

Name of the Entity: **HDFC Standard Life Insurance Company Limited**

1. Quarter Ending: **September 30, 2018**

<b>I. Composition of Board of Directors</b>								
Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) <sup>&amp;</sup>	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including HDFC Standard Life Insurance Company Limited (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Relationship Committee(s) including HDFC Standard Life Insurance Company Limited (Refer Regulation 26(1) of Listing Regulations)	# No of post of Chairperson in Audit/ Stakeholder Relationship Committee held in listed entities including HDFC Standard Life Insurance Company Limited (Refer Regulation 26(1) of Listing Regulations)
Mr.	Deepak Parekh	AAOPP9668B 00009078	Chairman - Nominee Director	August 14, 2000	--	3	5	2
Sir	Gerald Grimstone	N.A. 01910890	Nominee Director	April 1, 2013	--	0	0	0
Mr.	Keki Mistry	AAFPM0331B 00008886	Nominee Director	December 20, 2000	--	1	8	4
Mr.	Norman Keith Skeoch	N.A. 00165850	Nominee Director	November 2, 2005	--	0	0	0

Ms.	Renu Karnad	AAEPK2992H	Nominee Director	January 25, 2006	--	2	6	2
		00008064						
Dr.	Jamshed J Irani	AAFPI1888M	Independent Director	August 11, 2017	August 11, 2017- August 10, 2022	3	2	1
		00311104						
Mr.	AKT Chari	ABJPC5571E	Independent Director	August 4, 2017	August 4, 2017- August 3, 2022	1	6	1
		00746153						
Mr.	VK Viswanathan	AHPV7308P	Independent Director	April 25, 2014	April 25, 2014 – April 24, 2019	5	10	5
		01782934						
Mr.	Prasad Chandran	AACPC5766H	Independent Director	April 25, 2014	April 25, 2014 – April 24, 2019	2	4	1
		00200379						
Mr.	Sumit Bose	AAYPB9260F	Independent Director	July 19, 2016	July 19, 2016 – July 18, 2021	4	5	2
		03340616						
Mr.	Ranjan Mathai	AAKPM5046L	Independent Director	July 22, 2016	July 22, 2016 – July 21, 2021	2	1	0
		07572976						
Mr.	Ketan Dalal	AAAPD4399P	Independent Director	July 17, 2017	July 17, 2017- July 16, 2022	2	3	0
		00003236						
Ms.	Vibha Padalkar	AAAPP4403G	Managing Director and CEO	September 12, 2018**	--	1	3	1
		01682810						
Mr.	Suresh Badami	AAKPB7913M	Executive Director	September 17, 2018***	--	--	--	--
		08224871						

Mr	James Aird	N.A.	Alternate Director to Mr Norman Keith Skeoch	August 23, 2018	--	0	2	0
		01057384						
Mr	Rushad Abadan	N.A.	Alternate Director to Sir Gerry Grimstone	July 20, 2018	--	0	0	0
		08035538						

\*\*Appointed as Managing Director and Chief Executive Officer by the Board of Directors w.e.f September 12, 2018.

\*\*\*Appointed as Executive Director by the Board of Directors w.e.f September 17, 2018.

\$PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen  
\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.  
#Chairmanship of both Listed and Unlisted Public Companies are considered as per Regulation 26(1) of Listing Regulations.

#### II. Composition of Committees

Name of Committee	Name of Committee Members	Category(Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	Mr. VK Viswanathan	Chairman of Audit Committee - Independent Director
	Mr. Keki Mistry	Nominee Director – Non Executive Director
	Mr. Prasad Chandran	Independent Director
	Ms. Renu Karnad	Nominee Director – Non Executive Director
	Mr. Sumit Bose	Independent Director
	Mr. Ketan Dalal	Independent Director
	Mr. AKT Chari	Independent Director
	Dr. Jamshed J Irani	Independent Director
	One Standard Life Mauritius Representative	Nominee Director – Non Executive Director
2. Nomination & Remuneration Committee	Mr. Ranjan Mathai	Chairman of Nomination & Remuneration Committee - Independent Director
	Mr. VK Viswanathan	Independent Director
	Mr. Prasad Chandran	Independent Director
	Ms. Renu Karnad	Nominee Director – Non Executive Director

	Mr. Keki Mistry	Nominee Director – Non Executive Director
	One Standard Life Mauritius Representative	Nominee Director – Non Executive Director
	Mr. Sumit Bose	Independent Director
	Mr. AKT Chari	Independent Director
	Dr. Jamshed J Irani	Independent Director
3. Stakeholders Relationship Committee	Mr. Keki Mistry	Chairman of Stakeholders Relationship Committee - Nominee Director
	Mr. AKT Chari	Independent Director
	Ms Vibha Padalkar	Managing Director and CEO
4. Risk Management Committee#	Ms Renu Sud Karnad	Chairperson of Risk Management Committee - Nominee Director – Non Executive Director
	Mr. VK Viswanathan	Independent Director
	Mr. Sumit Bose	Independent Director
	Mr Ranjan Mathai	Independent Director
	Ms Vibha Padalkar*	Managing Director and CEO
	Mr Ketan Dalal	Independent Director

\*With no right to vote

# Observer: One Standard Life Mauritius Representative with no right to vote

<sup>§</sup>Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

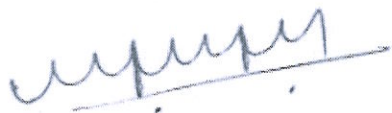
<b>III. Meetings of Board of Directors</b>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
April 18, 2018	July 20, 2018 & September 12, 2018	92 & 53	
<b>IV. Meetings of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee</b>			

July 20, 2018	Yes	April 18, 2018	92
<b>Nomination &amp; Remuneration Committee</b>			
September 12, 2018	Yes	N.A	N.A
<b>Stakeholders Relationship Committee</b>			
N.A	N.A	N.A	N.A
<b>Risk Management Committee</b>			
July 20, 2018	Yes	April 18, 2018	92
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<i>Subject</i>		<i>Compliance Status (Yes/No/NA)</i>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
Note:			
<ol style="list-style-type: none"> <li>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>2. If status is "No" details of non-compliance may be given here.</li> </ol>			

<b>VI. Affirmations:</b>
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities)</li> </ol> </li> <li>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> </ol>

5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

**Name & Designation**



**Narendra Gangan**

**EVP, Company Secretary and Head – Compliance & Legal**

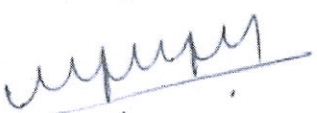
**Date: October 11, 2018**

**Place : Mumbai**

**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.

**Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)<sup>refer</sup></b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><b>Name &amp; Designation</b></p>  <p><b>Narendra Gangan</b>  <b>EVP, Company Secretary and Head – Compliance &amp; Legal</b>  <b>Date: October 11, 2018</b>  <b>Place : Mumbai</b></p>		