

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U66010DL2007PLC248825

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AADCC1881F

(ii) (a) Name of the company

CANARA HSBC LIFE INSURANC

(b) Registered office address

Unit No. 208, 2nd Floor,  
Kanchenjunga Building, 18 Barakhamba Road,  
New Delhi  
Central Delhi  
Delhi  
110001

(c) \*e-mail ID of the company

vatsala.sameer@canarahsbclife

(d) \*Telephone number with STD code

01244535500

(e) Website

www.canarahsbclife.com

(iii) Date of Incorporation

25/09/2007

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K3	Life/Non-life Insurance and Reinsurance activities	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Canara Bank		Holding	51

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,200,000,000	950,000,000	950,000,000	950,000,000
Total amount of equity shares (in Rupees)	12,000,000,000	9,500,000,000	9,500,000,000	9,500,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,200,000,000	950,000,000	950,000,000	950,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	12,000,000,000	9,500,000,000	9,500,000,000	9,500,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	0	950,000,000	9500000000	9,500,000,000	9,500,000,000	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
NA						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NA						
<b>At the end of the year</b>	0	950,000,000	9500000000	9,500,000,000	9,500,000,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NA						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NA						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	23/07/2021
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Date of registration of transfer (Date Month Year)	16/06/2021
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	
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Transferor's Name	Duggal		Vikram
	Surname	middle name	first name

Ledger Folio of Transferee	20925965
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Transferee's Name	Sharma		Parmanand
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

58,899,227,011

**(ii) Net worth of the Company**

12,903,708,240

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	703,000,000	74	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	247,000,000	26	0	
10.	Others	0	0	0	
	<b>Total</b>	<b>950,000,000</b>	<b>100</b>	<b>0</b>	<b>0</b>

**Total number of shareholders (promoters)**

8

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	<b>Total</b>	0	0	0	0
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**Total number of shareholders (other than promoters)** 0

**Total number of shareholders (Promoters+Public/  
Other than promoters)** 8

## **VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)**

<b>Details</b>	<b>At the beginning of the year</b>	<b>At the end of the year</b>
Promoters	8	8
Members (other than promoters)	0	0
Debenture holders	0	0

## **VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

### **(A) \*Composition of Board of Directors**

<b>Category</b>	<b>Number of directors at the beginning of the year</b>		<b>Number of directors at the end of the year</b>		<b>Percentage of shares held by directors as at the end of year</b>	
	<b>Executive</b>	<b>Non-executive</b>	<b>Executive</b>	<b>Non-executive</b>	<b>Executive</b>	<b>Non-executive</b>
<b>A. Promoter</b>	0	8	0	8	0	0
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	1	12	1	12	0	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

16

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr L V Prabhakar	08110715	Director	0	
Mr Debashish Mukherje	08193978	Director	1	
Ms A Manimekhalai	08411575	Director	0	03/06/2022
Mr Alistair Chamberlain	08184995	Director	0	07/04/2022
Mr Arun Shrivastava	06640892	Director	0	
Mr Raj Kamal Verma	07847454	Director	0	
Mr Ranjan Bhattacharya	07835117	Director	0	
Mr L V R Prasad	08754519	Director	0	01/04/2022
Mr Thomas Mathew T	00130282	Director	0	
Mr J P Dua	02374358	Director	0	
Ms Geeta Mathur	02139552	Director	0	
Mr Suryanarayana Som	00739992	Director	0	
Mr Anuj Mathur	00584057	Managing Director	0	
Mr Anuj Mathur	AAEPM4182B	CEO	0	
Mr Tarun Rustagi	AFYPR3765E	CFO	0	
Ms Vatsala Sameer	AYEPS9570M	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mr Raj Kamal Verma	07847454	Director	23/07/2021	Change in designation
Mr L V Prabhakar	08110715	Director	23/07/2021	Change in designation
Mr Suryanarayana Som	00739992	Director	23/07/2021	Change in designation

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/07/2021	8	8	100

**B. BOARD MEETINGS**

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2021	13	11	84.62
2	08/06/2021	13	12	92.31
3	23/07/2021	13	12	92.31
4	22/10/2021	13	13	100
5	07/12/2021	13	13	100
6	24/01/2022	13	12	92.31
7	10/03/2022	13	13	100

**C. COMMITTEE MEETINGS**

Number of meetings held

26

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	26/04/2021	7	7	100
2	Audit Committee	23/07/2021	7	7	100
3	Audit Committee	22/10/2021	7	7	100
4	Audit Committee	07/12/2021	7	7	100
5	Audit Committee	24/01/2022	7	7	100
6	Audit Committee	07/03/2022	7	7	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
7	Corporate Soc	25/06/2021	5	5	100
8	Corporate Soc	23/07/2021	5	5	100
9	Corporate Soc	07/03/2022	6	6	100
10	Investment Co	25/06/2021	10	10	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 02/09/2022 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Mr L V Prabha	7	6	85.71	0	0	0	Yes
2	Mr Debasish	7	7	100	6	6	100	Yes
3	Ms A Manimegalai	7	4	57.14	15	15	100	Not Applicable
4	Mr Alistair Charles	7	7	100	22	22	100	Not Applicable
5	Mr Arun Shrivastava	7	7	100	13	13	100	Yes
6	Mr Raj Kamal	7	7	100	11	11	100	Yes
7	Mr Ranjan Bhattacharya	7	7	100	2	2	100	Yes
8	Mr L V R Prasanna	7	7	100	3	3	100	Not Applicable
9	Mr Thomas Mathew	7	7	100	19	19	100	Yes
10	Mr J P Dua	7	7	100	17	17	100	Yes
11	Ms Geeta Mathew	7	7	100	16	16	100	Yes
12	Mr Suryanarayanan	7	7	100	18	18	100	Yes
13	Mr Anuj Mathur	7	7	100	17	17	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr Anuj Dayal Math	MD & CEO	35,137,212	0	0	0	0
	Total		35,137,212	0	0	0	35,137,212

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr Anuj Dayal Math	MD & CEO	35,137,212	0	0	0	0
2	Mr Tarun Rustagi	Chief Financial Officer	12,725,346	0	0	0	0
3	Ms Vatsala Sameer	Company Secretary	7,318,318	0	0	0	0
	Total		55,180,876	0	0	0	55,180,876

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr Thomas Mathew	Independent Director	0	0	0	2,100,000	0
2	Ms Geeta Mathur	Independent Director	0	0	0	1,875,000	0
3	Mr J P Dua	Independent Director	0	0	0	1,950,000	0
4	Mr Suryanarayana S	Independent Director	0	0	0	1,875,000	0
5	Mr Arun Shrivastava	Non Executive Director	0	0	0	1,500,000	0
6	Mr Raj Kamal Verma	Non Executive Director	0	0	0	1,350,000	0
	Total		0	0	0	10,650,000	10,650,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Rupesh Agarwal

Whether associate or fellow

Associate  Fellow

Certificate of practice number

5673

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ..

7

dated

02/09/2022

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

ANUJ  
DAYAL  
MATHUR  
Digitally signed by  
ANUJ DAYAL  
MATHUR  
Date: 2022.10.22  
16:01:05 +05'30'

DIN of the director

00584057

To be digitally signed by

VATSALA  
Digitally signed by  
VATSALA SAMEER  
SAMEER  
Date: 2022.10.22  
15:28:38 +05'30'

Company Secretary

Company secretary in practice

Membership number

14813

Certificate of practice number

[Redacted]

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

#### List of attachments

Shareholding pattern as on 31st March 2022  
Form\_MGT-8.pdf  
Clarification letter.pdf  
IX-C - Committee Meetings.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

**Shareholding pattern of Canara HSBC Life Insurance Company Limited  
as on 31<sup>st</sup> March 2022**

S. No.	Name	No. of shares held	% of shareholding
1.	Canara Bank	48,44,99,995	51
2.	HSBC Insurance (Asia-Pacific) Holdings Limited	24,70,00,000	26
3.	Punjab National Bank	21,85,00,000	23
4.	Mr Debashish Mukherjee*	1	00
5.	Mr Uday Sankar Majumder*	1	00
6.	Mr V Ramachandra*	1	00
7.	Mr Santanu Kumar Majumdar*	1	00
8.	Mr Parmanand Sharma*	1	00
	<b>Total</b>	<b>95,00,00,000</b>	<b>100</b>

\* Held jointly with Canara Bank, beneficial interest of which lies with Canara Bank

**For Canara HSBC Life Insurance Company Limited**

**VATSALA** Digitally signed by  
VATSALA SAMEER  
Date: 2022.10.21  
16:18:02 +05'30'  
**SAMEER**

Vatsala Sameer  
Company Secretary  
Membership no. : A14813  
R/o: B-903, Media Society,  
Sector 7, Plot no. 18A, Dwarka,  
New Delhi – 110 075

**Form No. MGT-8**

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of M/s. Canara HSBC Life Insurance Company Limited (Formerly known as Canara HSBC Oriental Bank of Commerce Life Insurance Company Limited) (the 'Company') as required to be maintained under the Companies Act, 2013 (the 'Act') and the Rules made thereunder for the financial year ended on March 31, 2022. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
  1. its status under the Act;
  2. maintenance of registers/ records & making entries therein within the time prescribed therefore;
  3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time;

During the financial year ended on March 31, 2022, the Company was not required to file any forms and returns to the Regional Director, Central Government, Tribunal or Court.

4. calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed;

During the financial year ended on March 31, 2022, the Company was not required to pass any resolution through postal ballot.

5. closure of Register of Members/ Security holders, as the case may be;

During the financial year ended on March 31, 2022, the Company was not required to close its Register of Members/Security holders.



6. advances/ loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act;

During the financial year ended on March 31, 2022, the Company has not made any advances/ loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act.

7. contracts/ arrangements with related parties as specified in Section 188 of the Act;

During the financial year ended on March 31, 2022, the Company has entered into transactions with related parties pursuant to Section 2(76) read with Section 188 of the Companies Act, 2013, in the ordinary course of business and on arm's length basis therefore, Section 188 is not attracted.

8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

During the financial year ended on March 31, 2022, the Company has not made any

- issue or allotment or
- transmission or
- buy back of securities or
- redemption of preference shares or debentures or
- alteration or reduction of share capital or
- conversion of shares/ securities or
- issue of security certificates

9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;

During the financial year ended on March 31, 2022, the Company was not required to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. declaration/ payment of dividend/ transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

During the financial year ended on March 31, 2022, the Company has neither declared nor made any payment of dividend. Therefore, the Company was not required to make any transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act.



11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub - Sections (3), (4) and (5) thereof;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the financial year ended on March 31, 2022, there was no filling up of casual vacancies of Directors and no appointment / re-appointments / retirement / filling up of casual vacancies of Key Managerial Personnel. However, the Company has appointed Key Management Persons as per the IRDAI Regulations.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;

During the financial year ended on March 31, 2022, there was no re-appointment/ filling up of casual vacancies of auditors as per the provisions of Section 139 of the Act. The appointment of Joint Statutory Auditors was made by the Comptroller and Auditor General of India.

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

During the financial year ended on March 31, 2022, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director or Court, under the various provisions of the Act. The appointment of Joint Statutory Auditors was made by the Comptroller and Auditor General of India.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2022, the Company has not made any acceptance/ renewal/ repayment of deposits.

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

During the financial year ended on March 31, 2022, the Company has not taken borrowings from its directors, members, public financial institutions, banks and others and was therefore not required to file any form for creation/ modification/ satisfaction of charges in that respect.

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;

The provisions of Section 186 is not applicable to the Company except Section 186(1) of the Act, since it is Insurance Company.



**18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;**

During the financial year ended on March 31, 2022, the Company has not made any alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.

The Board of Directors in its meeting held on 24<sup>th</sup> January 2022 accorded its approval to change the name of the Company from 'Canara HSBC Oriental Bank of Commerce Life Insurance Company Limited' to 'Canara HSBC Life Insurance Company Limited' subject to the approval of Shareholders, Ministry of Corporate Affairs and Insurance Regulatory and Development Authority of India.

Further after the closure of financial year under review, name of the Company has been changed to 'Canara HSBC Life Insurance Company Limited' with effect from 15<sup>th</sup> June 2022, pursuant to in-principal approval of Insurance Regulatory and Development Authority of India, for change in name of the Company vide its letter dated 19<sup>th</sup> April 2022. Also, members of the Company in their meeting held on 3<sup>rd</sup> June, 2022, have approved the change in the name of the Company including Alteration in Memorandum of Association and Articles of Association of the Company.

Pursuant to all the above approvals, a fresh Certificate was issued with respect to the new name of the Company.

**For Chandrasekaran Associates**

**Company Secretaries**

**FRN: P1988DE002500**

**Peer Review Certificate No.: 1428/2021**



Date: 21.10.2022

Place: Delhi

Note:- Due to restricted movement amid COVID-19 pandemic, we are issuing this report after examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are the true and correct.

**TO WHOMSOEVER IT MAY CONCERN**

We would like to inform you the following:

1. On page no. 5 of Form MGT-7, under clause IV (iii) – details of shares/ debentures transfers since closure date of last financial year, the details of shares transferred from Mr Vikram Duggal to Mr Parmanand Sharma have been mentioned. Mr Parmanand Sharma holds 1 share jointly with Canara Bank, beneficial interest of which lies with Canara Bank.
2. On Page no. 9 of Form MGT-7, under Clause VII – Number of promoters, members, debenture holders, the Company has three (3) promoter shareholders - Canara Bank, HSBC Insurance (Asia-Pacific) Holdings Limited & Punjab National Bank and five (5) individual shareholders holding jointly with Canara Bank. These five (5) shareholders have been included under the category of promoter as the beneficial interest of these shares lies with Canara Bank. The shareholding pattern of the Company as on 31<sup>st</sup> March 2022 is as follows:

S. No.	Name	No. of shares held	% of shareholding
1.	Canara Bank	48,44,99,995	51
2.	HSBC Insurance (Asia-Pacific) Holdings Limited	24,70,00,000	26
3.	Punjab National Bank	21,85,00,000	23
4.	Mr Debashish Mukherjee*	1	00
5.	Mr Uday Sankar Majumder*	1	00
6.	Mr V Ramachandra*	1	00
7.	Mr Santanu Kumar Majumdar*	1	00
8.	Mr Parmanand Sharma*	1	00
	<b>Total</b>	<b>95,00,00,000</b>	<b>100</b>

\* Held jointly with Canara Bank, beneficial interest of which lies with Canara Bank

3. The Company received a share premium amount of ₹ 125,00,00,000 in February, 2008. However, the Form is not accepting this amount in column IV (i)(d) under total premium against 'At the beginning of the year' on page 3.
4. We are unable to write ISIN of the equity shares of the Company in Form MGT-7 on page 4. Further, the ISIN of the equity shares of the Company is INE01TY01017.

Request you to kindly take note of the same.

**For Canara HSBC Life Insurance Company Limited**

**VATSALA** Digitally signed by  
VATSALA SAMEER  
Date: 2022.10.21  
**SAMEER** 16:15:33 +05'30'

Vatsala Sameer  
Company Secretary  
Membership no. : A14813  
R/o: B-903, Media Society,  
Sector 7, Plot no. 18A, Dwarka,  
New Delhi – 110 075

Canara HSBC Life Insurance Company Limited (formerly known as Canara HSBC Oriental Bank of Commerce Life Insurance Company Limited)  
139 P, Sector-44, Gurugram-122003, Haryana, India.

T +91 0124-4535500 | F +91 0124-4535099 [www.canarahsbclife.com](http://www.canarahsbclife.com)

Corporate Identity No.: U66010DL2007PLC248825 | E-mail: [customerservice@canarahsbclife.in](mailto:customerservice@canarahsbclife.in)

Registered Office: Unit No: 208, 2nd Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi-110001 (India) | T +91 11-49512300

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**
**C. COMMITTEE MEETINGS – Continued...**

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
11	Investment Committee	23/07/2021	10	10	100
12	Investment Committee	17/11/2021	10	10	100
13	Investment Committee	07/03/2022	9	9	100
14	Nomination and Remuneration Committee	26/04/2021	7	7	100
15	Nomination and Remuneration Committee	23/07/2021	7	7	100
16	Nomination and Remuneration Committee	07/03/2022	7	7	100
17	Policyholder Protection Committee	25/06/2021	7	7	100
18	Policyholder Protection Committee	23/07/2021	7	7	100
19	Policyholder Protection Committee	17/11/2021	6	6	100
20	Policyholder Protection Committee	10/03/2022	6	6	100
21	Risk Management Committee	25/06/2021	6	6	100
22	Risk Management Committee	23/07/2021	6	6	100
23	Risk Management Committee	17/11/2021	6	6	100
24	Risk Management Committee	07/03/2022	6	6	100
25	With Profits Committee	26/04/2021	5	4	80
26	With Profits Committee	25/02/2022	5	5	100

For Canara HSBC Life Insurance Company Limited

**VATSALA** Digitally signed by  
 VATSALA SAMEER  
**SAMEER**  
 Date: 2022.10.21  
 16:16:54 +05'30'

Vatsala Sameer  
 Company Secretary  
 Membership no. : A14813  
 R/o: B-903, Media Society,  
 Sector 7, Plot no. 18A, Dwarka,  
 New Delhi- 110 075