

KOTAK MAHINDRA GENERAL INSURANCE LIMITED

Regd. Office: 27BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051

NOTICE is hereby given that an Extraordinary General Meeting of the Members of Kotak Mahindra General Insurance Limited will be held on Friday, August 14, 2015 at the Registered Office of the Company at 27BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 at 10.00 a.m. to transact the following business:

SPECIAL BUSINESS

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

"RESOLVED that pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Authorized Share Capital of the Company be altered and increased from the present `26,00,00,000 (Rupees Twenty six Crore) consisting of 2,60,00,000 (Two Crore sixty lakh) equity Shares of ` 10/- (Rupees Ten Only) each to ` 150,00,00,000 (Rupees One hundred fifty Crore) divided into 15,00,00,000 (Fifteen crore) equity Shares of ` 10/- (Rupees Ten Only) each."

2. To consider and, if thought fit, to pass, with or without modification, the following Resolution as a Special Resolution:

"RESOLVED that, pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and such approvals as may be necessary, the existing 5th (a) clause of the Memorandum of Association of the Company relating to the Share Capital be substituted with the following clause:

- 5th a. The Authorised Share Capital of the Company is Rs. 150,00,00,000/- (Rupees One hundred fifty Crore only), divided into 15,00,00,000 (Fifteen Crore) equity shares of Rs. 10/- (Rupees Ten Only) each.

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning Item Nos. 1 and 2 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES, TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF AND THE PROXY(IES) NEED NOT BE A MEMBER.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. The instrument appointing a Proxy, to be effective, must be duly filled, stamped and signed and must reach the Company's Registered Office not later than 48 hours before the commencement of the Meeting.

By Order of the Board of Directors

Sd/-

Director

Place: Mumbai,

Date: July 16, 2015

Registered Office:

27BKC, C 27, G Block

Bandra Kurla Complex

Bandra (East)

Mumbai – 400 051

CIN: U66000MH2014PLC260291

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. 1 and 2 of the Notice.

Item No. 1 & 2:

The Company is in receipt of a letter from Insurance Regulatory Development Authority of India (IRDAI) wherein it has been asked to infuse capital of ` 135 crore.

In view of the above, it is necessary to alter and increase the Authorised share capital of the Company from the present `26,00,00,000 (Rupees Twenty six Crore) consisting of 2,60,00,000 (Two Crore sixty lakh) Equity Shares of ` 10/- (Rupees Ten Only) each to ` 150,00,00,000 (Rupees One hundred fifty Crore) divided into 15,00,00,000 (Fifteen Crore) Equity Shares of ` 10/- (Rupees Ten Only) each.

Accordingly, clause 5th (a) of the Memorandum of Association is sought to be amended to reflect the increased capital.

The Resolutions contained in Item Nos. 1 and 2 seek to increase the Authorised Capital of the Company, as aforesaid and to alter the Memorandum of Association of the Company, consequential to the increase in the Authorised Capital of the Company as proposed, respectively.

A copy of the Memorandum and Articles of Association of the Company will be available for inspection at the Registered Office of the Company between 10:00 am to 1:00 p.m. on all working days up to the date of this Extraordinary General Meeting.

None of the Directors, key managerial personnel and their relatives are interested, financially or otherwise, in respect of the items set out above.

The Board recommends the Resolutions set out at Item Nos. 1 & 2 of the Notice for the approval of the Members.

By Order of the Board of Directors

Sd/-

Director

Place: Mumbai,

Date: July 16, 2015

Registered Office:

27BKC, C 27, G Block

Bandra Kurla Complex

Bandra (East)

Mumbai – 400 051

CIN: U66000MH2014PLC260291

FORM NO. MGT-11

Proxy Form

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

CIN: U66000MH2014PLC260291

Name of the company: KOTAK MAHINDRA GENERAL INSURANCE LIMITED

Registered Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051

Name of the member(s): _____

Registered Address: _____

Email Id: _____

Folio No/ Client Id: _____

DP ID: _____

I/We being the member(s) holding _____ shares of the above named Company, hereby appoint

1. Name: _____

Address: _____

Email id: _____

Signature: _____, or failing him

2. Name: _____

Address: _____

Email id: _____

Signature: _____, or failing him

3. Name: _____

Address: _____

Email id: _____

Signature: _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on Friday the 14th day of August 2015 at 10.00 a.m. at 27BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

1. To increase the Authorised Capital of the Company to `150 crore
2. To substitute Clause 5th(a) of the Memorandum of Association of the Company

Signed this _____ day of _____ 2015

Affix Revenue Stamp

Signature of shareholder _____

Signature of proxy holder(s) _____

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

KOTAK MAHINDRA GENERAL INSURANCE LIMITED

CIN: U66000MH2014PLC260291

27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

Tel No.: +91 22 61660001, **Fax No.:** +91 22 67132401

EXTRAORDINARY GENERAL MEETING

ATTENDANCE SLIP

DPID	Client ID	Folio No.	No. of Shares
-	-		

Name: _____

Address: _____

Name of Proxy: _____

(To be filled in, if the Proxy attends instead of the member)

I hereby record my presence at the Extraordinary General Meeting of the Company on Friday, August 14, 2015 at 10.00 a.m. at 27BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai.

SIGNATURE OF THE ATTENDING MEMBER/ PROXY

NOTE:

1. Member / Proxy holder wishing to attend the meeting must bring the Attendance Slip duly signed to the meeting and hand it over at the entrance.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
3. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Route Map

Google Maps

Kotak Mahindra Bank Ltd - Registered Office - 27 BKC

You can enter notes here.

Cancel

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The map displays a route starting from the Western Express Highway (NH 4) in Kurla, passing through the Mithi River, and ending at the Kotak Mahindra Bank Registered Office at 27 BKC in Bandra Kurla Complex. The route is marked with an orange line and numbered 1 through 5. The map includes various landmarks and localities such as Khar East, Bandra East, Kurla West, and Kurla East. The Kotak Mahindra Bank Registered Office is marked with a red pin and labeled. The map also shows the Mithi River, the University of Mumbai, and the US Consulate General. The map data is from 2016, and the scale is 500 meters.

