Section 198 of the Companies Act, 2013 for each financial year as may be fixed by the Board of Directors which together with salary and monetary value of perquisites shall not exceed the ceiling laid down under Section 197 of the Companies Act, 2013.

B. PERQUISITES AND ALLOWANCES:

i. Housing – Rent free accommodation owned / leased / rented by the Company or House Rent Allowance in lieu thereof as per the rules of the Company not exceeding Rs. 2,75,000/- per month.

ii. Payment of water, gas, electricity and furnishing charges for residence, to be valued in accordance with Income Tax Rules, subject to a maximum of 10% of the salary.

iii. Club Fees – Subscription limited to a maximum of two clubs. No life membership or admission fees shall be paid by the Company.

iv. Contribution to Provident Fund, Superannuation Fund or Annuity Fund – As per rules of the Company 12% of the Basic Salary, i.e., Rs. 1,14,754/- per month. These will not be considered or included for the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

v. Contribution to National Pension Scheme (NPS) - 10% of the Basic Salary, i.e., Rs. 95,628/- per month.

vi. Gratuity – Not exceeding half a month's salary for each completed year of service.

vii. Encashment of leave at the end of the tenure – As per the rules of the Company.

viii. Company's car with driver for use on Company's business and maintenance expenses thereon or Car Allowance in lieu thereof as per the rules of the Company not exceeding Rs. 1,00,000/- per month.

ix. Travelling and Halting Allowance – As per the rules of the Company.

x. Free telephone at residence.

Personal long distance calls on telephone and use of car for private purpose shall be charged to the Executive Vice Chairman.

vi, vii, ix and x above will not be considered or included for the computation of ceiling on perquisites.

RESOLVED FURTHER THAT the Executive Vice Chairman shall not be paid any sitting fees for attending General Meetings and Meetings of the Board or Committee thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year the Executive Vice Chairman will be paid the above remuneration as minimum remuneration.

RESOLVED FURTHER THAT Ms. Tanushree Jain, Company Secretary be and is hereby authorised to file the necessary forms and returns along with necessary attachment with the Insurance Regulatory & Development Authority of India (IRDAI) in this regard and to do all necessary act, deed and things to give effect this resolution.”

Item No. 13

To consider the re-appointment of Ms. Mona Mathur (DIN: 08173401) as Whole-time Director of the Company for a period of five years with effect from 6th August 2023 and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 and applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any amendments, modifications, variations, or re-enactments thereof for the time being in force), and applicable provisions of the Articles of Association of the Company, and subject to IRDAI approval and such other statutory approvals as may be required Ms. Mona Mathur (DIN: 08173401) as Whole-time Director of the Company for a period of five years with effect from 6th August 2023 and shall perform such duties and exercise such powers as may from time to time be lawfully entrusted to and conferred upon her by the Board and she may be paid a remuneration by way of salary and other perquisites in accordance with Section 34A of the Insurance Act, 1938 as detailed below:

REMUNERATION:

SALARY: Rs. 2,34,300/- per month

BONUS: Rs. 1400 per month

B. PERQUISITES:

i. Contribution to Provident Fund, Superannuation Fund or Annuity Fund – As per rules of the Company. These will not be considered or included for the computation of ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

ii. Contribution to National Pension Scheme (NPS) - 10% of the Basic Salary, i.e., Rs. 12,500/- per month.

iii. Gratuity – Not exceeding half a month's salary for each completed year of service.

iv. Encashment of leave at the end of the tenure – As per the rules of the Company.

v. Travelling and Halting Allowance – As per the rules of the Company.

iii, iv and v above will not be considered or included for the computation of ceiling or perquisites.

C. RETENTION BONUS:

Retention bonus of Rs. 15,00,000/-

RESOLVED FURTHER THAT Ms. Mona Mathur, Whole-time Director & CFO of the Company shall not be paid any sitting fees for attending General Meetings and Meetings of the Board or Committee thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year Ms. Mona Mathur, Whole-time Director & CFO of the Company will be paid the above remuneration as minimum remuneration.

RESOLVED FURTHER THAT Ms. Tanushree Jain, Company Secretary be and is hereby authorised to file the necessary forms and returns along with necessary attachment with the Insurance Regulatory & Development Authority of India (IRDAI) in this regard and to do all necessary act, deed and things to give effect this resolution.”

Date: 09.05.2023

Place: Jaipur

By Order of the Board of Directors
For Shriram General Insurance Company Limited

Tanushree Jain
Company Secretary
(Membership No. – A46461)
R/O: B-7 Saket Colony,
Near Adarsh Nagar Police Station,
Jaipur - 302004

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy, or one or more proxies (where allowed) to attend and vote on a poll on his behalf and such proxy need not be a member of company. A proxy may be sent in the form no. MGT-11 enclosed and in order to be effective must reach the registered office of company at least 48 hours before the commencement of meeting.
2. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. A person can act as proxy for maximum 50 members and aggregate holding of such members shall not be more than 10% of total share capital of the company having voting rights.
4. Members / proxies should bring duly filled attendance slips sent along with this notice to attend the meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 and other relevant documents referred to in the accompanying Notice and as prescribed under the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. Register of Members and the Share Transfer Books of the Company shall remain closed from 03 June 2023 to 5 June 2023 (both days inclusive) and record date will be 01 June 2023 for the purpose of taking on record eligible members entitled to receive dividend for the year ended 31 March 2023 as may be declared by the Members at the aforesaid Annual General Meeting.
8. Members are requested to update their e-mail address with Depository participant to enable the Company to send the annual reports and other communication via email.
9. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
10. Members whose shareholding is in electronic mode are requested to direct change of address notifications and other details to their respective Depository Participant(s).
11. In compliance with SS-2, Route map and Prominent land mark to reach at the venue of the Meeting is also enclosed.
12. An Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), concerning the Special Businesses in the Notice is annexed here to and forms part of this Notice.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 6

The Board, at its meeting held on November 10, 2022, appointed Mr. Chandra Kishore Mishra (DIN: 02553126) as an Additional Director (category Independent) of the Company with effect from November 10, 2022, in terms of Section 161 of the Companies Act, 2013, read with Article 91 of the Articles of Association of the Company. In terms of Section 161(1) of the Companies Act, 2013 the “Additional Director” so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Chandra Kishore Mishra (DIN: 02553126), as an Additional Director, holds office upto the date of this Annual General Meeting.

With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company, liable to retire by rotation. The Company has received a declaration from Mr. Chandra Kishore Mishra (DIN: 02553126) confirming that he meets the criteria of independence under the Companies Act, 2013.

Further, the Company has received from Mr. Chandra Kishore Mishra (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Chandra Kishore Mishra (DIN: 02553126) fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Chandra Kishore Mishra’s knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of three years with effect from November 10, 2022. Copy of letter of appointment of Mr. Chandra Kishore Mishra (DIN: 02553126) setting out the terms and conditions of appointment is being made available for inspection by the members. Additional information in respect of Mr. Chandra Kishore Mishra (DIN: 02553126), pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during business hours upto the date of the meeting.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

The Board recommends his appointment as set out in item no. 6 of the accompanying Notice for approval by the Members of the Company. None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Chandra Kishore Mishra (DIN: 02553126) in any way concerned or interested in the proposed resolution. The board recommends the said resolution to be passed as an ordinary resolution.

Item No. 7

The Board, at its meeting held on November 10, 2022, appointed Mr. Bimal Kumar Sipani (DIN: 09839740) as an Additional Director (category Independent) of the Company with effect from January 05, 2023, in terms of Section 161 of the Companies Act, 2013, read with Article 91 of the Articles of Association of the Company. In terms of Section 161(1) of the Companies Act, 2013 the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Bimal Kumar Sipani (DIN: 09839740), as an Additional Director, holds office upto the date of this Annual General Meeting.

With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company, liable to retire by rotation. The Company has received a declaration from Mr. Bimal Kumar Sipani (DIN: 09839740) confirming that he meets the criteria of independence under the Companies Act, 2013.

Further, the Company has received from Mr. Bimal Kumar Sipani (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Bimal Kumar Sipani (DIN: 09839740) fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Bimal Kumar Sipani's knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of two years with effect from January 05, 2023. Copy of letter of appointment of Mr. Bimal Kumar Sipani (DIN: 09839740) setting out the terms and conditions of appointment is being made available for inspection by the members. Additional information in respect of Mr. Bimal Kumar Sipani (DIN: 09839740), pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during business hours upto the date of the meeting.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

The Board recommends his appointment as set out in item no. 7 of the accompanying Notice for approval by the Members of the Company. None of the Directors, Key Managerial Personnel of the Company and their relatives of the Company except Mr. Bimal Kumar Sipani (DIN: 09839740) in any way concerned or interested in the proposed resolution. The board recommends the said resolution to be passed as an ordinary resolution.

Item No. 8

Mr. Jasmit Singh Gujral was appointed as Executive Vice Chairman by the Board of Directors with effect from 1st November 2018 for a period of five years.

The members at the Annual General Meeting held on June 18, 2019 had approved the remuneration payable to Mr. Jasmit Singh Gujral which was also approved by Insurance Regulatory & Development Authority of India (IRDAI) vide its letter dated 11th September 2019.

The Company has an annual appraisal process for all of its employees including the Managing Directors and their remuneration is subject to annual revision as per the Company's Remuneration Policy.

The Board on the basis of the recommendation of the Nomination and Remuneration Committee at its meeting held on May 09, 2023 had recommended revision in the remuneration payable to Mr. Jasmit Singh Gujral with effect from April 01, 2023.

The Company being governed by the Insurance Act 1938 as well as IRDAI guidelines is subject to stringent regulatory framework whereby any benefit conferred whether in monetary or non-monetary form would be subject to approval of IRDAI in addition to the approval of the Members of the Company. Accordingly, the approval of Members is therefore sought for the revision in remuneration payable to Mr. Jasmit Singh Gujral, Whole time Director & Executive Vice Chairman of the Company subject to the approval of Insurance Regulatory & Development Authority of India (IRDAI).

All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during business hours upto the date of the meeting.

Additional information in respect of Mr. Jasmit Singh Gujral, Whole time Director & Executive Vice Chairman of the Company pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

Mr. Jasmit Singh Gujral (DIN: 00196707) is interested in the resolution to the extent of their appointment and shareholding in the Company. None of the other Directors Key Managerial Personnel of the Company and their relatives is in any way concerned or interested in the resolution.

Your Directors recommend the ordinary resolution at Item No. 8 for your approval.

Item No. 9 & 10

Mr. Anil Kumar Aggarwal (DIN: 01330337) was re-appointed as Managing Director & CEO and Mr. Neeraj Prakash (DIN: 00405436) was re-appointed as Managing Director by the Board of Directors with effect from 1st September 2020 for a period of five years.

The members at the Annual General Meeting held on June 16, 2020 approved the re-appointment of Mr. Anil Kumar Aggarwal (DIN: 01330337) and Mr. Neeraj Prakash (DIN: 00405436) and the remuneration payable to them which was also approved by Insurance Regulatory & Development Authority of India (IRDAI) vide its letter dated 27th July 2020.

The Company has an annual appraisal process for all of its employees including the Managing Directors and their remuneration is subject to annual revision as per the Company's Remuneration Policy.

The Board on the basis of the recommendation of the Nomination and Remuneration Committee at its meeting held on May 09, 2023 had recommended revision in the remuneration payable to Mr. Anil Kumar Aggarwal and Mr. Neeraj Prakash with effect from April 01, 2023.

The Company being governed by the Insurance Act 1938 as well as IRDAI guidelines is subject to stringent regulatory framework whereby any benefit conferred whether in monetary or non-monetary form would be subject to approval of IRDAI in addition to the approval of the Members of the Company. Accordingly, the approval of Members is therefore, sought for the revision in remuneration payable to Mr. Anil Kumar Aggarwal (DIN: 01330337) Managing Director & CEO and Mr. Neeraj Prakash (DIN: 00405436) Managing Director of the Company subject to the approval of Insurance Regulatory & Development Authority of India (IRDAI).

All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during business hours upto the date of the meeting.

Additional information in respect of Mr. Anil Kumar Aggarwal (DIN: 01330337) Managing Director & CEO and Mr. Neeraj Prakash (DIN: 00405436) Managing Director of the Company pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

Mr. Anil Kumar Aggarwal (DIN: 01330337) Managing Director & CEO and Mr. Neeraj Prakash (DIN: 00405436) Managing Director of the Company are interested in the resolution to the extent of their appointment and shareholding in the Company. None of the other Directors Key Managerial Personnel of the Company and their relatives is in any way concerned or interested in the resolution.

Your Directors recommend the ordinary resolution at Item No. 9 and 10 for your approval.

Item No. 11

Ms. Mona Mathur (DIN: 08173401) was appointed as Whole-time Director by the Board of Directors with effect from 6th August 2018 for a period of five years.

The members at the Annual General Meeting held on June 18, 2019 had approved the remuneration payable to Ms. Mona Mathur (DIN: 08173401) which was also approved by Insurance Regulatory & Development Authority of India (IRDAI) vide its letter dated 14th August 2019.

The Company has an annual appraisal process for all of its employees including the Whole-time Directors and their remuneration is subject to annual revision as per the Company's Remuneration Policy.

Now, the Board on the basis of the recommendation of the Nomination and Remuneration Committee at its meeting held on May 09, 2023 had recommended revision in the remuneration payable to Ms. Mona Mathur (DIN: 08173401) with effect from April 01, 2023.

The Company being governed by the Insurance Act 1938 as well as IRDAI guidelines is subject to stringent regulatory framework whereby any benefit conferred whether in monetary or non-monetary form would be subject to approval of IRDAI in addition to the approval of the Members of the Company. Accordingly, the approval of Members is therefore, sought for the revision in remuneration payable to Ms. Mona Mathur (DIN: 08173401) subject to the approval of Insurance Regulatory & Development Authority of India (IRDAI).

Additional information in respect of Ms. Mona Mathur (DIN: 08173401) Whole-time Director of the Company pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

Ms. Mona Mathur (DIN: 08173401) is interested in the resolution to the extent of her appointment and shareholding in the Company. None of the relatives of Ms. Mona Mathur (DIN: 08173401) are holding any equity shares of the Company. None of the other Directors Key Managerial Personnel of the Company and their relatives is in any way concerned or interested in the resolution.

Your Directors recommend the ordinary resolution at Item No. 11 for your approval

Item No. 12

Mr. Jasmit Singh Gujral (DIN: 00196707) was appointed as Whole-time Director & Executive Vice Chairman by the Board of Directors with effect from 1st November 2018 for a period of five years.

Given the background, vast experience and expertise, and the contributions made by Mr. Jasmit Singh Gujral (DIN: 00196707) during his present term as Whole-time Director & Executive Vice Chairman of the Company, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee its meeting held on May 09, 2023, considers that the continued association of Mr. Jasmit Singh Gujral (DIN: 00196707) would be beneficial to the Company. Hence, it is desirable to re-appoint him as Whole-time Director & Executive Vice Chairman of the Company for a period of five (5) consecutive years with effect from 1st November 2023 on such terms and conditions including remuneration, being subject to approval of the Members and IRDAI.

The approval of Members is therefore, sought for re-appointment of Mr. Jasmit Singh Gujral as Whole-time Director & Executive Vice Chairman subject to the approval of Insurance Regulatory & Development Authority of India (IRDAI).

The brief profile in respect of Mr. Jasmit Singh Gujral (DIN: 00196707), Whole time Director & Executive Vice Chairman of the Company pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

Mr. Jasmit Singh Gujral (DIN: 00196707) is interested in the resolution to the extent of his appointment and shareholding in the Company. None of the other Directors Key Managerial Personnel of the Company and their relatives is in any way concerned or interested in the resolution.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

The Board recommends passing of the Ordinary Resolution, as set out at Item No. 12 of this Notice, for approval of the members.

Item No. 13

Ms. Mona Mathur (DIN: 08173401) was appointed as Whole-time Director by the Board of Directors with effect from 6th August 2018 for a period of five years.

Given the background, vast experience and expertise, and the contributions made by Ms. Mona Mathur (DIN: 08173401) during his present term as whole time Director of the Company, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee its meeting held on May 09, 2023, considers that the continued association of Ms. Mona Mathur (DIN: 08173401) would be beneficial to the Company. Hence, it is desirable to re-appoint her as Whole-time Director of the Company for a period of five (5) consecutive years with effect from 6th August 2023 on such terms and conditions including remuneration, being subject to approval of the Members and IRDAI.

The approval of Members is therefore, sought for re-appointment of Ms. Mona Mathur (DIN: 08173401) as Whole-time Director subject to the approval of Insurance Regulatory & Development Authority of India (IRDAI).

The brief profile in respect of Ms. Mona Mathur (DIN: 08173401), Whole time Director of the Company pursuant to the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

Ms. Mona Mathur (DIN: 08173401) is interested in the resolution to the extent of her appointment and shareholding in the Company. None of the relatives of Ms. Mona Mathur (DIN: 08173401) are holding any equity shares of the Company. None of the other Directors Key Managerial Personnel of the Company and their relatives is in any way concerned or interested in the resolution.

The Board recommends passing of the Ordinary Resolution, as set out at Item No. 13 of this Notice, for approval of the members

Date: 09.05.2023
Place: Jaipur

By Order of the Board of Directors
For **Shriram General Insurance Company Limited**

Tanushree Jain
Company Secretary
(Membership No. – A46461)
R/O: B-7 Saket Colony,
Near Adarsh Nagar Police Station,
Jaipur - 302004

Details of Director in case of appointment/re-appointment/fixation of remuneration

Particulars	Mr. Chandra Kishore Mishra (DIN: 02553126)
Date of Birth	16/05/1960
Qualification	IAS
Experience	In about 37 years of public service, Mr. C. K. Mishra has served as an administrator, policy-maker and public health strategist holding a wide range of assignments in the fields of Health, Education, Industry and Power.
a. Terms & Conditions of appointment or re-appointment	Appointment as Additional Director (Category as Independent Director)
b. Details of remuneration sought to be paid	Fixed Remuneration – Rs. 32,00,000/- p.a. Sitting Fees paid for attending Board & Committee Meetings
c. Remuneration last drawn by such person, if applicable	Fixed Remuneration – Rs. 8,00,000/- Sitting Fees paid for attending Board & Committee Meetings – Rs. 1,50,000/-
Date of first appointment on the Board	10/11/2022
Shareholding in the Company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	NA
The number of Meetings of the Board attended during the year (2022-23)	One
Other Directorships	1. IPE Global Limited 2. Meradoc Healthtech Private Limited 3. DCDC Health Services Private Limited
Membership/ Chairmanship of Committees of other Boards	NIL

Details of Director in case of appointment/re-appointment/fixation of remuneration

Particulars	Mr. Bimal Kumar Sipani (DIN: 09839740)
Date of Birth	23/01/1959
Qualification	Chartered Accountant (CA)
Experience	Over 35 years of experience across various industries in assurance and risk management
a. Terms & Conditions of appointment or re-appointment	Appointment as Additional Director (Category as Independent Director)
b. Details of remuneration sought to be paid	Sitting Fees paid for attending Board & Committee Meetings
c. Remuneration last drawn by such person, if applicable	Sitting Fees paid for attending Board & Committee Meetings – Rs. 1,25,000/-
Date of first appointment on the Board	05/01/2023
Shareholding in the Company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	NA
The number of Meetings of the Board attended during the year (2022-23)	One
Other Directorships	NONE
Membership/ Chairmanship of Committees of other Boards	NIL

Details of Director in case of appointment/re-appointment/fixation of remuneration

Particulars	Mr. Jasmit Singh Gujral (DIN: 00196707)
Date of Birth	01/03/1966
Qualification	B.COM (Hons), P.G.D. (1st Position) Chief Executive Programme I.I.M. (Ahmedabad) Advanced Mgt. Programme ISB, Hyderabad Global Adv. Mgt. Programme Kellogg School of Business Management Chicago
Experience	Over 33 Years of experience in Finance Services, Insurance, Marketing and General Management
a. Terms & Conditions of appointment or re-appointment	Appointed as Executive Vice Chairman
b. Details of remuneration sought to be paid	Rs. 18,500,000 PA
c. Remuneration last drawn by such person, if applicable	Rs. 16,446,000 PA
Date of first appointment on the Board	28/07/2006
Shareholding in the Company	10 shares (0.00 %)
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	NA
The number of Meetings of the Board attended during the year (2022-23)	Five
Other Directorships	1. Shriram Investment Holdings Limited 2. Shriram Credit Company Limited 3. Shriram Seva Sankalp Foundation 4. SGI Philippines General Insurance Company Inc. 5. Shriram Capital Private Limited 6. Shariram GI Holdings Private Limited 7. Shariram LI Holdings Private Limited
Membership/ Chairmanship of Committees of other Boards	NIL

Details of Director in case of appointment/re-appointment/fixation of remuneration

Particulars	Mr. Anil Kumar Aggarwal (DIN: 01330337)
Date of Birth	06/09/1965
Qualification	B.Com, C.A., Associate Member of III
Experience	Over 26 years of experience in managing accounting, auditing and finance operations for Non-Banking Finance Companies and has extensive experience in Accounts, Finance and Investments in Non-life Insurance Company.
d. Terms & Conditions of appointment or re-appointment	Appointed as Managing Director & CEO
e. Details of remuneration sought to be paid	Rs. 96,00,000 PA
f. Remuneration last drawn by such person, if applicable	Rs. 84,70,000 PA
Date of first appointment on the Board	25/05/2015
Shareholding in the Company	75010 shares (0.03%)
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	NONE
The number of Meetings of the Board attended during the year (2022-23)	Five
Other Directorships	SGI Philippines General Insurance Company, Inc., Director
Membership/ Chairmanship of Committees of other Boards	NA

Details of Director in case of appointment/re-appointment/fixation of remuneration

Particulars	Mr. Neeraj Prakash (DIN: 00405436)
Date of Birth	20/04/1964
Qualification	M.Sc. (Chemistry), P.G. Diploma (Marketing & Sales)
Experience	Over 26 years of experience in sales and marketing. In this role he is responsible for devising sales and marketing strategies, development and management of distribution channels, marketing & product research, customer service and media planning.
a. Terms & Conditions of appointment or re-appointment	Appointed as Managing Director
b. Details of remuneration sought to be paid	Rs. 96,00,000 PA
c. Remuneration last drawn by such person, if applicable	Rs. 84,70,000 PA
Date of first appointment on the Board	25/05/2015
Shareholding in the Company	10 shares (0.00%)
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	NONE
The number of Meetings of the Board attended during the year (2022-23)	Four
Other Directorships	NONE
Membership/ Chairmanship of Committees of other Boards	NA

Details of Director in case of appointment/re-appointment/fixation of remuneration

Particulars	Ms. Mona Mathur (DIN: 08173401)
Date of Birth	14/09/1973
Qualification	Fellow Member of ICAI, Associate of Insurance Institute of India
Experience	She holds over 21 years of experience in managing accounting, auditing and finance operations. She has wide knowledge in Accounts & Finance. She has been with SGI ever since inception, playing a significant role in implementing policies on accounting, internal audit and management reporting. At present, she is responsible for overall accounting and finance functions.
a. Terms & Conditions of appointment or re-appointment	Appointed as Whole-time Director
b. Details of remuneration sought to be paid	Rs. 30,00,000 PA
c. Remuneration last drawn by such person, if applicable	Rs. 23,00,400 PA
Date of first appointment	06/08/2018
Shareholding in the Company	18000 shares (0.01 %)
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	NA
The number of Meetings of the Board attended during the year (2021-22)	Five
Other Directorships	NONE
Membership/ Chairmanship of Committees of other Boards	NONE

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U66010RJ2006PLC029979, IRDA Reg. No. 137

Name of the company: SHRIRAM GENERAL INSURANCE COMPANY LIMITED

Registered office: E-8, EPIP, RIICO Industrial Area, Sitapura, Jaipur – 302022

Website: www.shriramgi.com, e-mail ID: secretarial@shriramgi.com

Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	DP ID:

I/We, being the member(s) of _____ shares of the above-named company, hereby appoint

1. Name: _____ Address: _____

E-mail Id: _____ Signature: _____, or failing him

2. Name: _____ Address: _____

E-mail Id: _____ Signature: _____, or failing him

3. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Seventeenth Annual General Meeting of the company, to be held on the 05th day of June, 2023 at 10:00 a.m. at E-8, EPIP, RIICO Industrial Area, Sitapura, Jaipur – 302022 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Ordinary Resolution to:

a. To receive, consider and adopt the audited Standalone financial statements of the Company for the year ended March 31, 2023 and the report of the Board of Directors and the Auditors thereon.

b. To receive, consider and adopt the audited Consolidated financial statements of the Company for the year ended March 31, 2023 and Auditors thereon.

2. To confirm the payment of Interim Dividend of Rs. 5.60 per equity share and to declare a final dividend of Rs. 4.40 per equity share for the financial year ended March 31, 2023.

3. To appoint a Director in place of Mr. Ian Maxwell Kirk (DIN: 07375175), Director of the Company, who retires by rotation and, being eligible, offers himself for re-appointment.

4. To appoint a Director in place of Mr. Asher Michael Grevler (DIN: 07695660), Director of the Company, who retires by rotation and, being eligible, offers himself for re-appointment.

5. To appoint a Director in place of Mr. Stephanus Phillipus Mostert (DIN: 03524096), Director of the Company, who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

6. To consider the appointment of Mr. Chandra Kishore Mishra (DIN: 02553126) as Director of the Company.

7. To consider the appointment of Mr. Bimal Kumar Sipani (DIN: 09839740) as Director of the Company.

8. To consider revision in the remuneration of Mr. Jasmit Singh Gujral (DIN: 00196707), Whole-time Director & Executive Vice Chairman of the Company.

9. To consider revision in the remuneration of Mr. Anil Kumar Aggarwal (DIN: 01330337), Managing Director and Chief Executive Officer of the Company.

10. To consider revision in the remuneration of Mr. Neeraj Prakash (DIN: 00405436), Managing Director of the Company.

11. To consider revision in the remuneration of Ms. Mona Mathur (DIN: 08173401), Whole-time Director & Chief Financial Officer of the Company.

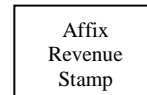
12. To consider re-appointment of Mr. Jasmit Singh Gujral (DIN: 00196707) as Whole-time Director & Executive Vice Chairman of the Company.

13. To consider re-appointment of Ms. Mona Mathur (DIN: 08173401) as Whole-time Director of the Company.

Signed this ___ day of ___ 2023

Signature of shareholder:

Signature of Proxy holder(s):



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

SHRIRAM GENERAL INSURANCE COMPANY LIMITED

Regd. Office: E-8, EPIP, RIICO Industrial Area, Sitapura, Jaipur - 302022

IRDA Reg. No. 137 CIN: U66010RJ2006PLC029979

Website: www.shriramgi.com, e-mail: secretarial@shriramgi.com,

Phone: +91-141-4828400

**ANNUAL GENERAL MEETING
ATTENDANCE SLIP**

Seventeenth Annual General Meeting – 05th June 2023

Folio No. / DP ID Client ID No.:
Name of First named Member/Proxy/Authorised Representative:
Name of Joint Member(s), if any:
No. of Shares held:

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company.

I/we hereby record my/our presence at the Seventeenth Annual General Meeting of the company being held on Monday, June 05, 2023 at 10:00 AM at E-8, EPIP, RIICO Industrial Area, Sitapura, Jaipur – 302022.

Signature of First holder/Proxy/Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Note(s): 1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.

2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting



Prominent Landmarks – Near Hotel Crowne Plaza, Jaipur and Jaipur Exhibition & Convention Centre (JECC)