

**TRANSCRIPT (EDITED) OF THE 01/2025-26 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF RELIANCE NIPPON LIFE INSURANCE COMPANY LIMITED HELD ON FRIDAY, NOVEMBER 28, 2025, AT 12:00 NOON AT BOARD ROOM AT UNIT NO. 401B, 402, 403 & 404, 4<sup>TH</sup> FLOOR, INSPIRE-BKC, G BLOCK, BKC MAIN ROAD, BKC, BANDRA EAST MUMBAI – 400051 AND THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)**

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**CS:** Respected Board Members and dear Shareholders, Good Afternoon and a warm welcome to you to the Extra-Ordinary General Meeting (01/2025-26) (EGM) of the Reliance Nippon Life Insurance Company Limited. The requisite quorum for this EGM is present. Further, the proceedings of the Meeting are being recorded and all the Shareholders who have joined this Meeting are by default placed in ‘listen only’ mode to ensure smooth functioning of these proceedings.

With the permission of all the Directors, may I request Shri Arun Tiwari, to be appointed as the Chairman of this EGM.

**Chairman:** It is 12:00 noon and as already informed the requisite quorum is present, I now call the Meeting to order.

**CS:** With us, we have the Executive Director & CEO of the Company, Shri Ashish Vohra, and Shri Chintan Dedhia, Chief Financial Officer of the Company. Apart from that, representatives of Joint Statutory Auditors and Scrutinizer are joining the Meeting through VC.

**CS:** Leave of absence is granted to my fellow Board Members and one of the Joint Statutory Auditor, who are unable to attend this EGM due to their pre-occupation.

I thank all the Shareholders for joining this Meeting. The option of attending the EGM Physically as well as through VC is in compliance with the circulars/directions of the Ministry of Corporate Affairs.

Members attending the EGM through Video Conference will also be counted for the purpose of reckoning the quorum in terms of MCA circulars read with section 103 of the Companies Act, 2013.

Members may also note that since the EGM is being held through VC and the Resolution mentioned in the Notice of EGM have been already put to vote through poll, hence, there will be no proposing and seconding of the Resolutions.

During the Meeting held through VC or OAVM facility, the Members attending shall cast their vote on the resolutions by e-mail or by delivering physical copies as provided in the EGM notice.

With the permission of the Chairman, Shri Atul Tandon, Authorized Representative of Reliance Capital Limited & Member and Shri Ashish Bhatt, proprietor of Aashish Bhatt & Associates are appointed as the Scrutinisers for the EGM.

The Company has received shorter notice consent, Authorization letters along with Board resolution, as applicable from Reliance Capital Limited, Aasia Enterprises LLP and Nippon Life Insurance appointing and authorising representatives under Section 113 of Companies Act, 2013 for the purpose of attending and voting at this Meeting.

All the Member attending in physical shall deposit the Attendance Slips which shall be duly completed and signed, and hand over the same at the venue of entrance to the Company Secretary.

**Chairman:** All the documents as per Companies Act, 2013 specified in the Notice, are open for inspection on request. Since, the Notice is already circulated to all Members, with your permission I take the Notice convening the Meeting as read.

Now, the Company Secretary will brief the Business Agendas to be transacted as per EGM Notice.

**CS:** The agenda is to approve for change of name of the Company from "Reliance Nippon Life Insurance Company Limited" to "IndusInd Nippon Life Insurance Company Limited" and subsequent alteration of Name Clause of Memorandum of Association and adoption of new Articles of Association of the Company.

On March 10, 2025 Reliance Capital Limited transferred 31,10,44,110 equity shares, representing 26% of the Company's paid-up equity share capital to Aasia Enterprises LLP. Following this, the Shareholders' Agreement dated March 19, 2025 (SHA) was executed.

In accordance with the Agreement and the requirement to reflect the revised ownership structure, it is proposed to change the name of the Company from "Reliance Nippon Life Insurance Company Limited" to "IndusInd Nippon Life Insurance Company Limited" (the proposed name). The Board had authorized filing of the Name Reservation Application with the statutory authorities, the IRDAI has issued its No-objection Certificate and Registrar of Companies, Mumbai has accorded its No-objection to the aforementioned name reservation. Further, the Board, through its Circular Resolution dated November 21, 2025, approved and recommended the change of name, together with consequential amendments to the Name Clause of the Memorandum of Association and adoption of revised Articles of Association incorporating provisions pursuant to the SHA.

In terms of Companies Act, 2013, the change of name of the Company and corresponding amendments to the Memorandum of Association and Articles of Association require approval of the shareholders by way of a Special Resolution.

I now invite shareholders to comment or ask questions on the change as proposed in the notice of EGM of the Company, if any

As there are no questions, I'll now put the agenda matter for vote. Kindly email or send a physical copy of the poll papers to our registered office as per the EGM notice.

After completion of voting and receipt of poll papers, the Scrutinisers will submit their Report. The same will also be published on the website of the Company. The resolution as set forth in the Notice shall be deemed to be passed today, subject to the receipt of the requisite number of votes.

**Chairman:** I thank the shareholders that this brand change, would enable the Company to derive value from the IndusInd brand and benefit from synergies across the entire gamut of BFSI (banking-financial sector industries) sector. This alignment will facilitate cross-selling of products, and with a dedicated distribution channel, there would be relative ease in reaching out to customers. This, in turn would support improved customer retention and strengthen long term customer engagement.

**Shri Moses Newling Harding John:** The change of name would have a positive impact in the market and among all stakeholders, as the brand transitions from Reliance to IndusInd. In light of the joint venture involving a global brand like Nippon, the business outlook, as well as the trust and confidence of stakeholders, is expected to strengthen, leading to increased business and profitability. I convey best wishes to the Management.

**Shri Yosuke Nakano:** This brand change would have many positive impacts, particularly with respect to customers.

**CS:** I now request the Chairman for his closing statement please.

**Chairman:** I, on behalf of all the Board members, thank each of the Shareholders for attending the EGM. Mrs. Ekta Thakurel, Company Secretary is authorized to declare the voting result. I also thank the Directors, Auditors and invitees for joining the Meeting.

With no further agenda matters I now declare the Meeting as concluded and closed.