

## NOTICE

Notice is hereby given that the 18<sup>th</sup> (Eighteenth) Annual General Meeting (AGM) of the Company will be held at 5<sup>th</sup> Floor, Punjabi Bhawan, 10, Rouse Avenue, New Delhi-110002, India on Friday, the 27<sup>th</sup> day of July 2018 at 3:30 p.m. to transact the following business:

### **Ordinary Business:**

1. To receive, consider and adopt the audited Financial Statements of the Company comprising the Balance Sheet for the year ended 31<sup>st</sup> March 2018, Revenue Account, Statement of Profit and Loss, Receipts and Payments Account for the financial year ended 31<sup>st</sup> March 2018 together with the Management Report, Directors' Report and Auditors' Report thereon.

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

**"RESOLVED THAT** the audited financial statements of the Company including the Balance Sheet as at 31<sup>st</sup> March 2018, Revenue Account, Statement of Profit and Loss, Receipts and Payments account for the year ended on that date and noted thereon, Management Report, Report of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

2. To appoint a Director in place of Mr Mohit Burman, who retires by rotation and being eligible offers himself for re-appointment.

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

**"RESOLVED THAT** pursuant to the provisions of section 152(6) of the Companies Act, 2013 and rules made thereunder (including any statutory modification and re-enactment thereof) and other applicable provisions, if any of the Companies Act, 2013, Mr Mohit Burman (DIN 00021963) who is liable to retire by rotation and being eligible has offered himself for appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. To appoint a Director in place of Dr Anand Chand Burman, who retires by rotation and being eligible offers himself for re-appointment.

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

**"RESOLVED THAT** pursuant to the provisions of section 152(6) of the Companies Act, 2013 and rules made thereunder (including any statutory modification and re-enactment thereof) and other applicable provisions, if any of the Companies Act, 2013, Dr Anand Chand Burman (DIN 00056216) who is liable to retire by rotation and being eligible has offered himself for appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. Ratification of Appointment of Joint Statutory Auditors

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

**"RESOLVED THAT** in furtherance to the resolution dated 27<sup>th</sup> July 2017, the ratification of appointment of MSKA & Associates (formerly known as MZSK & Associates), Chartered Accountants (Firm Registration No. 105047W) and Walker Chandiook & Co LLP (Firm Registration No.001076N/N500013) as Joint Statutory Auditors of the Company for holding office from the conclusion of the eighteenth Annual General Meeting till the conclusion of the nineteenth Annual General Meeting on such remuneration as shall be fixed by the Board of Directors of the Company be and is hereby approved."

By order of the Board  
For Aviva Life Insurance Company India Limited

Sd/-

Nisha Prabhakar  
Company Secretary  
Membership No.-A27771  
Address: RZ/E-42, Mahavir Enclave, Bengali Colony  
Delhi 110045, India

Date: 5<sup>th</sup> July 2018  
Place: Gurugram

## Notes

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING. A PROXY FORM IS ENCLOSED WITH THIS NOTICE.**
3. **A PERSON CAN ACT AS PROXY ON BEHALF OF THE MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY THE MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES ETC. MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS / AUTHORITY, AS APPLICABLE. A PROXY HOLDER NEEDS TO SHOW HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING.**
4. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding, Register of contracts or arrangement in which directors are interested, Register of Proxy and documents referred in the Notice and explanatory statement, if any, are open for inspection at the Company's registered office at New Delhi during normal business hours on all working days and copies thereof shall also be made available for inspection in physical or in electronic form at the corporate office of the Company situated at Gurugram up to the date of annual general meeting.
6. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.

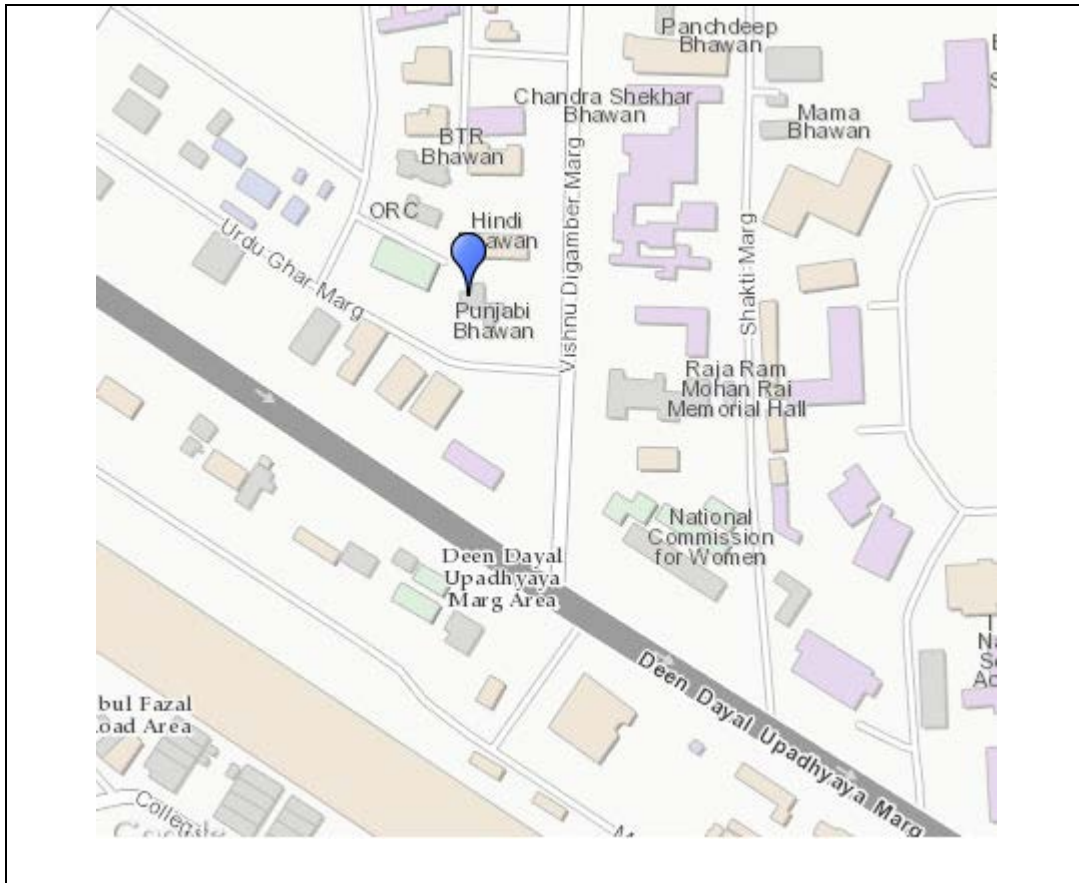
**Aviva Life Insurance Company India Limited**  
**ROUTEMAP ALONGWITH PROMINENT LANDMARK**

**Day** : Friday

**Date** : 27<sup>th</sup> July 2018

**Time** : 3:30 pm

**Venue**: 5<sup>th</sup> Floor, Punjabi Bhawan, 10, Rouse Avenue, New Delhi-110002



**Form No. MGT-11**

**Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U66010DL2000PLC107880

Name of the company: Aviva Life Insurance Company India Limited

Registered office: 2nd Floor, Prakashdeep Building, 7, Tolstoy Marg, New Delhi Delhi 110001

Email id: cosec@avivaindia.com

Website: www.avivaindia.com

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

Name:

Address:

E-mail Id:

Signature:....., or failing him

1. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

2. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18<sup>th</sup> Annual General Meeting/ Extraordinary General Meeting of the Company, to be held on the 27<sup>th</sup> day of July 2018 at 3:30 p.m. at New Delhi and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	
<b>Ordinary Business</b>	
1. Adoption of Accounts	
2. Appointment of Director (Mr Mohit Burman) in the place of retiring Director	
3. Appointment of Director (Dr Anand Chand Burman) in the place of retiring Director	
4. Ratifying the appointment of Joint Statutory Auditors	

Affix  
Revenue  
Stamp

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

Signature of the shareholder:

Signature of Proxy holder(s):

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

**If a company receives multiple Proxies for the same holdings of a Member, the Proxy which is dated last shall be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies shall be treated as invalid.**