July 12, 2024

**BSE Limited** 

Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 001

BSE Scrip Code: 540767

National Stock Exchange of India Limited

Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

NSE Scrip Symbol: NAM-INDIA

Dear Sir/ Madam,

Sub.: Proceeding and Voting Results of the 29th Annual General Meeting of the Company held on July 12, 2024.

Please note that, in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 (the Act) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 29th Annual General Meeting (AGM) of Nippon Life India Asset Management Limited (the Company) was held on July 12, 2024 at 12.00 noon through Video Conferencing (VC).

As per the requirement under Listing Regulations and applicable provisions of the Act, please find enclosed herewith the following:

- 1. Gist of the proceedings of the AGM of the Company;
- 2. Scrutiniser's Report issued by the Scrutinizer i.e. Mr. Mukesh Siroya, Proprietor of M. Siroya & Company, Practicing Company Secretaries; and
- 3. Voting Results pursuant to Regulation 44(3) of Listing Regulations.

It may be noted that all the resolutions placed before the AGM as per the Notice of the 29th AGM have been duly approved by the Members with requisite majority on the date of the AGM. The Proceeding of AGM, Voting Results along with the Scrutiniser's Report are also available on the Company's website at <a href="https://mf.nipponindiaim.com">https://mf.nipponindiaim.com</a>.

Kindly take the above intimation on your record.

Thanking you.

Yours faithfully,

For Nippon Life India Asset Management Limited

Valde Varghese Company Secretary & Compliance Officer

Encl.: As Above





Gist of Proceedings of the 29<sup>th</sup> Annual General Meeting ("the Meeting"/ "AGM") of Nippon Life India Asset Management Limited

### 1. Date, time and Venue of the Meeting:

The 29<sup>th</sup> AGM of the Company was held on Friday, July 12, 2024 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Meeting commenced at 12 Noon (IST) through Video Conference and concluded at 1.37 P.M (IST)

#### 2. Proceedings in brief:

- Mr. Upendra Kumar Sinha, the Chairperson of the Board chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairperson called the Meeting to order.
- The Company Secretary informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. The Company had also provided live webcast of the proceedings of Meeting.
- Mr. Sundeep Sikka, Executive Director and Chief Executive Officer of the Company gave an overview of the performance of the Company to the members.
- The Company Secretary informed that remote e-voting commenced at 9:00 A.M. on Monday, July 08, 2024 and concluded at 5:00 P.M. on Thursday, July 11, 2024.
- The following items of businesses as set out in the Notice convening the 29<sup>th</sup> AGM were commended for members' consideration and approval:

### **Ordinary Business:**

1. Consideration and adoption of:





- a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and that of the Auditors' thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon.
- 2. To confirm the payment of Interim Dividend of Rs. 5.50 per Equity Share and to declare a Final Dividend of Rs. 11.00 per Equity Share for the financial year 2023-24.
- 3. To appoint a director in place of Mr. Minoru Kimura (DIN: 07497568), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.
- **3.** Reply / clarifications were provided by Mr. Sundeep Sikka, Executive Director and Chief Executive Officer of the Company to the queries raised by the members.
- 4. The Company Secretary also informed that the Board of Directors of the Company had engaged the services of National Securities Depository Limited (NSDL) for remote evoting and had also appointed Mr. Mukesh Siroya of M/s. M Siroya & Co., as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and by remote e-voting process.
- 5. The Chairperson also informed the members that the results of remote e-voting shall be disseminated to the stock exchanges and will also be uploaded on the website of the Company and NSDL (viz. www.evoting.nsdl.com), the agency providing remote evoting facility.

### 6. Voting by Members:

- The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 3 items of business set out in the notice.
- Further, the facility to vote on resolutions through electronic voting system during the meeting was made available to the members who had not cast their votes through remote e-voting.





• All the resolutions set out in Notice calling the 29<sup>th</sup> AGM were passed with the requisite majority on the date of the 29<sup>th</sup> AGM i.e. on July 12, 2024.

Note: These are not the minutes of the proceedings of the Annual General Meeting of the Company.

Thanking you.

Yours faithfully,

For Nippon Life India Asset Management Limited

Valde Varghese
Company Secretary & Compliance Officer

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

#### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing
Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairperson of 29th Annual General Meeting ("AGM") of the Equity Shareholders Nippon Life India Asset Management Limited 4th Floor, Tower A, Peninsula Business Park, Ganapatrao Kadam Marg, Lower Parel (West), Mumbai City - 400013.

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting conducted at the 29<sup>th</sup> Annual General Meeting of Nippon Life India Asset Management Limited ("AGM") held on Friday, July 12, 2024, at 12.00 noon IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

- I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Nippon Life India Asset Management Limited (the "Company") for the purpose of:
  - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements)

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- Regulations, 2015 ("Listing Regulations") on the resolutions contained in the notice dated April 24, 2024 convening the AGM ("AGM Notice"); and
- b. Scrutinizing the e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.
- 2. The management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting and e-voting during the AGM. My responsibility as a Scrutinizer is restricted to scrutinize remote e-voting and e-voting during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), appointed by the Company to provide remote e-voting and e-voting during the AGM.
- 3. I submit herewith a Consolidated report on the results of remote e-voting and e-voting during the AGM as under:
  - (i). The remote e-voting period remained open from 09:00 a.m. IST Monday, July 8, 2024 to 05:00 p.m. IST Thursday, July 11, 2024.
  - (ii). The Annual Report and the AGM Notice inter-alia indicating the process and manner of evoting was sent by electronic mode to those Members whose e-mail addresses were registered with the Company or Depositories Participants or Registrar and Transfer Agent KFIN Technologies Limited pursuant to the circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").
  - (iii). The voting rights were reckoned as on Friday, July 5, 2024, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the AGM.

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- (iv). The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.
- (v). After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on July 12, 2024 at 01:41PM in the presence of two witnesses, namely Ms. Ranjana Yadav and Ms. Maitri Shah, who were not in employment of the Company.
- (vi). Thereafter, we have scrutinized the votes cast through remote e-voting conducted before the AGM and e-voting conducted during the AGM and reconciled the same with the records maintained by the Company/ NSDL/ Registrar and Transfer Agents of the Company.
- (vii). The consolidated result of remote e-voting and e-voting during AGM is enclosed as an Annexure to this Report.

Yours faithfully,

For M Siroya and Company Company Secretaries

MUKESH KUMAR SIROYA Digitally signed by MUKESH KUMAR SIROYA DN: c=IN, postalCode=400006, steMAHARASHTRA, street=MUMBAI, i=MUMBAI, o=PersonaI, serialNumbre=166e05278-242c2eebea86 91f69397c2afff67681e7e4sa3313a85344623, pseudonym=5a765525369e47ff88654c889b b0e7. 25,420=ccc5e4074fff5857685fc611c5ch1804 fafc436e89914dfbfefh7a316becc54, email=SiROYAMEGMAILCOM, emMUKSH KUMARSIROYA Date: 2024.07.12 20:13:30 +05'30'

Mukesh Siroya Company Secretary Membership No. FCS 5682; CP No. 4157

PR No: 1075/2021

UDIN: F005682F000727414

Place: Mumbai Date: July 12, 2024

**Enclosed: Annexure** 

Countersigned For Nippon Life India Asset Management Limited

Chairperson / Director / Person authorised by the Chairperson

Place: Mumbai Date: July 12, 2024

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### Annexure to the Report

## Results of Remote E-Voting and E-Voting during the AGM of Nippon Life India Asset Management Limited

### **Ordinary Business:**

**Item No: 1: Ordinary Resolution** 

### To consider and adopt:

- a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and that of the Auditors thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon.
- i) Details of Votes in favour and against the resolution:

	Remot	e e-voting	E-voting	at the AGM	7			
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No of members voted	No. of shares for which votes cast	Percentage (%)	
Votes in favour of the resolution	673	585240887	9	16811	682	585257698	100.00	
Votes against the resolution	3	100	0	0	3	100	0.00	
Total	676	585240987	9	16811	685	585257798	100.00	

### ii) Details of Invalid and Abstained Votes:

Method of Voting	Inv	valid Votes	Abstained from Voting			
		No. of shares for which votes cast	No. of members	No. of votes		
Remote e-voting	0	0	0	0		
E-voting at the AGM	0	0	0	0		
Total	0	0	0	0		

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the AGM Notice has been passed with requisite majority.

### **M Siroya and Company**

Company Secretaries

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

### **Item No: 2: Ordinary Resolution**

To confirm the payment of Interim Dividend of Rs 5.50 per Equity Share and to declare a Final Dividend of Rs. 11 per Equity Share for the financial year 2023-24.

i) Details of Votes in favour and against the resolution:

	Remot	e e-voting	E-voting	at the AGM	7			
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No of No. of shares for which voted votes cast			
Votes in favour of the resolution	673	585553236	9	16811	682	585570047	100.00	
Votes against the resolution	6	343	0	0	6	343	0.00	
Total	679	585553579	9	16811		688 585570390		

ii) Details of Invalid and Abstained Votes:

Method of Voting	Inv	valid Votes	Abstained from Voting		
		No. of shares for which votes cast	No. of members	No. of votes	
Remote e-voting	0	0	0	0	
E-voting at the AGM	0	0	0	0	
Total	0	0	0	0	

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the AGM Notice has been passed with requisite majority.

Company Secretaries

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### **Item No: 3: Ordinary Resolution**

To appoint a director in place of Mr. Minoru Kimura (DIN: 07497568), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

i) Details of Votes in favour and against the resolution:

	Remot	e e-voting	E-voting	at the AGM	7		
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No of members voted	No. of shares for which votes cast	Percentage (%)
Votes in favour of the resolution	622	582463651	9	16811	631	582480462	99.47
Votes against the resolution	59	3085932	1	25	60	3085957	0.53
Total	681	585549583	10	16836	691 585566419		100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Inv	valid Votes	Abstained from Voting		
		No. of shares for which votes cast	No. of members	No. of votes	
Remote e-voting	0	0	0	0	
E-voting at the AGM	0	0	0	0	
Total	0	0	0	0	

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the AGM Notice has been passed with requisite majority.

Company Secretaries

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The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company Company Secretaries



Mukesh Siroya Company Secretary Membership No. FCS 5682; CP No. 4157

PR No: 1075/2021

UDIN: F005682F000727414

Place: Mumbai Date: July 12, 2024 Countersigned For Nippon Life India Asset Management Limited

Chairperson / Director / Person authorised by the Chairperson

Place: Mumbai Date: July 12, 2024

Name of the Company	NIPPON LIFE INDIA ASSET MANAGEMENT LIMITED
Date of the AGM/EGM	12-07-2024
Total number of shareholders on record date	183937
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	71



Resolution No.	1											
	ORDINARY - To co	nsider and adont:										
		The audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and that of the Auditors' thereon;										
l	and											
		The audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon.										
	The dudited co	The audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon.										
Whether promoter/												
promoter group are												
interested in the	No											
agenda/resolution?												
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled	No. of Votes - in	No. of Votes -	% of Votes in	% of Votes	Votes Invalid	Votes Abstained		
		held (1)	polled (2)	on outstanding	favour (4)	against (5)	favour on votes	against on votes				
				shares			polled	polled				
				(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100				
Promoter and Promoter	E-Voting	]	459,028,095	100.0000	459,028,095	0	100.0000	0.0000	0	0		
Group	Poll	459,028,095	0	0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if	433,020,033										
	applicable)		0	0.0000		0		0.0000		0		
	Total		459,028,095	100.0000	459,028,095			0.0000		0		
Public- Institutions	E-Voting	1	125,298,508			0				0		
	Poll	131,985,818	0	0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if											
	applicable)		0	0.0000		0		0.0000		0		
	Total		125,298,508				200.000	0.0000				
Public- Non Institutions	E-Voting	1	914,384	2.2439	- , -	100		0.0109		0		
	Poll	40,749,635	16,811	0.0413	16,811	0	100.0000	0.0000	0	0		
	Postal Ballot (if	, , , , , , ,	_		_	_			_	_		
	applicable)		0	0.0000		0		0.0000				
	Total		931,195	2.2852	· · · · · · · · · · · · · · · · · · ·			0.0107				
	Total	631,763,548	585,257,798	92.6387	585,257,698	100	100.0000	0.0000	0	<u> </u>		



Resolution No.	2									
Resolution required:	ORDINARY - To co	onfirm the payment	of Interim Dividen	d of Rs. 5.50 per Ed	quity Share and to	declare a Final Divi	dend of Rs. 11.00 p	er Equity Share for	the financial year	2023-24.
(Ordinary/ Special)										
Whether promoter/										
promoter group are	No									ļ
interested in the	l do									
agenda/resolution?										
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled	No. of Votes – in	No. of Votes -	% of Votes in	% of Votes	Votes Invalid	Votes Abstained
		held (1)	polled (2)	on outstanding	favour (4)	against (5)	favour on votes	against on votes		
				shares			polled	polled		ļ
				(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
										ļ
										ļ
Promoter and Promoter	E-Voting		459,028,095	100.0000	459,028,095	0	100.0000	0.0000	C	0
Group	Poll	459,028,095	0	0.0000	0	0	0.0000	0.0000	C	0
	Postal Ballot (if	459,028,093								
	applicable)		0	0.0000	0	0	0.0000	0.0000	C	0
	Total		459,028,095	100.0000	459,028,095	0	100.0000	0.0000	C	0
Public- Institutions	E-Voting		125,611,024	95.1701	125,611,024	0	100.0000	0.0000	C	0
	Poll	131,985,818	0	0.0000	0	0	0.0000	0.0000	O	0
	Postal Ballot (if	131,363,616								
	applicable)		0	0.0000	0	0	0.0000	0.0000	c	0
	Total		125,611,024	95.1701	125,611,024	0	100.0000	0.0000	C	0
Public- Non Institutions	E-Voting		914,460	2.2441	914,117	343	99.9624	0.0375	C	0
	Poll	40,749,635	16,811	0.0413	16,811	. 0	100.0000	0.0000	C	0
	Postal Ballot (if	40,749,633								
	applicable)		0	0.0000	0	0	0.0000	0.0000	C	0
	Total		931,271	2.2854	930,928	343	99.9632	0.0368	C	0
	Total	631,763,548	585,570,390	92.6882	585,570,047	343	99.9999	0.0001	C	0



Resolution No.	3									
Resolution required:	ORDINARY - To an	point a director in	place of Mr. Minor	u Kimura (DIN: 074	97568). who retire	es by rotation in te	ms of Section 152(	6) of the Companie	es Act. 2013 and. b	eing eligible, offers
•	himself for re-app	•				,		.,		
, , , , , ,										
Whether promoter/										
interested in the	No									
agenda/resolution?										
	Mode of Voting	No. of shares	No. of votes	% of Votes Polled	No. of Votes – in	No. of Votes -	% of Votes in	% of Votes	Votes Invalid	Votes Abstained
Category	linoue or voting			on outstanding		against (5)	favour on votes			rotes Austanica
		(2)	l. , ,	shares		agaor (o)		polled		
				(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100			
				(-,, (-,, (-,,			(0) ((0)) (-))	(-) ((-)) (-)]		
Promoter and Promoter	E-Voting		459,028,095	100.0000	459,028,095	0	100.0000	0.0000	0	0
Group	Poll	450 038 005	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if	459,028,095								
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		459,028,095	100.0000	459,028,095	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		125,607,113	95.1671	122,527,821	3,079,292	97.5484	2.4515	0	0
	Poll	131,985,818	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if	131,363,616								
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		125,607,113	95.1671	122,527,821	3,079,292	97.5485	2.4515	0	0
Public- Non Institutions	E-Voting		914,375	2.2439	907,735	6,640	99.2738	0.7261	0	0
	Poll	40,749,635	16,836	0.0413	16,811	25	99.8515	0.1484	0	0
	Postal Ballot (if	40,743,033								
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		931,211	2.2852	924,546	6,665	99.2843	0.7157	0	0
	Total	631,763,548	585,566,419	92.6876	582,480,462	3,085,957	99.4730	0.5270	0	0

