

**TRANSCRIPT OF THE
23RD ANNUAL GENERAL MEETING OF
EDME INSURANCE BROKERS LIMITED
(FORMERLY KNOWN AS ADITYA BIRLA INSURANCE BROKER LIMITED)
HELD ON FRIDAY, SEPTEMBER 12, 2025, AT 03.00 P.M. (IST)
THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-
VISUAL MEANS (“OAVM”) (ON MICROSOFT TEAMS)**

Members Present

Mr. Nilay Pratik	Member and Authorized representative of Edme Services Private Limited (<i>Edme Services Private Limited holds 100% equity share capital of the Company along with its nominees</i>)
Mr. Manish Mehta	Member
Mr. Vikram Agarwal	Member and Authorized representative of Samara Alternate Investment Management LLP*

Directors Present

Mr. Manish Mehta	Non-executive Director (Chairman)
Mr. Nilay Pratik	Non-executive Director
Mr. Vikram Agarwal	Non-executive Director
Ms. Dipali Goradia	Non-executive Director

Representative of Secretarial Function:

Mr. Jaibind Sahu	Company Secretary
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Company Executives

Ms. Anjali Maithani	Manager – Compliance, Risk Management & Internal Audit
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Edme Insurance Brokers Ltd. (Formerly Aditya Birla Insurance Brokers Ltd.)

Corporate Office: VIOS Tower, 6th Floor, Off Eastern Express Highway,
Sewri- Chembur Road, Mumbai - 400037, Maharashtra, India

Toll free no: 1800 120 2510 | E: care@edmeinsurance.com | W: www.edmeinsurance.com

Registered Office: 2nd Floor, Privillion, East Wing, Sarkhej - Gandhinagar Highway, Vikram Nagar, Bodakdev, Ahmedabad, Gujarat 380054.

CIN: U99999GJ2001PLC062239 | IRDAI Registration Number: 146 | License Validity: 9th April, 2027 | Broker Category: Composite Broker

ISO 9001 Quality Management Certificate certified by Intertek Certification Ltd. under certificate number 0145476
ISO 27001 Information Security Management Certificate certified by BSI under certificate number IS738839

Auditors

Mr. Shrawan Jalan Representatives of Statutory Auditor - M/s. S. R.
Mr. Lokesh Rathod & Batlimore & Co. LLP
Mr. Harish Jogani

Welcome Speech by Mr. Jaibind Sahu, Company Secretary

Good Afternoon, everyone. I welcome you all to the 23rd Annual General Meeting ('AGM') of Edme Insurance Brokers Limited.

The members are informed that the AGM was held via video conferencing/ Audio Visual Means (on Microsoft Teams) in compliance with all the applicable statutory provisions of the Companies Act, 2013 read with the General Circulars Issued by the Ministry of Corporate Affairs in this regard. The AGM was conducted via video conferencing/ Audio Visual Means (on Microsoft Teams) at the Corporate Office of the Company i.e. 6th Floor, VIOS Tower, Off Eastern Freeway, Near Wadala Truck Terminal, Wadala East, Mumbai, Mumbai, Maharashtra, 400037.

The members are informed that the secretarial auditors of the Company had expressed their inability to attend this Annual General Meeting, due to their pre-occupation and requested the members to grant them leave of absence from attending this Annual General Meeting. The members then granted the dispensation/ leave of absence.

The Members are further informed that all the statutory registers and the necessary documents as required under the provisions of the Companies Act, 2013 were available for inspections during the Meeting

The following members are present in the AGM through Microsoft teams:

Mr. Nilay Pratik	Member and Authorized representative of Edme Services Private Limited (<i>Edme Services Private Limited holds 100% equity share capital of the Company along with its nominees</i>)
Mr. Manish Mehta	Member
Mr. Vikram Agarwal	Member and Authorized representative of Samara Alternate Investment Management LLP*

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Pursuant to provisions of the Companies Act, 2013, notice of the meeting was sent to all the Shareholders, Directors, and Auditors of the Company.

The Company has also received representation letter u/s 113 of the Companies Act, 2013 for authorizing representatives on behalf of corporate shareholders.

The requisite Quorum is present.

The following Directors are present at the AGM who have joined through Microsoft teams:

- Mr. Manish Mehta
- Mr. Nilay Pratik
- Mr. Vikram Agarwal
- Ms. Dipali Goradia

Mr. Shrawan Jalan, Mr. Lokesh Rathod and Mr. Harish Jogani from M/s. S. R. Batlimore & Co. LLP, our statutory Auditors are also present at this Meeting

The statutory registers and documents are available electronically for the members during the meeting. Members seeking to inspect such documents can send their request to the e-mail IDs as provided in the notice.

I request the Directors present at the AGM to elect any one among themselves to Chair the AGM

Jaibind Sahu:

Thank you, I request Mr. Manish Mehta to Chair the Meeting and commence the proceedings.

Accordingly, Mr. Manish Mehta occupied the Chair.

Mr. Manish Mehta:

Good afternoon to all present here. It gives me great pleasure to welcome you all to the 23rd Annual General Meeting of your Company along with other Directors and key personnels of the Company who are present in the meeting.

I would now proceed with the agenda items as mentioned in the AGM notice for the consideration of the shareholders.

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The Notice convening the 23rd AGM along with Annual Financial Statements and the Reports of the Directors' and Auditors' thereon have already been circulated, with your permission, I would like to take them as read.

The Auditors' Report and Secretarial Audit Report do not contain any qualifications, observations or comment or remarks on the financial transactions or matters which may have an adverse impact on the functioning of your Company. With your concurrence, I take them as read.

I now request Mr. Jaibind Sahu, Company Secretary to take up the items of the Notice.

Mr. Jaibind Sahu:

I will take up the items in seriatim. Starting with Item No.1 which is an Ordinary Resolution.

TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY COMPRISING OF REVENUE ACCOUNT, PROFIT AND LOSS ACCOUNT AND CASH FLOW STATEMENT OF THE COMPANY FOR THE YEAR ENDED MARCH 31, 2025, AND THE BALANCE SHEET AS AT THAT DATE, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND STATUTORY AUDITORS THEREON.

The Statutory Auditors, M/s S. R. Batliboi & Co. LLP Chartered Accountant and Secretarial Auditor, M/s. BNP & Associates have expressed an unqualified opinion in the respective audit reports for the Financial Year ended 31st March, 2025. The financial statements of the Company, including the reports of Board of Directors and Auditors, have already been provided to the Shareholders.

I request the shareholders to propose and second the same.

Mr. Nilay Pratik: I propose the resolution.

Mr. Vikram Agarwal: I second the same.

Chairman.

I now put the resolution to vote, and request the Shareholders to say "YES" those in favour and "NO" those who are not in favour.

So, I hear all "YES", the resolution is passed unanimously.

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Mr. Jaibind Sahu:

Thank you, Shareholders. Now I move to Item No. 2

**APPOINTMENT OF M/S S. R. BATLIBOI & CO. LLP CHARTERED ACCOUNTANT
(REGISTRATION NO.: 301003E/E300005), CHARTERED ACCOUNTANT, AS THE
STATUTORY AUDITOR OF THE COMPANY FOR A TERM OF FOUR YEARS AND
TO FIX THEIR REMUNERATION.**

M/s S. R. Batliboi & Co. LLP Chartered Accountant (Registration No.: 301003E/E300005), be and is hereby appointed as the Statutory Auditors of the Company and to hold the office for the FY 2025-2026 of this Twenty Third Annual General Meeting till the conclusion of Twenty Seventh Annual General Meeting of the Company, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors of the Company

I request the shareholders to propose and second the same.

Mr. Manish Mehta: I propose the resolution.

Mr. Vikram Agarwal: I second the same.

Chairman

I now put the resolution to vote, and request the Shareholders to say "YES" those in favour and "NO" those who are not in favour.

So, I hear all "YES", the resolution is passed unanimously.

It is informed that for the proposed resolution for appointment of Mr. Manish Mehta as Non-Executive Director of the Company, the Chairman was interested. Accordingly, Mr. Manish Mehta step down from the chair of the meeting and upon request Mr. Vikram Agarwal took the chair of the meeting for below particular business transaction:

Mr. Jaibind Sahu:

Thank you, Shareholders. Now I move to Item No. 3 under Special Business

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REGULARISATION OF THE APPOINTMENT OF MR. MANISH MEHTA AS NON-EXECUTIVE DIRECTORS OF THE COMPANY LIABLE TO RETIRE BY ROTATION

The Company is proposing appointment of Mr. Manish Mehta to act as an Non – Executive Director of the Company liable to retire by rotation.

I may now request a member to propose and any other member to second the said business item:

Mr. Vikram Agarwal: I propose the resolution.

Mr. Nilay Pratik: I second the same.

Chairman

I now put the resolution to vote, and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

So, I hear all “YES”, the resolution is passed unanimously.

Mr. Manish Mehta took the chair of the meeting for the proceedings of below proposed business transactions

Mr. Jaibind Sahu:

Thank you, Shareholders. Now I move to Item No. 4 under Special Business

REGULARISATION OF THE APPOINTMENT OF MR. NILAY PRATIK AS NON-EXECUTIVE DIRECTORS OF THE COMPANY LIABLE TO RETIRE BY ROTATION

The Company is proposing appointment of Mr. Nilay Pratik to act as an Non Executive Director of the Company liable to retire by rotation.

I now request a member to propose and any other member to second the said business item:

Mr. Manish Mehta: I propose the resolution.

Mr. Vikram Agarwal: I second the same.

Chairman

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Ok, I now put the resolution to vote, and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

So, I hear all “YES”, the resolution is passed unanimously.

Mr. Jaibind Sahu:

Thank you, Shareholders. Now I move to Item No. 5 under Special Business

REGULARISATION OF THE APPOINTMENT OF MR. VIKRAM AGARWAL AS NON-EXECUTIVE DIRECTORS OF THE COMPANY LIABLE TO RETIRE BY ROTATION

The Company is proposing appointment of Mr. Vikram Agarwal to act as an Non Executive Director of the Company liable to retire by rotation.

I now request a member to propose and any other member to second the said business item:

Mr. Manish Mehta: I propose the resolution.

Mr. Nilay Pratik: I second the same.

Chairman

I now put the resolution to vote, and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

So, I hear all “YES”, the resolution is passed unanimously.

Mr. Jaibind Sahu:

Thank you, Shareholders. Now I move to Item No. 6 under Special Business

REGULARISATION OF THE APPOINTMENT OF MS. DIPALI GORADIA AS NON-EXECUTIVE DIRECTORS OF THE COMPANY LIABLE TO RETIRE BY ROTATION

The Company is proposing appointment of Ms. Dipali Goradia to act as an Non Executive Director of the Company liable to retire by rotation.

I now request a member to propose and any other member to second the said business item:

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Mr. Manish Mehta: I propose the resolution.
Mr. Nilay Pratik: I second the same.

Chairman

I now put the resolution to vote, and request the Shareholders to say "YES" those in favour and "NO" those who are not in favour.

So, I hear all "YES", the resolution is passed unanimously.

Vote of thanks

Mr. Manish Mehta:

So as all the items of the Notice have been completed, I declare the meeting concluded.

Thanks to all the Shareholders, Directors and Auditors for smooth conduct of the meeting by virtual means and wish you all a good day.

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