

NOTICE

Notice is hereby given that the Eighteenth Annual General Meeting of Reliance General Insurance Company Limited will be held on Thursday, August 23, 2018 at 3.00 P.M. at the Corporate Office of the Company at Reliance Centre, South Wing, 4th Floor, Off. Western Express Highway, Santacruz (East), Mumbai 400055 to transact the following business:

Ordinary Business:

1. To consider and adopt the audited financial statement of the Company for the Financial Year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Lav Chaturvedi (DIN: 02859336), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To declare dividend on equity shares.
4. To confirm holding of office by Auditor for remaining term and in this regard, to consider and, if thought fit, to pass the following resolutions as **Ordinary Resolutions:**
 - a) **"RESOLVED THAT** pursuant to the provisions of Sections 139, 142, and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of M/s. Pathak H.D. & Associates, Chartered Accountants (Firm Registration No. 107783W) as the Statutory Auditors of the Company which was approved by the Members at the 17th Annual General Meeting, to hold office from the conclusion of the 17th Annual General Meeting for a term of 5 (five) consecutive years till the conclusion of the 22nd Annual General Meeting, be and is hereby confirmed to hold office for the said period."
 - b) **"RESOLVED THAT** pursuant to the provisions of Sections 139, 142, and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants (Firm Registration No. 012754N/N500016) as

An ISO 9001:2008 Certified Company

Reliance General Insurance Company Limited.
Registered Office : H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai - 400710.
Corporate Office: Reliance Centre, South Wing, 4th Floor, Off. Western Express Highway, Santacruz (East), Mumbai - 400 055.
Corporate Identity Number (CIN) : U66603MH2000PLC128300. Trade Logo displayed above belongs to Anil Dhirubhai Ambani Ventures Private Limited and used by Reliance General Insurance Company Limited under License.
Tel : +91 22 3303 1000 | Fax : +91 22 3303 4662 | www.reliancegeneral.co.in

A RELIANCE CAPITAL COMPANY

RELIANCE

**GENERAL
INSURANCE**

the Statutory Auditors of the Company which was approved by the Members at the 17th Annual General Meeting, to hold office from the conclusion of the 17th Annual General Meeting for a term of 5 (five) consecutive years till the conclusion of the 22nd Annual General Meeting, be and is hereby confirmed to hold office for the said period.”

By Order of the Board of Directors



Mohan Khandekar
Company Secretary

Place: Mumbai

Date: 19th April, 2018

Registered Office:

H Block, 1st Floor,

Dhirubhai Ambani Knowledge City,

Navi Mumbai - 400710

CIN U66603MH2000PLC128300

Website: www.reliancegeneral.co.in

Notes:

1. Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business to be transacted at the Annual General Meeting (the “Meeting”) is annexed hereto.
2. **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of herself / himself and the proxy need not be a member of the Company. The instrument appointing the Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before commencement of the Meeting. A proxy form is sent herewith.**
3. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of their board resolution authorising their representatives to attend and vote on their behalf at the Meeting.
4. Members / Proxies are requested to bring their duly filled attendance slip sent herewith along with their copy of the annual report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
7. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays between 11:00 A.M. and 1:00 P.M. upto the date of Meeting.
8. The dividend on equity shares, as recommended by the Board of Directors, if declared at the Meeting, will be paid after the Meeting.
9. Members may please note that for shares in electronic form, bank particulars registered against their depository accounts will be used by the Company for payment of dividend.

Members are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its Registrar and Transfer Agent cannot change bank particulars or bank mandates for shares held in electronic form.

10. Members holding shares in physical form are requested to advise any change of address or bank mandates immediately to the Company / Registrar and Transfer Agent, Karvy Computershare Private Limited.
11. Re-appointment of Director:

At the ensuing Annual General Meeting, Mr. Lav Chaturvedi, Director of the Company retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment. The Board of Directors of the Company have recommended the re-appointment.

Mr. Lav Chaturvedi, aged 41, holds a bachelor's degree in commerce from the University of Mumbai and a master's degree in business administration from Syracuse University. He is also certified by the CFA Institute as a chartered financial analyst. He has previously worked at IPS-Sendero and Reliance Capital Asset Management Limited. He has rich and in-depth exposure to the entire spectrum of commercial as well as financial functions in the corporate finance, banking and consulting industries at the domestic as well as international level.

He has been appointed as a Director of the Company with effect from 22nd April, 2017. He has attended all twelve Board Meetings held during the financial year 2017-18. He serves on the Board of Reliance AIF Management Company Limited, Grover Zampa Vineyards Limited, Reliance Commercial Finance Limited, Indian Commodity Exchange Limited, Reliance Asset Reconstruction Company Limited, Reliance Financial Limited, Best Ideas Fund SICAV-SIF, RAMS Equities Portfolio Fund, IMSF (Mauritius) Limited, Cohesion India Best Ideas (Master) Fund Limited, Reliance Capital Limited Employees Group Superannuation Scheme, Cohesion India Best Ideas Fund (Delaware) LLC. Following are the details of his membership of the Board Committees as defined under the Secretarial Standard 1 (i.e. Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility (CSR) Committee and Stakeholders' Relationship Committee):

Company	Membership of Committee
Reliance Financial Limited	1. Audit Committee 2. Nomination and Remuneration Committee 3. Corporate Social Responsibility Committee
Reliance Commercial Finance Limited	1. Audit Committee 2. Nomination and Remuneration Committee 3. Corporate Social Responsibility Committee 4. Stakeholders' Relationship Committee
Indian Commodity Exchange Limited	1. Audit Committee 2. Nomination and Remuneration Committee
Reliance Asset Reconstruction Company Limited	1. Audit Committee 2. Nomination and Remuneration Committee 3. Corporate Social Responsibility Committee
Reliance AIF Management Company Limited	CSR Committee

In terms of Section 152(6) of the Act, he was appointed as Non-executive Director at the Annual General Meeting held on 29th June, 2017, liable to retire by rotation.

He fulfills the Fit and Proper Criteria of Directors as per the requirements of "Guidelines for Corporate Governance for insurers in India" and has given his declaration in this regard.

He does not hold any equity shares in the Company. He does not hold any relationship with any Directors and Key Managerial Personnel of the Company.

12. In terms of Notification No. S.O. 1883 (E) dated May 7, 2018, issued by the Ministry of Corporate Affairs, Government of India, the requirement to place the matter relating to appointment of Auditors for ratification by members at every AGM has since been done away. Members at the AGM held on 29th June, 2017, had approved the appointment of M/s. Pathak H.D. & Associates and M/s. Price Waterhouse & Co Chartered Accountants LLP, as Statutory Auditors of the Company for a term of five consecutive years. Keeping in view that appointment of above Statutory Auditors was subject to ratification at every AGM, resolutions set out at item Nos. 4(a) and 4(b) are proposed as an abundant caution, seeking confirmation of the Members for the above Statutory Auditors to continue to hold office for their respective remaining terms. Both the above Statutory Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.



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Reliance General Insurance Company Limited

Registered Office: H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400710

CIN: U66603MH2000PLC128300

Website: www.reliancegeneral.co.in

**ATTENDANCE SLIP
ANNUAL GENERAL MEETING**

*DP Id. / Client Id.		Name and Address of the registered Shareholder
Folio No.		
No. of Share(s) held		

(* Applicable for Members holding share(s) in electronic form)

I / We hereby record my / our presence at the 18th Annual General Meeting of the Members of Reliance General Insurance Company limited held on Thursday, August 23, 2018 at 3.00 p.m. at Corporate Office: Reliance Centre, South Wing, 4th Floor, Off. Western Express Highway, Santacruz (East), Mumbai 400055.

Member's / Proxy's Signature

Note: Please complete this and hand it over at the entrance of the venue.



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FORM NO. MGT-11

[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 Member(s)		
Registered Address		
E-mail Id:		
*DP Id. / Client Id.		Regd. Folio No.

(* Applicable for Members holding share(s) in electronic form)

I/We, being the member(s) of shares of the above named Company, hereby appoint:

1. Name: Address:

Email Id: Signature:

2. Name: Address:

Email Id: Signature:

3. Name: Address:

Email Id: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18th Annual General Meeting of the Company, to be held on Thursday, August 23, 2018 at 3.00 p.m. at Corporate Office of the Company at Reliance Centre, South Wing, 4th Floor, Off. Western Express

Highway, Santacruz (East), Mumbai 400055 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no. and Matter of Resolution	For	Against
1 To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.		
2 To appoint a Director in place of Mr. Lav Chaturvedi (DIN: 02859336), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.		
3 To declare dividend on equity shares.		
4 (a) To confirm holding of office by M/s. Pathak H.D. & Associates, Chartered Accountants, as Auditor for the remaining term.		
4 (b) To confirm holding of office by M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants, as Auditor for the remaining term.		

Affix Revenue Stamp

Signed this..... day of..... 2018.

Signature of the Shareholder(s): Signature of the Proxy holder(s):

Note: This form of Proxy in order to be effective, should be completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

