

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

U66000HR2007PLC052028

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCD6557A

(ii) (a) Name of the company

PRAMERICA LIFE INSURANCE L

(b) Registered office address

4TH FLOOR, BUILDING NO. 9, TOWER B,
CYBER CITY, DLF CITY PHASE III
GURAGAON
Haryana
122002

(c) *e-mail ID of the company

mayank.goel@pramericalife.in

(d) *Telephone number with STD code

911244697000

(e) Website

www.pramericalife.in

(iii) Date of Incorporation

25/06/2007

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM 22/12/2021

(b) Due date of AGM 30/09/2021

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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension T40297954

Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2021

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 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	2,000,000,000	374,061,867	374,061,867	374,061,867
Total amount of equity shares (in Rupees)	20,000,000,000	3,740,618,670	3,740,618,670	3,740,618,670

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,000,000,000	374,061,867	374,061,867	374,061,867
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,000,000,000	3,740,618,670	3,740,618,670	3,740,618,670

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	374,061,867	374061867	3,740,618,670	3,740,618,670	

Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	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 <div></div>						
Decrease during the year	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 <div></div>						
At the end of the year	0	374,061,867	374,061,867	3,740,618,618	3,740,618,618	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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 <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Redemption 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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(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		<input type="text"/>	
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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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			
	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

Particulars	Number of units	Nominal value per unit	Total value
Total			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

9,936,005,000

(ii) Net worth of the Company

10,024,756,046

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	3	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	2	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)	374,061,862	100	0	
10.	Others	0	0	0	
	Total	374,061,867	100	0	0

Total number of shareholders (promoters)

7

(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	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

7

**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	7	7
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
A. Promoter	0	5	0	5	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	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
Total	1	8	1	8	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

(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)
ABHIJIT SEN	00002593	Director	0	
SUNJOY JOSHI	00449318	Director	0	
SUNIL KUMAR BANSA	00713868	Director	0	30/11/2021
ANOO P KUMAR PABB	01175230	Managing Director	0	09/04/2021
SINDHUSHREE KHULL	01493839	Director	0	
PAVAN DHAMIJA	03393943	Director	0	
RAM MOHAN KRISHNA	02664787	Director	0	30/11/2021
NITIN GUPTA	03316274	Director	0	18/07/2021
JAMES WAYNE WEAK	07922964	Director	1	
ALOK MEHROTRA	ABQPM7719P	CFO	0	
MAYANK GOEL	AAJPG3844M	Company Secretar	0	

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

7

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)
JAN VAN DEN BERG	01776246	Director	30/04/2020	Cessation
PAVAN DHAMIJA	03393943	Additional director	30/04/2020	Appointment
ABHIJIT SEN	00002593	Director	29/09/2020	Change in Designation
SUNIL KUMAR BANSA	00713868	Director	29/09/2020	Change in Designation
KRISHNAMURTHY RAI	02664787	Director	29/09/2020	Change in Designation
JAMES WAYNE WEAK	07922964	Director	29/09/2020	Change in Designation
PAVAN DHAMIJA	03393943	Director	29/09/2020	Change in Designation

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

1

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	29/09/2020	7	4	57.14

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2020	9	9	100
2	26/08/2020	9	9	100
3	23/09/2020	9	9	100
4	09/10/2020	9	7	77.78
5	11/11/2020	9	9	100
6	23/12/2020	9	8	88.89
7	27/01/2021	9	8	88.89
8	11/02/2021	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

29

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	With Profit Cor	26/05/2020	5	5	100
2	Investment Co	27/05/2020	8	8	100
3	Asset Liability	27/05/2020	7	7	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
4	Policyholder P	27/05/2020	5	5	100
5	Risk Manager	27/05/2020	4	4	100
6	Audit and Cor	28/05/2020	5	5	100
7	Corporate Soc	28/05/2020	5	5	100
8	Nomination an	29/05/2020	4	4	100
9	Audit and Cor	26/08/2020	5	5	100
10	Investment Co	22/09/2020	8	8	100

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	22/12/2021
								(Y/N/NA)
1	ABHIJIT SEN	8	8	100	8	8	100	No
2	SUNJOY JOS	8	8	100	16	16	100	No
3	SUNIL KUMAR	8	8	100	20	20	100	No
4	ANOOP KUMAR	8	5	62.5	15	15	100	No
5	SINDHUSHREE	8	8	100	6	6	100	No
6	PAVAN DHAM	8	7	87.5	0	0	0	Yes
7	RAM MOHAN	8	8	100	8	8	100	No
8	NITIN GUPTA	8	8	100	21	21	100	No
9	JAMES WAYNE	8	8	100	28	28	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	Anoop Kumar Pabb	Managing Direct	67,083,421	0	0	0	0
	Total		67,083,421	0	0	0	0

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	MAYANK GOEL	COMPANY SEC	5,203,419	0	0	0	0
2	ALOK MEHROTRA	CHIEF FINANC	15,086,989	0	0	0	0
	Total		20,290,408	0	0	0	0

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUNJOY JOSHI	NON-EXECUTIV	2,080,000	0	0	0	0
2	NITIN GUPTA	NON-EXECUTIV	2,480,000	0	0	0	0
3	SINDHUSHREE KH	NON-EXECUTIV	1,280,000	0	0	0	0
4	ABHIJIT SEN	NON-EXECUTIV	1,440,000	0	0	0	0
5	RAM MOHAN KRIS	NON-EXECUTIV	1,440,000	0	0	0	0
6	SUNIL KUMAR BAN	NON-EXECUTIV	2,400,000	0	0	0	0
	Total		11,120,000	0	0	0	0

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
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(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

ADITI AGARWAL

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

10512

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. ... 73.13 dated 09/04/2021

(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:

- 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.
- 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

Kalpna
Bharat
Sampat
Digitally signed by
Kalpana Bharat
Sampat
Date: 2022.02.22
11:34:50 +05'30'

DIN of the director

07238015

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

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 Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Shareholders.pdf
MCA Clarification Letter.pdf
List of Committee Meetings.pdf
Approval letter of extension of financial year
MGT_8_Primerica.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

IX. C. COMMITTEE MEETINGS

S. No.	Type of meeting	Date of meeting	Total No. of Members as on the date of the meeting	Attendance	
				No. of Members attended	% of attendance
11	Asset Liability Management Committee	22/09/2020	7	7	100
12	Policyholder Protection Committee	22/09/2020	5	5	100
13	Risk Management Committee	22/09/2020	4	4	100
14	Audit and Compliance Committee	23/09/2020	5	5	100
15	Nomination and Remuneration Committee	23/09/2020	4	4	100
16	Audit and Compliance Committee	28/09/2020	5	5	100
17	Investment Committee	10/11/2020	8	8	100
18	Asset Liability Management Committee	10/11/2020	7	7	100
19	Policyholder Protection Committee	10/11/2020	5	5	100
20	Risk Management Committee	10/11/2020	4	4	100
21	Audit and Compliance Committee	11/11/2020	5	5	100
22	Nomination and Remuneration Committee	23/12/2020	4	4	100
23	Nomination and Remuneration Committee	27/01/2021	4	4	100
24	Investment Committee	10/02/2021	8	8	100
25	Asset Liability Management Committee	10/02/2021	7	7	100
26	Policyholder Protection Committee	10/02/2021	5	5	100
27	Risk Management Committee	10/02/2021	4	4	100
28	Audit and Compliance Committee	11/02/2021	5	5	100
29	Corporate Social Responsibility Committee	11/02/2021	5	5	100



Pramerica Life Insurance Limited
(Erstwhile DHFL Pramerica Life Insurance Company Ltd.)

Registered Office & Communication Address: 4th Floor, Building No. 9, Tower-B, Cyber City, DLF City Phase III, Gurgaon 122002, Haryana.
CIN: U66000HR2007PLC052028 Tel.: 0124 - 4697000, Fax: 0124 - 4697100/7200, E-mail: contactus@pramericalife.in, Website: www.pramericalife.in