

**Transcript**  
**Extra-Ordinary General Meeting of Religare Health Insurance Company limited**  
**Held on May 21, 2020 at 09.30 A.M.**

**Pratik Kapoor:** Ok Mam. So, hello Ladies and Gentlemen, a very good morning to all of you. It gives me an immense pleasure to invite you to the extraordinary general meeting. We have made all the efforts to comply with the Companies Act requirement under the Companies Act, 2013 and in accordance with the circulars. So, I would also like to introduce Dr. Rashmi Saluja, who is our chairperson and she is also executive chairperson of Religare Enterprises. Today we have our independent directors. So, Mr. Malay Kumar Sinha is there, Mr. S. L. Mohan is there. We have Mr. Anuj Gulati, our MD and CEO and we have our auditors also.

**Dr. Rashmi Saluja:** Thank You.

**Pratik Kapoor:** So, I would request Dr. Rashmi Saluja to take over the meeting. Mam, I would like to confirm that the requisite quorum is there.

**Dr. Rashmi Saluja:** Good morning all. And of course, this is an extraordinary general meeting of RHICL, and we are doing it through a video conferencing. And these are to approve certain important matters and I am going to handover the platform to Mr. Anuj Gulati to take us through so that we can have a very smooth AGM. Thank you, Anuj. Please.

**Mr. Anuj Gulati:** Hello

**Mr. Anuj Gulati:** Thank you, Rashmi ji. Mr. Sinha, Mr. Mohan, all our respected shareholders, very warm welcome. These are unprecedented times because of which we are having to do this meeting on Zoom. We have tried to take all the necessary measures to conduct this meeting. We ourselves are learning through some of these processes as we speak. So, can I with Dr. Rashmi's concurrence if I can start the meeting now. So, to take a confirmation from the members for taking the notice as read. As we are less than 50 members here on this Zoom call today, so if I can request for each of the resolutions to be read out, and if we can do a show of hands from the shareholders to get their necessary approval.

The first item is to approve issue of private placement, preferential allotment of equity shares to Trishikhar Ventures. We are raising another 100 crores and for which we are seeking the approval of the shareholders. So, if we can get the shareholders to give their confirmation.

**Pratik Kapoor:** So, I request everyone to raise their hands. Thank you, Sir. So, can we treat this item as passed unanimously? Thank you, thank you. Ye, sir. We can move to next item.

**Mr. Anuj Gulati:** Item number 2 is to approve the issue of private placement, preferential allotment of equity shares to the existing shareholders as they have a pre-emptive right. So, collectively they own 1% of the company and because this is their pre-emptive right, we are

giving them this option as well to come in and put additional money into the company. So, it could be over a crore of rupees. So, if we can get the permission of the shareholders, please.

**Pratik Kapoor:** I request you to please raise your hand. And Sir, request if you can just put your proposal as a seconder in chat. So, we will just note it down, Sir. Yes, Sir. So, we can treat this resolution as passed unanimously, Sir.

**Mr. Anuj Gulati:** Item number 3, Kedaara Capital through Trishikhar Ventures is coming on board as a shareholder to the company. Mr. Karthik Dhruv Kaji, whose resume and his achievements have been sent along with notice to all the shareholders. The request is to get Mr. Kaji to be a Non-executive Director on the board of the company. If we can have the permission of the shareholders.

**Pratik Kapoor:** Yes, Sir. Request you to please raise your hand, Sir. Thank you, Sir. And would request you to please give your proposal and seconder in the chat, Sir. Yes, Sir. We can treat this as unanimously passed.

**Mr. Anuj Gulati:** We go to item number 4. As a part of the shareholder agreement with Kedaara Capital and Trishikhar Ventures, now the intent is to alter the Articles of Association of the company to reflect the rights going forward. So, request if we can get the approval of the shareholders for this special resolution.

**Pratik Kapoor:** Yes Sir, request you to please raise your hands. Thank you, Sir. Would request you to please give your proposal and second it in chat. Thank you, Sir. So, we are presuming this resolution has been passed unanimously.

**Mr. Anuj Gulati:** Thank you all. With this, I hand back to Dr. Rashmi for a vote of thanks.

**Dr. Rashmi Saluja:** Thank you all for participating and approving these matters in this extraordinary general meeting. I would like to thank all the shareholders for their confidence in us. I would like to thank the board members of REL, board members of RHICL and all the officials and the MD & CEO of RHICL for conducting, not all the process very smoothly but actually making and ensuring confidence with the company of the outside shareholders remain absolutely intact. I wish the company good luck and we move forward, now in a very different direction. In spite of Covid, I know that this company is going to grow with everybody's support. Thank you all.

**Pratik Kapoor:** Just a second Mam, Mr. Sahni wants to raise some question. Mr. Sahni, I am just unmuting you. Yes, Mr. Sahni, you can raise your concern.

**Mr. Sahni:** No, I am not having any objection or I am not having any question. I am with the company and the company is doing well.

**Dr. Rashmi Saluja:** Thank you very much, Mr. Sahni for showing your confidence.

**Mr. Sahni:** All the best, Madam. All the best.

**Dr. Rashmi Saluja:** Thank you, Mr. Sahni. We will make sure your confidence grows even further. Thank you

**Mr. Sahni:** Thank you.

**Pratik Kapoor:** Thank you. Thank you everyone. We can conclude this meeting now.

**Mr. Sahni:** Ok. Thank you Pratik ji. Thank you everyone.

**Dr. Rashmi Saluja:** Thanks a lot

**Mr. Anuj Gulati:** Thank you

