

**Form No. MGT-7****Annual Return (other than OPCs and Small Companies)**

[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]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i \*Corporate Identity Number (CIN)

U66010DL2007PLC248825

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	CANARA HSBC LIFE INSURANCE COMPANY LIMITED	CANARA HSBC LIFE INSURANCE COMPANY LIMITED
Registered office address	8th Floor, Unit No. 808-814, Ambadeep Building, Kasturba Gandhi Marg, Connaught Place, New Delhi, Central Delhi, Delhi, India, 110001	8th Floor, Unit No. 808-814, Ambadeep Building, Kasturba Gandhi Marg, Connaught Place, New Delhi, Central Delhi, Delhi, India, 110001
Latitude details	28.666449	28.627067
Longitude details	77.238698	77.223696

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

Photograph of Registered Office.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*1F

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

\*\*\*\*\*la.sameer@canarahsbclife.in

(d) \*Telephone number with STD code

01\*\*\*\*\*61

Restricted

(e) Website

www.canarahsbclife.com

iv \*Date of Incorporation (DD/MM/YYYY)

25/09/2007

v (a) \*Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/  
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi \*Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix \* (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

25/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

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 activities	65	Insurance, reinsurance and pension funding, except compulsory social security	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		0000000000	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	1200000000.00	950000000.00	950000000.00	950000000.00
Total amount of equity shares (in rupees)	12000000000.00	9500000000.00 Restricted	9500000000.00	9500000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Share				
Number of equity shares	1200000000	950000000	950000000	950000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	12000000000.00	9500000000.00	9500000000	9500000000

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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**

Restricted

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	0	950000000	950000000.00	9500000000	9500000000	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <div></div>						
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
<b>At the end of the year</b>	0.00	950000000.00	950000000.00	9500000000.00	9500000000.00	
<b>(ii) Preference shares</b>						

Restricted

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>NA</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

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

Class of shares		<div></div>
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

Restricted

Number of transfers

2

**Attachments:**

1. Details of shares/Debentures Transfers

Transfer Details.xlsm

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

**(a) Non-convertible debentures**

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of non-convertible 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
<b>Total</b>				

**(b) Partly convertible debentures**

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of partly convertible 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
<b>Total</b>				

Restricted

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of fully convertible 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
<b>Total</b>				

**(d) Summary of Indebtedness**

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	0.00	0.00	0.00	0.00

**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
<b>Total</b>					

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

Restricted



i \*Turnover

80274621683

ii \* Net worth of the Company

15168634426

**VI SHARE HOLDING PATTERN****A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	484500000	51.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	247000000	26.00	0	0.00

Restricted

10	Others <div></div>				
	<b>Total</b>	731500000.00	77	0.00	0

Total number of shareholders (promoters)

7

## B 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	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	218500000	23.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

Restricted

10	Others <input type="text"/>				
	<b>Total</b>	218500000.00	23	0.00	0

Total number of shareholders (other than promoters)

1

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

8.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	5
3	Individual - Transgender	0
4	Other than individuals	3
	<b>Total</b>	8.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

## VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	1	1
Debenture holders	0	0

## VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Restricted

## A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A Promoter</b>	0	6	0	4	0	0
<b>B Non-Promoter</b>	1	5	1	4	0.00	0.00
i Non-Independent	1	1	1	0	0	0
ii Independent	0	4	0	4	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and 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	11	1	8	0.00	0.00

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

12

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SURYANARAYANA SOMAYAJULA	00739992	Director	0	
SATYANARAYANA RAJU KALIDINDI	08607009	Director	0	
DEBASHISH MUKHERJEE	08193978	Director	1	01/06/2025
ANUJ DAYAL MATHUR	00584057	Managing Director	0	
KISHORE KUMAR SANSI	07183950	Director	0	

Restricted

VATSALA SAMEER	AYEPS9570M	Company Secretary	0	
TARUN RUSTAGI	AFYPR3765E	CFO	0	
AMITABH NEVATIA	10891350	Additional Director	0	
EDWARD CHARLES LAWRENCE MONCREIFFE	10637615	Director	0	
SUPRATIM BANDYOPADHYAY	03558215	Director	0	
GEETA MATHUR	02139552	Director	0	
ANUJ DAYAL MATHUR	AAEPM4182B	CEO	0	

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

10

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
EDWARD CHARLES LAWRENCE MONCREIFFE	10637615	Additional Director	27/05/2024	Appointment
EDWARD CHARLES LAWRENCE MONCREIFFE	10637615	Director	08/08/2024	Change in designation
RAJ KAMAL VERMA	07847454	Director	31/03/2025	Cessation
SWAPAN KHANNA	03123631	Alternate Director	22/07/2024	Appointment
AMITABH NEVATIA	10891350	Additional Director	16/01/2025	Appointment
GREGORY THOMAS HINGSTON	10289348	Additional Director	01/05/2024	Cessation
SWAPAN KHANNA	03123631	Alternate Director	22/10/2024	Cessation
RANJAN BHATTACHARYA	07835117	Director	31/12/2024	Cessation
ASHOK CHANDRA	09322823	Director	16/01/2025	Cessation
DEVENDRAN SURENDRAN	10174317	Director	24/03/2025	Cessation

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

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

Restricted

\*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	08/08/2024	8	7	100

## B BOARD MEETINGS

\*Number of meetings held

8

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2024	12	9	75
2	27/05/2024	12	12	100
3	22/07/2024	13	10	76.92
4	22/10/2024	12	11	91.67
5	13/11/2024	12	12	100
6	23/01/2025	11	11	100
7	12/03/2025	11	11	100
8	26/03/2025	10	10	100

## C COMMITTEE MEETINGS

Number of meetings held

27

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance

Restricted

1	Audit Committee Meeting	29/04/2024	7	7	100
2	Audit Committee Meeting	27/05/2024	7	7	100
3	Audit Committee Meeting	22/07/2024	8	7	87.5
4	Audit Committee Meeting	22/10/2024	7	7	100
5	Audit Committee Meeting	13/11/2024	7	7	100
6	Audit Committee Meeting	23/01/2025	7	7	100
7	Audit Committee Meeting	20/03/2025	7	7	100
8	Risk Management Committee Meeting	16/05/2024	6	6	100
9	Risk Management Committee Meeting	22/07/2024	7	6	85.71
10	Risk Management Committee Meeting	13/11/2024	9	9	100
11	Risk Management Committee Meeting	04/03/2025	9	9	100
12	Investment Committee Meeting	16/05/2024	10	10	100
13	Investment Committee Meeting	22/07/2024	11	10	90.91
14	Investment Committee Meeting	13/11/2024	10	10	100
15	Investment Committee Meeting	04/03/2025	10	10	100
16	Policyholder Protection, Grievance Redressal and Claims Monitoring Committee Meeting	16/05/2024	6	6	100
17	Policyholder Protection, Grievance Redressal and Claims Monitoring Committee Meeting	22/07/2024	7	6	85.71
18	Policyholder Protection, Grievance Redressal and Claims Monitoring Committee Meeting	13/11/2024	6	6	100
19	Policyholder Protection, Grievance Redressal and Claims Monitoring Committee Meeting	04/03/2025	6	6	100

20	Nomination & Remuneration Committee Meeting	27/05/2024	7	7	100
21	Nomination & Remuneration Committee Meeting	22/07/2024	8	7	87.5
22	Nomination & Remuneration Committee Meeting	13/11/2024	7	7	100
23	Nomination & Remuneration Committee Meeting	20/03/2025	7	7	100
24	Corporate Social Responsibility Committee Meeting	27/05/2024	7	7	100
25	Corporate Social Responsibility Committee Meeting	13/11/2024	7	7	100
26	Corporate Social Responsibility Committee Meeting	20/03/2025	7	7	100
27	With-Profits Committee	29/04/2024	5	5	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	
								25/09/2025 (Y/N/NA)
1	KISHORE KUMAR SANSI	8	8	100	18	18	100	Yes
2	SUPRATIM BANDYOPADHYAY	8	8	100	19	19	100	Yes
3	GEETA MATHUR	8	8	100	19	19	100	Yes
4	SURYANARAYANA SOMAYAJULA	8	8	100	22	22	100	Yes
5	SATYANARAYANA RAJU KALIDINDI	8	6	75	0	0	0	Yes
6	DEBASHISH MUKHERJEE	8	7	87	15	15	100	Not applicable
7	ANUJ DAYAL MATHUR	8	8	100	16	16	100	Yes

Restricted



8	AMITABH NEVATIA	3	3	100	4	4	100	Yes
9	EDWARD CHARLES LAWRENCE MONCREIFFE	7	6	85	18	13	72	No

#### X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A \*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	ANUJ DAYAL MATHUR	Managing Director	34246741	0	16881689	16881689	68010119.00
	<b>Total</b>		34246741.00	0.00	16881689.00	16881689.00	68010119.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	TARUN RUSTAGI	CFO	14764414	0	5241400	5241400	25247214.00
2	VATSALA SAMEER	Company Secretary	7902554	0	2835320	2835320	13573194.00
	<b>Total</b>		22666968.00	0.00	8076720.00	8076720.00	38820408.00

C \*Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Raj Kamal Verma	Director	0	0	0	2550000	2550000.00
2	Geeta Mathur	Director	0	0	0	2250000	2250000.00
3	Suryanarayana Somayajula	Director	0	0	0	2325000	2325000.00
4	Kishore Kumar Sansi	Director	0	0	0	2100000	2100000.00
5	Supratim Bandyopadhyay	Director	0	0	0	2625000	2625000.00
	<b>Total</b>		0.00	0.00	0.00	11850000.00	11850000.00

## 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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

## XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

8

## XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder.xlsm

(b) Optional Attachment(s), if any

Form MGT-8 - FY 2024-25\_Final.PDF  
Shareholding pattern as on 31st March 2025.pdf  
Clarification letter.pdf

#### XV 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.

##### 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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

CANARA HSBC LIFE  
INSURANCE COMPANY  
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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 therefor;
- 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;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 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;
- 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;
- 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
- 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;
- 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;

Restricted

- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 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;
- 15 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;
- 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 ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Rupesh Agarwal

Date (DD/MM/YYYY)

03/10/2025

Place

Delhi

Whether associate or fellow:

☒ Associate ☐ Fellow

Certificate of practice number

5\*7\*

#### XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

\*(a) DIN/PAN/Membership number of Designated Person

AYEPS9570M

\*(b) Name of the Designated Person

VATSALA SAMEER

#### Declaration

I am authorised by the Board of Directors of the Company vide resolution number\*  dated\*  (DD/MM/YYYY) to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied 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.

**\*To be digitally signed by**

**\*Designation**

*(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))*

Director

**\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0\*5\*4\*5\*

**\*To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

**\*Whether associate or fellow:**

☒ Associate ☐ Fellow

**Membership number**

1\*8\*3

**Certificate of practice number**

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

***For office use only:***

**eForm Service request number (SRN)**

AB8147235

**eForm filing date (DD/MM/YYYY)**

11/10/2025

**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 2025**

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 Santanu Kumar Majumdar*	1	00
6.	Mr Rajesh Kumar Singh*	1	00
7.	Mr Gopikrishna Puttaganti *	1	00
8.	Mr Arun Kumar*	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 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) (IRDAI Regn. No. 136)  
139 P, Sector-44, Gurugram-122003, Haryana, India.

T +91 0124-4535500 | F +910124-4535099 www.canarahsbclife.com

Corporate Identity No.: U66010DL2007PLC248625 | E-mail: customerservice@canarahsbclife.in

Registered Office: 8<sup>th</sup> Floor, Unit No. 808-814, Ambadeep Building, Plot No. 14, Kasturba Gandhi Marg, New Delhi-110001 (India) | T +91 11-49512300

**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 **Canara HSBC 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, 2025. 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 therefor;
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, 2025, the Company was not required to file any forms and returns with 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, 2025, 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, 2025, 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, 2025, 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, 2025, 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 arms' 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, 2025, the Company has not made any

- issue or allotment
- transmission
- buy back of securities
- redemption of preference shares or debentures
- alteration or reduction of share capital
- 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, 2025, 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, 2025, 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.

*During the financial year ended on March 31, 2025, the Company has paid final dividend for the financial year 2023-24, of Rs. 0.20 per share on 95,00,00,000 equity shares of Rs. 10 each fully paid up to its shareholders and also interim Dividend of Rs. 0.20 per share on 95,00,00,000 equity shares of Rs. 10 each fully paid up to its shareholders.*



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, 2025, there was no re-appointments/retirement/ filling up of casual vacancies of Directors and no appointment/ retirement/ filling up of casual vacancies of Key Managerial Personnel.

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, 2025, there was no filling up of casual vacancies of auditors as per the provisions of Section 139 of the Act. The appointment of Joint Statutory Auditors of the Company is done by the Comptroller and Auditor General of India for every year.

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, 2025, 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. The Company has taken various approvals from Insurance Regulatory and Development Authority of India (IRDAI) as required from time to time.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2025, 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, 2025, 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 are 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, 2025, the Company has not made any alteration in provisions of the Memorandum and/ or Articles of Association of the Company.

For Chandrasekaran Associates  
Company Secretaries  
FRN: P1988DE002500  
Peer Review Certificate No.: 6689/2025

   
**Rupesh Agarwal**  
Managing Partner

Membership No. A16302  
Certificate of Practice No. 5673  
UDIN: A016302G001438272

**Date:** 03.10.2025

**Place:** Delhi

Note: - 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. This report is limited to the Statutory Compliances on laws/regulations/guidelines listed in our report of which, the due date has been ended/expired on or before March 31, 2025 pertaining to Financial Year 2024-25.









### TO WHOMSOEVER IT MAY CONCERN

We would like to inform you the following:

- On Page no. 11 of Form MGT-7, under Clause VII – Number of promoters, members, debenture holders, the Company has two (2) promoter shareholders - Canara Bank, and HSBC Insurance (Asia-Pacific) Holdings Limited and five (5) individual shareholders holding 1 share each, 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 2025 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 Santanu Kumar Majumdar*	1	00
6.	Mr Rajesh Kumar Singh*	1	00
7.	Mr Gopikrishna Puttaganti *	1	00
8.	Mr Arun Kumar*	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

- In Clause - VIII. Details of Directors and Key Managerial Personnel – (A) Composition of Board of Directors, all 4 directors mentioned under “Promoter – Non-Executive” category, are nominated by the Promoters of the Company i.e., Canara Bank and HSBC Insurance (Asia-Pacific) Holdings Limited as per the requirement of Joint Venture Agreement.

Request you to kindly take note of the same.

**For Canara HSBC Life Insurance Company Limited**



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