

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF THE COMPANY HELD ON 28TH APRIL 2025 THROUGH VIDEO CONFERENCING

DRAFT RED HERRING PROSPECTUS APPROVAL

“RESOLVED THAT subject to the provisions of the Securities Contracts (Regulation) Act, 1956 (and the applicable rules thereunder), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Companies Act, 2013 and the applicable rules thereunder (including, in each case, any statutory modification or re-enactment of such laws for the time being in force), the Insurance Act, 1938, read with the rules and regulations framed thereunder, including the Insurance Regulatory and Development Authority of India (Registration, Capital Structure, Transfer of Shares and Amalgamation of Insurers), Regulations, 2024 and any other applicable, rules, regulations, guidelines, circulars and notifications issued by the Securities and Exchange Board of India (“SEBI”) and the enabling provisions of the memorandum of association and the articles of association of the Company, the draft of the draft red herring prospectus (the “**DRHP**”) in respect of the initial public offering (the “**Offer**”) of equity shares of face value of Rs. 10 each of the Company (the “**Equity Shares**”) consisting of an offer for sale of up to 237,500,000 Equity Shares by Canara Bank, HSBC Insurance (Asia-Pacific) Holdings Limited and Punjab National Bank, the Offer may also include a reservation of a certain number of Equity Shares for any category or categories of persons as permitted under applicable laws (the “**Reservation**”), discount to the price at which the Equity Shares are offered pursuant to the Offer (the “**Discount**”) to retail individual bidders and/or eligible employees, as placed before the Board, be and is hereby approved for filing with the SEBI, BSE Limited and National Stock Exchange of India Limited (together with BSE Limited, the “**Stock Exchanges**”) and such other authorities or persons as may be required.

RESOLVED FURTHER THAT the Managing Director & Chief Executive Officer, the Chief Financial Officer and the Company Secretary & Compliance Officer are hereby severally authorized to make corrections or alterations, if any, and to finalize the DRHP for the purposes of filing with the SEBI, the Stock Exchanges and such other authorities or persons as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement this resolution.

RESOLVED FURTHER THAT the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Managing Director & Chief Executive Officer, the Chief Financial Officer and the Company Secretary & Compliance Officer, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed.

RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

Certified True Copy
For **Canara HSBC Life Insurance Company Limited**

Vatsala Sameer
Company Secretary & Compliance Officer