

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 17th (SEVENTEENTH) ANNUAL GENERAL MEETING ("AGM" / "MEETING") OF THE MEMBERS OF HDFC ERGO GENERAL INSURANCE COMPANY LIMITED WILL BE HELD ON MONDAY, AUGUST 05, 2024, AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY, AT 'HDFC HOUSE', 1st Floor, Board Room, 165-166, Backbay Reclamation, H.T. Parekh Marg, Churchgate, Mumbai - 400020 to transact the following Businesses:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet as at March 31, 2024, the Profit & Loss Account, Receipts and Payments Account and Revenue Account for the year ended on that date together with the reports of the Board of Directors and the Auditors thereon.
- 2. To confirm the payment of interim dividend for the financial year 2023-24.
- 3. To appoint a Director in place of Dr. Oliver Martin Willmes (DIN: 08876420) who retires by rotation and being eligible, offers himself for re-appointment.
- 4. To appoint a Director in place of Mr. Samir H. Shah (DIN: 08114828) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

5. To approve material related party transactions with HDFC Bank Limited and in this connection, to consider and if thought fit, to pass, with or without modification(s), the following Resolution, as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 188 and other applicable provisions of the Companies Act, 2013 ('the Act') read with rules made thereunder, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof and the Policy of the Company on Related Party Transactions, and basis the approval of the Audit and Compliance Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board", which term shall be deemed to include the Audit and Compliance Committee of Directors ('Audit Committee') duly constituted by the Board, to exercise its powers conferred by this resolution), for entering into and / or carrying out and / or continuing with contracts / arrangements and transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), as

HDFC ERGO General Insurance Company Limited. IRDAI Reg. No.146. CIN: U66030MH2007PLC177117. Registered & Corporate Office: 1st Floor, HDFC House, 165-166 Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai – 400 020. Customer Service Address: D-301, 3rd Floor, Eastern Business District (Magnet Mall), LBS Marg, Bhandup (West), Mumbai - 400 078. Customer Service No: 022 - 6234 6234 / 0120 - 6234 6234 care@hdfcergo.com | www.hdfcergo.com



mentioned hereunder and as set out in the explanatory statement annexed to this notice, from the conclusion of the Seventeenth Annual General Meeting till the conclusion of the Eighteenth Annual General Meeting of the Company with HDFC Bank Limited ("HDFC Bank"), being a related party of the Company, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise, including and not limited to the following transactions, subject to applicable regulations, provided however, that the arrangements/transactions are in the ordinary course of business of the Company and carried out at an arm's length basis:

- i. Sale of insurance policies of the Company including endorsements, if any, and receipt of premium thereon;
- ii. Purchase and sale of government securities and other securities through HDFC Bank;
- iii. Banking arrangement(s);
- iv. Payment of commission on insurance policies sourced by HDFC Bank as a corporate agent;
- v. Investment in securities issued by HDFC Bank and receipt of interest thereon including redemption (maturity) of securities held;

notwithstanding that the above transactions, whether individually and/or in the aggregate, may exceed ₹ 1,000 crore or 10% of the annual turnover as per the Company's last audited financial statements, whichever is lower, or any other materiality threshold, as may be applicable from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in relation to the above as it may in its sole and absolute discretion deem fit and delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company, to give effect to this resolution."

6. To approve material related party transactions with Munchener Ruckversicherungsgesellschaft Aktiengese (Munich Re) and in this connection, to consider and if thought fit, to pass, with or without modification(s), the following Resolution, as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 188 and other applicable provisions of the Companies Act, 2013 ('the Act') read with rules made thereunder, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof and the Policy of the Company on Related Party Transactions, and basis the approval of the Audit and Compliance Committee and



recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company {hereinafter referred to as "Board", which term shall be deemed to include the Audit and Compliance Committee of Directors ('Audit Committee') duly constituted by the Board. to exercise its powers conferred by this resolution}, for entering into and / or carrying out and / or continuing with contracts / arrangements and transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), as mentioned hereunder and as set out in the explanatory statement annexed to this notice, from the conclusion of the Seventeenth Annual General Meeting till the conclusion of the Eighteenth Annual General Meeting of the Company with Munchener Ruckversicherungsgesellschaft Aktiengese (Munich Re.), being a related party of the Company, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise, including and not limited to the following transactions, subject to applicable regulations, provided however, that the arrangements/transactions, are in the ordinary course of business of the Company and carried out at an arm's length basis:

- Entering into Proportional, Non-Proportional and facultative reinsurance treaties including technical support and guidance and payment of premium on reinsurance ceded and receipt of reinsurance recovery towards claims arising from policies ceded;
- ii. Receipt of commission on reinsurance ceded;
- iii. Payment of interest on investment in debt securities issued by the Company.

notwithstanding that all the above transactions, whether individually and/or in the aggregate, may exceed ₹ 1,000 crore or 10% of the annual turnover as per the Company's last audited financial statements, whichever is lower, or any other materiality threshold, as may be applicable from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in relation to the above as it may in its sole and absolute discretion deem fit and delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company to give effect to this resolution."

By Order of Board of Directors

Date: April 16, 2024 Place: Mumbai Sd/Vyoma Manek
Company Secretary and Chief
Compliance Officer
ACS:20384

HDFC ERGO General Insurance Company Limited. IRDAI Reg. No.146. CIN: U66030MH2007PLC177117. Registered & Corporate Office: 1st Floor, HDFC House, 165-166 Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai – 400 020. Customer Service Address: D-301, 3rd Floor, Eastern Business District (Magnet Mall), LBS Marg, Bhandup (West), Mumbai - 400 078. Customer Service No: 022 - 6234 6234 / 0120 - 6234 6234 care@hdfcergo.com | www.hdfcergo.com



NOTES:

- (i) An explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to Special Business as set out in Item Nos. 5 and 6 to be transacted at the Annual General Meeting is annexed hereto. The relevant details, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment /re-appointment at this Annual General Meeting ("AGM") are annexed.
- (ii) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM TO BE EFFECTIVE SHOULD BE LODGED WITH THE COMPANY AT ITS REGISTERED OFFICE, DULY COMPLETED AND SIGNED NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.
- (iii) A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent 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.
- (iv) Corporate members intending to send their authorised representatives to attend and vote on their behalf at the Meeting are requested to send to the Company a certified copy of the Board resolution under Section 113 of the Act/Power of Attorney/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s).
- (v) A Proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on a poll.
- (vi) In case of joint holders attending the Meeting, only the first named holder will be entitled to vote.
- (vii) All documents referred to in the notice requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company during business hours from the date hereof up to the date of the Meeting.
- (viii) In compliance with the MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to those Members whose email address is registered with the Company / Registrar and





Transfer Agent/ Depository Participants / Depositories. Members may note that the Notice and Annual Report for the financial year 2023-24 will also be available on the Company's website at www.hdfcergo.com, website of the Stock Exchange, that is, BSE Limited at www.bseindia.com. Members who have not registered their e-mail IDs, are requested to kindly register the same with the Company's Registrar and Transfer Agent, KFin Technologies Limited and the relevant details of the registrar is available in the Annual Report of the Company.

- (ix) Members desiring any information relating to the financial statements are requested to write to the Company at investor@hdfcergo.com at the earliest, so as to enable the Board of Directors to keep the information ready.
- (x) Members/Proxies are requested to bring their Attendance Slip, which is annexed to this Notice, complete in all respects and signed at the place provided thereat to attend the Meeting. The route map of the AGM venue is also annexed to this Notice.

By the order of the Board of Directors

Date: April 16, 2024 Place: Mumbai Sd/Vyoma Manek
Company Secretary and Chief
Compliance Officer
ACS:20384



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ANNEXURE TO THE NOTICE

Item No. 5:

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), mandates prior approval of the Members by means of an ordinary resolution for all related party transactions which are material and subsequent material modifications made in such transactions as defined by the Audit Committee, even if such transactions are in the ordinary course of the business of the concerned company and at an arms' length basis.

A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

At the Annual General Meeting (AGM) held on July 25, 2023, Members had accorded their approval for entering various transactions with HDFC Bank during FY24.

Sale of insurance policies and receipt of premium thereon

The Company is a general insurance Company. During the normal course of its business, the Company sells various types of general and health insurance policies to related parties including HDFC Bank. All these transactions are in the ordinary course of business and on an arms' length basis and in the business interest of the Company.

Claims, if any, arising on insurance policies sold shall be settled by the Company in accordance with the terms and conditions of the insurance policies.

Purchase and sale of government securities and other securities

On an on-going basis, as part of investment operations and in accordance with the norms prescribed by IRDAI and Investment Policy of the Company, the Company makes investment in government securities, treasury bills and other securities wherein HDFC Bank acts as a counter-party. The investment is made at market determined rates/yields, in ordinary course of business and at an arms' length basis. HDFC Bank is one of the leading banks in India and consequently serves as a counter-party to many investment arrangements; considering furtherance of the investment objectives of the Company, the said arrangements are important and in the interest of the Company.



Banking arrangements

The Company maintains several current accounts with HDFC Bank which is used for collection of premium, payment of claims and expenses, investment related transactions, forex transactions and avails various other banking services/enters into transactions like placing of fixed deposits for availing Bank Guarantees, working capital, in the ordinary course of business. All these transactions are in the ordinary course of business and on an arms' length basis. HDFC Bank is one of the leading banks in India offering wide range of banking facilities; considering furtherance of the Company's business objectives, the said arrangements are important and in the interest of the Company.

Payment of commission on insurance policies sourced by HDFC Bank as a corporate agent

HDFC Bank is a certified corporate agent registered with IRDAI. As part of insurance products distribution arrangement, the Company had entered into Corporate Agency agreement with HDFC Bank. On insurance policies sourced by HDFC Bank and its renewal thereof, the Company pays commission in accordance with IRDAI stipulations. Appointment of and entering into arrangements with various intermediaries such as HDFC Bank, for distribution of the Company's products, is in the ordinary course of business and carried out on an arms' length basis. Since HDFC Bank distributes the policies of the Company, like other corporate agents, the said arrangement is in the interest of the Company.

Investment in securities

In normal course of business and in accordance with the Company's Investment Policy and Investment Strategy, the Company invests funds representing Policyholder and Shareholder funds in different types of securities issued by various entities including HDFC Bank. HDFC Bank is the holding company and one of the Promoter of the Company. The amount of investment including outstanding investment in securities of Promoter shall not exceed exposure limit of 5% of Investment Assets of the Company. Investments are made at the prevailing market rate and in accordance with the applicable regulations / guidelines issued by IRDAI. Investments are made in ordinary course of business and at an arms' length basis for furtherance of the investment objectives of the Company and therefore, in the interest of the Company.

Further, in normal course of business, HDFC Bank may also invest in the securities issued by the Company. The interest on the securities of the Company is paid at a pre-defined coupon rate, to all investors, including those investors who may be related parties.

Other transactions

There could be other transactions / arrangements with HDFC Bank, inter alia, in the nature of fees, interest, rent and deposits, reimbursements, licence fee for usage of corporate logo/name, any other income / expense, professional charges, or other activities undertaken in



pursuance of the ordinary course of business of the Company, at an arm's length basis and in the business interest of the Company.

The Audit Committee has granted approval for entering into the aforesaid related party transactions with HDFC Bank including as stated in the resolution and explanatory statement and has noted that the said transactions are in the ordinary course of business of the Company and on arms' length basis. The Management has provided the Audit Committee with the description of the transactions including material terms and basis of pricing.

Accordingly, the Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No. 5 of the Notice.

The above stated arrangements and transactions with HDFC Bank are related party transactions which either individually or in aggregate, may exceed ₹ 1,000 crore from conclusion of the Seventeenth Annual General Meeting till the conclusion of Eighteenth Annual General Meeting (AGM) of the Company.

Accordingly, approval of the Members is being sought for entering into the above-mentioned related party transactions with HDFC Bank, from conclusion of the Seventeenth Annual General Meeting till the conclusion of Eighteenth Annual General Meeting (AGM) of the Company.

The above transactions are in the ordinary course of business of the Company and carried out on an arms' length basis and as such are exempt from the provisions of Section 188(1) of the Act and the rules made thereunder; however, for abundant caution and from a better corporate governance perspective, approval of the Members is also being sought under Section 188 of the Act and the rules thereunder for the aforesaid transactions.

Mr. Keki M. Mistry and Ms. Renu Sud Karnad, being the Directors of the Company as well as on the Board of HDFC Bank Limited and their relatives are deemed to be interested in the resolutions set out at Item No. 5 of the notice. None of the other Directors, Key Managerial Personnel of the Company and their relatives, other than to the extent of their shareholding in the Company and/ or HDFC Bank Limited, if any, are in any way, concerned or interested, financially or otherwise, in the matter as set out in the resolution set out at Item No. 5.

The Members may please note that in terms of the provisions of the Listing Regulations, all the related parties (whether such related party(ies) are a party to the transactions or not) of the Company, shall not vote the Resolution under Item No. 5 of this Notice.



Item No.6:

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), mandates prior approval of the Members by means of an ordinary resolution for all related party transactions which are material and subsequent material modifications made in such transactions as defined by the Audit Committee, even if such transactions are in the ordinary course of the business of the concerned company and at an arms' length basis.

A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

At the Annual General Meeting (AGM) held on July 25, 2023, Members had accorded their approval for entering various transactions during FY24 with Munchener Ruckversicherungsgesellschaft Aktiengese (Munich Re), a related party of the Company.

Reinsurance arrangements and receipt of commission

During the normal course of business, the Company enters into Proportional, Non-Proportional and facultative reinsurance treaties with various reinsurers including Munich Re. These arrangements are in compliance with the provisions of IRDAI (Reinsurance) Regulations, 2018 and all treaties have been filed and approved by IRDAI. The Company makes payment of premium on reinsurance ceded, receives commission on reinsurance ceded and reinsurance recovery towards claims arising from policies ceded. Further, the Company would recover from Munich Re claims arising from such policies ceded in accordance with the terms and condition of reinsurance treaties. Munich Re (operating through its branch in India), one of the leading reinsurers, provides reinsurance capacity and support to the Company including technical support and guidance. All these transactions are in the ordinary course of business and on an arms' length basis and in the business interest of the Company.

Payment of interest on investment in debt securities issued by the Company

As part of Tier 2 capital (subordinate debt), the Company issues unsecured redeemable non-convertible debentures (NCDs), in accordance with applicable laws. Various categories of investors including promoters, Indian investors, foreign investors are permitted to invest in such securities, in compliance with the relevant regulations/ guidelines applicable to them for investing in such type of securities.

Currently, Munich Re. does not hold NCDs of the Company; however, it may invest in the securities issued by the Company in future, if issued by the Company. The interest on NCDs would be paid at a pre-defined coupon rate, to all investors, including those investors who may be related parties.

HDFC ERGO General Insurance Company Limited. IRDAI Reg. No.146. CIN: U66030MH2007PLC177117. Registered & Corporate Office: 1st Floor, HDFC House, 165-166 Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai – 400 020. Customer Service Address: D-301, 3rd Floor, Eastern Business District (Magnet Mall), LBS Marg, Bhandup (West), Mumbai - 400 078. Customer Service No: 022 - 6234 6234 / 0120 - 6234 6234 care@hdfcergo.com | www.hdfcergo.com



The Audit Committee has granted approval for entering into the aforesaid related party transactions with Munich Re including as stated in the resolution and explanatory statement and has noted that the said transactions are in the ordinary course of business of the Company and on arms' length basis. The Management has provided the Audit Committee with the description of the transactions including material terms and basis of pricing.

Accordingly, the Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No. 6 of the Notice.

The above stated arrangements and transactions with Munich Re are related party transactions which either individually or in aggregate, may exceed ₹ 1,000 crore from the conclusion of the Seventeenth Annual General Meeting till the conclusion of Eighteenth Annual General Meeting (AGM) of the Company.

Accordingly, prior approval of the Members is being sought for entering into the abovementioned related party transactions with Munich Re, from the conclusion of the Seventeenth Annual General Meeting till the conclusion of Eighteenth Annual General Meeting (AGM) of the Company.

The above transactions are in the ordinary course of business of the Company and carried out on an arms' length basis and as such are exempt from the provisions of Section 188(1) of the Act and the rules made thereunder; however, for abundant caution and from a better corporate governance perspective, approval of the Members is also being sought under Section 188 of the Act and the rules thereunder for the aforesaid transactions.

Dr. Oliver Willmes and Mr. Edward Ler, being the Directors of the Company as well as on the Board of ERGO International AG and their relatives are deemed to be interested in the resolutions set out at Item No. 6 of the notice. None of the other Directors, Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding in the Company and/ or Munich Re, if any, are in any way, concerned or interested, financially or otherwise, in the matter as set out in the resolution set out at Item No. 6.

The Members may please note that in terms of the provisions of the Listing Regulations, all the related parties (whether such related party(ies) are a party to the transactions or not), of the Company, shall not vote the Resolution under Item No. 6 of this Notice.

By the order of the Board of Directors

Date: April 16, 2024 Place: Mumbai Sd/Vyoma Manek
Company Secretary and Chief
Compliance Officer
ACS:20384



ANNEXURE TO ITEM NOS. 3 AND 4 OF THE NOTICE

Brief profile of the Director seeking re-appointment due to retirement by rotation at the Seventeenth (17th) Annual General Meeting is as follows:

Name of the	DR. OLIVER WILLMES	MR. SAMIR H. SHAH		
Director Director	08876420	08114828		
Identification	00070420	00114020		
Number				
Age	50 years	56 years		
Qualification	Doctorate in operational economics	B.Com, FCA, ACS, ACMA		
Brief Profile/	Dr. Willmes has studied Business	Mr. Shah has overall experience of 33		
Experience	Administration at the University of	years including over 17 years experience		
	Cologne. Dr. Willmes has done MBA	in General Insurance Sector. He is		
	from Eastern Illinois University,	currently responsible for Finance,		
	USA. Dr. Willmes is currently the Chairman of the Board of	Accounts, Tax, Secretarial, Legal & Compliance, Risk Management, Internal		
	Management and Chief Operating	Audit functions of the Company.		
	Officer at ERGO International AG.	radic furiotions of the company.		
No. of shares held	NIL	51,000		
Terms and	Dr. Willmes is a Non- Executive	Mr. Samir H. Shah is a Whole-time		
conditions of	Director of the Company	Director (designated as 'Executive		
Re-appointment	representing ERGO International	Director & CFO') of the Company and is		
Damana nation last	AG and is liable to retire by rotation.	liable to retire by rotation.		
Remuneration last drawn	NIL	Please refer Annual Report for FY 2023-24 on website of the Company at		
urawii		www.hdfcergo.com		
Remuneration NIL		Please refer Annual Report for FY 2023-		
sought to be paid		24 on website of the Company at		
		www.hdfcergo.com		
No. of Board	5	5		
Meetings attended				
during FY 2023-24	0.1.1.40.0000	1 0040		
Original date of appointment	October 12, 2020	June 1, 2018		
Relationship with	None	None		
other Directors,	THORIC .	INOTIC		
Manager and Key				
Managerial				
Personnel				

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Directorships held in other companies in India	None	None
Membership/ Chairmanship of committees in other companies in India	None	None



Form No. MGT-11

PROXY FORM

17th Annual General Meeting Monday, August 05, 2024 at 11:00 AM.

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

Name of the company: HDFC ERGO GENERAL INSURANCE COMPANY LIMITED

CIN: U66030MH2007PLC177117

Registered office: HDFC House, 1st Floor, 165 – 166, Backbay Reclamation, H. T. Parekh

Marg, Churchgate, Mumbai – 400020

	Name of the member(s):		
F	Registered address:		
	Email id:		
	Folio No/ Client Id:		
	OP ID:		
		shares of the above named company, hereby	
١.		Address: Signature:	
2.		Address: Signature:	
3.		Address: Signature:	

HDFC ERGO General Insurance Company Limited. IRDAI Reg. No.146. CIN: U66030MH2007PLC177117. Registered & Corporate Office: 1st Floor, HDFC House, 165-166 Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai – 400 020. Customer Service Address: D-301, 3rd Floor, Eastern Business District (Magnet Mall), LBS Marg, Bhandup (West), Mumbai - 400 078. Customer Service No: 022 - 6234 6234 / 0120 - 6234 6234 care@hdfcergo.com | www.hdfcergo.com







as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17th Annual General Meeting of the Company, to be held on Monday, August 05, 2024 at 11:00 A.M. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No	Resolutions	For	Against
Ordina	ry Business		<u> </u>
1	To adopt the Financial Statements for the financial year ended March 31, 2024 and Directors and Auditors Reports thereon		
2	To confirm the payment of interim dividend for the financial year 2023-24		
3	To appoint a Director in place of Dr. Oliver Willmes (DIN: 08876420) who retires by rotation and being eligible, offers himself for re-appointment		
4	To appoint a Director in place of Mr. Samir H. Shah (DIN: 08114828) who retires by rotation and being eligible, offers himself for re-appointment.		
Specia	l Business:		
5	To approve Material Related Party Transactions with HDFC Bank		
6	To approve Material Related Party Transactions with Munich Re.		

Signed this day of 2024	
Signature of Member(s):	Affix Revenue
Signature of Proxy holder(s):	Stamp ₹ 1

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.



ATTENDANCE SLIP

(Please hand over at entrance of the Venue)

17th Annual General Meeting – Monday, August 05, 2024 at 11:00 A.M.

I / We hereby record my / our presence at the 17th ANNUAL GENERAL MEETING of the Members of the Company being held on Monday, August 05, 2024, 2024 at 11:00 A.M., at the Registered Office, at 'HDFC House', 1st Floor, Board Room, 165-166, Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai 400020.

Full name of the Member (IN BLOCK LETTERS)	
Folio No.: DP ID No.: Client ID No.:	
No. of Shares held:	
Full name of Proxy (IN BLOCK LETTERS):	
Member's / Proxy's Signature:	
Note: The Member/Proxy must bring this Attendance Slip to the Meeting duly completed and signed and band over the same at entrance of the venue	

