

NOTICE OF THE TWENTIETH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twentieth Annual General Meeting of Kotak Mahindra Life Insurance Company Limited will be held on Friday, 18th day of September, 2020 at 4:00 p.m., through Video Conferencing, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Revenue Account and the Profit & Loss Account for the year ended March 31, 2020, the Balance Sheet as at that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Shivaji Dam (DIN: 00032568), Non-Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint the Joint Statutory Auditor and in this connection, 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 139 and 141 read with Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013 and the Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) in respect of the appointment of auditors by insurance companies, approval of Members be and is given for the appointment of M/s. S .R. Batliboi & Associates LLP, Chartered Accountants (Regd. No. 101049W/E300004) as Joint Statutory Auditors of the Company for the further period of 5 years to hold the office from the conclusion of Twentieth Annual General Meeting till the conclusion of Twenty Fifth Annual General Meeting, on such terms and conditions and on a yearly remuneration of Rs. 40,00,000/- towards the Statutory Audit (exclusive of out of pocket expenses, applicable taxes and other certification assignments) or as may be agreed thereon.

RESOLVED FURTHER THAT the Managing Director and the Chief Financial Officer be and are hereby authorized to jointly finalize the terms and conditions including the remuneration of the Auditors.”

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:

2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:

7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777

F +91 22 67425649 / 50

<https://insurance.kotak.com>

Hum hain... hamesha

SPECIAL BUSINESS:

4. To consider transfer of funds from Policyholders' Account to Shareholders' Account and vice versa and cost of bonus and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT an amount of Rs. 4,135,878 thousand being surplus in the Non Linked Non-Participating, Non Linked Non-Participating Life Variable (VIP) Fund, Non Linked Non-Participating Pension Variable (VIP) Fund, Unit Linked (Life) Account and Unit Linked (Pension) Account for the year ending March 31, 2020, be and is hereby transferred from the Policyholders' Account to the Shareholders' Account;

RESOLVED FURTHER THAT an amount of Rs. 215,918 thousand being the deficit in the Pension Non Linked Non-Participating Policyholders Account and General Annuity Account for the period ended March 31, 2020 be and is hereby funded by transfer from the Shareholders' Account;

RESOLVED FURTHER THAT transfer of amount of Rs. 464,918 thousand being 1/9th of the cost of bonus declared to participating policyholders account for the year ending March 31, 2020, from the Policyholders' account to the Shareholders' account be and is hereby approved.”

5. To consider payment of profit related commission to Independent Directors and Mr. Shivaji Dam, Non-Executive Director and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 197 (1) of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) and subject to the approval of IRDAI and other Statutory Authorities as may be required, a sum not exceeding Rs. 6,00,000/- per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act, be paid to Mr. Prakash Apte, Mr. Paresh Parasnis, Ms. Anita Ramachandran, Independent Directors and Mr. Shivaji Dam, Non-Executive Director of the Company;

RESOLVED FURTHER THAT Mr. G. Murlidhar, Managing Director, Mr. Cedric Fernandes, Chief Financial Officer and Mr. Muralikrishna Cheruvu, Company Secretary of the Company be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution.”

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C - 12,
G- Block, BKC, Bandra (E),
Mumbai - 400 051.

Corporate Office:
7th Floor, Kotak Infiniti, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai - 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha

6. To consider re-appointment of Managing Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and Section 34A read with IRDAI (Remuneration of Chief Executive Officer / Whole-time Director / Managing Director of Insurer) Guidelines, 2016 and other applicable provisions of the Insurance Act, 1938 and the Rules/Regulations issued by IRDAI (collectively referred to as “Insurance Act/Regulations”) from time to time and subject to the approval of the IRDAI and any other statutory authority, if required, Mr. G. Murlidhar be and is hereby re-appointed as Managing Director of the Company upto the term ending on July 31, 2021, on the terms and conditions contained in the Draft Agreement to be entered into between the Company and the Managing Director and which draft hereof be and is hereby specifically approved.

RESOLVED FURTHER THAT pursuant to the Regulations referred above and subject to the approval of the IRDAI, the remuneration, perquisites, benefits and facilities payable including the monetary value mentioned herein below to Mr. G. Murlidhar (DIN: 03601196), for the FY 2020-21 and Annual Performance Bonus for the FY 2019-20 be and is hereby approved:

Particulars	Amount (Rs.)
Gross Salary for FY 2020-21 (Basic + Professional Allowance + Conveyance + Education Allowance + LTA + Medical + Reimbursement of driver’s salary + Medical Benefits + Miscellaneous + Contribution to PF, Gratuity, Superannuation and NPS)	2,42,00,000
Annual Performance Bonus for FY 2019-20: (Variable Pay)	
A. Cash (Short term Payment + Deferred Cash Payment)	1,54,80,000
B. Stock Options	70,20,000
Total Variable Pay (A + B)	2,25,00,000

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:

2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:

7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha

RESOLVED FURTHER THAT Mr. Uday Kotak, Chairman of the Board be and is hereby authorized to finalize the terms and conditions of the appointment of Mr. G. Murlidhar.

RESOLVED FURTHER THAT Mr. Uday Kotak, Chairman of the Board be and is hereby authorised to finalise the said Draft Agreement and execute the same on behalf of the Company.

RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company is hereby authorised to file the necessary forms and returns on the portal of the Ministry of Corporate Affairs, IRDAI and any other Regulatory Authority and to provide all such information as may be required for giving effect to the above.

RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company is hereby authorised to do all such acts, deeds and things as may be necessary and incidental for the aforesaid purpose.”

By Order of the Board of Directors

Sd/-
Muralikrishna Cheruvu
Company Secretary
Membership No: A33581

Date: April 29, 2020

Place: Mumbai

NOTES:

1. In view of the massive outbreak of COVID-19 pandemic, social distancing is a pre-requisite and Ministry of Corporate Affairs (“MCA”) vide its General Circular no. 20/2020 dated May 05, 2020 read with Circular no. 14/2020 dt. April 08, 2020 and Circular no. 17/2020 dt. April 13, 2020 (collectively referred to as ‘MCA Circulars’), permitted holding of Annual General Meeting (“AGM”) through Video Conferencing (VC) / Other Audio Visual Means (“OAVM”), without physical attendance of Members at a common venue.
Accordingly, the Company has decided to convene its Twentieth AGM through video conferencing, and members can attend and participate in this AGM through video conferencing.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business items along with the details of the Directors seeking re-appointment, which are considered to be unavoidable by the Board of Directors of the Company, is annexed hereto and forms part of the Notice.
3. In terms of MCA Circulars, since this AGM is being held through video conferencing, where physical attendance of members in any case has been dispensed with, there is no requirement for appointment of proxies by members under section 105 of the Act. Thus, THE FACILITY TO APPOINT A PROXY TO ATTEND AND CAST VOTE FOR THE MEMBER IS NOT MADE AVAILABLE FOR THIS AGM and hence the Proxy Form and Attendance Slip and Route Map are not annexed to this Notice.
4. However, pursuant to Section 112 and Section 113 of the Act read with the aforesaid circulars, authorized representative of a body corporate holding shares, may be appointed for the purpose of participation and casting votes in this AGM through video conferencing.
5. All the members who attend the meeting through the facility of video conferencing shall be counted for the purpose of reckoning quorum under section 103 of the Act.
6. In view of difficulties involved in dispatching of physical copies of the Annual Report and in line with the MCA Circulars, the Annual Report including the Notice of the AGM has been sent only by email to members, and to all other persons so entitled.
7. The Notice calling AGM has also been uploaded on the website of the Company at <https://insurance.kotak.com/why-kotak-life/corporate-governance>

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.**Corporate Office:**
7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>*Hum hain... hamesha*

8. Members seeking any information with respect to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before September 16, 2020, through Email at kli.compliance-officer@kotak.com.
9. All documents referred to in the Notice of AGM and the Explanatory Statement, other related documents/registers of members, any other disclosures etc. as provided in the Act and the Articles of Association of the Company shall be made available through electronic mode for inspection by the Members.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VIDEO CONFERENCING ARE AS UNDER:

1. Members whose email IDs are already registered with the Company and who are desirous to attend the AGM through video conferencing, may send their request by September 16, 2020 at kli.compliance-officer@kotak.com, requesting for participation in the AGM, by giving their names as registered in the records of the Company, DPID/Client ID or Folio Number and the Registered email ID.
2. Members whose email IDs are NOT registered and who are desirous to attend the AGM through VC/ OAVM, may get their email IDs registered latest by September 16, 2020 with the Company by sending an email to Mr. Muralikrishna Cheruvu, Company Secretary, at designated email ID: kli.compliance-officer@kotak.com, contact number: 022-66057685 with the following credentials:
 - i. Name registered as per the records of the Company;
 - ii. DPID/ Client ID or Folio Number;
 - iii. Email ID to be registered for attending the meeting.In case of Joint Holding, the credentials of the first named holder shall be accepted.
3. On successful registration with the Company, the invitation to join the AGM will be sent to the Members on their registered email IDs latest by September 17, 2020.
4. Members may attend the AGM, by following the invitation link sent to the registered email ID. Members will be able to locate Meeting ID, Password and JOIN MEETING tab. By Clicking on JOIN MEETING tab they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the steps and provide the required details (mentioned above – Meeting ID/Password/Email ID) and Join the Meeting. Members are encouraged to join the Meeting through Laptops for better experience.

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:
7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha

5. In case of Android/iPhone connection, participants will be required to download & install the appropriate application as given in the email sent to them. Application may be downloaded from Google Play Store/ App Store.
6. Further members will be required to allow Camera & use Internet audio settings as and when asked while setting up the meeting on Mobile App.
7. Please note that Participants 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 WiFi or LAN connection to mitigate any kind of aforesaid glitches.
8. The helpline number for those members who need assistance with using the technology before and during the meeting through Electronic mode will be provided in the Meeting Invitation sent to the registered email IDs.
9. Members can join the AGM through video conferencing mode 15 minutes before and after 4:00 p.m. i.e. the scheduled time of commencement of the Meeting by following the procedure mentioned hereinabove. The facility of participation at the AGM will be made available for 10 members on 'first-come-first-served' basis. The Large shareholders (i.e. shareholders holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of all Committees, Auditors, etc. will be allowed without restriction on account of 'first-come-first-serve' principle.
10. Members will be allowed to pose questions concurrently, during the course of the Meeting. The queries can also be given in advance at kli.compliance-officer@kotak.com.
11. During the meeting, after response to the questions raised by the Members in advance or at the AGM, the Chairman may formally propose to the members to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the show of hands, unless a demand for poll is made by any member in accordance with section 109 of the Act.

In case, poll is demanded on any resolution to be taken during the meeting, members shall cast their votes on such resolution only by sending email through their registered email IDs at kli.compliance-officer@kotak.com.

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:
7th Floor, Kotak Infiniti, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha



After the Members, who are eligible and interested to cast votes, have cast their votes, the voting will be closed with the formal announcement of closure of the AGM.

12. The Company reserves the right to restrict number of speakers depending on the availability of time for the AGM.
13. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
14. Members who need assistance before or during the AGM, can contact:

Mr. Muralikrishna Cheruvu, Compliance Officer & Company Secretary

Email ID: kli.compliance-officer@kotak.com,

Contact number: 022-66057685.

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:

2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:

7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777

F +91 22 67425649 / 50

<https://insurance.kotak.com>

Hum hain... hamesha

STATEMENT SETTING OUT MATERIAL FACTS CONCERNING ITEMS OF SPECIAL BUSINESS:

In terms of Section 102 of the Companies Act, 2013, the following statement sets out all the material facts relating to Item Nos. 3 to 6 of the Notice dated April 29, 2020:

ITEM NO. 3

This explanatory statement is provided though strictly not required as per Section 102 of the Act. M/s. S. R. Batliboi & Associates LLP (Regd. No. 101049W/E300004), Chartered Accountants, were appointed as one of the Joint Statutory Auditors by the Members in the Fifteenth Annual General Meeting dated August 25, 2015 for a period of five years to hold office from the conclusion of the said AGM until the conclusion of the Twentieth Annual General Meeting. Consequent to completion of 5 years of their appointment, their term as a Joint Statutory Auditor shall expire on the conclusion of Twentieth AGM. However, pursuant to the provisions of Companies Act, 2013 and Corporate Governance Guidelines issued by IRDAI, M/s. S. R. Batliboi & Associates LLP may be re-appointed for another term of 5 years. It is proposed to re-appoint M/s. S. R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors of the Company for further period of 5 years, subject to the approval of Members.

M/s. S. R. Batliboi & Associates LLP, have consented for their re-appointment as the Statutory Auditors of the Company and being eligible for re-appointment, have offered themselves to be re-appointed. It is proposed to pay yearly remuneration of Rs. 40,00,000/- to M/s. S. R. Batliboi & Associates LLP for carrying out the statutory audit for each financial year or as per the terms as may be decided by the Managing Director and Chief Financial Officer from time to time. Further, the fees for carrying out the Statutory Audit shall be exclusive of the out of pocket expenses, applicable taxes and other certification work carried out by the Firm.

The Directors recommend the above Resolution for the approval of the Members as an Ordinary Resolution.

None of the Directors, Key Managerial Persons and their relatives are concerned or interested in respect of the Resolution set out in Item no. 3

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:
7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha

Item No. 4

During the financial year 2019-20 there was a surplus of Rs. 1,571,105 thousand in the Life Non Linked Non-Participating Policyholders Account, a surplus of Rs. 194,971 thousand in the Life Non Linked Non-Participating Variable (VIP) Policyholders Account, a surplus of Rs. 383,887 thousand in the Pension Non Linked Non-Participating Variable (VIP) Policyholders Account, a deficit of Rs. 11,126 thousand in the Pension Non Linked Non-Participating Policyholders Account, a deficit of Rs. 204,793 thousand in the General Annuity Policyholders Account, a surplus of Rs. 1,852,451 thousand in the Unit Linked (Life) Account and a surplus of Rs. 133,464 thousand in the Unit Linked (Pension) Account.

It has been decided to transfer the surplus of Rs. 4,135,878 thousand from the Non Linked Non-Participating (Life), Non Linked Non Par Life Variable (VIP) Fund, Non Linked Non Par Pension Variable (VIP) Fund, Unit Linked (Life) and Unit Linked (Pension) Policyholders' Account to the Shareholders' Account. Such a transfer needs to be supported by an Ordinary Resolution of the Shareholders at the General Meeting of the Company.

It has been decided to fund the total deficit of Rs. 215,918 thousand in the above mentioned accounts by transferring funds from the Shareholders' Account to the General Annuity Policyholders Account and Pension Non Linked Non-Participating Policyholders Account. Such a transfer needs to be supported by an Ordinary Resolution of the Shareholders at the General Meeting of the Company.

Further, it has been decided to transfer an amount of Rs. 464,918 thousand for 1/9th of the cost of bonus declared to participating policyholders account for the year ended March 31, 2020, from the Policyholders' account to the Shareholders' account. Such a transfer needs to be supported by an Ordinary Resolution of the Shareholders at the General Meeting of the Company.

The Directors recommend the above Resolution for the approval of the Members as an Ordinary Resolution.

All the relevant documents are available for inspection in physical form at the Registered Office as well as the Corporate Office of the Company during the business hours i.e. from 09.30 a.m. to 6.30 p.m. between Monday to Friday. The same shall also be available for inspection at the Meeting through electronic mode.

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:
7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha

None of the Directors, Key Managerial Persons and their relatives are concerned or interested in respect of the Resolution set out in Item no. 4, except as policyholders, if any.

ITEM NO. 5

With the constitution of various Committees of the Board and the increasing demand over the time of the Independent and Professional Directors on various matters relating to the Company, it is advisable to put in place an appropriate mechanism to compensate, attract and retain professionals on the Board. Thus, it is proposed to remunerate the Independent Directors based on the performance of the Company on yearly basis by way of commission on the net profits. The commission proposed for the Independent Directors is set out in the Resolution set out in Item no. 5 of the Notice.

The Articles of Association of the Company is available for inspection in physical form at the Registered Office as well as the Corporate Office of the Company during the business hours i.e. from 09.30 a.m. to 6.30 p.m. between Monday to Friday. The same shall also be available for inspection at the Meeting through electronic mode.

The Directors recommend the above Resolution for the approval of the Members as a Special Resolution.

None of the Directors except Mr. Prakash Apte, Mr. Paresh Parasnis and Ms. Anita Ramachandran as Independent Directors and Mr. Shivaji Dam, Non-Executive Director of the Company are deemed to be concerned or interested in these resolutions except as members of the Company.

ITEM NO. 6

The Board at its meeting held on April 29, 2020 decided to re-appoint Mr. G. Murlidhar as the Managing Director of the Company upto the term ending on July 31, 2021.

Mr. G. Murlidhar is a Chartered Accountant, Cost Accountant and Company Secretary. He possesses more than 35 years of work experience. Prior to this appointment as Managing Director, he was Chief Operating Officer (COO) and Company Secretary of the Company and has rich experience in the areas of Accounts, Operations, Regulatory Compliance, Internal Control, Distribution and Information Technology (IT). He was first appointed as Managing Director of the Company w.e.f. June 22, 2011.

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:
2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:
7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777
F +91 22 67425649 / 50
<https://insurance.kotak.com>

Hum hain... hamesha



The Nomination and Remuneration Committee in its meeting held on April 29, 2020 has considered his candidature and recommended to the Board for considering appointment of Mr. G. Murlidhar as Managing Director of the Company upto the term ending on July 31, 2021.

Based on the same, the Board has approved the proposal, and recommended the same for Member's approval. The proposal is subject to prior approval of IRDAI.

The remuneration and other terms and conditions of appointment between the Company and Mr. G. Murlidhar are as per Resolution set out in Item No. 6.

The Draft Agreement between the Company and Mr. G. Murlidhar and the Memorandum and Articles of Association of the Company is available for inspection in physical form at the Registered Office as well as the Corporate Office of the Company during the business hours i.e. from 09.30 a.m. to 6.30 p.m. between Monday to Friday. The same shall also be available for inspection at the Meeting through electronic mode.

Members are requested to kindly consider the appointment of Mr. G. Murlidhar as Managing Director of the Company upto the term ending on July 31, 2021.

The Directors recommend the above Resolution for the approval of the Members as an Ordinary Resolution.

None of the Directors, Key Managerial Persons and their relatives are concerned or interested in respect of the Resolution set out in Item no. 6 except Mr. G. Murlidhar who may be deemed to be concerned or interested in the resolution relating to his appointment.

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:

2nd Floor,
Plot # C – 12,
G- Block, BKC, Bandra (E),
Mumbai – 400 051.

Corporate Office:

7th Floor, Kotak Infinity, Bldg. No. 21,
Infinity Park, Off W. E. Highway,
General AK Vaidya Marg, Malad (E),
Mumbai – 400 097, India.

T+91 22 66057777

F +91 22 67425649 / 50

<https://insurance.kotak.com>

Hum hain... hamesha

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

Name	Mr. Shivaji Dam- Non Executive Director (DIN: 00032568)
Qualification	B.Com, ACWA, ACA, ACS
Age	63 years
Date of First Appointment on Board	August 31, 2000
Brief Details	<p>Mr. Shivaji Dam has a strong accounting and cost accounting back ground with over 33 years' experience of which 25 years have been with the Kotak Group. He has experience in fields such as Corporate Finance, Proprietary Investments, Investment Banking and operating management within the Kotak Group. He is one of the founding Directors of the Company. He led the Kotak group into the life insurance business and was Managing Director of the Company for four years.</p> <p>Mr. Dam is presently involved in philanthropic activities around education and livelihood for children /youth from under privileged families.</p>
Status of other Directorship as on March 31, 2020	Kotak Mahindra Trusteeship Services Limited

Kotak Mahindra Life Insurance Company Limited

CIN: U66030MH2000PLC128503

Registered Office:

 2nd Floor,
 Plot # C – 12,
 G- Block, BKC, Bandra (E),
 Mumbai – 400 051.

Corporate Office:

 7th Floor, Kotak Infinity, Bldg. No. 21,
 Infinity Park, Off W. E. Highway,
 General AK Vaidya Marg, Malad (E),
 Mumbai – 400 097, India.

T+91 22 66057777

F +91 22 67425649 / 50

<https://insurance.kotak.com>
Hum hain... hamesha