HDFC Standard Life Insurance Company Limited

NOTICE TO MEMBERS

NOTICE is hereby given that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of Members, by way of postal ballot, which includes voting by electronic means ("e-voting"). In respect of the following Ordinary and Special Resolutions as set out in the Postal Ballot Notice dated November 22, 2018 ("Postal Ballot Notice").

1. Appointment of Ms Vibha Padalkar (DIN: 01682910) as the Managing Director & Chief Executive Officer of the Company
2. Appointment of Mr. Suresh Badami (DIN: 08224671) as the Whole-Time Director of the Company (designated as Executive Director)

In case of any difficulty, please contact the Company at 3rd Floor, Lodha Excelus, Apollo Mills Compound, N.M. Joshi Marg, Mahalaxmi, Mumbai - 400 011. The result of the Postal Ballot along with the scrutineer's report shall also be displayed on the Company's website viz. https://www.hdfclife.com and on Karvy's website viz. https://evoting.karvy.com and will also be announced to the Stock Exchanges where the shares of the Company are listed.

For HDFC Standard Life Insurance Company Limited

Sd/-

Narendra Gangan
EVP, Company Secretary &
Head - Compliance & Legal

Date: December 2, 2018
Place: Mumbai
NOTICE TO MEMBERS

NOTICE is hereby given that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of Members, by way of postal ballot, which includes voting by electronic means (“e-voting”), in respect of the following Ordinary and Special Resolutions as set out in the Postal Ballot Notice dated November 22, 2018 (“Postal Ballot Notice”).

1. Appointment of Ms Vibha Padalkar (DIN: 01682610) as the Managing Director & Chief Executive Officer of the Company
2. Appointment of Mr Suresh Badami (DIN: 08224871) as the Whole-Time Director of the Company (designated as Executive Director)
3. Change of Name of the Company from “HDFC Standard Life Insurance Company Limited” to “HDFC Life Insurance Company Limited” and consequential alteration to Memorandum of Association and Articles of Association of the Company

The Company has completed dispatch of the Postal Ballot Notice together with Ballot Form and postage pre-paid business reply envelope on December 2, 2018 to all the members whose name appears in the Register of Members / List of Beneficial Owners as on Friday, November 23, 2018 (“Cut off date”) (a) through electronic mail to the members whose e-mail IDs are registered in the records of the depository participants and the Company’s Registrar & Transfer Agent (b) through physical mode, along with a postage-prepaid self-addressed Business Reply Envelope to the other members whose e-mail IDs are not registered for seeking approval of members of the Company by Postal Ballot including voting by electronic means, for above mentioned resolutions.

The Company has engaged Karvy Fintech Private Limited ("Karvy") to provide e-voting facility. The procedure for e-voting is outlined in the Postal Ballot Notice.

A person whose name appears in the Register of Members / List of Beneficial Owners as on Cut off date shall be entitled to vote through Postal Ballot / e-voting process on the Resolutions set out in the Postal Ballot Notice. Any person who is not a Member on the Cut off date, shall treat this notice for information purpose only.

Other details are as under:

1. The voting through postal ballot and e-voting will commence from Monday, December 3, 2018 (9:00 a.m. IST) and remain open up to Tuesday, January 1, 2019 (5:00 p.m. IST). Postal Ballot Forms received after 5:00 p.m. IST on Tuesday, January 1, 2019, shall be treated as if the reply from the Member has not been received and will be considered as invalid. E-voting will be blocked by Karvy at 5:00 p.m. on January 1, 2019. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

2. The Members can opt for only one mode of voting i.e., either by Postal Ballot or e-voting. In case Members cast their vote(s) through both the modes, then voting done by e-voting shall prevail and votes cast through Postal Ballot will be treated as invalid.

3. Member who has not received the Postal Ballot Form or who have received the same by e-mail and who wish to vote through Ballot Form may download the Ballot Form attached to the e-mail or from the web link: https://evoting.karvy.com or from the Company’s website viz, https://www.hdfclife.com where the Postal Ballot Notice is displayed or obtain duplicate Postal Ballot Form by applying to Company at investor.service@hdfclife.com or to Karvy at rajendra.vkarvy.com and send the duly completed and signed Ballot Form to the Scrutinizer, Mr Surjan Singh Rautan, Practicing Company Secretary so as to reach not later than 5:00 p.m. (IST) on January 1, 2019.

4. In case of any query/grievance, in respect of the voting by Postal Ballot including e-voting, Members may refer to Help & FAQ’s section / E-voting user manual available at the “Downloads” section of Karvy’s website: https://evoting.karvy.com or contact Mr. Rajendra Prasad V, Manager – Corporate Registry at Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot No 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, Telangana or at email address: rajendra.vkarvy.com or contact no. +91 40 6718 1500 or Karvy’s toll free No. 1800-345-4001 (from 9.00 a.m. (IST) to 6.00 p.m. (IST)).

5. The results of the Postal Ballot and e-voting will be declared by Chairman or any person authorised by the Chairman of the Company at 4:00 p.m. on Thursday, January 3, 2019 at the registered office of the Company situated at 13th Floor, Lodha Excelus, Apollo Mills Compound, N.M. Joshi Marg, Mahalaxmi, Mumbai - 400 011. The result of the Postal Ballot along with the scrutinizer’s report shall also be displayed on the Company’s website viz, https://www.hdfclife.com and on Karvy’s website viz. https://evoting.karvy.com and will also be announced to the Stock Exchanges where the shares of the Company are listed.

For HDFC Standard Life Insurance Company Limited

Sd/-
Narendra Gangan
EVP, Company Secretary &
Head - Compliance & Legal

Date: December 2, 2018
Place: Mumbai