

July 19, 2021

Ref. No.: HDFC Life/CA/2021-22/29

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No C/1, Block G,
Bandra-Kurla Complex,
Bandra (East),
Mumbai- 400 051

NSE Symbol: HDFCLIFE

Dear Sir/ Madam,

**Listing Department BSE Limited**Sir PJ Towers,
Dalal Street,
Fort,

Mumbai – 400 001

BSE Security Code: 540777

Subject: Proceedings and Voting Results of the 21st Annual General Meeting held on July 19, 2021

The 21<sup>st</sup> Annual General Meeting ('AGM') of the Company was held on Monday, July 19, 2021 at 3:00 p.m. and concluded at 5:57 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM). As per the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the following:

- 1) Summary of the proceedings of the AGM of the Company;
- 2) Scrutiniser's Report issued by Scrutinizer i.e. Mr. Surjan Singh Rauthan, Proprietor of S. S. Rauthan & Associates, Practicing Company Secretaries; and
- 3) Voting Results pursuant to Regulation 44(3) of Listing Regulations

It may be noted that all the Resolutions placed before the AGM as per the Notice of 21<sup>st</sup> AGM have been approved by the Members with requisite majority. The Proceeding of AGM, Voting Results along with the Scrutiniser's Report is also being hosted on the Company's website at <a href="https://www.hdfclife.com">www.hdfclife.com</a>.

This is for your information and appropriate dissemination.

Thanking you,

#### For HDFC Life Insurance Company Limited

Narendra
Yeshwant
Gagothi yaradi yara

Narendra Gangan General Counsel, Chief Compliance Officer & Company Secretary

Encl.: As above



@ www.hdfclife.com



# <u>Summary of the proceedings of the 21<sup>st</sup> Annual General Meeting of</u> HDFC Life Insurance Company Limited

The 21<sup>st</sup> Annual General Meeting ("AGM") of the Members of HDFC Life Insurance Company Limited ("the Company") was held on Monday, July 19, 2021 at 3:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), due to restrictions posed by Covid-19. The meeting was held in compliance with the General Circular Nos. 20/2020, 14/2020, 17/2020 and 02/2021 issued by the Ministry of Corporate Affairs ("MCA") and other applicable Circulars issued by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

In remembrance and to honour the memories of all the lives we lost in the battle against the on-going pandemic, the Chairman requested all the attendees to observe a minute's silence.

Thereafter, Chairman welcomed the members and other attendees for the meeting.

163 Members attended the meeting through VC.

The meeting commenced at 3:00 pm. (IST) and concluded at 5.57 pm. (IST) (including time allowed for e-voting at the AGM).

Mr Deepak S. Parekh, Chairman, took the chair and commenced the proceedings of the meeting after ascertaining that the requisite quorum was present.

He then confirmed the attendance of all the Directors present for the meeting.

Mr Deepak S. Parekh, Non-Executive Chairman; Ms Vibha Padalkar, Managing Director & CEO and all other Directors including Mr VK Viswanathan, the Chairman of the Audit Committee; Mr Keki M. Mistry, the Chairman of the Stakeholders' Relationship Committee; Mr Ranjan Mathai, Chairman of the Nomination & Remuneration Committee attended the meeting through VC.

Also, Mr Niraj Shah, Chief Financial Officer and Mr Narendra Gangan, Company Secretary joined the meeting through VC.

Representatives of the Joint Statutory Auditors viz. M/s Price Waterhouse Chartered Accountants LLP and M/s G.M. Kapadia & Co., Chartered Accountants and Secretarial Auditors viz., M/s N L Bhatia & Associates, Practising Company Secretaries and Scrutinizer viz., Mr Surjan Singh Rauthan, Practising Company Secretary attended the meeting through VC.

The Chairman informed that the members have been provided with the facility to exercise their votes by electronic means i.e. remote e-voting and e-voting at the AGM, on all the resolutions as set out in the Notice of the AGM. Thereafter, the Chairman mentioned that the members who have joined the meeting through VC and who had not cast their votes through remote e-voting, were provided the option to vote through e-voting facility made available at the AGM.



The Chairman then mentioned that the Statutory Registers and other documents including "Register of Director's & their shareholding" and Annual ESOP Certificate, etc. as required under the Companies Act, 2013, were available for inspection in electronic mode.

With the consent of the Members present, the Notice convening the AGM and the Auditors Report for the financial year ended March 31, 2021, were taken as read. There are no qualifications, observations or adverse remarks on the financial statements and matters, which had any material bearing on the functioning of the Company.

The Chairman then commenced his speech and highlighted some of the key achievements of the Company during FY 2021. He gave an overview of the operations and the financial performance of the Company during FY 2021, impact of the Covid-19 pandemic on the Indian economy, and the challenges and opportunities for the insurance sector in India. He also briefed the members about the financials performance of the Company for the quarter ended June 30, 2021.

Mr Parekh concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

Thereafter, Mr Parekh invited speaker shareholders, who had done prior registrations, to speak and ask questions on the financials and the business listed in the Notice, annual accounts and operations of the Company for FY 2021.

After listening to all the questions posed by the speakers shareholders, the Chairman and Ms Vibha Padalkar, Managing Director and CEO responded to the queries raised by the members and provided necessary clarification.

The Chairman mentioned that the e-voting module was kept open for 30 minutes after conclusion of the proceedings of the meeting at 5.27 pm. (IST).

The Chairman announced that the e-voting results along with the consolidated Scrutiniser's Report shall be submitted to the stock exchanges and also placed on the website of the Company i.e. <a href="https://www.hdfclife.com">www.hdfclife.com</a> within 2 working days from the conclusion of the meeting. The Chairman authorized the Company Secretary to declare the e-voting results, intimate the same to the stock exchanges and place the same on the website of the Company.

The following items of business as set out in the Notice of the 21<sup>st</sup> AGM, were transacted through e-voting:

No.	Resolutions	Type of Resolution
Ordi	nary Business	
1	To Receive, consider and adopt:	Ordinary
	(a) The audited Standalone Revenue Account, Profit and Loss Account and Receipts & Payments Account of the Company for the financial year ended March 31, 2021, and the Balance Sheet as at that date, together with the reports of the Directors and Auditors thereon; and	



No.	Resolutions	Type of Resolution
	(b) The audited Consolidated Revenue Account, Profit and Loss Account and Receipts & Payments Account of the Company for the financial year ended March 31, 2021 and the Balance Sheet as at that date, together with the report of the Auditors thereon.	Resolution
2	To declare dividend on equity shares for the financial year ended March 31, 2021.	Ordinary
3	To appoint a Director in place of Mr. Deepak S. Parekh (DIN: 00009078) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
4	To re-appoint M/s G.M. Kapadia & Co., Chartered Accountants (Firm Registration No. 104767W), as one of the Joint Statutory Auditors of the Company for a second term of 5 consecutive years.	Ordinary
5	Fixation of remuneration of M/s Price Waterhouse Chartered Accountants LLP and M/s G.M. Kapadia & Co., Chartered Accountants, Joint Statutory Auditors of the Company	Ordinary
Spec	ial Business	
6	Re-appointment of Mr Sumit Bose (DIN: 03340616) as an Independent Director for second term of five consecutive years.	Special
7	Re-appointment of Ms Vibha Padalkar (DIN: 01682810), as Managing Director & Chief Executive Officer of the Company for a period of five years and to fix her remuneration.	Ordinary
8	Re-appointment of Mr Suresh Badami (DIN: 08224871), as Whole-time Director of the Company (designated as "Executive Director") for a period of five years and to fix his remuneration.	Ordinary

The scrutinizers' report was received and all the resolutions as set out in the Notice of the AGM were passed with requisite majority.

This is for your information and records.





Company Secretaries

Surjan Singh Rauthan
B.Com., F.C.S.

### SCRUTINIZER'S REPORT

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

To,
The Chairman,
HDFC Life Insurance Company Limited
(CIN:L65110MH2000PLC128245)
13<sup>th</sup> Floor, Lodha Excelus, Apollo Mills Compound,
N.M. Joshi Marg, Mahalaxmi,
Mumbai-400 011.

Subject: Passing of Resolution through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the General Circulars issued by Ministry of Corporate Affairs (MCA) and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Dear Sir.

CELEBRATING

C.P. No. 3233 MUMBA

I, Surjan Singh Rauthan (C.P.3233), Practicing Company Secretary, Proprietor of M/s S. S. Rauthan & Associates, Company Secretaries (UIN:S1999MH2026900), has been appointed as a Scrutinizer by the Board of Directors of HDFC Life Insurance Company Limited ("the Company") at its meeting held on April 26, 2021 for the purpose of scrutinizing the remote e-Voting and voting through electronic voting system during the Annual General Meeting ('AGM') and ascertaining the requisite majority on remote e-Voting and voting through electronic voting system during the Annual General Meeting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and applicable circulars on the businesses contained in the Notice of the 21st Annual General Meeting of the Company held on Monday, July 19, 2021 at 3:00 p.m. (IST) through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility.

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703, Navjivan Commercial Premises Co-op. Soc. Ltd., Lamington Road, Mumbai - 400 008. Tel.: +91-22-2301 2626 • Telefax.: 91-22-2309 1275 • Mob.: +91-99874 45899 / 84528 65509 E-mail: ssrauthan@ssrgroupindia.in / ssrassociates@gmail.com • Website: www.ssrgroupindia.in





### Company Secretaries

### 88 Surjan Singh Rauthan

B.Com., F.C.S

- 2. The management of the Company is responsible to ensure the compliance with the requirements of the Act, rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 21<sup>st</sup> AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting and electronic voting through VC / Other Audio Visual Means ("OAVM") during the AGM is restricted in making a Scrutinizer's Report of the votes cast "FOR" or "AGAINST" the businesses set out in the Notice, based on the report generated from the electronic voting system provided by KFin Technologies Private Limited ('KFintech') (formerly known as Karvy Fintech Private Limited), engaged by the Company to provide remote e-voting and electronic voting facility during the 21<sup>st</sup> AGM of the Company held on Monday, July 19, 2021 at 3:00 p.m. (IST) through VC / OAVM facilities.
- 3. Further to above, I submit my report as under:
  - 3.1 The Company has provided the remote e-voting facility through KFintech e-voting website <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>. The Company had uploaded all the items of business to be transacted at the 21<sup>st</sup> AGM on the website of the Company and KFintech to facilitate its members to cast their vote through e-voting.
  - The Annual Report along with the 21<sup>st</sup> AGM Notice was sent electronically only to those Members who had registered their email addresses with the Depository Participants/Registrar and Share Transfer Agent (RTAs) i.e. KFintech upto the cut-off date for sending the AGM notice i.e. June 18, 2021.
  - 3.3 As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in newspapers on June 23, 2021 and June 26, 2021 in "Business Standard", (in English) and in "Sakal" (in Marathi) and it carried all required information as specified in the said rules and notifications.



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### Company Secretaries

### Surjan Singh Rauthan

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- The Members of the Company as on the "Cut-off" date i.e. Monday, July 12, 2021 were entitled to vote on the businesses (item nos. 1 to 8) as set out in the Notice of the 21<sup>st</sup> AGM dated April 26, 2021.
- The Chairman at the 21<sup>st</sup> AGM, held on Monday, July 19, 2021 through VC / OAVM announced that Members who had not exercised their votes through remote e-voting may, exercise their votes through electronic voting system being provided during the meeting.
- 3.6 The remote e-voting commenced from Thursday, July 15, 2021 (9.00 a.m. IST) and concluded on Sunday, July 18, 2021 (5.00 p.m. IST) and the KFintech e-voting platform was blocked thereafter.
- 3.7 After the closure of the remote e-voting, the voting platform was kept open during the AGM, the report on remote e-voting was diligently scrutinized.
- 3.8 On completion of remote e-voting and e-voting during the AGM by the members, the voting facility was unblocked. I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes tendered therein based on the data downloaded from the KFintech e-voting system.
- 3.9 My consolidated report on the results of voting through remote e-voting and voting through electronic means during the AGM is as under:



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Company Secretaries

#### Surjan Singh Rauthan

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#### Item No.1 - As an Ordinary Resolution:

- (a) To receive, consider and adopt the audited Standalone Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended March 31, 2021 and the Balance Sheet as at that date, together with the reports of the Directors' and Auditors thereon;
- (b) To receive, consider and adopt the audited Consolidated Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended March 31, 2021 and the Balance Sheet as at that date, together with the report of the Auditors thereon.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in	No. of votes in "Favour"	No. of members voted	No. of votes "Against"	% of	votes	No. of votes	No. of members
		"Favour"		"Against"	- igaiiist	Favour	Against	abstained	Abstailled
1764786103	1743397790	2680	1737358970	37	6038820	99.6536	0.3464	16203796	39

Note: i. Six (6) members voted partly in favour and partly against the resolution.

ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

### Item No.2 - As an Ordinary Resolution:

Declaration of Dividend on equity share for the financial year ended March 31, 2021.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in "Favour"	No. of votes in "Favour"	No. of members voted "Against"	No. of votes "Against"	% of v	votes Against	No. of votes invalid/ abstained	No. of members abstained
1764786103	1759588790	2686	1759586542	40	2248	99.9999	0.0001	12782	24

Note: i. Votes abstained and less voted are excluded for the purpose of counting Valid votes.



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Company Secretaries

### **Surjan Singh Rauthan**B.Com., F.C.S

### Item No.3- As an Ordinary Resolution:

Re-appointment of Mr. Deepak S. Parekh (DIN: 00009078), as Director of the Company, who retires by rotation.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in	No. of votes in "Favour"	No. of members voted	No. of votes "Against"	% of	votes	No. of votes invalid/	No. of members
		"Favour"		"Against"	3	Favour	Against	abstained	abstained
1764786103	1747443710	2555	1723970581	142	23473129	98.6567	1.3433	12157866	59

Note: i. Six (6) members voted partly in favour and partly against the resolution.

ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

### Item No.4 - As an Ordinary Resolution:

Re-appointment of M/s G.M. Kapadia & Co., Chartered Accountants (Firm Registration No.104767W), as one of the Joint Statutory Auditors of the Company.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in	No. of votes in "Favour"	No. of members voted	No. of votes "Against"	% of v	otes	No. of votes invalid/	No. of members abstained
		"Favour"		"Against"	<b>J</b>	Favour	Against	abstained	austamed
1764786103	1759528659	2621	1759522395	94	6264	99.9996	0.0004	72922	43

Note: i. Eight (8) members voted partly in favour and partly against the resolution.

ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

### Item No.5 - As an Ordinary Resolution:

Payment of remuneration to M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration No.012754N/N500016) and M/s G. M. Kapadia & Co, (Firm Registration No.104767W) Joint Statutory Auditors of the Company.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in	No. of votes in "Favour"	No. of members voted	No. of votes "Against"	% of v	rotes	No. of votes invalid/	No. of members
		"Favour"		"Against"	- igainiet	Favour	Against	abstained	abstained
1764786103	1759527889	2636	1759522805	67	5084	99.9997	0.0003	73687	53

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### Company Secretaries

#### 88 Surjan Singh Rauthan

Note: i. Six (6) members voted partly in favour and partly against the resolution.

ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

### Item No.6 - As a Special Resolution:

Re-appointment of Mr. Sumit Bose (DIN: 03340616) as an Independent Director of the Company for a second term.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in "Favour"	No. of votes in "Favour"	No. of members voted	No. of votes "Against"		votes	No. of votes invalid/ abstained	No. of members abstained
		· uvoui		"Against"		Favour	Against		
1764786103	1749268434	2563	1742563169	126	6705265	99.6167	0.3833	10333147	72

- Note: i. Eleven (11) members voted partly in favour and partly against the resolution.
  - ii. Votes abstained and less voted are excluded for the purpose of counting valid votes

### Item No.7 - As an Ordinary Resolution:

Re-appointment of Ms. Vibha Padalkar (DIN: 01682810) as Managing Director & Chief Executive Officer (CEO) of the Company and to fix her remuneration.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in "Favour"	No. of votes in "Favour"	No. of members voted	No. of votes "Against"	% of v	rotes	No. of votes invalid/	No. of members abstained
		ravour		"Against"		Favour	Against	abstained	
1764786103	1748637736	2594	1742814809	96	5822927	99.6670	0.3330	10963852	70

Note: i. Ten (10) members voted partly in favour and partly against the resolution.

ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.



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Company Secretaries

**ES Surjan Singh Rauthan**B.Com., F.C.S

### Item No.8 - As an Ordinary Resolution:

Re-appointment of Mr. Suresh Badami (DIN: 08224871) as Whole-Time Director (designated as "Executive Director") of the Company and to fix his remuneration.

No. of Equity Shares held	No. valid votes cast	members voted in	No. of votes in Favour	No. of members voted	No. of votes Against	% of	votes	No. of votes invalid/	No. of members
1764786103	1740040000	Favour		Against	_	Favour	Against	abstained	abstained
1704700103	1749218336	2569	1742530000	117	6688336	99.6176	0.3824	10383239	7.

Note: i. Ten (10) members voted partly in favour\_and partly against the resolution.

ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

#### 4. We observed that :

- a) 2726 Members had cast their votes through remote e-voting at the AGM.
- b) 24 Members had cast their votes during the AGM.
- 5. All the relevant electronic records of remote e-voting and e-voting during the 21<sup>st</sup> AGM is under my safe custody until the Chairman of the Company considers, approves and signs the minutes of the 21<sup>st</sup> AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.
- 6. Based on the aforesaid results, we report that Seven (7) Ordinary Resolutions as set out under Item Nos. 1 to 5, 7 & 8 and One (1) Special Resolution as set out in Item No. 6 of the Notice of the 21<sup>st</sup> AGM dated April 26, 2021 have been passed with the requisite majority.



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Company Secretaries

**Surjan Singh Rauthan**B.Com., F.C.S

Place: Mumbai

Date: July 19, 2021

7. You may accordingly declare the result of remote e-voting and e-voting during the 21<sup>st</sup> AGM.

Thanking you,

Yours faithfully,

For S. S. Rauthan & Associates

Company Secretaries UIN:S1999MH2026900

C.P. No. 3233

\* MUMBAI \*

Surjan Singh Rauthan

Proprietor

M. No. FCS.-4807 C.O.P. No.:3233

Peer Reviewed Cert. No.434/201 UDIN: F004807C000651189 Scrutinizer for Remote e-voting and

e-voting at 21st AGM

Countersigned

Mr. Narendra Gangan

General Counsel, Chief Compliance

Officer & Company Secretary

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S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Life Insurance Company Ltd. In accordance with Regulation 44(3) of

			AND INCLIDIAN							
		H	JEC LIFE INSURAIN	HDFC LIFE INSURAINCE COMMISSION CONTRACTOR						
See of the AGM/FGM		13	19-07-2021						Fors S D	outhon o A.
Date of the Adivi/Edivi			880730						0.00	
Total number of sharement in the meeting either in person or through proxy.	r in person or throug		111111				-		05	Jompany Secretaries.
No. of straight and promoter Group:			Not Applicable						-	1
rioning and a second a second and a second a		Z	Not Applicable							
Public:	gh Video Conferencir									
No. of Shareholders account and a special account.									X	Sarian Singh Dauth
Promoters and Promoter Group.		1	162						1	אוולוווס ווחלוות
Public:									Con Con	Proprietor
	1								2	C.F. NO. 3233 MN-FGS-4807
Resolution No.										
	ORDINARY - Receive, consider and adopt  a) The Audited Standalone Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended a) The Audited Standalone Revenue Account, Profit and Loss Account and the Balance Sheet as at that date, together with the reports of the Directors and Auditors thereon and March 31 2021, and the Balance Sheet as at that date, together with the reports of the Directors and Auditors thereon and	e, consider and addalone Revenue Addalone Revenue Addalone Salance She	opt ccount, Profit and et as at that date,	ORDINARY - Receive, consider and adopt a) The Company face into a payments Account of the Company for the Account, Profit and Loss Account and Receipts and Payments Account of the Company for Audited Standalone Revenue Account, Profit and Loss thereon and Auditors thereon and Anarch 31 2071, and the Balance Sheet as at that date, together with the reports of the Directors and Auditors thereon and Anarch 31 2021, and the Balance Sheet as at that date, together with the reports of the Directors and Auditors thereon and	Receipts and Paym eports of the Direc	ents Account of th	ne Company for the thereon and	e financial year end	led	
	A 2021 and the Company for the financial year ended March 31, 2021 and the		A receipt Drofit	nd Loss Account an	d Receipts and Pay	ments Account of	the Company for t	he financial year e	nded March 31, 2	021 and the
	b) The Audited Con	solidated Revenue that date, togeth	e Account, Profit a er with the Report	b) The Audited Consolidated Revenue Account, Profit and Loss Accounting the Auditors thereon.	ereon.					
Resolution required: (Ordinary/ Special)	Dalan									
Whether promotel/ promotel group are interested in the agenda/resolution?	No									
				% of Votes Polled			% of Votes in	% of Votes		
	,	No of chares	No. of votes	on outstanding shares	No. of Votes – in	No. of Votes –	polled	polled (7)=((5)/(2)1*100	Votes Invalid	Votes Abstained
	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(0)-1(4)(4)(-(0)			C
Lategui y	Remote E-Voting		1,08,86,59,430	100.0000	1,08,86,59,430		0 100.0000	0.0000		
	e-Voting	1,08,86,59,430		0.0000	0		0.0000	0.0000		
	Postal Ballot (if			0000	0		0.0000		0	0
Ground brownster Ground	applicable)			10	1 08 86 59.43		0 100.0000	0.0000	0	
Promoter and Promoter Group	Total		1,08,86,59,430			995'28'09	6 99.0634	4 0.9365	2	0 1,62,01,553
	Remote E-Voting e-Voting	73 96.64.255	64,46,81,693			0	0.0000	0.0000	0	0
3	(VC/OAVM)						000000	0.0000	00	
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Public- Institutions	Total		64,46,81,693	93 87.1587	7 63,86,44,127					0 2.233
	Remote F-Voting		1,00,34,649	5.1774	1,00,33,395	1,254	54 99.9875	75 0.0124	7.4	
o de la	e-Voting	19,38,16,611	11 22.018	0.0114	22,018	81	0 100.0000	00000	00	0 10
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3233 doll (a) on 1113 december 3	T-401		1,00,30,007			70 60 38.820	320 99.6536	36 0.3464	64	

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Life Insurance Company Ltd. In accordance with Regulation 44(3) of

SEBI LOUR	2		of orchording	2021.	ended March 31, 2	021.				
Resolution NO.	ORDINARY - Declaration of Dividend	ation of Dividend	on equity share to	The same of the sa						
Resolution required: (Ordinary) special)										
Whether promoter/ promoter group are	No									
interested in the agency recommend							% of Votes in	% of Votes		
				% of Votes Polled			es	against on votes		
		No. of shares	es	on outstanding No. of Vot	es – in	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	polled polled (7)=[(5)/(2)]*100 Votes Invalid	otes Invalid	Votes Abstained
	Mode of Voting	held (1)	polled (2)	(3)-[(7)/(7)]-(6)				00000	0	0
Category	-		1.08.86,59,430	100.0000	1,08,86,59,430	0	100.0000			(
	Remote E-Voting						0.0000	0.0000	0	0
	e-Voting	1,08,86,59,430		0.0000	0					•
	(VC/OAVM)	-1					0.0000	0.0000		
	Postal Ballot (II			0.0000			1000000	00000		0
Promoter Group	applicable)		1 08 86 59 430	100.0000	1,08,86,59,430		0			
Promoter and recommend	Total		T,00,00,00,1				0000000	00000		0 11,312
		•	66,08,71,934	89.3476	6 66,08,71,934		100.000			
	Remote E-Voting						00000	0.0000		0
	e-Voting	73,96,64,255		0.0000		0	0			
	(VC/OAVM)						00000	00000		0
	Postal Ballot (If			000000		0	100 000	00000		0 11312
B. His- Institutions	applicable)		66.08.71.934	34 89.3476	66,08,71,934	4				
	Total		in the state of th			27.00	8775	75 0.0224		0 1,460
	Domoto E.Voting	-	1,00,35,408	08 5.1778	1,00,33,160					10
	o-Voting	_			22 018	000	0 100.0000	000000	0	0
	(WC/OAVM)	19,38,16,011	22,018	0.0114						0
	Postal Ballot (if			0000	9	0	0.0000		0	1470
	applicable				1 00 55 178		2,248 99.9776		4	
Public- Non Institutions	To+2		1,00,57,426				2.248 99.9999	1000.0	1	
	lotal	C 01 15 50 5	175.95,88,790	790 87.0162	.62 1,75,95,80,342					
	Total									

For S. S. Rauthan & Company

Surjan Singh Rauthan Proprietor C.P. No. 3233 MN-FCS-4807



Resolution No.	3									
	DODINADY Be-an	ointment of Mr. D	eepak S. Parekh (	OBDINABY Re-annointment of Mr. Deepak S. Parekh (DIN: 00009078), as Director of the Company, who retires by rotation.	Director of the Cor	npany, who retires	by rotation.			1111
Resolution required: (Ordinary/ Special)	OKDINARI - Ne-app									
Whether promoter/spromoter group are	No									
	100									
-				% of Votes Polled			% of Votes in favour on votes	% or votes against on votes		
		hares	No. of votes	shares   No. of Vot (3)=[(2)/(1)]* 100   favour (4)	es – in	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100 Votes Invalid	tes Invalid	Votes Abstained
Category		heid (1)	7 police (2)	100 0000	1.08.86.59,430	0	100.0000	0.0000		0
	Remote E-Voting	•	1,08,86,59,430		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1					0
	e-Voting	1,08,86,59,430	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if			0000	C	0	0.0000	0.0000		
	applicable)		0		1 00 00 50 00 1		100.0000	0.0000		0
Promoter and Promoter Gloup	Total		1,08,86,59,430	100.0000	1,08,86,59,450					
			64 87 28 425	87.7058	62,52,64,705	2,34,63,720	96.3831	3.6168		0 1,21,54,821
	Remote E-Voting e-Voting	73 96 64 755	1,01,01,0		C	0	00000	0.0000		0
	(VC/OAVM)	55,50,05,67		0.0000						
	Postal Ballot (if			00000	0	0	0.0000			0 0
Public- Institutions	applicable)		200 20 20 435		62,52,64,70	2,34,63,720	96.3831	3.6169		0 17154621
	Total		24,02,10,40					0.0037		3,035
	Remote F-Voting		1,00,33,837	7 5.1770	1,00,24,428	9,409	39.3067			
	e-Voting	19,38,16,611	1 22 018	8 0.0114	22,018		0 100.0000	0.0000		0 10
	(VC/OAVM)		20,17				0000	00000		0
	Postar barror ("			0.0000		0	0			
Public- Non Institutions	applicable)					A				
				1000	1 00 45 446	9,409	99.9064	54 0.0936		
	Total		1,00,55,855	000	1,7	1 2,34,73,129	98.6567	57 1.3433		0 1713/800
	Total	2,02,21,40,290								

For S. S. Rauthan (& Associates Company Secretages,

Kosurjah Sngh Rauthan Proprietor P No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries
Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Life Insurance Company Ltd. In accordance with Regulation 44(3) of Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual

SEBI LODB						(W/757001 CM	as one of the Joi	nt Statutory Audit	ors of the Compar	·yr
	OPPINABY - Re-appointment of M/s G	ointment of M/s	G.M. Kapadia & Co	., Chartered Accou	.M. Kapadia & Co., Chartered Accountants (Firm Registration No. 10-10-10-10)	10 TO				
Resolution required: (Ordinary/ Special)										
Whether promoter/ promotes grant interested in the agenda/resolution?	N.O.									
				hollod sotoly 3- 50	0	%		% of Votes		
				% of Votes Fores		-	on votes	agairist oil votes		
		No. of shares	No. of votes	shares No. of Vot	es – in	No. of Votes – po against (5) (6	(6)=[(4)/(2)]*100 (	(7)=[(5)/(2)]*100 Votes Invalid	Votes Invalid	Votes Abstained
	Mode of Voting	held (1)	polled (2)	(3)=[(7)/(7)] = 200			- 000	00000		0 0
Category			1 08 86 59 430	100.0000	1,08,86,59,430	0	100.000			
	Remote E-Voting		1,00,00,1			C	0.000	0.0000		0
	e-Voting	1,08,86,59,430		0.0000	0					0
	(VC/OAVM)					(	00000	0.0000		0
	Postal Ballot (if			0.0000		0 0	100 000	0.0000		0
Olivary actomical	applicable)		1 00 86 59 430	100.0000	1,08,86,59,430	0	200:001			000
Promoter and Profitotes of organia	Total		1,00,00,00,1			C	100 0000	0.0000		0 68,480
			66.08,14,760	89.3398	8 66,08,14,760					
	Remote E-Voting					C	00000	0.0000	0	0
	e-Voting	73,96,64,255	25	0.0000	0					C
	(VC/OAVM)	_			C	0	0.0000		0	68486
	Postal ballot ("			0.0000	JC 00 14 76	0	100.0000	0.0000	0	
Public- Institutions	applicable)		66,08,14,760	89.3398					4	4,426
	TOTAL			E 1763	1.00.26,187	6,264	99.9375	0.0024	ţ.	
	Remote E-Voting	8	1,00,32,451							10
		_	77		210 00	0	100.0000	0.0000	00	
	e-Voting	19,38,16,611	22,018	0.0114						0
	(VC/OAVIVI)	T				0	0.0000		00	4436
	Postal Ballot (IT			0.0000		6.26	99.9377	77 0.0623	23	1
Suchic Non Institutions	applicable)		1.00,54,469	469 5.1877			9666.66	96 0.0004	104	0
Public- Noil market	Total		1	87.0132	.32 1,75,95,22,395					
	Total	2,02,21,40,296						/		



Surjan Singh Rauthan Proprietor C.P. No. 3233 MN-FCS-4807 For S. S. Rauthan & Associates

SEDI LOOK	2				A County of LIP	Firm Registration	No.012754N/N500	016) and M/s G. INI. r	Napadia & Co, (1)	0
Resolution No.	ORDINARY- Payment of remuneration to M/s Price Wat	nt of remuneration Statutory Auditor	n to M/s Price Wat 's of the Company.	erhouse Chartered	Accountance			ORDINARY- Payment of remuneration to M/s Price Waterhouse Chartered Accounting Control of the Company.		
W					16					
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are	No									
literasica in sus ab				% of Votes Polled			% of Votes in	% of Votes		
		No. of shares	No. of votes	on outstanding  No. of Vot	No. of Votes – in	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	polled polled (7)=[(5)/(2)]*100 Votes Invalid	otes Invalid	Votes Abstained
	Mode of Voting	held (1)	polled (2)	(3)=[(7)/(7)] 100	(1)			0000		0 0
Category			1.08,86,59,430	100.0000	1,08,86,59,430		0 100.0000			
	Remote E-Voting	_					00000	0.0000		0
	e-Voting	1,08,86,59,430		0.0000		0				
	(VC/OAVMI)	_	*				0.0000	0.0000		0
	Postal Ballot (III			0.0000	1		100.0000	000000		0
Promoter and Promoter Group	Total		1,08,86,59,430	0 100.0000	0 1,08,86,59,450					68,486
			66.08.14.760	89.3398	66,08,14,760		0 100.0000	0.0000		
	Remote E-Voting					0	0.0000	0.0000		0
	(VC/OAVM)	73,96,64,255		0.0000						0
	Postal Ballot (if			0.0000	00	0	0.0000			98789
P. Birlic- Institutions	applicable)				66.08.14.760	05	0 100.0000	000000		0 0040
	Total		66,08,14,760	09055330				00500		5,191
		ŧ	1,00,31,681	81 5.1759	1,00,26,597	97 5,084	84 99.9493			
	Remote E-Voting	31.00.01	611	71100	22 018	18	0 100.0000	000000		OT
	(VC/OAVM)		22,018					0000,0		0
	Postal Ballot (if			0.0000			0.0000		9	0 5201
Supplied and a state of	applicable)		1 00 53 699	599 5.1873	373 1,00,48,615	To the second	5,084			73687
Public- Noti Ilistrations	Total				1 75 95.22.805		5,084	997 0.0003	13	
	Total	2,02,21,40,296	296 1,75,95,27,889							

C.P. No. 3233 MUMBAI S. Rauthan & Associates (%) Company Secretaries (%) For S. S. Rauthan & Associates,

Sorjan Singh Rauthan Proprietor C.P. No. 3233 MN-FCS-4807

Fe sign of Mr. Sumit Bose (DIN: 03340616) as an independent Director of the Company to 3 scores.   Page 10 to 10	SEBI LODR	4					3	second term			
No. of Voting   No. of Votes   Polled   1.08,86,594.30   No. of Votes   Polled   Polled   1.08,86,594.30   No. of Votes   Polled   Poll	Resolution No.	SPECIAL - Re-appo	sintment of Mr. Sun	it Bose (DIN: 0334	10616) as an Indepe	endent Director of	the company for	2000		-	
No of shares   No of shares   No of shares   No of votes   Polled   No of votes   Polled   No of shares   No of votes   Polled   No of shares   No of votes   Polled   No of shares   No of votes   Polled	Possilition required: (Ordinary/ Special)										
Mode of Voting   Mo of shares   Mo of votes   Mo of vote	Whether promoter/ promoter group are										
No. of shares   No. of shares   No. of shares   No. of shares   No. of votes	interested in the agenda/resolution?	-									
Mode of Voting   No. of shares   No. of votes   Anotestanding   No. of votes   Anotestanding   No. of votes   Anotestanding   No. of votes   Anotestanding   No. of votes   Anotestal	-				% of Votes Polled			es	% of Votes against on votes		
Note of Yoting   Period   Pe			No of charge	No. of votes	on outstanding shares		ï	00	polled	Votes Invalid	Votes Abstained
Postal Ballot (ff Publicable)   Postal Ballot (ff Publicable		Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)		001 [[2]][[2]]		
Properties   Pro	Category			1 08.86.59.430							0
VC/C)AAVM   Postal Ballot (if applicable)		Remote E-Voting				-			-		0
Postal ballot (if rotal)   Postal Ballot (if r		(VC/OAVM)									0
Total   Total   Femore E-Voting   Fostal Bailot (if applicable)   Fostal Bailot		Postal ballot (III		0				-			0
Total   Remote E-Voting   Femote E-Voting   Total   Femote E-Voting   Total   Femote E-Voting   Total   Femote E-Voting   Total   Total	Promoter and Promoter Group	applicable)		1 08 86.59.430							
Remote E-Voting   Postal Ballot (if applicable)   Postal Description   Post		lotal		65 05 54 022							1,03,29,224
CVC/OAVM  Postal Ballot (if applicable)   CVC/OAVM  Postal Ballot (if		Remote E-Voting						_			0
Postal Ballot (if applicable)   Costal Ballot (if applicable		(VC/OAVM)	13,70,02,51								
Total   Populicable   Postal Ballot (if postal		Postal Ballot (if									0 0
Total   Remote E-Voting   Postal Ballot (if po	Public- Institutions	applicable)		65 05 54 02							
Remote E-Voting   1,00,32,964   5.1,703   5.		Total		מינים לימינים						9	3,913
e-Voting (vc/OaVM)         19,38,16,611         22,018         0.0114         21,993         25         99.8864         0.1135           Postal Ballot (if applicable)         1,00,54,982         5.1879         1,00,20,283         34,699         99.6549         0.3451           Total         2,02,21,40,296         1,74,92,68,434         86.5058         1,74,25,63,169         67,05,265         99.6167         0.3833		Remote E-Votir	20	1,00,32,96							-
(V_JOANNI)		e-Voting	19,38,16,61							51	
applicable)         1,00,54,982         5.1879         1,00,20,283         34,699         99.6549         0.3451           Total         2,02,21,40,296         1,74,92,68,434         86.5058         1,74,25,63,169         67,05,265         99.6167         0.3833		Postal Ballot (if					0		,	00	0 0
Total         1,00,54,98.2         3.202,21,40,296         1,74,92,68,434         86.5058         1,74,25,63,169         67,05,265         99.6167         0.3833	Superintipos	applicable)				1 00 20 28				51	1001
2,02,21,40,296 1,74,92,68,434 00,0000 7,7,7,7,7,7	AUDIC NOT THE STREET	Total								33	
		Total	2,02,21,40,2								f

For S. S. Rauthan & Associates Company Secretages,

C.P. No. 3233 MUMBAI

Sollan Smgh Rauthan

OP. No. 3233 MN-FCS-4807

200100	7				0	Phiof Everitive Of	icer (CEO) of the C	ompany and to fix	her remuneration	
Resolution No.	ORDINARY-Re-appointment of Ms	ointment of Ms. Vil	bha Padalkar (DIN	. Vibha Padalkar (DIN: 01682810) as Managing Director a cine Laccora Comer (Table Padalkar (DIN: 01682810) as Managing Director a cine Laccora Comercial (DIN: 01682810) as Managing Director a cine Laccora (DIN: 01682810) as Managing Director (DIN: 01682810) as M	naging Director & v	בוופו ראפרמוופו	(1)			
(Ordinary Special)										
Whether promoter/ promoter group are							•			
interested in the agenda/resolution?	No									
				% of Votes Polled			% of Votes in	% of Votes		
	,	No of charge	No of votes	on outstanding shares	No. of Votes – in	No. of Votes –	polled		bileval setov	Votes Abstained
	Mode of Voting		polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100		A COLCA III CANON	
Lategory	Domote F-Voting		1,08,86,59,430	100.0000	1,08,86,59,430	0	100.0000	0.0000	0	0
	e-Voting	1.08.86.59,430		0000	0		0.0000	0.0000		0 0
	(VC/OAVM)	100000	0							C
	Postal Ballot (if		0	0.0000	0		0.0000	0.0000		
Promoter and Promoter Group	applicable)				1 00 86 50 430		100.0000	0.0000		0 0
	Total		1,08,86,59,430	100.000						010 01
	prito/ 3 of one of		65,13,10,336	5 88.0549	64,54,95,622	58,14,714	4 99.1072	2 0.8927	7	035,77,510
	e-Voting	73,96,64,255		00000		0	0.0000	0.0000	0	0 0
	(VC/OAVM)									
	Postal Ballot (if			0.0000		0			00	9572910
Public- Institutions	applicable)		65,13,10,336	6 88.0549	9 64,54,95,622	2 58,14,714	.4 99.1072	0.8920	0	
	l Otal		96.45.957	4.4609	986,37,739	8,213	13 99.9050	0.0949	61	0 13,90,932
	Remote E-Voting					0	100.0000	0.0000	00	0 10
	(VC/OAVM)	19,36,10,01	22,018	8 0.0114	4 22,010	0.				
	Postal Ballot (if			00000		0	0.0000		00	0 0
Public- Non Institutions	applicable)		0000000		757.86.59.757	57 8,213	13 99.9052		48	-
	Total			ox l	1 74 28 14,809	78,22,927	27 99.6670	70 0.3330	30	0
	Total	2,02,21,40,296	1,74,85,57,730							

For S. S. Rauthah & Associates

C.P. No. 3233 MN-FCS-4807 Surjan Singh Rauthan Proprietor

Quincal Conditionary Special   ORDINARY-Re-appointment of Mr. Suresh Badami (DN: 08224871) is whose rine agendal resolution?   No. of Votes   Votes polled   Votes polled	SEDI LOUIN						0				
Mode of Voting   Mo. of shares   No. of votes   Shares   Shar	Resolution No.	ORDINARY-Re-appo	ointment of Mr. Su	ıresh Badami (DIN:	: 08224871) as wnu	ile-Time Director					
Mode of Voting   No. of shares   Se for Votes Polled   No. of votes   Se for Votes   No. of vo											
Mode of Voting   No. of shares   No. of votes   N	Resolution required: (Ordinary/ Special)				400		- T				
No. of shares   No. of votes   Shares   Shares   No. of votes   Polled   No. of votes   Polled   No. of votes   Polled   No. of shares   No. of votes   Polled   No. of votes   Polled   No. of shares   No. of votes   Polled   No. of votes   Poll	Whether promoter/ promoter is or interested in the agenda/resolution?	· N									
Mode of Voting   No. of Votes   Shares					% of Votes Polled			% of Votes in favour on votes	% of Votes against on votes		
No. of shares   No. of share				Also of works		No. of Votes – in	No. of Votes -	polled	polled (7)=[(5)/(2)]*100  V	otes Invalid	Votes Abstained
Remote E-Voting   VicCloAvM   Postal Ballot (if a popular bit		Mando of Voting	No. of shares held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	001 [[7]/[4]]=[0]			
Perporte E-Voting   Prostal Ballot (if applicable)   Postal	Category	Suppose of Special		1 08 86 59 430			5				
e-Voting postal Ballot (if applicable)         1,08,86,59,430         0,0000         0,0000         0         0,0000         0,0000         0         0,0000         0         0         0,0000         0 <td></td> <td>Remote E-Voting</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>0</td>		Remote E-Voting									0
VVC/OAVM)		e-Voting	1,08,86,59,430								
Postal Ballot (II   Post		(VC/OAVIVI)									
Total   Tota		Postal Ballot (II									0
National Control Con	Promoter and Promoter Group	applicable)		1,08,86,59,43							1 00.84,094
Remote E-Voting   Postal Ballot (if applicable)   Postal Bal		lotal									
Compose   Comp		Pomoto E-Voting		65,07,99,15							0
VC/OAVM   Postal Ballot (if applicable)   Postal Ballot (if		P-Voting	_	55							
Postal Ballot (if applicable)		(VC/OAVM)	13,00,00,01								
Total   Applicable   CS,07,99,152   R7,9858   C4,1,19,962   C6,79,190   CS,07,99   CS,07,99,152   CS,07,99,152   CS,07,99,152   CS,0242   CS,028,621   CS,018   CS,		Postal Ballot (if									0 10084094
Total   Remote E-Voting   Py,37,736   S.0242   Py,28,621   Py,115   Py,9063   0.0936   Company		applicable)		65 07 99 1			100				
Remote E-Voting   Providing   Provide   Providing   Providing   Providing   Providing   Providing	Public- Institutions	Total		a control control							0 2,99,135
Verificate E-voluing   Verificate E-voluing   Verificate E-voluing   Verificate E-voluing   Verificate   Ve		ditol/ 2 of	-	7,78,79							-
VC/OAVM    19,30,10,10   19,30,10,10   19,30,10,10   19,30,10,10   19,30,10   19,146   1,74,92,18,336   1,74,25,30,000   66,88,336   1,74,25,30,000   1,74,92,18,336   1,74,25,30,000   1,74,92,18,336   1,74,25,30,000   1,74,92,18,336   1,74,25,30,000   1,74,92,18,336   1,74,25,30,000   1,74,92,18,336   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92,18,386   1,74,92	Y	Remote E-voting	_				7				
Postal Ballot (if applicable)   Postal Ballot (if applicable		(VC/OAVM)	19,30,01				_				0
applicable   97,59,754   5.0356   97,50,608   9,146   97,50,000   97,50,608   9,146   97,50,000   0.3824   1.74,25,30,000   66,88,336   99.6176   0.3824   1.74,25,30,000   1.74,25,25,20,000   1.74,25,25,20,000   1.74,25,25,20,000   1.74,25,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25,20,200   1.74,25		Postal Ballot (if				00				1	
Total         2,02,21,40,296         1,74,92,18,336         86.5033         1,74,25,30,000         66,88,336         93.01.0		applicable)		02.00						4	0 10383239
2,02,21,40,296 1,74,32,13,33	Public- Non Institutions	Total									
		Total	2,02,21,40,								



Surjan Singh Rauthan Surjan Singh Rauthan Proprietor C.P. No. 3233 MN-FCS-4807 For S. S. Rauthan & Associates