Phone : 022-22708100 22708400

Website: www.newindia.co.in

पंजीकृत एवं प्रधान कार्यालय : न्यु इन्डिया एश्योरन्स बिल्डिंग, 87, महात्मा गांधी मार्ग, फोर्ट, मुंबई - 400 001. Regd & Head Office : New India Assurance Bldg., 87, M.G. Road, Fort, Mumbai - 400 001. CIN No. L66000MH1919G0I000526

Ref. No.: NIACL/CMD\_Board Sectt/2021-22 September 29, 2021

To,

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai 400 001

The Manager
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor, Plot C/1,
G Block, Bandra-Kurla Complex
Mumbai 400 051

Scrip Code: (BSE - 540769/NSE - NIACL)

# Re: Summary of Proceedings and Voting Results of the 102nd Annual General Meeting ('AGM') of the The New India Assurance Company Limited ("the Company") held on September 29, 2021

In terms of the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 ('the Act') and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/2020 dated 5th May 2020, in relation to 'Clarification on holding of AGM through video conferencing (VC) or other audio visual means (OAVM)' (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations') - Covid-19 pandemic' ('SEBI Circular') and in compliance with applicable provisions of the Act and the Listing Regulations, the 102nd Annual General Meeting (AGM) of the Company was held on Wednesday, 29th September 2021 at 11.00 a.m. (IST) through VC/OAVM to transact the business as stated in the Notice dated 07th June, 2021, convening the AGM. We would like to inform that all the items of business contained in the said AGM Notice were transacted and passed by the Members with requisite majority. The Company also facilitated the live webcast of the proceedings.

In this regard, please find enclosed the following:

 Summary of the proceedings of the AGM of the Company as required under Regulation 30 and Part A of Schedule 111 of the Listing Regulations-Annexure A.

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# दि न्यू इन्डिया एश्योरन्स कंपनी लिमिटेड, मुंबई, (प्र.का.) THE NEW INDIA ASSURANCE CO. LTD., MUMBAI (H.O.)

- Consolidated voting results of remote e-voting and e-voting conducted during the AGM of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations Annexure B.
- The Scrutinizer's Report dated September 29, 2021, pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 Annexure C.

The Meeting concluded at 12:21 p.m. (IST).

The Consolidated voting results along with the Scrutinizer's Report is available on the Company's website at <a href="www.newindia.co.in">www.newindia.co.in</a> and on the website of National Securities Depository Limited at <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a>

This is for your information and records.

Yours faithfully,

For The New India Assurance Company Limited

Jayashree Nair

Company Secretary & Chief Compliance Officer



# दि न्यू इन्डिया एश्योरन्स कंपनी लिमिटेड, मुंबई, (प्र.का.) THE NEW INDIA ASSURANCE CO. LTD., MUMBAI (H.O.)

#### Summary of proceedings of the 102nd Annual General Meeting of

#### The New India Assurance Co. Ltd.

The 102nd Annual General Meeting ("AGM / Meeting") of The New India Assurance ("the Company") was held on Wednesday, September 29, 2021 at 11:00 a.m. (IST) via VC/Other Audio Visual Means (OAVM).

Mr Atul Sahai, Chairman-cum-Managing Director, chaired the meeting.

The Meeting was attended by 89 Members through VC/OAVM and through authorized representatives.

The following Directors were present at the Meeting held via Online Platform:

- 1. Mr. Atul Sahai, Chairman cum Managing Director
- 2. Mr. A.S. Rajeev, Non-Executive Independent Director (Chairman of Audit Committee and representative of Nomination & Remuneration Committee and Stakeholders Relationship Committee)

Mr. A.K Goel (Non-Executive Independent Director) Chairman of Nomination & Remuneration Committee and Stakeholders Relationship Committee was unable to attend this meeting due to unavoidable prior commitments and nominated Mr. A. S. Rajeev, member of these committees to represent on his behalf.

Mr Titus M Francis, Chief Financial Officer and Ms Jayashree Nair, Company Secretary were in attendance.

Mr. Atul Mehta of M/s. Mehta & Mehta, Secretarial Auditor of the Company was present.

Mr. S N Vishwanathan and Ms. Manjiri Chiplunkar of S. N. ANANTHASUBRAMANIAN & CO., Mr. Abhay Kamat of M/s Mukund M Chitale & Co and Mr. Saurabh Chouhan of M/s Kailash Chand Jain & Co. (Statutory Auditors of the Company) were also present at the meeting.

The requisite quorum as per the Companies Act 2013 being present, the Chairman declared the meeting to order and welcomed the Members attending the meeting.

The Chairman gave an overview of the Company's performance (both in India and Foreign operations) amid the Pandemic Covid19 as well as the Industry overview during the year ended 31st March 2021. Chairman also mentioned few highlights of the Quarter 1(ended on 30th June, 2021) results of the Company.

The Statutory Registers and inspection documents were open to inspection by the members till the conclusion of the Meeting.

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# दि न्यू इन्डिया एश्योरन्स कंपनी लिमिटेड, मुंबई, (प्र.का.) THE NEW INDIA ASSURANCE CO. LTD., MUMBAI (H.O.)

With the consent of Members present, the Notice convening the 102nd AGM, was taken as read. With the permission of the Chairman, Ms. Jayashree Nair, Company Secretary read out the Auditors Report and the Report of the CAG for Financial statements for the year 2020-21.

The Members were informed that pursuant to Companies Act ,2013 read with relevant rules, the Company had provided an opportunity to all its Members to exercise their voting right through electronic voting (remote e-voting) for the items of the business to be transacted at the AGM. The remote e-voting facility was provided to all the Members of the Company as on September 22, 2021, being the cut-off date, by NSDL. This facility was provided from September 24, 2021 (9.00 a.m.) to September 28, 2021 (5.00 p.m.). Members who had not cast their votes were provided with remote e-voting facility to vote during the meeting.

The Chairman informed the Members that the Board of Directors of the Company had appointed Ms. Malati Kumar, Partner and failing her, Mr. S. N. Ananthasubramanian, Partner of S. N. ANANTHASUBRAMANIAN & Co., Practicising Company Secretaries, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner and to scrutinize the votes cast at the AGM through Remote e-voting and to submit the Consolidated Report of voting in compliance with the provisions of The Companies Act 2013 and the SEBI (LODR) Regulations 2015.

The Members were informed about the business to be transacted at the Meeting. As per Notice dated June 7, 2021 convening 102nd AGM, the following items of business were transacted through remote e-voting and through electronic means at the meeting:

- 1. To consider and adopt:
  - The Audited Financial statements of the Company for the Financial Year ended 31st March 2021.
  - The Audited Consolidated Financial statements of the Company for the Financial Year ended 31st March 2021 and
  - The Reports of the Board of Directors and the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon.
- 2. To ratify the appointment of Auditors.
- 3. To appoint a Director in place of Shri Atul Sahai, Chairman-cum-Managing Director (DIN: 07542308), who retires by rotation and being eligible, offers himself for reappointment.
- 4. Appointment of Dr. Ballaswamy as an Executive Director w.e.f. December 1, 2020 and cessation w.e.f. June 30, 2021.
- 5. Appointment of Ms. Susmita Mukherjee as an Executive Director of the Company w.e.f. December 1, 2020 and cessation w.e.f. December 31, 2020.
- 6. Appointment of Mr. Satyajit Tripathy as Director & General Manager of the Company.



# दि न्यू इन्डिया एश्योरन्स कंपनी लिमिटेड, मुंबई, (प्र.का.) THE NEW INDIA ASSURANCE CO. LTD., MUMBAI (H.O.)

The Chairman then requested to all the Members present at meeting to vote on Resolutions. The Chairman then invited the members to make their observations/suggestions/raise queries.

The Chairman then responded to the queries/observations of the Members. He thanked the Members for cooperation and active participation in the proceedings, and for their valuable suggestions.

He then declared the Meeting as closed.

The Chairman authorized the Company Secretary to declare the results of remote e-voting as well as for the remote e-voting voting done during the AGM by announcing the results within 48 hours to the stock exchanges as well as to disseminate on the website of the Company along with the Scrutinizers Report.

Resolutions proposed at Items nos. (1) to (6) were passed as Ordinary Resolutions, with requisite majority.

Based on the Consolidated Scrutinizers report dated 29.09.2021 all the resolutions as set out in the Notice of the AGM were passed by the Members with requisite majority.

For The New India Assurance Limited

Jayashree Nair Company Secretary 29th September,2021

#### Voting Results of the 102nd Annual General Meeting of The New India Assurance Co. Ltd.

Item No. 1: To receive, consider and adopt the Audited Standalone Financial Statements, the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	688	1,41,38,88,028	3	2,373	691	1,41,38,90,401	90.4031
Dissent	44	15,00,93,489	0	0	44	15,00,93,489	9.5969
Total	732	1,56,39,81,517	3	2,373	735	1,56,39,83,890	100.0000

Item No. 2: Approval of remuneration payable to M/s. Mukund M. Chitale & Co., Chartered Accountants (Firm Registration No. 106655W) and M/s. Kailash Chand Jain & Co., Chartered Accountants (Firm Registration No. 112318W) who have been appointed by Comptroller & Auditor General of India as Statutory Auditors for the year 2021-22.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	679	1,56,39,67,338	3	2,373	682	1,56,39,69,711	99.9991
Dissent	50	13,433	0	0	50	13,433	0.0009
Total	729	1,56,39,80,771	3	2,373	732	1,56,39,83,144	100.0000







Item No. 3: Appointment of a Director in place of Shri Atul Sahai, Chairman-cum-Managing Director (DIN: 07542308), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	664	1,56,21,06,134	3	2,373	667	1,56,21,08,507	99.8802
Dissent	63	18,74,312	0	0	63	18,74,312	0.1198
Total	727	1,56,39,80,446	3	2,373	730	1,56,39,82,819	100.0000

Item No. 4: Noting of appointment of Dr. Ballaswamy (DIN: 08974130) as an Executive Director of the Company w.e.f. December 1, 2020 and cessation w.e.f. June 30, 2021.

Particulars	Ren	Remote e-Voting		e-Voting during the AGM		Total	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	647	1,56,39,63,279	3	2,373	650	1,56,39,65,652	99.9989
Dissent	78	16,746	0	0	78	16,746	0.0011
Total	725	1,56,39,80,025	3	2,373	728	1,56,39,82,398	100.0000







Item No. 5: Noting of appointment of Ms. Susmita Mukherjee (DIN 07870360) as an Executive Director of the Company w.e.f. December 1, 2020 and cessation w.e.f. December 31, 2020.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	641	1,56,39,63,296	3	2,373	644	1,56,39,65,669	99.9989
Dissent	81	17,001	0	0	81	17,001	0.0011
Total	722	1,56,39,80,297	3	2,373	725	1,56,39,82,670	100.0000

Item No. 6: Noting of appointment of Mr. Satyajit Tripathy (DIN 08681994) as an Executive Director & General Manager of the Company w.e.f. August 6, 2021.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	653	1,56,39,64,560	3	2,373	656	1,56,39,66,933	99.9990
Dissent	68	15,637	0	0	68	15,637	0.0010
Total	721	1,56,39,80,197	3	2,373	724	1,56,39,82,570	100.0000





Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net | ICSI Unique Code: P1991MH040400

To,

The Chairman

The New India Assurance Company Limited

CIN: L66000MH1919GOI000526

New India Assurance Bldg,

87, M.G. Road, Fort,

Mumbai - 400 001.

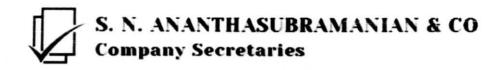
Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and e-Voting by Members during the 102<sup>nd</sup> Annual General Meeting (AGM) of your Company held on Wednesday, September 29, 2021 through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

We are pleased to submit our Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Viswanathan N.S

Partner



#### SCRUTINIZER'S REPORT

Name of the Company	The New India Assurance Company Limited						
Meeting	102 <sup>nd</sup> Annual General Meeting (AGM)						
Day, Date & Time	Wednesday, September 29, 2021 at 11:00 a.m.						
Deemed Venue	87, M.G. Road, Fort, Mumbai - 400 001						
Mode	Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").						

#### 1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-Voting as well as the e-voting by Members at the 102<sup>nd</sup> Annual General Meeting (AGM) of **The New India Assurance Company Limited** (hereinafter referred to as 'the Company') held on Wednesday, September 29, 2021 at 11:00 a.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

#### 2. Dispatch of Notice convening the AGM

Pursuant to General Circulars No. 14/2020, 17/ 2020, 20/2020, 02/2021 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 respectively, issued by Ministry of Corporate Affairs, an advertisement was published in Financial Express (English newspaper), Jansatta (Hindi newspaper), and Loksatta (Marathi newspaper), having electronic editions on September 7, 2021, specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email-ids by the members (both physical & demat) who are yet to register their email-ids with the Company, manner of voting through remote e-voting system during the AGM etc..





- 2.2 The Company hosted the notice of AGM on its website and website of National Securities Depositories Limited ("NSDL") (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on September 6, 2021.
- 2.3 The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company and the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) respectively, the Company completed dispatch of Notice of AGM on September 6, 2021 by E-mail to 1,22,326 Members who had already registered their email-ids with the Company/ Depositories.

#### 3. Cut-off date

The Voting rights were reckoned as on **Wednesday, September 22, 2021** being the cutoff date for the purpose of deciding the entitlements of members for the remote e-Voting and e-voting during the AGM, in respect of agenda items Nos. 1 to 6 of the Notice of AGM dated June 7, 2021

#### 4. Remote e-Voting Process

#### 4.1 Agency

The Company appointed **National Securities Depositories Limited ("NSDL")** as the agency for providing the platform for remote e-Voting and e-Voting during the AGM.

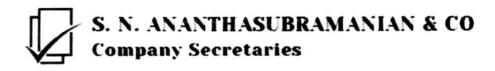
#### 4.2 Remote e-Voting Period

Remote e-Voting platform was open from 9:00 a.m. on Friday, September 24, 2021 till 5:00 p.m. on Tuesday, September 28, 2021 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-Voting platform provided by NSDL.



Report of the Scrutinizer on the remote e-Voting and e-Voting by the members during the 102<sup>nd</sup> AGM of The New India Assurance Company Limited held on September 29, 2021.

Page 3 of 10



#### Voting at the AGM

- 5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-Voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of General Meeting, to only such details relating to Members who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, NSDL, the remote e-Voting agency provided us with the names, DP Id &Client ID/ folios and shareholding of the members who had cast their votes through remote e-Voting.

#### Counting Process

On completion of e-Voting during the AGM, we unblocked the results of the remote e-Voting and e-Voting by members during the AGM, on the NSDL e-Voting platform and downloaded the results for scrutiny.

#### 7. Results

- 7.1 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated June 7, 2021 is enclosed herewith.
- 7.2 Based on the aforesaid results, we report that the Ordinary Resolutions as contained in Item Nos. 1 to 6 of the Notice of the AGM dated June 7, 2021 have been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

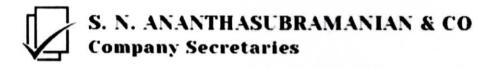
ICSI Unique Code: P1991MH040400 Peer Review Cert. No.: 606/2019

Viswanathan N.S

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955C001034861 29<sup>th</sup> September, 2021 | Thane



Item No. 1: To receive, consider and adopt the Audited Standalone Financial Statements, the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	688	1,41,38,88,028	3	2,373	691	1,41,38,90,401	90.4031
Dissent	44	15,00,93,489	0	0	44	15,00,93,489	9.5969
Total	732	1,56,39,81,517	3	2,373	735	1,56,39,83,890	100.0000

Based on the aforesaid results, we report that the agenda as contained in Item No. 1 of the Notice of the AGM dated June 7, 2021 has been passed with requisite majority.

Viswanathan N.S

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C001034861



Item No. 2: Approval of remuneration payable to M/s. Mukund M. Chitale & Co., Chartered Accountants (Firm Registration No. 106655W) and M/s. Kailash Chand Jain & Co., Chartered Accountants (Firm Registration No. 112318W) who have been appointed by Comptroller & Auditor General of India as Statutory Auditors for the year 2021-22.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	679	1,56,39,67,338	3	2,373	682	1,56,39,69,711	99.999
Dissent	50	13,433	0	0	50	13,433	0.0008
Total	729	1,56,39,80,771	3	2,373	732	1,56,39,83,144	100.0000

Based on the aforesaid results, we report that the **agenda** as contained in **Item No. 2** of the Notice of the AGM dated **June 7, 2021** has been passed with requisite majority.

Viswanathan N.S

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C001034861 29<sup>th</sup> September, 2021 | Thane



Item No. 3: Appointment of a Director in place of Shri Atul Sahai, Chairman-cum-Managing Director (DIN: 07542308), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	664	1,56,21,06,134	3	2,373	667	1,56,21,08,507	99.8802
Dissent	63	18,74,312	0	0	63	18,74,312	0.1198
Total	727	1,56,39,80,446	3	2,373	730	1,56,39,82,819	100.0000

Based on the aforesaid results, we report that the **agenda** as contained in **Item No. 3** of the Notice of the AGM dated **June 7, 2021** has been passed with requisite majority.

Viswanathan N.S

**Partner** 

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C001034861



Item No. 4: Noting of appointment of Dr. Ballaswamy (DIN: 08974130) as an Executive Director of the Company w.e.f. December 1, 2020 and cessation w.e.f. June 30, 2021.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	647	1,56,39,63,279	3	2,373	650	1,56,39,65,652	99.9989
Dissent	78	16,746	0	0	78	16,746	0.0011
Total	725	1,56,39,80,025	3	2,373	728	1,56,39,82,398	100.0000

Based on the aforesaid results, we report that the **agenda** as contained in **Item No. 4** of the Notice of the AGM dated **June 7, 2021** has been passed with requisite majority.

Viswanathan N.S

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C001034861



Item No. 5: Noting of appointment of Ms. Susmita Mukherjee (DIN 07870360) as an Executive Director of the Company w.e.f. December 1, 2020 and cessation w.e.f. December 31, 2020.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	641	1,56,39,63,296	3	2,373	644	1,56,39,65,669	99.9989
Dissent	81	17,001	0	0	81	17,001	0.0011
Total	722	1,56,39,80,297	3	2,373	725	1,56,39,82,670	100.0000

Based on the aforesaid results, we report that the **agenda** as contained in **Item No. 5** of the Notice of the AGM dated **June 7**, **2021** has been passed with requisite majority.

Viswanathan N.S

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C001034861



Item No. 6: Noting of appointment of Mr. Satyajit Tripathy (DIN 08681994) as an Executive Director & General Manager of the Company w.e.f. August 6, 2021.

Particulars	Remote e-Voting		e-Voting during the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	653	1,56,39,64,560	3	2,373	656	1,56,39,66,933	99.9990
Dissent	68	15,637	0	0	68	15,637	0.0010
Total	721	1,56,39,80,197	3	2,373	724	1,56,39,82,570	100.0000

Based on the aforesaid results, we report that the **agenda** as contained in **Item No. 6** of the Notice of the AGM dated **June 7, 2021** has been passed with requisite majority.

Viswanathan N.S

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C001034861