



**Tata AIG General Insurance Company Limited**  
Peninsula Business Park, Tower A, 15th Floor,  
Ganpat Rao Kadam Marg,  
Lower Parel, Mumbai - 400 013  
Tel No. + 22 6669 9697  
www.tataaig.com  
IRDA Registration No. : 108  
CIN : U85110MH2000PLC128425

**CERTIFIED TRUE COPY OF THE PROCEEDINGS OF THE 25<sup>TH</sup> ANNUAL GENERAL MEETING OF TATA AIG GENERAL INSURANCE COMPANY LIMITED HELD ON MONDAY THE 30<sup>TH</sup> DAY OF JUNE 2025 AT 4.30 P.M. THROUGH VIDEO-CONFERENCING MODE. THE DEEMED VENUE OF THE MEETING WAS THE “BOARD ROOM” SITUATED AT THE REGISTERED OFFICE OF THE COMPANY AT PENINSULA BUSINESS PARK, TOWER ‘A’, 15<sup>TH</sup> FLOOR, G. K. MARG, LOWER PAREL, MUMBAI-400013.**

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a) **Chairperson:**

In accordance with Article 17.5 of the Articles of Association of the Company, the Directors present nominated Ms. P H Vijaya Deepti, Non-Executive and Non-Independent Director as the Chairperson for the meeting in absence of Mr. Saurabh Agrawal, the Chairperson of the Board of Directors of the Company. Ms. Deepti took the Chair and welcomed the members present at the Annual General Meeting (“AGM”) of the Company and introduced the Directors present at the meeting.

The Chairperson briefed the members that the Annual General Meeting (“AGM”) was being held through video conferencing mode pursuant to the requirements of the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) circulars on holding of general meetings through video conferencing and all efforts had been made by the Company to enable the members to participate in this recorded meeting.

b) **Directors and Key Managerial Personnel:**

Nine (9) Directors were present at the meeting which included the Chairpersons of the Audit, Risk Management, Nomination and Remuneration and Policyholder Protection, Grievance Redressal & Claims Monitoring Committee(s) of the Company. Mr. Sumedh Jog, Chief Financial Officer, Mr. Supriyo Chaki, Appointed Actuary, Mr. Ashish Sarma, Company Secretary and Mr. Hanoz B. Chinoy, VP-Secretarial were also present.

c) **Auditors:**

The representative(s) of the Joint Statutory Auditors; M/s. Walker Chandiook & Co. LLP, Chartered Accountants, M/s. A F Ferguson Associates, Chartered Accountants and of the Secretarial Auditor; M/s. Neville Daroga & Associates, Practicing Company Secretary were present at the meeting.

d) **Members and Quorum:**

Nine (9) members were present in person and the quorum for the AGM was determined by the Chairperson and upon its declaration by her, commenced the proceedings of the meeting.

e) **Proceedings of the meeting:**

The Chairperson thereafter delivered her speech which touched upon the financial aspects, operational performance for the financial year 2024-25 and thereafter stated that the Notice of the AGM dated 29<sup>th</sup> April 2025 convening the 25<sup>th</sup> AGM of the Company along with the Annual report for the financial year 2024-25 had been circulated to the Members and thereafter with the consent of the Members present, the Notice convening the AGM of the Company was taken as read.

The Chairperson also informed the Members that the Audit report on the financial Statements of the Company for the financial year 2024-25 along with the Secretarial Audit report for the said year did not mention any observations, comments or qualifications from the respective Auditors and therefore the said report(s) were not required to be read out pursuant to the provisions of the Companies Act, 2013. Accordingly, with the permission of the members, the Chairperson continued with the proceedings of the meeting.

The Chairperson also briefed the members on the nature of items of the business covered in the notice to be transacted at the meeting.

The following items of business were put to vote by the Chairperson on a “Show of Hands” and were approved and adopted by the Members of the Company at the AGM:

ORDINARY BUSINESS:

- i. Adoption of the Audited Financial Statements as at 31<sup>st</sup> March 2025 and the Reports of the Board of Directors and Auditors thereon.
- ii. Appointment of Ms. P H Vijaya Deepti (DIN: 08125456) as Director who was liable to retire by rotation.
- iii. Appointment of Mr. Jonathan Hancock (DIN: 03012436) as Director who was liable to retire by rotation.
- iv. Appointment of Mr. Christopher Colahan (DIN: 05340445) as Director who was liable to retire by rotation.
- v. Appointment of Kalyaniwalla & Mistry LLP as the Joint Statutory Auditor of the Company and fixation of their remuneration.

SPECIAL BUSINESS:

- i. Payment of Commission to eligible Non-Executive Directors of the Company (Passed by Special resolution)
- ii. Payment of Remuneration to Mr. Amit Ganorkar (DIN: 07889158), Managing Director and Chief Executive Officer of the Company for FY 2025-26 (Passed by Ordinary resolution)
- iii. Appointment of Ms. Roopa Purushothaman (DIN:02846868) as a Non-Executive and Non-Independent Director of the Company, with effect from 29<sup>th</sup> April 2025 (Passed by Ordinary resolution)
- iv. Approval for amendment in "Tata AIG Annual Grant Scheme 2022" (ESOPs) of the Company (Passed by Special resolution)

The requisite quorum was present at the time of commencement of the meeting as well as at the time of consideration of each item of business.

- f) The meeting concluded at 6.00 p.m. with a Vote of thanks to the Chair.

**For Tata AIG General Insurance Company Ltd.**

**Place:** Mumbai  
**Date:** 1<sup>st</sup> July 2025

**(Ashish Sarma)**  
**Company Secretary, Chief Legal and Compliance Officer**  
**Membership No. ACS 18936**