

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U66030MH2007PLC173129

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AADCR7145R

(ii) (a) Name of the company

RAHEJA QBE GENERAL INSURA

(b) Registered office address

5th Floor, A Wing, Fulcrum, IA Project Road, Sahar, Andheri East, Mumbai Mumbai City Maharashtra 400059

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

jigar.shah@rahejaqbe.com

(d) \*Telephone number with STD code

02269155050

(e) Website

www.rahejaqbe.com

(iii) Date of Incorporation

14/08/2007

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 26/07/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*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 Service	K3	Life/Non-life Insurance and Reinsurance activities	100

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

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PRISM JOHNSON LIMITED	L26942TG1992PLC014033	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	372,000,000	371,123,933	371,123,933	371,123,933
Total amount of equity shares (in Rupees)	3,720,000,000	3,711,239,330	3,711,239,330	3,711,239,330

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	372,000,000	371,123,933	371,123,933	371,123,933
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,720,000,000	3,711,239,330	3,711,239,330	3,711,239,330

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

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**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	0	296,041,316	296041316	2,960,413,160	2,960,413,160	
<b>Increase during the year</b>	0	75,082,617	75082617	750,826,170	750,826,170	229,395,778
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	75,082,617	75082617	750,826,170	750,826,170	229,395,778
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify NIL				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify NIL				0	0	
<b>At the end of the year</b>	0	371,123,933	371123933	3,711,239,3	3,711,239,;	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify NIL				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify NIL				0	0	
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE05HN01016

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor	<input type="text"/>
----------------------------	----------------------

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
-------------------	----------------------	----------------------	----------------------

	Surname	middle name	first name
--	---------	-------------	------------

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
-------------------	----------------------	----------------------	----------------------

	Surname	middle name	first name
--	---------	-------------	------------

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(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
Total					

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

**(i) Turnover**

3,960,339,482

**(ii) Net worth of the Company**

2,109,508,198

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	371,123,933	100	0	
10.	Others	0	0	0	
	<b>Total</b>	371,123,933	100	0	0

**Total number of shareholders (promoters)**

8

**(b) \*SHARE HOLDING PATTERN - 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	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	



	<b>Total</b>	0	0	0	0
--	--------------	---	---	---	---

**Total number of shareholders (other than promoters)**

0

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

8

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	0	0
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(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	5	0	5	0	0
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & 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	9	1	9	0	0

**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 share(s) held	Date of cessation (after closure of financial year : If any)
Akshay Raheja	00288397	Director	0	
Shobhan Thakore	00031788	Director	0	
VIJAY AGGARWAL	00515412	Director	0	
Ameeta Aziz ParpiaDEC	02654277	Director	0	
ANEETA SUHAS KULK	06651823	Director	0	
VIKAS NEWATIA	00918959	Director	0	
SWARAJ KRISHNAN	02920929	Director	0	
Matthew Ward	09737845	Additional director	0	
Olli Mustonen	09737847	Additional director	0	
PANKAJ ARORA	08327428	Managing Director	0	
CHANDRAPRAKASH J.	ADJPJ9309D	CFO	0	
SHAH ASHWIN JIGAR	BMRPS0580D	Company Secretar	0	

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

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
CHRISTOPHER THOM	08358536	Nominee director	02/01/2023	Cessation
PANKAJ ARORA	08327428	Managing Director	31/03/2023	Cessation
DECLAN MOORE	09035492	Director	02/01/2023	Cessation
Olli Mustonen	09737847	Additional director	03/01/2023	Appointment
Matthew Ward	09737845	Additional director	03/01/2023	Appointment

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS****A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	13/06/2022	8	5	62.5
Extraordinary General Meet	25/07/2022	8	7	87.5
Extraordinary General Meet	21/10/2022	8	7	87.5
Extraordinary General Meet	28/03/2022	8	7	87.5

## B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/05/2022	10	9	90
2	25/07/2022	10	9	90
3	21/10/2022	10	9	90
4	23/01/2022	10	9	90
5	28/03/2023	10	10	100

## C. COMMITTEE MEETINGS

Number of meetings held

21

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	06/05/2022	5	5	100
2	Audit Committee	25/07/2022	5	5	100
3	Audit Committee	21/10/2022	5	4	80
4	Audit Committee	23/01/2022	5	5	100
5	Investment Committee	06/05/2022	9	9	100
6	Investment Committee	25/07/2022	9	9	100
7	Investment Committee	21/10/2022	9	8	88.89
8	Investment Committee	23/01/2022	9	9	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	Nomination & I	06/05/2022	4	4	100
10	Nomination & I	25/07/2022	4	3	75

#### 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	26/07/2023
								(Y/N/NA)
1	Akshay Raheja	5	5	100	5	5	100	No
2	Shobhan Thakur	5	5	100	13	13	100	No
3	VIJAY AGGARWAL	5	4	80	12	12	100	Yes
4	Ameeta Aziz Farooqui	5	3	60	13	10	76.92	Yes
5	ANEETA SUHAG	5	5	100	8	8	100	No
6	VIKAS NEWASKAR	5	5	100	12	12	100	Yes
7	SWARAJ KRISHNAN	5	5	100	12	12	100	Yes
8	Matthew Ward	2	2	100	4	4	100	No
9	Olli Mustonen	2	2	100	2	2	100	Yes
10	PANKAJ AROORA	5	5	100	12	12	100	No

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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	Pankaj Arora	Managing Director	56,220,839	0	0	0	56,220,839
	Total		56,220,839	0	0	0	56,220,839

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	Chandraprakash Ja	Chief Financial C	11,966,464	0	0	0	11,966,464
2	Jigar Shah	Company Secre	4,265,736	0	0	0	4,265,736
	Total		16,232,200	0	0	0	16,232,200

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ameeta Parpia	Independent Dir	0	0	0	500,000	500,000
2	Shobhan Tkakore	Independent Dir	0	0	0	675,000	675,000
3	Vikas Newatia	Independent Dir	0	0	0	650,000	650,000
4	Swaraj Krishnan	Independent Dir	0	0	0	550,000	550,000
	Total		0	0	0	2,375,000	2,375,000

#### 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	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	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

☒ Yes ☐ No

**XIV. 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.

Name

Rachana Shanbaug

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

9297

**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 all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ... 2.10 dated 04/05/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

RAJEEV DOGRA  
Digitally signed by  
RAJEEV DOGRA  
Date: 2023.09.23  
17:18:17 +05'30'

DIN of the director

06554001

**To be digitally signed by**

SHAH JIGAR ASHWIN  
Digitally signed by  
SHAH JIGAR ASHWIN  
Date: 2023.09.23  
17:18:31 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

34571

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

**Attach****Attach****Attach****Attach****List of attachments**

List of Shareholder.pdf  
Note on committee Meetings.pdf  
Raheja QBE\_MGT 8-Final\_Signed.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**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**

**1. List of Shareholders as on March 31, 2023**

Sr. No.	Category	No. of Investors	No. of Shares held	% of Holdings	Paid up Equity (Rs. In lakhs)
<b>A</b>	<b>Promoter &amp; Promoters Group</b>				
<b>A.1</b>	<b>Indian Promoters</b>				
i)	Individuals/HUF (Names of major shareholders):	0	0	0	0
ii)	<b>Bodies Corporate:</b>	<b>6</b>	<b>189273207</b>	<b>51.00</b>	<b>18,927.32</b>
	(i) Prism Johnson Limited * "Rahejas", Mian Avenue, V.P. Road, Santacruz (W), Mumbai - 400054	6	189273207	51.00	18,927.32
<b>A.2</b>	<b>Foreign Promoters</b>				
i)	Individuals/HUF (Names of major shareholders):	0	0	0	0
ii)	<b>Bodies Corporate:</b>	<b>2</b>	<b>18,18,50,726</b>	<b>49.00</b>	<b>18,185.07</b>
	(i) QBE Holdings (AAP) Pty. Ltd. Level 18, 388 Geogre Street, Sydney, New South Wales, Australia	1	134240726	36.17	12,424.07
	(ii) QBE Asia Pacific Holdings Ltd 33/F, Oxford House, Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong	1	47610000	12.83	4,761.00
	<b>Total [A.1 + A.2]</b>	<b>8</b>	<b>37,11,23,933</b>	<b>100</b>	<b>37,112.39</b>

\*includes 5 shares each held jointly by individuals

**2. List of Debenture Holders as on March 31, 2023**

Sr. No.	Category	No. of Investors	No. of Shares Held	% of Holdings	Amount - INR
NIL					

For Raheja QBE General Insurance Company Limited


**Jigar Shah**
**Company Secretary, Chief Compliance & Risk Officer**
**Membership No.: A34571**
**5th Floor, A Wing, Fulcrum, IA Project Road,  
Sahar, Andheri East, Mumbai - 400059**






**D A Kamat & Co**  
Company Secretaries  
Website: [csdakamat.com](http://csdakamat.com)

**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 **RAHEJA QBE GENERAL 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 31st March 2023. 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 therein;
3. The Company has filed all the necessary e-forms and returns as stated in the Annual Return with the Registrar of Companies with normal fees/additional fees wherever applicable.
4. The Company has duly called/ convened/ held meetings of Board of Directors and the meetings of the members of the Company on dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings of the meetings have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed.
5. The Company was not required to closed the Register of Members during the year under review;
6. The Company has not given any advanced loans to its directors and/or persons or firms or companies referred in section 185 of the Act during the financial year 2022-23;



7. The contracts and arrangements entered into with related parties during financial year 2022-23 are in the ordinary course of business and at arm's length basis;

8 (i) The Company has increased its Authorised Share Capital from Rs. 298,00,00,000/- to Rs. 309,00,00,000/- at the Extra Ordinary General Meeting held on July 25, 2022 and from Rs. 309,00,00,000/- to Rs. 372,00,00,000/- at the Extra Ordinary General Meeting held on October 21, 2022. The Company has altered its Memorandum and Articles of Association in this respect and complied with the provisions of the Act.

(ii) During the Financial Year ended on 31st March 2023 the company had allotted 1,20,73,462 (One Crore Twenty Lakhs Seventy Three Thousand Four Hundred and Sixty Two ) Equity shares of Rs. 10/- each at a premium of Rs. 19 by way of right issue on 24th August 2022. Additionally the Company had allotted 6,30,09,155( Six crore Thirty Lakhs Nine Thousand One Hundred and Fifty Five ) Equity shares of Rs. 10/- each at par by way of Right issue on 17th November 2022.

9. During the year under review, the Company has not declared dividend or has not issued any Bonus Shares. The Company has not undertaken any buy back of securities or redemption of preference shares or debentures/ alteration or reduction of share capital;

11. The Company was not required to transfer unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

12. The Company has complied with the provisions in respect of signing of Audited Financial statement and Directors Report as per the applicable Companies Act, 2013 for financial year ending 31st March, 2023;

13. The Board of Directors of the Company is duly constituted during the year. Further the changes in the composition of the board of directors are as stated in Annual Return;

14. The Company has re- appointed M/s. Sudit K. Parekh & Co. LLP as the Joint Statutory Auditor for a period of 5(five) years from FY 2022-23 to FY 2026-27 at its Annual General Meeting of the Company held on 13<sup>th</sup> June 2022, Further, the Company has also appointed M/s. Shah Gupta & Co. as the Joint Statutory Auditors for a period of 5 years from FY 2018-19 to FY 2022-23;

15. During the year under review, the Company has not accepted/renewed/ repayment of any deposits as per Section 73 of the Companies Act, 2013;



**D A Kamat & Co**  
Company Secretaries  
Website: [csdakamat.com](http://csdakamat.com)

16 During the year under review, the Company has not borrowed any funds from its directors, members, public financial institutions, banks. However in accordance with the order dated 15th March 2019, passed by the Hon. Supreme court of India in SLP No-D-2370 of 2017, the Company was required to provide a Bank Guarantee from ICICI Bank of Rs. 5,00,000 (Rupees Five Lakhs Only) to Brihanmumbai Municipal Corporation ("BMC") along with the application seeking development permission for undertaking internal fit out plan with addition / alteration and amalgamation of offices at 5th Floor, A Wing, Fulcrum, IA Project Road, Sahar, Andheri East, Mumbai - 400059. The Bank Guarantee was required to ensure faithful compliance of Waste Management Plan / Debris Management Plan approved by the BMC (Construction and Demolition Waster Management Plan). Hence, the Company has created a charge of Rs. 5,00,000 (Rupees Five Lakhs) on the Fixed deposits of the Company The Charge was registered with the Ministry of Corporate Affairs vide charge identification number: 100613236, which was created on 17th August 2022.;

17. The Loans and investments or guarantees undertaken by the Company are within the limits specified in Section 186 of the Companies Act, 2013;

18. During the year under review, the Company was not require to obtain any approvals from the Statutory Authorities under the provisions of the Companies Act, 2013.

RACHANA  
HARSHAL  
SHANBHAG

Digitally signed by  
RACHANA HARSHAL  
SHANBHAG  
Date: 2023.09.23  
15:10:33 +05'30'

**Place: Mumbai**  
**Date: 23.09.2023**

**Signature:**  
**Name of Company Secretary in practice:**  
**Rachana Shanbhag**  
**Partner, D. A. Kamat & Co.**  
**C.P. No.: 9297**  
**UDIN: F008227E001069166**

To  
The Registrar of Companies  
100, Everest Building  
Marine Drive

Dear Sir/Madam,

We wish to inform that the number of Committee Meetings held during the financial year 2022-23 were 21. However, due to space constraint under point IX (c) of Form MGT-7, we are unable to incorporate details of all the meetings of Committee held during the financial year 2022-23. Hence, please find below the details of Committee meetings in addition to the details mentioned in Form MGT-7 under point IX (c).

Sr. No.	Type of Meeting	Date of Meeting	Total Number of members as on the date of meeting	Attendance	
				Number of members attended	% of Attendance
11	Nomination & Remuneration Committee	21/10/2022	4	4	100
12	Nomination & Remuneration Committee	23/01/2023	4	4	100
13	Nomination & Remuneration Committee	28/03/2023	4	4	100
14	Risk Management Committee	06/05/2022	8	8	100
15	Risk Management Committee	25/07/2022	8	7	87.5
16	Risk Management Committee	21/10/2022	8	8	100
17	Risk Management Committee	23/01/2022	8	7	87.5
18	Protection of Policyholder Committee	06/05/2022	5	5	100
19	Protection of Policyholder Committee	25/07/2022	5	5	100
20	Protection of Policyholder Committee	21/10/2022	5	5	100
21	Protection of Policyholder Committee	23/01/2022	5	5	100

For Raheja QBE General Insurance Company Limited



**Jigar Shah**  
Company Secretary, Chief Compliance & Risk Officer  
Membership No.: A34571  
5th Floor, A Wing, Fulcrum, IA Project Road,  
Sahar, Andheri East, Mumbai - 400059

