FORM No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Extraordinary General Meeting

Reliance Nippon Life Insurance Company Limited

Registered office at H Block, 1st Floor Dhirubhai Ambani

Knowledge City, Kopar Khairne Navi Mumbai – 400710.

Subject: Scrutinizer's Report on Voting by Poll conducted at the Extraordinary General Meeting of the Members of Reliance Nippon Life Insurance Company Limited (the “Company”) held on Thursday, July 25, 2019 at 9.00 A.M at Board room, Reliance Centre, 5th Floor, Off Western Express Highway, Santacruz (East), Mumbai – 400055.

Dear Sir,

I, Aashish Bhatt, Proprietor of Aashish K. Bhatt & Associates, Practicing Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Extraordinary General Meeting (EGM) of the Equity shareholders of the Company, held on Thursday, July 25, 2019 at 9.00 A.M. at Reliance Centre, 5th Floor, Off Western Express Highway, Santacruz (East), Mumbai – 400055, submit my report as under:

D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.
Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715
Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in
1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box was kept for polling which was locked in my presence with due identification mark placed by me.

2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.

3. I did not find any poll papers invalid.

4. The results of the poll on the below mentioned resolutions is attached herewith as Annexure A which forms a part of this report.

Resolution No. 1:-
Ordinary Resolution :
   To approve the compensation of Shri. Ashish Vohra (DIN: 07587724), Executive Director and CEO of the Company for Financial Year 2019 - 20:

Resolution No. 2:-
Ordinary Resolution :
   To appoint Shri. D. Varadarajan (DIN: 06790167) as a Non - executive Independent Director of the Company.

5. A PDF containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is annexed as Annexure A to this report.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,
Yours faithfully,

For Aashish K. Bhatt & Associates
Practicing Company Secretaries

Aashish Bhatt
Company Secretary
(Membership No.: A19639 / COP No.: 7023)
Encl: a/a

Place: Mumbai
Dated: July 27, 2019

Countersigned by:

For Reliance Nippon Life Insurance Company Limited

Chairman of the Extraordinary General Meeting
<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Name(s) And Address of The Member(s)</th>
<th>Name of The Member/ Proxy Who Attended And Voted At The Meeting</th>
<th>Folio No/Dp Id And Client Id</th>
<th>Total No. of Shares Held</th>
<th>Valid Votes in Favour</th>
<th>Valid Votes against</th>
<th>Invalid Votes</th>
<th>Not Voted</th>
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<tbody>
<tr>
<td>1</td>
<td>Shri Atul Tandon Nominee of Reliance Capital Limited</td>
<td>Shri Atul Tandon</td>
<td>29</td>
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<td>1</td>
<td>1</td>
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<td>Reliance Centre, 5th Floor, Western Express Highway, Santacruz (East), Mumbai - 400 055.</td>
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<td>2</td>
<td>Shri Yogesh Deshpande Nominee of Reliance Capital Limited</td>
<td>Shri Yogesh V. Deshpande</td>
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<td>3</td>
<td>Ms. Parul Jain Nominee of Reliance Capital Limited</td>
<td>Ms. Parul Jain</td>
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<td>4</td>
<td>Shri Madan Chaturvedi Nominee of Reliance Capital Limited</td>
<td>Shri Madan Mohan Chaturvedi</td>
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<td>5</td>
<td>Shri. Chetan Raval Nominee of Reliance Capital Limited</td>
<td>Shri Chetan Shantilal Raval</td>
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<td>1</td>
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<td>Nippon Life Insurance Company</td>
<td>Shri Ruiko Hirokaku</td>
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<td>3-5-12, Imabashi, Chuo-Ku, Osaka 541-8501, JAPAN.</td>
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Countersigned by
For Reliance Nippon Life Insurance Company Limited

Chairman of the Extra Ordinary General Meeting

For Aashish K. Bhatt & Associates

Aashish K. Bhatt
Practising Company Secretary
Plac: Mumbai
Date: July 27, 2019