

July 17, 2020

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

BSE Scrip Code: 540767

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

NSE Scrip Symbol: NAM-INDIA

Dear Sir/ Madam,

Sub.: Submission of Consolidated Scrutinizer's Report (Remote E-voting and E-voting during AGM)

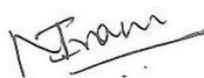
Please find enclosed the Consolidated Scrutinizer's Report (Remote E-voting and E-voting during AGM) with respect to the 25th Annual General Meeting of the Company.

Please take the same on your record.

Thanking you.

Yours faithfully,

For Nippon Life India Asset Management Limited
(formerly **Reliance Nippon Life Asset Management Limited**)



Nilufer Shekhawat
Company Secretary & Compliance Officer

Encl.: As Above

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.: +91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

CONSOLIDATED SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 and applicable Rules and Regulation 44 of the SEBI
(Listing Obligations & Disclosure Requirements) Regulations, 2015]**

To,

The Chairman of 25th Annual General Meeting ("AGM") of the Equity Shareholders of Nippon Life India Asset Management Limited (Formerly known as Reliance Nippon Life Asset Management Limited) held on Friday, July 17, 2020 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Nippon Life India Asset Management Limited** (the "Company") for the purpose of:

- a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020 and the provisions of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in respect of the all the resolutions contained in the notice to the AGM; and
- b. Scrutinizing the e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.

The management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting for the AGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the Notice of the AGM based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), appointed by the Company to provide remote e-voting and e-voting conducted during the AGM.

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I submit herewith my combined report on the results of remote e-voting conducted before the AGM and e-voting conducted during the AGM as under:

1. The remote e-voting period remained open from 09:00 a.m. IST Monday, July 13, 2020 to 05:00 p.m. IST Thursday, July 16, 2020.
2. The Annual Report, the Notice of the AGM and the e-voting instruction slip was sent by electronic mode to those Members whose e-mail addresses were registered with the Company or CDSL / NSDL ("Depositories").
3. The voting rights were reckoned as on Wednesday, July 8, 2020, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the AGM.
4. The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.
5. After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on July 17, 2020 at 12.35 PM in the presence of two witnesses, namely Ms. Bhavyata Acharya and Ms. Darshita Waghela, who were not in employment of the Company.
6. Thereafter, we have scrutinized the votes cast through remote e-voting conducted before the AGM and e-voting conducted during the AGM and reconciled the same with the records maintained by the Company/ NSDL/ Registrar and Transfer Agents of the Company.
7. The combined result of remote e-voting and e-voting during AGM are as under.

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Results of Remote E-Voting and E-Voting during the AGM of Nippon Life India Asset Management Limited

Ordinary Business:

Item No: 1

To consider and adopt:

- i) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and that of the Auditors thereon; and
- ii) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon.

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	406	509147737	27	59943	433	509207680	100
Votes against the resolution	8	546	0	0	8	546	0
Total	414	509148283	27	59943	441	509208226	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	Nil	Nil	Nil	Nil
E-voting at the AGM	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM has been passed with requisite majority.

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Item No: 2

To confirm the payment of Interim Dividend of Rs. 3 per equity share and to declare a Final Dividend of Rs. 2 per equity share for the financial Year 2019-20.

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percent-age (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	405	509147471	27	59943	432	509207414	100
Votes against the resolution	10	843	0	0	10	843	0
Total:	415	509148314	27	59943	442	509208257	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	Nil	Nil	Nil	Nil
E-voting at the AGM	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM has been passed with requisite majority.

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Item No: 3

To appoint a director in place of Mr. Akira Shibata (DIN 08107588), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percent-age (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	384	507867404	27	59943	411	507927347	99.81
Votes against the resolution	28	977866	0	0	28	977866	0.19
Total	412	508845270	27	59943	439	508905213	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	Nil	Nil	Nil	Nil
E-voting at the AGM	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM has been passed with requisite majority.

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Special Business:

Item No: 4

Appointment of Mr. Kazuyuki Saigo as a Non-executive Non-independent Director

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	396	508844235	26	59933	422	508904168	100
Votes against the resolution	16	1035	1	10	17	1045	0
Total	412	508845270	27	59943	439	508905213	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of votes casted	No. of members	No. of votes
Remote e-voting	Nil	Nil	Nil	Nil
E-voting at the AGM	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM has been passed with requisite majority.

**M Siroya and Company
Company Secretaries**

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The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

**For M Siroya and Company
Company Secretaries**

MUKESH
KUMAR
SIROYA

Digitally signed by MUKESH KUMAR SIROYA
DN: cn=MUKESH KUMAR SIROYA, o=M Siroya and Company, email=siroyam@gmail.com, c=IN
Reason: I am the signatory for the document
Date: 2020.07.17 10:20:58 +05'30'

**Mukesh Siroya
Company Secretary
Membership No. FCS 5682;
CP No. 4157
UDIN: F005682B000469354**

**Place: Mumbai
Date: July 17, 2020**

**Countersigned
For Nippon Life India Asset Management Limited**



**Nilufer Shekhawat
Company Secretary & Compliance Officer**

**Place: Mumbai
Date: July 17, 2020**