

May 23, 2022

SBIL/F&A-CS/NSE-BSE/2223/48

Assistant Vice President,  
Listing Department,  
National Stock Exchange of India,  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400051

General Manager,  
Listing Department,  
BSE Limited,  
Phiroze Jeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

Dear Sir / Madam,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022**

Pursuant to Regulation 24A of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1//27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued by M/s. N. L. Bhatia & Associates Practicing Company Secretaries, for the Financial Year ended 2021-22.

You are requested to kindly take the same on records.

Thanking You,

Yours faithfully,



Vinod Koyande  
Company Secretary  
ACS 33696



**Secretarial Compliance Report of SBI LIFE INSURANCE COMPANY LIMITED**  
**For the financial year ended March 31, 2022**

*(Pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 issued by the Securities and Exchange Board of India)*

We, M/s. N L Bhatia & Associates, Practicing Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by **SBI LIFE INSURANCE COMPANY LIMITED** ("the Company") bearing CIN L99999MH2000PLC129113.
- b) the filings/ submissions made by the Company to the stock exchanges.
- c) website of the Company.
- d) any other documents / filings, as may be relevant, which has been relied upon to make this certification.

for the year ended March 31, 2022 in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there-under and the regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The Specific regulations, whose provisions and the circulars/ guidelines issued there under by SEBI (including any amendments made therein, from time to time), have been examined, includes:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; to the extent applicable for the Company
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



- e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable for the Company
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable**
- h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable**
- i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable**

and based on the above examination, We hereby report that, during the review period :

- a) The Company has complied with the provisions of the above regulations and circulars/ guidelines issued there-under by SEBI, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
None			

- b) The Company has maintained proper records under the provisions of the above regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the Company/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
None				

- d) The Company has taken the following actions to comply with the observations made in previous reports:



Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance report for the year ended 31 March, 2021.	Actions taken by the listed entity, if any.	Comments of the Practicing Company Secretary on the actions taken by the listed entity
None				

Date: May 23, 2022

Place: Mumbai

For N. L. Bhatia & Associates  
Practicing Company Secretaries

UIN: P1996MH055800

UDIN: F005436D000363618



*Bharat Upadhyay*

**Bharat Upadhyay**

**Partner**

**FCS:5436**

**CP. No.4457**