

RELIANCE GENERAL INSURANCE COMPANY LIMITED

CIN: U66603MH2000PLC128300

Registered & Corporate Office: 6th Floor, Oberoi Commerz, International Business Park,
Oberoi Garden City, Off. Western Express Highway, Goregaon (E), Mumbai – 400063.

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NOTICE OF THE 25th ANNUAL GENERAL MEETING

Notice is hereby given that the 25th (Twenty-Fifth) Annual General Meeting ("AGM") of the members of Reliance General Insurance Company Limited ("Company") will be held on **Friday, September 12, 2025 at 11.00 a.m. IST** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSES:**ITEM NO. 1**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

ITEM NO. 2

To declare a final dividend of ₹ 0.01 per equity share for the financial year ended March 31, 2025.

SPECIAL BUSINESSES:**ITEM NO. 3**

Increase in Authorised Share Capital of the Company and Alteration to the Capital Clause of the Memorandum of Association of the Company

To consider, and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the relevant rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in accordance with the applicable provisions of the Articles of Association of the Company and subject to such other approval(s), sanction(s) and permission(s) of appropriate authorities, departments or bodies as may be considered necessary and approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to increase the authorised share capital of the Company from ₹ 3,00,00,00,000 (Rupees Three Hundred Crores) divided into 30,00,00,000 (Thirty

Crores) Equity Shares of ₹ 10/- each to ₹ 10,00,00,00,000 (Rupees One Thousand Crores) divided into 1,00,00,00,000 (One Hundred Crores) Equity Shares of ₹ 10/- each ranking pari passu with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Capital Clause (Clause V) of the Memorandum of Association of the Company be substituted with the following clause:

"V. The Authorised Share Capital of the Company is ₹ 10,00,00,00,000/- (Rupees One Thousand Crores) divided into 1,00,00,00,000 (One Hundred Crores) Equity Shares of ₹ 10/- (Rupees Ten) each."

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required, and to delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company to give effect to this resolution."

ITEM NO. 4

Regularisation of Mr. Arun Tiwari (DIN: 05345547) as an Independent Director of the Company

To consider, and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) or amendment(s) thereof for the time being in force), enabling provisions of the Articles of Association, provisions of the IRDAI (Corporate Governance for Insurers) Regulations, 2024 read with the Master Circular on Corporate Governance for Insurers, 2024 and the rules, guidelines and circulars issued by the Insurance Regulatory and Development Authority of India ("IRDAI") and pursuant to the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Arun Tiwari (DIN: 05345547), who was appointed as an Additional

Director (Independent) with effect from October 16, 2024 to hold office up to the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, be and is hereby appointed as Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from October 16, 2024.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required, and to delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company to give effect to this resolution"

ITEM NO. 5

Regularisation of Mr. S.V. Zaregaonkar (DIN: 10071307) as an Independent Director of the Company

To consider, and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) or amendment(s) thereof for the time being in force), enabling provisions of the Articles of Association, provisions of the IRDAI (Corporate Governance for Insurers) Regulations, 2024 read with the Master Circular on Corporate Governance for Insurers, 2024 and the rules, guidelines and circulars issued by the Insurance Regulatory and Development Authority of India ("IRDAI") and pursuant to the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. S.V. Zaregaonkar (DIN: 10071307), who was appointed as an Additional Director (Independent) with effect from November 8, 2024 to hold office up to the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, be and is hereby appointed as Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from November 8, 2024.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required, and to delegate all or any of its powers herein conferred to any Committee of Board and/

or Director(s) and /or officer(s) of the Company to give effect to this resolution"

ITEM NO. 6

Re-appointment of Mr. Rakesh Jain (DIN: 03645324) as Executive Director & CEO

To consider, and if thought fit, to pass with or without modification(s) the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Section 34A and other applicable provisions, if any, of the Insurance Act, 1938 the provisions of the IRDAI (Corporate Governance for Insurers) Regulations, 2024 read with the Master Circular on Corporate Governance for Insurers, 2024 and the rules, guidelines and circulars, from time to time, Sections 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any modification(s) or re-enactment(s) or amendment(s) thereof for the time being in force), enabling provisions of the Articles of association of the Company and recommendation of the Nomination and Remuneration Committee, the approval of the Board of Directors and subject to approval of the IRDAI, the consent of the members be and is hereby accorded for re-appointment of Mr. Rakesh Jain (DIN: 03645324), in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, as Executive Director & CEO of the Company for a period of one year w.e.f. October 20, 2025 to October 19, 2026, not liable to retire by rotation and on the terms and conditions including remuneration as set out in the draft agreement to be entered into between the Company and Mr. Rakesh Jain, which agreement is hereby specifically approved with the liberty to the Board of Directors (herein after referred to as "Board", which term shall be deemed to include the Nomination and Remuneration Committee) to alter and vary the terms and conditions of the said re-appointment and / or remuneration and / or agreement.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required, and to delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company to give effect to this resolution."

ITEM NO. 7

Change of name of the Company and consequent alterations in Memorandum of Association and Articles of Association of the Company

To consider, and if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 4, 5, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 read Rules made thereunder (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), IRDAI (Registration, Capital Structure, Transfer of Shares and Amalgamation of Insurers) Regulations, 2024 and Master Circular on Registration, Capital Structure, Transfer of Shares and Amalgamation of Insurers, 2024 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Memorandum of Association and Articles of Association of the Company, subject to such approvals, consents, sanctions and permissions as may be required from the Registrar of Companies, or appropriate regulatory and statutory authorities, the consent of the Shareholders of the Company be and is hereby accorded to change the name of the Company from **“Reliance General Insurance Company Limited”** to **“Indusind General Insurance Company Limited”** as approved by Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT the Name Clause being Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

I. The Name of the Company is **“INDUSIND GENERAL INSURANCE COMPANY LIMITED”**.

RESOLVED FURTHER THAT upon issuance of the fresh Certificate of Incorporation by the Registrar of Companies, Mumbai, consequent upon change of name, the name of the Company wherever appearing in the Memorandum of Association and Articles of Association and other relevant documents, papers, and places of the Company, be substituted accordingly.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required, and to delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company to give effect to this resolution.”

**By Order of the Board of Directors
For Reliance General Insurance Company Limited**

Sd/-
Sushil Sojitra
Company Secretary & Compliance Officer
Membership No. A31993)

Place: Mumbai
Date: August 19, 2025

Notes:

1. The Ministry of Corporate Affairs, Government of India (“MCA”) has vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being the General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (“MCA”) (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM” or “Meeting”) through Video Conferencing facility/ Other Audio Visual Means (“VC/OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”) and aforesaid MCA Circulars, the AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM.
2. The Company has made arrangements through its Registrar & Transfer Agent (RTA), KFin Technologies Limited (formerly known as ‘KFin Technologies Private Limited’) (“KFintech”), to provide VC / OAVM facility for the AGM and for conducting of the e-AGM. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
3. In line with ‘Green Initiative’, the members whose email address is not registered with the Company / RTA or with their respective Depository Participant (s) are requested to register and update their e-mail address through their respective Depository Participant..
4. The explanatory statement pursuant to Section 102 of the Act setting out the material facts relating to the special business to be transacted at the AGM is annexed thereto. Further, the relevant details with respect to item no. 4 to 6 pursuant to the Secretarial standard of General Meetings issued by the Institute of Company Secretaries of India are also annexed to this notice.
5. Pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the Company. Since this AGM will be held through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form and attendance slip is not annexed to this notice.

6. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending request to the Company mentioning their name, DP ID and client ID, No. of shares and PAN on e-mail address compsec@indusindinsurance.com on or before September 9, 2025. Only those members who have registered themselves as a speaker will be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending on the availability of time.
7. Corporate Members intending to attend the AGM through VC or OAVM are requested to send to the Company on e-mail address compsec@indusindinsurance.com a certified true copy of their board resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representatives to attend and vote on their behalf at the Meeting.
8. M/s. KFin Technologies Limited (Kfintech) will be providing facilities for voting through remote e-Voting, for participation in the AGM through VC/OAVM and e-Voting during the AGM.
9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members/Register of Beneficial Owners of the Company will be entitled to vote at the AGM.
11. Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (as amended), the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means either by remote e-voting or voting at the AGM. The detailed instructions for e-Voting are given as a separate attachment to this Notice. The Members, whose names appear in the Register of Members/ Register of Beneficial Owners as on close of business hours of September 5, 2025 i.e., being the cut-off date, are entitled to vote on Resolutions set forth in this Notice through remote e-Voting and voting during the AGM. The voting rights of the Members shall be in proportion to the number of share(s) held by them in the equity share capital of the Company as on the cut-off date being September 5, 2025. Members may cast their votes on electronic voting system through remote e-Voting or voting at the AGM. Any person becoming member after the cut-off date and any person who is not a member as on the AGM date shall treat this AGM notice for information purposes only.
12. The remote e-Voting period will commence at 10:00 a.m. (IST) on Tuesday, September 9, 2025 and will end at 05.00 p.m. (IST) on Thursday, September 11, 2025. The remote e-voting module shall be disabled by Kfintech thereafter. Members who have cast their vote by remote e-Voting prior to the AGM may participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. The Members joining the AGM through VC/OAVM, who have not cast their vote by remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the e-AGM. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
13. The Board has appointed Mr. Khushit Jain and in his absence Mr. Anil Lohia, to act as the Scrutinizer, to scrutinize the entire e-voting process (remote e-Voting and voting at the AGM) in a fair and transparent manner. The Scrutinizer shall within 3 days from the conclusion of the AGM, submit his report of the votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same and declare the voting results, and the result of the same along with the consolidated scrutinizers report will be disclosed forthwith on the website of the Company www.reliancegeneral.co.in and the website of the Kfintech at <https://evoting.kfintech.com/> immediately after the result is declared by the Chairman/person authorized by the Chairman. The same will also be displayed on the Notice Board of the Company. The Company has appointed Kfintech as the Agency for the purpose of facilitating the electronic voting.
14. In compliance with the above referred MCA Circulars, Annual Report for the financial year 2024-25 along with the Notice of 25th AGM is being sent only through electronic mode to those Members whose name appear in Register of Members/ Register of Beneficial owner as on Friday, August 15, 2025 and whose email addresses are registered with the Company/ Depositories. Members may note that the Annual Report and AGM Notice will also be available on the Company's website www.reliancegeneral.co.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Company's Registrar and Transfer Agent, Kfintech at <https://evoting.kfintech.com/>. The physical copy of the Annual Report will be sent to the shareholder based on the specific request received at compsec@indusindinsurance.com.

15. Relevant documents referred to in the accompanying Notice and other statutory registers required as per provisions of the Companies Act, 2013 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. and electronically by sending an email to compsec@indusindinsurance.com from the date of circulation of this AGM Notice upto the date of Meeting.
16. The final dividend for FY2024-25 as recommended by the Board of Directors, if approved by the Members of the Company at AGM, will be paid subject to deduction of tax at source, as may be applicable, to those Members/Beneficial owners whose name will appear in the Register of Members/List of Beneficial Owners as on close of business hours on the Record Date i.e., Friday, September 12, 2025.
17. Members may please note that for shares held in electronic form, bank particulars registered against their depository accounts will be used by the Company for payment of dividend, if approved by the members as recommended by the Board of Directors. 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.
18. The proceedings of the meeting shall be uploaded on the Company's website at www.reliancegeneral.co.in.
19. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period will commence at 10:00 a.m. (IST) on Tuesday, September 9, 2025 and will end at 05.00 p.m. (IST) on Thursday, September 11, 2025. The remote e-voting module shall be disabled by Kfintech thereafter.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he/she is already registered with Kfintech for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote. However, if he / she is already registered with Kfintech for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote.
- vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode".

PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e- Voting services provided by Kfintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. However, pursuant to SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:
 - Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
 - Step 2: Access to Kfintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.
 - Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

DETAILS ON STEP 1 ARE MENTIONED BELOW:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting". Click on company name or e-Voting service provider and you will be re- directed to e-Voting service provider website for casting the vote during the remote e-Voting period.
	2. User not registered for IDeAS e-Services: <ol style="list-style-type: none"> To register click on link: https://eservices.nsdl.com Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields. Follow steps given in points 1.
	3. Alternatively, by directly accessing the e- Voting website of NSDL <ol style="list-style-type: none"> Open URL: https://www.evoting.nsdl.com/ Click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e., KFintech. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e- Voting period.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing user who have opted for Easi / Easiest <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com Click on New System Myeasi. Login with your registered user id and password. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal. Click on e-Voting service provider name to cast your vote.
	2. User not registered for Easi/Easiest <ol style="list-style-type: none"> Option to register is available at https:// web.cdslindia.com/myeasi/Registration/EasiRegistration Proceed with completing the required fields. Follow the steps given in point 1
	3. Alternatively, by directly accessing the e- Voting website of CDSL <ol style="list-style-type: none"> Visit URL: www.cdslindia.com Provide your demat Account Number and PAN. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholder login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility. 2. Once logged-in, you will be able to see e-Voting option. Once you click on e- Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.

Important note:

Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

DETAILS ON STEP 2 ARE MENTIONED BELOW:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

A. Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-Voting, you can use your existing User ID and password for casting the vote.
- After entering these details appropriately, click on "LOGIN".
- You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,).
- The system will prompt you to change your password and update your contact details like

mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- You need to login again with the new credentials.
- On successful login, the system will prompt you to select the "EVENT" i.e., 'Reliance General Insurance Company Limited – AGM' and click on "Submit".
- On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- You may then cast your vote by selecting an appropriate option and click on "Submit".

- xii. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xiii. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to cast its vote through remote e-Voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id dayalandlohia@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Reliance General Insurance Company Limited".
- B. Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice of AGM and e-Voting instructions cannot be serviced, will have to follow the following process:
- i. Members who have not registered their email address and in consequence the Notice of AGM and e-Voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: <https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx>.
 - ii. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-Voting instructions along with the User ID and Password. In case of any queries, member are requested to contact KFintech at toll free number 1800 309 4001 or write to them at einward.ris@kfintech.com.
 - iii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice of AGM and the e-Voting instructions.
 - iv. After receiving the e-Voting instructions, please follow all steps above to cast your vote by electronic means.
- DETAILS ON STEP 3 ARE MENTIONED BELOW:**
- Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.
- i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-Voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
 - ii. Facility for joining AGM through VC/OAVM shall open atleast 15 minutes before the commencement of the Meeting.
 - iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
 - iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at compsec@indusindinsurance.com.
 - vi. The Members who have not cast their vote through remote e-Voting shall be eligible to cast their vote through e-Voting system available during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
 - vii. A Member can opt for only single mode of voting i.e., through Remote e-Voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-Voting shall prevail and vote at the AGM shall be treated as invalid.
 - viii. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India (ICSI)

ITEM NO. 3

Increase in Authorised Share Capital of the Company and Alteration to the Capital Clause of the Memorandum of Association of the Company

The present authorised share capital of the Company is ₹ 3,00,00,00,000/- (Rupees Three Hundred Crores) divided into 30,00,00,000 (Thirty Crores) Equity Shares of ₹ 10/- (Rupees Ten) each. The Company currently has an available authorised share capital of just ₹ 35,08,89,890 (Thirty-Five Crores Eight Lakhs Eighty-Nine Thousand Eight Hundred and Ninety).

In order to meet the Company's future business requirements and to facilitate potential fund-raising / issue of shares, it is proposed to increase the authorised share capital, from existing ₹ 3,00,00,00,000/- (Rupees Three Hundred Crores) divided into 30,00,00,000 (Thirty Crores) Equity Shares of ₹ 10/- each to ₹ 10,00,00,00,000/- (Rupees One Thousand Crores) divided into 1,00,00,00,000 (One Hundred Crores) Equity Shares of ₹ 10/- (Rupees Ten) each, ranking pari passu in all respects with the existing equity shares of the Company, subject to shareholders approval.

As a consequence of the proposed increase in Authorised Share Capital of the Company, the existing Capital Clause (Clause V) of the Memorandum of Association (MOA) of the Company, needs to be altered accordingly. Pursuant to Section 13 and 61 of the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company.

The altered Memorandum of Association (MOA) shall be available for inspection by the Members electronically or at the Registered Office of the Company during business hours on all working days during business hours till the continuance of the e-voting period.

The Board of the Company recommends the passing of the Resolution at Item No. 3 as a Ordinary Resolution by the members.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 4

Regularisation of Mr. Arun Tiwari (DIN: 05345547) as an Independent Director of the Company

The Company had received a communication, through the then Administrator of Reliance Capital Limited (RCL),

Promoter and Holding Company vide email dated October 15, 2024, that IndusInd International Holding Limited, a successful resolution applicant for RCL, has proposed the appointment of Mr. Arun Tiwari, Group President – Banking, Finance & Insurance Services at Hinduja Group Limited, as Independent Director of the Company, with no objections from the Monitoring Committee of RCL.

Members are requested to note that pursuant to the aforesaid communication received from RCL and upon recommendation of the Nomination and Remuneration Committee ("NRC"), Mr. Arun Tiwari (DIN: 05345547), was appointed by the Board of Directors ("Board") as an Additional Director (Independent) with effect from October 16, 2024, in terms of provisions of Section 161 of the Companies Act, 2013 ("Act"), rules made thereunder and pursuant to the provisions of the Corporate Governance for Insurers Regulations, 2024 ("CG Regulations") and a Master Circular on Corporate Governance for Insurers, 2024 ("CG Master Circular"). As per the provisions of Section 161 of the Act, the Additional Director so appointed shall hold office upto the date of the next Annual General Meeting ("AGM") or the last date on which the AGM should have been held, whichever is earlier.

Brief profile of Mr. Arun Tiwari and disclosure(s) / information under the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are set out in Annexure-1 to the Notice.

Members are requested to note that the Company has received consent in writing from Mr. Arun Tiwari to act as Director of the Company and declaration(s) and confirmation(s) stating that he is not disqualified from being appointed as Director of the Company in terms of Section 164 and Independent Director declaration as per Section 149(6) of the Act. Further, the Company has also received "Fit and Proper Declaration" from Mr. Arun Tiwari as required under the Master Circular on Corporate Governance for Insurers, 2024 issued by Insurance Regulatory and Development Authority of India (IRDAI). Mr. Arun Tiwari has also registered himself with the Indian Institute of Corporate Affairs as per Rule 6 of Companies (Appointment and Qualifications) Rules, 2014 and in the opinion of the Board he fulfils the conditions specified in the Act and the Rules made thereunder and is independent of the Management.

Members are requested to note that the Company has received a notice in writing in terms of the provisions of Section 160 of the Act from a member proposing the candidature of Mr. Arun Tiwari, as an Independent Director on the Board of Directors of the Company.

As per the provisions of Section 149 of the Act, Mr. Arun Tiwari shall hold office for a term of five consecutive years commencing from October 16, 2024, and he shall not be liable to retire by rotation. The terms and conditions for appointment of Independent Directors is available on the website of the Company at www.reliancegeneral.co.in for online inspection by the Members.

The Board of the Company recommends the passing of the Resolution at Item No. 4 as an Ordinary Resolution by the members.

Except Mr. Arun Tiwari, and his relatives who may be deemed to be interested to the extent of their shareholding none of the other Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the above resolution.

ITEM NO. 5

Regularisation of Mr. S.V. Zaregaonkar (DIN: 10071307) as an Independent Director of the Company

The Company had received a communication, through the then Administrator of Reliance Capital Limited (RCL), Promoter and Holding Company vide email dated October 15, 2024, that IndusInd International Holding Limited, a successful resolution applicant for RCL, has proposed the appointment of Mr. S. V. Zaregaonkar, Group President – Corporate Governance & Development at Hinduja Group Limited, as Independent Director of the Company, with no objections from the Monitoring Committee of RCL.

Members are requested to note that pursuant to the aforesaid communication received from RCL and upon recommendation of the Nomination and Remuneration Committee ("NRC"), Mr. S.V. Zaregaonkar (DIN: 10071307), was appointed by the Board of Directors ("Board") as an Additional Director (Independent) with effect from November 8, 2024, in terms of provisions of Section 161 of the Companies Act, 2013 ("Act"), rules made thereunder and pursuant to the provisions of the Corporate Governance for Insurers Regulations, 2024 ("CG Regulations") and a Master Circular on Corporate Governance for Insurers, 2024 ("CG Master Circular"). As per the provisions of Section 161 of the Act, the Additional Director so appointed shall hold office upto the date of the next Annual General Meeting ("AGM") or the last date on which the AGM should have been held, whichever is earlier.

Brief profile of Mr. S.V. Zaregaonkar and disclosure(s) / information under the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are set out in Annexure-1 to the Notice.

Members are requested to note that the Company has received consent in writing from Mr. S.V. Zaregaonkar to act as Director of the Company and declaration(s) and confirmation(s) stating that he is not disqualified from being appointed as Director of the Company in terms of Section 164 and Independent Director declaration as per Section 149(6) of the Act. Further, the Company has also received "Fit and Proper Declaration" from Mr. S.V. Zaregaonkar as required under the Master Circular on Corporate Governance for Insurers, 2024 issued by Insurance Regulatory and Development Authority of India (IRDAI). Mr. S.V. Zaregaonkar has also registered himself with the Indian Institute of Corporate Affairs as per Rule 6 of Companies (Appointment and Qualification) Rules, 2014 and in the opinion of the Board he fulfils the conditions specified in the Act and the Rules made thereunder and is independent of the Management.

Members are requested to note that the Company has received a notice in writing in terms of the provisions of Section 160 of the Act from a member proposing the candidature of Mr. S.V. Zaregaonkar, as an Independent Director on the Board of Directors of the Company.

As per the provisions of Section 149 of the Act, Mr. S.V. Zaregaonkar shall hold office for a term of five consecutive years commencing from October 16, 2024, and he shall not be liable to retire by rotation. The terms and conditions for appointment of Independent Directors is available on the website of the Company at www.reliancegeneral.co.in for online inspection by the Members.

The Board of the Company recommends the passing of the Resolution at Item No. 5 as an Ordinary Resolution by the members.

Except Mr. S.V. Zaregaonkar, and his relatives who may be deemed to be interested to the extent of their shareholding none of the other Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the above resolution.

ITEM NO. 6

Re-appointment of Mr. Rakesh Jain (DIN: 03645324) as the Executive Director & CEO

The present term of appointment of Mr. Rakesh Jain, Executive Director & CEO of the Company, as approved by Insurance Regulatory and Development Authority of India ("IRDAI"), is expiring on October 19, 2025. Pursuant to the Corporate Governance for Insurers, Regulations 2024 ("CG Regulations") and Master Circular on Corporate Governance for Insurers, 2024 ("CG Master Circular"), Mr.

Jain is eligible for re-appointment for a period of one year subject to the requisite approvals. As per section 196 and 203 of the Companies Act, 2013, the terms and conditions of appointment and remuneration of Executive Director & CEO shall be approved by the Board of Directors at a meeting subject to the approval of the shareholders.

In view of the strategic leadership, deep sectoral insight, operational excellence, and consistent performance in steering the Company towards sustainable growth and financial health, it was proposed to re-appoint Mr. Jain as Executive Director & CEO for a further period of one year with effect from October 20, 2025, subject to the approval of IRDAI. The Board of Directors of the Company at its meeting held on May 20, 2025 has already approved the revision in his remuneration, on recommendation of the Nomination and Remuneration Committee. Other terms and conditions of his appointment shall remain the same.

The Nomination and Remuneration Committee at its meeting held on May 20, 2025, had approved and recommended to the Board, the re-appointment of Mr. Rakesh Jain as Executive Director & CEO of the Company for a period of one-year w.e.f. October 20, 2025, subject to the approval of members and IRDAI.

The Board of Directors of the Company at its meeting held on May 20, 2025, had approved the re-appointment of Mr. Rakesh Jain as Executive Director & CEO of the Company for a period of one-year w.e.f. October 20, 2025, subject to the approval of members and IRDAI.

Mr. Rakesh Jain has given a declaration to the Board that he is not disqualified from being re-appointed as Executive Director & CEO in terms of Section 164(2) of the Companies Act, 2013 and has also consented to the proposed re-appointment as Executive Director & CEO. He has also confirmed that he continues to satisfy the fit and proper criteria as prescribed in the IRDAI (Corporate Governance for Insurers) Regulations, 2024 ("CG Regulations") read with Master Circular on Corporate Governance for Insurers, 2024 ("CG Master Circular"). Requisite notice as per Section 160 of the Companies Act, 2013 is received from a member proposing the appointment of Mr. Rakesh Jain as the Executive Director and CEO.

Pursuant to Section 190 of the Companies Act, 2013, the terms and conditions of re-appointment of Mr. Rakesh Jain are mentioned in the agreement to be executed between

the Company and Mr. Rakesh Jain and a copy of the same shall be available for inspection by the Members of the Company at its Registered Office during the business hours on all working days, upon receipt of a request for the same at compsec@indusindinsurance.com.

The details of Mr. Rakesh Jain, as required to be given pursuant to the Secretarial Standard on General Meetings, are attached to this Notice as Annexure-1.

The Board of the Company recommends the passing of the Resolution at Item No. 6 as a Special Resolution by the members.

Except Mr. Rakesh Jain and his relatives who may be deemed to be interested to the extent of their shareholding, none of the other Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the above resolution.

ITEM NO. 7

Change of name of the Company and consequent alterations in Memorandum of Association and Articles of Association of the Company

Pursuant to the Resolution Plan approved by the National Company Law Tribunal, Mumbai (NCLT) and the approvals received from various regulatory authorities, the Corporate Insolvency Process (CIRP) of Reliance Capital Limited (RCL), the Promoter, was successfully concluded on March 19, 2025. As a result, the management of RCL was transferred by the RBI-appointed Administrator to IndusInd International Holdings Limited (IIHL).

In alignment with the brand strategy of IIHL, it was proposed to change the name of the Company from "Reliance General Insurance Company Limited" to "**IndusInd General Insurance Company Limited**" (the "proposed name"). The Board of Directors at its meeting held on May 20, 2025, had approved the change in the name of the Company to IndusInd General Insurance Company Limited, subject to the approval of the Insurance Regulatory and Development Authority of India ("IRDAI"), Registrar of Companies, Ministry of Corporate Affairs ("MCA") and the Shareholders.

Accordingly, the Company had submitted an application to IRDAI and Central Registration Centre, MCA, seeking No Objection Certificate ("NOC") and reservation of the name, respectively. IRDAI has issued NOC for the proposed

change in name of the Company vide its letter dated June 16, 2025. Further, Central Registration Centre, MCA has also provided its approval for the availability of the proposed name vide its letter dated August 19, 2025, which will remain valid for 60 days.

In accordance with Sections 13 and 14 of the Companies Act, 2013 (the 'Act'), the change of Company's name, including change in the Name clause of the Memorandum of Association and relevant clauses of the Articles of Association, requires approval of the Shareholders of the Company by way of a Special Resolution.

The altered Memorandum of Association and Articles of Association shall be available for inspection by the Members electronically or at the Registered Office of the Company during business hours on all working days till the continuance of the e-voting period.

The Board of the Company recommends the passing of the Resolution at Item No. 7 as a Special Resolution by the members.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the proposed resolution.

**By Order of the Board of Directors
For Reliance General Insurance Company Limited**

Sd/-

**Sushil Sojitra
Company Secretary & Compliance Officer
(Membership No. A31993)**

Place: Mumbai

Date: August 19, 2025

Annexure-1

Information pursuant to Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India regarding the Directors proposed to be appointed/ re-appointed:

1) Mr. Rakesh Jain:

Name of the Director	Rakesh Jain
Director Identification Number	03645324
Age	54 years
Qualification	Chartered Accountant and Cost Accountant
Nature of his expertise in specific functional areas	Finance & Insurance.
Brief Profile and experience	Mr. Rakesh Jain is a member of the Institute of the Chartered Accountants of India and the Institute of Cost and Works Accountants of India. Mr. Jain has a rich and varied work experience of over 25 years in leadership positions in corporate finance, risk management, underwriting, claims, broking and reinsurance functions etc. Prior to joining Reliance General Insurance, Mr. Jain has worked in the capacity of Director - Corporate Centre & CFO at ICICI Lombard General Insurance Company Limited. During his tenure with ICICI Lombard General Insurance Company Limited, he conferred an award titled "The CFO - Financial Sector Award" by the Institute of Chartered Accountants of India.
Terms and conditions of re-appointment	Appointment as Executive Director & CEO as per the provisions of Section 34A of the Insurance Act, 1938. The terms and condition including remuneration as approved by the Board of Directors of the Company, subject to IRDAI approval.
Remuneration sought to be paid	As approved by IRDAI
Remuneration last drawn	As disclosed in the Annual Report for FY2023-24 available on the website of the Company at www.reliancegeneral.co.in .
Date of first appointment on the Board	October 20, 2011
Shareholding in the Company	9,13,836
Relationship with other Directors, Managers and KMPs	None
Number of meetings of the Board attended during the year (FY2024-25)	4 attended out of 4 Board meetings held
Other Directorships, Memberships/ Chairmanships of Committees	Other Directorships: None Memberships/ Chairmanships of Committees: NA

2) Mr. Arun Tiwari:

Name of the Director	Arun Tiwari
Director Identification Number	05345547
Age	68 years
Qualification	M. Sc (Chemistry). Have undergone training at prestigious institutions, like Arthur D'Little (Boston), U.S.A, Kellogg School of Management, Northwestern University (Chicago), U.S.A., Indian School of Business, Hyderabad, Indian Institute of Technology, Mumbai, National Institute of Bank Management, Pune, Under aegis of World Bank Study assignment in the USA and Europe.
Nature of his expertise in specific functional areas	Finance & Insurance.
Brief Profile and experience	<p>Mr. Arun Tiwari is a seasoned banker with over 40 years of experience in leadership, strategic planning, project finance, risk management, HR, IT, and credit operations. He served as the Chairman and Managing Director of Union Bank of India from December 2013 to June 2017 and was previously the Executive Director of Allahabad Bank. At Bank of Baroda, his parent organization, he spent 33 years in various operational roles, including as CEO of the bank's operations in Singapore and Malaysia.</p> <p>Throughout his career, Mr. Tiwari has held positions as Chairman and Non-Executive Director on the boards of IndusInd Bank Ltd, Star Union Dai-ichi Life Insurance Company Limited, and Union Asset Management Company. He has also served on the boards of New India Assurance Co. Ltd., General Insurance Corporation Ltd., ECGC Ltd., and Acuite Ratings and Research Limited.</p> <p>In addition, he has been involved in several national committees, including serving as Chairman of the Banking and Financial Institution Committee of FICCI, Co-chairperson of CII's Committee on Banking & Finance, and Chairman of the Standing Committee on Risk Management & Basel Implementation at the Indian Banks Association, where he also held the position of Deputy Chairman.</p> <p>Mr. Tiwari is currently a board member of several limited companies, including Afrinex Stock Exchange in Mauritius, India Infradebt Ltd, and Hinduja Energy (India) Limited.</p> <p>He holds a postgraduate degree in Chemistry and has undertaken extensive assignments under the auspices of the World Bank, in addition to participating in programs at renowned institutions such as Kellogg School of Management, IIT Mumbai, IIM Kozhikode, and ISB Hyderabad.</p>
Terms and conditions of appointment	<p>As per the Appointment Letter and in accordance with the provisions of Companies Act, 2013.</p> <p>The terms and conditions for appointment of Independent Directors is available on the website of the Company at www.reliancegeneral.co.in.</p>
Remuneration sought to be paid	Nil
Remuneration last drawn	NA
Date of first appointment on the Board	October 16, 2024
Shareholding in the Company	Nil
Relationship with other Directors, Managers and KMPs	None

Number of meetings of the Board attended during the year (FY2024-25)

2 attended out of 2 Board meetings held since his appointment

Other Directorships, Memberships/ Chairmanships of Committees

Other Directorships:

1. India Infradebt Limited.
2. Reliance Nippon Life Insurance Company Limited.
3. Reliance Capital Limited.
4. Afrinex Limited, Mauritius

Memberships/ Chairmanships of Committees:

Sr. No.	Name of the Company	Type of Committee	Position
1.	India Infradebt Limited	Board Credit Committee	Chairman
		Corporate Social Responsibility Committee	Chairman
		Information Technology Strategy Committee	Chairman
		Stakeholders Relationship Committee	Chairman
		Board Governance, Remuneration & Nomination Committee	Member
2.	Reliance Nippon Life Insurance Company Limited	Board Audit and Compliance Committee	Member
		Board With Profits Committee	Member
3.	Reliance Capital Limited	Corporate Social Responsibility Committee	Member
		Nomination & Remuneration Committee	Member

3) Mr. S.V. Zaregaonkar:

Name of the Director	S.V. Zaregaonkar
Director Identification Number	10071307
Age	71 years
Qualification	CA, LLB, M. Com and CAIIB
Nature of his expertise in specific functional areas	Banking & Finance.
Brief Profile and experience	<p>With over 46 years of senior-level experience in the banking and financial sector, Mr. S. V. Zaregaonkar has developed a wide-ranging expertise across credit underwriting, finance, accounting, taxation, audit, legal, regulatory compliance, and corporate governance. He has worked with prestigious institutions such as Dena Bank, IndusInd Bank, and Hinduja Group Limited, where he successfully navigated complex operational, financial, and regulatory challenges.</p> <p>Currently, Mr. Zaregaonkar serves as the Group President - Corporate Governance & Development at Hinduja Group Limited, a position he has held since January 2023. In this role, he is responsible for overseeing the company's governance structure, ensuring compliance with regulatory standards, and managing external relationships with regulatory authorities. Prior to joining Hinduja Group, he had a long and impactful career at IndusInd Bank, where he served in various senior roles, including Chief Operating Officer (COO) from October 2021 to August 2022, and Chief Financial Officer (CFO) from 1995 to 2021. During his tenure, he was instrumental in shaping the bank's operational strategy, overseeing mergers and acquisitions, managing financial reporting, risk management, and driving capital raising initiatives, which helped the bank grow significantly in terms of both revenue and regulatory stature.</p> <p>Earlier in his career, he worked at Dena Bank from 1980 to 1995, where he held roles including Credit Analyst, Senior Branch Manager, and Chief Accounts Officer. He also began his professional journey as a Lecturer in Commerce at Bharti Vidyapeeth in Pune from 1978 to 1980.</p> <p>Mr. Zaregaonkar holds a strong academic foundation with several prestigious qualifications, including Chartered Accountant, LLB, M. Com and CAIIB.</p>
Terms and conditions of appointment	<p>As per the Appointment Letter and in accordance with the provisions of Companies Act, 2013.</p> <p>The terms and conditions for appointment of Independent Directors is available on the website of the Company at www.reliancegeneral.co.in.</p>
Remuneration sought to be paid	Nil
Remuneration last drawn	NA
Date of first appointment on the Board	November 8, 2024
Shareholding in the Company	Nil
Relationship with other Directors, Managers and KMPs	None
Number of meetings of the Board attended during the year (FY2024-25)	2 attended out of 2 Board meetings held since his appointment

**Other Directorships,
Memberships/ Chairmanships
of Committees**

Other Directorships:

1. HFL Enterprises Limited (*formerly known as Hinduja Finance Limited*).
2. Hinduja National Power Corporation Limited.
3. Reliance Capital Limited.

Memberships/ Chairmanships of Committees:

Sr. No.	Name of the Company	Type of Committee	Position
1.	HFL Enterprises Limited (<i>formerly known as Hinduja Finance Limited</i>)	Committee of Directors	Member
2.	Hinduja National Power Corporation Limited	Audit Committee	Chairman
		Banking & Finance Committee	Chairman
		Corporate Social Responsibility Committee	Member
		Board With Profits Committee	Member
3.	Reliance Capital Limited	Audit Committee	Chairman
		Corporate Social Responsibility Committee	Member
		Nomination & Remuneration Committee	Member
		Risk Management Committee	Member