

digit



ANNUAL REPORT 2019

Go Digit General Insurance Ltd

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Message from Prem Watsa

Digit Insurance's growth last year has been phenomenal. And I attribute this to their relevant and unique Mission to Make Insurance Simple. They have been working on simplifying processes, customizing products and getting more transparency in the system. At Fairfax, we believe in the power of values and feel if Digit continues imbining values like Transparency & Questioning the Status Quo, they will soon revamp the Indian Insurance Industry. And I, as their supporter, am looking forward to what the coming year has in store for them. We wish to take their platform to other countries too...

All the very best to Kamesh and his team!

Digit's Simplicity Journey Till Now

What was the problem Digit Insurance set out to solve?

One of the biggest issues in the insurance industry is that it is mistrusted by people. Terms and conditions that are written to maintain clarity are indeed looked with a sceptical or a helpless eye. 'Why does this industry, that should thrive on trust, be so full of agony and discomfort?'. This introspection led to Digit's mission to 'Make Insurance Simple'.

For a lot of people in India, this sounded like an oxymoron, 'Simple and insurance? Nahhh' Well, for Digit, that's where the opportunity lied. If there is one thing that would truly make a difference to people in the insurance context, it is busting complexity and bringing in the simpler insurance.

How are we 'Simplifying Insurance'?

Simplicity is a journey and we are doing the below to make it happen!

- **Simple Insurance that Even 15-year-olds Understand**

All our documents are written in simple English, with as less jargons as possible. We also create 2-pager Summary documents for all our products which explain the What's Covered, What's Not Covered and Claims Processes in simple English again. Not just that, our summary documents are tested with 15-year old kids. Only if they approve them to be simple, we send them to our consumers.

Watch the experiment here- <https://www.youtube.com/watch?v=fW7XWMJp65I>



- **Customized Products**

We believe in making customized solutions for customers. For example, if someone only wants their phone screen covered, they don't need to buy the whole package that includes theft and all types of damages, they can choose to only protect their screen. Additionally, we innovated the pay-out structure for these plans by making them flat benefit products. For example, if a damage occurs, the customer automatically gets a flat 20% of the invoice value of their phone. This is because we understand that a screen replacement costs approximately 20% of the value of the phone and people would rather avoid the claims negotiation process and enjoy the simplicity of this benefit. Simple terms, simple pay out.

This results in faster claim payouts as well. See below:

Turn Around Time for Claims

The number of days taken to close a claim since it has been registered until payment, that means including repair time:

| | |
|----------------------|---------|
| Pvt Car | 13 days |
| Two Wheeler | 12 days |
| Commercial Vehicle | 16 days |
| Mobile | 8 days |
| Shop | 19 days |
| Domestic Travel | 8 days |
| International Travel | 17 days |



Time Period: Nov '18 – Mar'19

- Real benefits- Products that can be bought for One's Own Family**

People sometimes think they are covered for a loss, only to realize they're not actually covered when they go to make a claim. This was our next challenge to be simplified.

In the travel insurance industry, there are claims terms that include six-hour flight delay and six-hour checked-in baggage delay. These claim terms are rarely met because the flight is typically cancelled before then.

At Digit, we believe in making products and terms that we would like for themselves and their families, therefore, we launched a starting from 75-minute flight delay benefit and a two-hour checked-in baggage delay benefit, and these occur much more often.

58% of our domestic travel claims to be settled in 24 hours and our avg. time taken for claim settlement for the same being 2 days.

- Processes that trust people**

No simplicity will be felt if the processes remain tough. And one reason why the processes in insurance are full of checks is because they are made for fraudulent cases. We flipped this and said how would the processes look like for genuine customers. Without any hard-copies? Completely digital? Do-It-Yourself?

Yes, so that's how we simplified processes.

Here are a few examples:

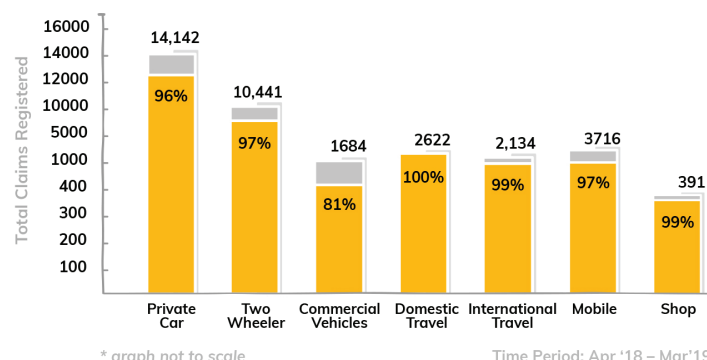
- 100% of Digit's flight delay claims are automated**

If a flight is delayed beyond a stipulated time, an SMS is auto-triggered for a claim and people only need to send their boarding pass to receive the payment.

- Cut down Claims Inspection process from 7 days to 7 min**

Even for motor and mobile claims, instead of people waiting for a third-party inspection, we empower people to go for a self-inspection. This cuts down both operational costs for us and time for the customer. To give you an idea, the inspection time for car claims is 7 days on an average but our process takes 7 min.

With these processes, we have closed more than 35,000 claims this year with the below healthy Claim Settlement Ratios.



List of Board of Directors

| SL.NO | Name of the Person | DIN | Designation |
|-------|-------------------------|----------------|---------------------------|
| 1 | Mr. Kamesh Goyal | (DIN 01816985) | Chairman |
| 2 | Mr. Chandran Ratnaswami | (DIN 00109215) | Non-Executive Director |
| 3 | Mr. Rajendra Beri | (DIN 03177323) | Independent Director |
| 4 | Dr. Vandana Gupta | (DIN 07790005) | Independent Director |
| 5 | Mr. Vijay Kumar | (DIN 05263010) | CEO and Principal Officer |
| 6 | Mr. Sameer Bakshi | (DIN 07634138) | Non-Executive Director |

A little about them



Mr. Kamesh Goyal | Chairman

- 30+ years of experience in the Insurance space across the globe
- Has been the CEO of Bajaj Allianz General & Life Insurance businesses, CEO for Allianz business in Asia, Head of Allianz Group's Planning and Performance Management
- His last assignment was as Head of Allianz's Asset Management Business Division based in Munich, Germany



Mr. Chandran Ratnaswami | Non-Executive Director

- 26+ years of experience in Investment Management
- Currently, Mr. Chandran is the CEO of Fairfax India Holdings Corporation (Listed on Toronto Stock Exchange) and Managing Director of Hamblin Watsa Investment Council



Mr. Rajendra Beri | Independent Director

- 46+ years of experience in General Insurance space
- Held various senior positions and was the Chairman cum Managing Director of New India Assurance Company from 2002 to 2005



Dr. Vandana Gupta | Independent Director

- 32+ years of experience in the medical field (MBBS and MD in Pathology)
- Worked as a Consultant in private hospitals from 1983 to 2015



Mr. Vijay Kumar | CEO and Principal Officer

- He is an experienced business leader in the insurance space
- He was the President of Motor Business at Bajaj Allianz General Insurance



Mr. Sameer Bakshi | Non-Executive Director

- 14+ years of experience
- Has held various senior positions like, Head – Legal and Compliance, Company Secretary and Chief Risk Officer at Bajaj Allianz Life Insurance Company Limited and at Go Digit General Insurance Limited.

Top Management Executives

| SL.NO | Designation | Name of the Person |
|-------|--------------------------------------|----------------------|
| 1 | Chief Financial Officer | Mr. Ravi Khetan |
| 2 | Chief Investment Officer | Mr. Parimal Heda |
| 3 | Chief Distribution Officer | Ms. Jasleen Kohli |
| 4 | Head- Marketing | Mr. Vivek Chaturvedi |
| 5 | Chief Risk Officer | Mr. Rajeev Singh |
| 6 | Chief Compliance Officer | Ms. Rasika Kuber |
| 7 | Appointed Actuary | Mr. Adarsh Agarwal |
| 8 | Vice President - Customer Experience | Mr. Praveen Bhat |
| 9 | Head - Data Science | Mr. Vishal Shah |
| 10 | Head - Business Process | Mr. Bijan Mohanty |
| 11 | Head - Human Resources | Ms. Amrit Jaidka |
| 12 | Company Secretary | Mr. Tejas Saraf |

Directors' Report

To,

The Members of

Go Digit General Insurance Limited

Your Directors have pleasure in presenting their Third Annual Report and audited financial statements for the financial year ended 31 March 2019.

1. The highlights of the Financial Results are as under:

Financial Highlights

₹ in lakhs

| Particulars | 31 March 2019 | 31 March 2018 |
|--|---------------|---------------|
| Gross written premium | 1,204,98 | 104,05 |
| Net earned premium | 499,98 | 7,46 |
| Loss after tax | (270,64) | (70,13) |
| Net worth | 479,37 | 273,65 |
| Assets under management (including cash) | 156,537 | 367,60 |

2. State of Affairs and Business Review

The industry premium grew from ₹ 150,593 crore in FY 2018 to ₹ 169,965 crore in FY 2019, a growth of 12.9%. Your Company's premium grew from ₹ 104 crore in FY 2018 to ₹ 1,205 crore in FY 2019. The market share of the Company for the first year of operations stood at 0.71%.

3. Material changes and commitments affecting the financial position

There were no material changes or commitments, affecting the financial position of the Company between 31 March 2019 and the date of this report.

4. Extract of Annual Return

The extract of Annual Return as provided under sub-section (3) of Section 92 of the Companies Act, 2013, in the prescribed Form MGT- 9 is annexed to this report. This report and financial statements are being sent to Shareholders excluding the said information. Any Shareholder interested in obtaining such information may write to the Company Secretary at the registered office of the Company for a copy thereof.

5. Directors

Mr. Sameer Bakshi (DIN 07634138) was appointed as Additional Director w.e.f. 26 October 2018 to hold office up to the date of the upcoming Annual General Meeting and being eligible, he has offered himself for re- appointment at the Third Annual General Meeting. The Board recommends his appointment.

Mr. Philip Varghese (DIN 03410192) resigned as Director of the Company w.e.f. 31 August 2018.

At the ensuing Annual General Meeting, Mr. Kamesh Goyal (DIN 01816985) will retire by rotation and being eligible have offered himself for reappointment. The Board recommends his re-appointment.

There is no change in the Key Managerial Personnel appointed by the Company during the financial year.

6. Independent Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

7. Number of Meetings of the Board

The Board of Directors met Six times during the year. The detailed information about dates of meetings and attendance of Directors at the meetings is given in the Corporate Governance Report annexed to this report.

8. Directors' Responsibility Statement

In accordance with the requirements of clause (c) of sub-section (3) of section 134 of the Companies Act, 2013 (the Act), the Board of Directors wishes to confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31 March 2019 and of the loss of the Company for that period;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts have been prepared on a going concern basis;
- e. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

9. Directors' Remuneration Policy

Policy on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of the Act is given as annexure to this report.

10. Material changes and commitments

There have been no material changes or commitments affecting the financial position of the Company, which have occurred between the end of financial year of the Company and the date of this report.

11. Conservation of Energy & Technology absorption

Your Company, does not have a Manufacturing activity. The Directors, therefore, have nothing to report on conservation of energy and technology absorption. However, your Company extensively uses technology in its operations.

12. Foreign Exchange Earnings and Outgo

Your Company did not have any foreign exchange earnings. The foreign exchange outgo during the year was ₹ 11.03 crore.

13. Risk Management Policy

Your Company has a Risk Management policy to identify and mitigate possible risks, which might endanger the existence of the Company. A statement on key risks and their mitigation is given in the Corporate Governance Report annexed to this Report.

14. Corporate Social Responsibility

The requirement pertaining to Corporate Social Responsibility and disclosure requirement as envisaged in Section 134(3)(o) of the Companies Act 2013, are not applicable to your Company with reference to the year under review.

15. Performance Evaluation of the Board, its Committees and Directors

Pursuant to the provisions of the Companies Act 2013 and IRDAI Corporate Governance Guidelines a formal annual performance evaluation of the Board, its Committees and the Directors individually has been carried out. Evaluation sheets were circulated to the Directors for assessing the overall performance of Board, its Committees and individual Directors for the year under review on select parameters. The feedback received from all the Directors was then compiled and a summary of the same was prepared, based on which a report of performance evaluation was prepared by the Chairman in respect of the performance of the Board, its Committees and Directors individually.

The report of performance evaluation so arrived at was then discussed in the meeting of the Nomination and Remuneration Committee and Board of Directors.

16. Significant and Material Orders Passed by the Regulators or Courts or Tribunals

There were no significant and material orders passed by the Regulators or Courts or Tribunals during the year under review impacting the going concern status of your Company and its operations in future.

17. Adequacy of Internal Financial Controls

The Company has in place adequate internal financial controls commensurate with size, scale and complexity of its

operations. During the year, such controls were tested and no reportable material weakness in the design or operations were observed.

The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

18. Composition of Audit Committee

The details in this regard are provided in the Corporate Governance Report annexed to this Report.

19. Particulars of Employees

As required by the provisions of Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of the employees are annexed to this Report. This report and financial statements are being sent to Shareholders excluding the said information. Any Shareholder interested in obtaining such information may write to the Company Secretary at the registered office of the Company for a copy thereof.

20. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no cases were filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

21. Establishment of Vigil Mechanism

Section 177(9) & (10) of the Companies Act, 2013 and rules made thereunder were not applicable to your Company with reference to the year under review.

However, your Company has vigil mechanism in place in the form of Whistle Blowing Mechanism. The Whistle Blowing Policy outlines the instances and the manner of raising concern by employees, establishment, powers and functions and decision making of Whistle Blower / Ethics Committee (Management level), whistle blower's access to the Audit Committee in appropriate cases, protection to the employees raising concerns in good faith and action against False & Frivolous concern.

22. Contracts or Arrangements with Related Parties

The transactions entered with related parties, during the year under review, were in the ordinary course of business and on arm's length basis. There were no material contracts or arrangement or transactions at arm's length basis that needs to be disclosed in Form AOC-2 as required under the Companies Act 2013.

23. Dividend

The Directors do not recommend any dividend for the year under review.

24. Details of Subsidiary Company

Your Company did not have any subsidiary or joint venture or associate companies during the year under review.

25. Capital (₹)

During the year under review, your Company issued additional capital by issuance of 26,95,65,220 equity shares of Rs. 10/- each at a premium of Rs 1.5/- per share on 23 July 2018 and 11,00,00,000 equity shares of Rs 10/- each issued at a price of Rs 5/- per share at a premium of Rs 20/- per share on 29 March 2019, remaining amount of Rs 5/- per share is payable as and when called upon to pay by the company.

26. Amounts to be carried to reserves

The Company does not propose to transfer any amounts to reserve.

27. Auditors' Report

The observations, if any, made in the Auditor's Report, read with the relevant notes thereon, are self-explanatory and hence do not call for any comments under Section 134 of the Companies Act, 2013.

During the year under review, there was no fraud reported by the joint statutory auditors to the Audit Committee

under section 143(12) of the Companies Act 2013.

28. Auditors

Kirtane & Pandit LLP, Chartered Accountants (Firm Registration Number 105215W / W100057), joint statutory auditors of the Company hold office from the conclusion of first annual general meeting till the conclusion of sixth annual general meeting of the Company and PKF Sridhar & Santhanam LLP, Chartered Accountants, (Firm Registration Number 003390S/S200018) joint statutory auditors of the Company hold office from the conclusion of Second Annual General Meeting till the conclusion of Seventh Annual General Meeting of the Company.

29. Secretarial Auditor

Pursuant to Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed Kanj & Co. LLP, Practicing Company Secretaries, to conduct secretarial audit of the Company for the financial year 2018-19.

The Secretarial Audit report is annexed herewith to this Report. The same does not contain any qualification, reservation, adverse remark or disclaimer.

30. Deposits:

Your Company has not accepted any public deposits during the year under review.

31. Particulars of Loans, Guarantees or Investments

Your Company has not given any loan or given guarantees or made any investment as specified in section 186 of the Companies Act, 2013, during the year under review.

32. Compliance with Secretarial Standards

The Company has complied with the provisions of Secretarial Standards issued by the Institute of Company Secretaries of India, for the time being in force and applicable during the year 2018-19.

33. Employee Stock Appreciation Rights (ESAR)

During the year, your Company had instituted an Employee Stock Appreciation Rights (ESAR) plan to enable the employees and Directors of the company to participate in its future growth and financial success.

Particulars of ESARs granted up to 31 March 2019 are given below:

| | |
|--|--|
| ESAR granted | 1,35,07,081 |
| ESAR vested | NIL |
| ESAR exercised | NIL |
| The total number of shares arising as a result of exercise of ESAR | Nil |
| ESAR lapsed | 64,292 |
| Exercise price | ₹ 10 for 87,50,000 ₹ 27 for 47,57,081 |
| Variation of terms of ESARs | None |
| Money realized by exercise of ESARs | NIL |
| Total number of ESARs in force | 1,34,42,789 |

Employee wise details of ESARs granted to:-

- (i) key managerial personnel;
 - Ravi Khetan (Chief Financial Officer) – 400,000 (2.96% of grant)
 - Tejas Saraf (Company Secretary) – 35,075 (0.26% of grant)
- (ii) any other employee who receives a grant of ESARs in any one year of ESAR amounting to five percent or more of options granted during that year.
 - Jasleen Kohli – 20,00,000 (14.81% of grant)

*In addition to the above, ESARs have also been granted to some of the employees of Go Digit Infoworks Services Private Limited (Holding Company) in accordance with ESAR policy.

Employees who were granted ESAR, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant: Nil

34. Acknowledgements:

The Board of Directors is grateful to Insurance Regulatory and Development Authority of India for its support.

The Directors would also like take this opportunity to express their sincere appreciation for the continued support and guidance of Company's Bankers, Consultants and Advisors and Shareholders.

The Directors wish to place on record their appreciation for the dedicated efforts put in by the Employees of the Company at all levels.

**For and on behalf of Board of Directors
Go Digit General Insurance Limited**

**Kamesh Goyal
Chairman
DIN - 01816985**

**22 May 2019
Bengaluru**

Annexure to Directors' Report - Report on Corporate Governance

In accordance with the provisions of Guidelines for Corporate Governance for insurers in India dated 18 May 2016 ("the Guidelines") issued by Insurance Regulatory and Development Authority of India (IRDAI), given below are the corporate governance policies and practices of Go Digit General Insurance Limited ("the Company" "DIGIT") for the financial year 2018-19.

Board of Directors

As at 31 March 2019, the Board of Directors of the Company consisted of six Directors. Out of the six Directors, three are Non-executive Directors, two are Independent Directors and One CEO, who is Executive Director. All Directors except the executive Directors are Non-executive Directors, including the Chairman.

During the year under review, Mr. Philip Varghese resigned as Executive Director of the Company w.e.f. 31 August 2018. Mr. Sameer Bakshi was appointed as Additional Director w.e.f. 26 October 2018.

The list of Directors as on 31 March 2019 and other major offices held by them is mentioned elsewhere in this report.

- 1. Mr. Kamesh Goyal**, Chairman, is a Science and Law graduate and has also done MBA from Faculty of Management Studies, Delhi University. He is also an Associate of Insurance Institute of India. He comes with 30 years of experience in Insurance markets (both life and non-life) in India as well as in abroad.
- 2. Mr. Chandran Ratnaswami**, Director, holds a Bachelor's Degree in Civil Engineering from I.I.T. Madras, India and an MBA from the University of Toronto, Canada. He is a Managing Director of Hamblin Watsa Investment Counsel Limited and also the Chief Executive Officer and Director of Fairfax India Holdings Corporation. He also serves on the Boards of Fairbridge Capital Private Limited, IIFL Holdings Limited (formerly India Infoline Limited), Thomas Cook (India) Limited; Quess Corp Limited in India, Thai Reinsurance Public Company Limited, Thailand, Zoomer Media Limited, Canada, Fairfirst Insurance Limited, Sri Lanka.
- 3. Mr. Rajendra Beri**, Independent Director, holds an Honours Degree in Arts (History) from Delhi University and MBA from Birla Institute of Technology & Science, Pilani. He has over 47 years of experience in general insurance sector and presently he is an Independent Director in TransAfrica Assurance Co. Ltd. He has served as Insurance Ombudsman for Delhi and Rajasthan. He was the Chairman cum Managing Director of the New India Assurance Company Limited. He was an Independent Director in Cholamandalam MS General Insurance Limited.
- 4. Dr. Vandana Gupta**, Independent Director, is MBBS and MD (Pathology). She has 32 years of experience in medical field. She has worked as consultant Pathologist in private hospitals during 1983 till 2015.
- 5. Mr. Vijay Kumar**, Chief Executive Officer and Principal Officer (CEO & Principal Officer), has a Bachelors Degree in Mechanical Engineering. He has more than 17 years of experience in General Insurance Industry particularly in Motor line of Business. He has held various senior positions in Bajaj Allianz General Insurance Limited. As the Chairman of the Board is non-executive Director, the CEO and Principal Officer is a whole time director of the Board.
- 6. Mr. Sameer Bakshi**, Director, is a Fellow Member of Institute of Company Secretaries of India and Graduate Member of Institute of Cost and Works Accountants of India, and also holds a Bachelor's Degree in Commerce and Law. He has around 14 years of experience. He has held various senior positions like, Head – Legal and Compliance, Company Secretary and Chief Risk Officer in Bajaj Allianz Life Insurance Company Limited and at Go Digit General Insurance Limited.

Meetings of the Board of Directors

During the year 2018-19, the Board of Directors met six times on 7 May 2018, 6 July 2018, 27 July 2018, 26 October 2018, 28 January 2019 and 25 March 2019. The following table sets out the details of Composition of Board of Directors and attendance of Directors at the Board meetings-

| Name of Director | Category | Meetings Attended | Sitting Fees (Amount in ₹) |
|-------------------------|----------------------------------|-------------------|----------------------------|
| Mr. Kamesh Goyal | Chairman, Non Executive Director | 6/6 | - |
| Mr. Chandran Ratnaswami | Non Executive Director | 3/6 | - |
| Mr. Rajendra Beri | Independent Director | 4/6 | 2,00,000 |
| Dr. Vandana Gupta | Independent Director | 2/6 | 1,00,000 |
| Mr. Vijay Kumar | CEO & Principal Officer | 4/6 | - |

| | | | |
|---|------------------------|-----|---|
| Mr. Philip Varghese (till 31 August 2018) | Executive Director | 3/3 | - |
| Mr. Sameer Bakshi (from 26 October 2018) | Non Executive Director | 3/3 | - |

Board Committees:

The Board has constituted Audit Committee, Investment Committee, Risk Management Committee, Policyholder Protection Committee and Nomination and Remuneration Committee which are mandatorily required to be constituted as per the applicable provisions of the Guidelines and Companies Act 2013.

The role, composition of these Committees along with the number of meetings held during the financial year 2018-19 and the attendance of the Committee Members at such meetings are provided below.

Audit Committee

The Audit Committee of the Board of Directors, inter alia, is responsible to oversee the financial statements and financial reporting, to set-up procedures and processes to address all concerns relating to adequacy of check and control mechanisms, to oversee the efficient functioning of the internal audit department and review its plans and reports and to monitor the progress made in rectification of irregularities and changes in processes wherever deficiencies have come to notice. Its role is also to recommend appointment, remuneration, terms of appointment, oversee the performance and independence of auditors and to review any additional work to be entrusted to statutory auditors, to act as Compliance Committee to discuss the level of compliance in the Company and any associated risks and to monitor and report to the Board on any significant compliance breaches. The role of the Committee also encompasses matters specified under Corporate Governance Guidelines and other applicable laws.

The Audit Committee comprises of three Non-executive Directors, two of whom are Independent Directors and one Non-executive Director. The CEO & Principal Officer, Executive Director, Appointed Actuary, Chief Financial Officer, Chief Risk Officer, Compliance Officer, Company Secretary, Statutory Auditors and Internal Auditors are Invitees to the Committee Meetings. The Committee is chaired by Mr. Rajendra Beri, Independent Director.

The Audit Committee met four times during the year on 7 May 2018, 27 July 2018, 26 October 2018 and 28 January 2019. The Composition of the Committee along with the attendance of the Members at the Committee Meetings are given below:

| Name of Member | Category | Meeting Attended | Sitting Fees (Amount in ₹) |
|-------------------------|--------------------------------|------------------|----------------------------|
| Mr. Rajendra Beri | Chairman, Independent Director | 4/4 | 2,00,000 |
| Dr. Vandana Gupta | Independent Director | 2/4 | 1,00,000 |
| Mr. Chandran Ratnaswami | Non Executive Director | 3/4 | - |

Investment Committee

The Investment Committee of the Board of Directors is, inter alia, responsible to recommend investment policy to Board and lay down operational framework for investment operations, periodically review Investment policy based on performance of investments and evaluation of dynamic market condition. The Committee shall implement Board approved Investment policy, formulate effective reporting system to ensure compliance with policy set out by it and monitor Investment Operations and review Investment Operations and submit report to Board on performance of investment portfolio with regard to its safety and soundness. The role of the Committee also encompasses matters specified under Corporate Governance Guidelines and other applicable laws.

The Investment Committee comprises of two Non-executive Directors, CEO & Principal Officer, Chief Financial Officer, Chief Investment Officer, Appointed Actuary, and Chief Risk Officer. The Committee is chaired by Mr. Chandran Ratnaswami, Non-executive Director.

The Investment Committee met four times during the year on 7 May 2018, 27 July 2018, 26 October 2018 and 28 January 2019. The Composition of the Committee along with the attendance of the Members at the Committee Meetings are given below:

| Name of Member | Category | Meetings Attended |
|-------------------------|----------------------------------|-------------------|
| Mr. Chandran Ratnaswami | Chairman, Non Executive Director | 3/4 |
| Mr. Kamesh Goyal | Non Executive Director | 4/4 |
| Mr. Vijay Kumar | CEO & Principal Officer | 4/4 |

| | | |
|--------------------|--------------------------|-----|
| Mr. Ravi Khetan | Chief Financial Officer | 4/4 |
| Mr. Parimal Heda | Chief Investment Officer | 4/4 |
| Mr. Adarsh Agarwal | Appointed Actuary | 4/4 |
| Mr. Rajeev Singh | Chief Risk Officer | 3/4 |

Policyholder Protection Committee

The Policyholder Protection Committee of the Board of Directors is, inter alia, responsible to recommend a policy on customer education, to put in place proper procedures and effective mechanism to address complaints and grievances of policyholders including mis-selling by intermediaries. It shall put in place a framework for review of awards given by Insurance Ombudsman/Consumer Forums, to analyze the root cause of customer complaints, identify market conduct issues and advise the management appropriately about rectifying systemic issues, if any. The Committee shall to review measures and take steps to reduce customer complaints at periodic intervals, to review Claims, to review unclaimed amounts of Policyholders etc. The role of the Committee also encompasses matters specified under Corporate Governance Guidelines and other applicable laws.

The Policyholder Protection Committee comprises of four Directors, three of whom are Non-executive Directors. The CEO & Principal Officer is the other member of the Committee. Industry Expert and Grievance Redressal Officer are invited to the Committee meetings. The Committee is Chaired by Mr. Chandran Ratnaswami, Non-executive Director.

The Policyholder Protection Committee met four times during the year on 7 May 2018, 27 July 2018, 26 October 2018 and 28 January 2019. The Composition of the Committee along with the attendance of the Members at the Committee Meetings are given below:

| Name of Member | Category | Meetings Attended |
|---|---|-------------------|
| Mr. Chandran Ratnaswami | Chairman, Non Executive Director | 3/4 |
| Mr. Kamesh Goyal | Non Executive Director | 4/4 |
| Mr. Philip Varghese (till 31 August 2018) | Executive Director (WTD) | 2/2 |
| Mr. Vijay Kumar | Chief Executive Officer and Principal Officer (WTD) | 4/4 |
| Mr. Sameer Bakshi (from 26 October 2018) | Non Executive Director | 1/1 |

Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Board of Directors is, inter alia, responsible to identify the persons who are qualified to become Directors and who may be appointed in senior management in accordance with criteria laid down. The Committee shall recommend to the Board their appointment and removal and carry out evaluation of every Director's performance, to formulate criteria for determining qualifications, positive attributes and independence of a Director and recommend to Board a policy relating to remuneration for Directors, Key Managerial Personnel and other employees. It shall ensure that remuneration packages of Key Management Persons of Company are as per Remuneration Policy approved by Board, to ensure that proposed appointments/ re-appointments of Key Management Persons or Directors are in conformity with Board approved policy on retirement/ superannuation. The role of the Committee also encompasses matters specified under Corporate Governance Guidelines and other applicable laws.

The Nomination and Remuneration Committee comprises of four Directors, two of whom are Independent Directors and two are Non-executive Directors. The Committee is chaired by Mr. Rajendra Beri, Independent Director.

The Nomination and Remuneration Committee met three times during the year on 7 May 2018, 26 October 2018 and 28 January 2019. The Composition of the Committee along with the attendance of the Members at the Committee Meetings are given below:

| Name of Member | Category | Meeting Attended | Sitting Fees (Amount in ₹) |
|-------------------------|--------------------------------|------------------|----------------------------|
| Mr. Rajendra Beri | Chairman, Independent Director | 3/3 | 1,50,000 |
| Dr. Vandana Gupta | Independent Director | 2/3 | 1,00,000 |
| Mr. Chandran Ratnaswami | Non Executive Director | 2/3 | - |
| Mr. Kamesh Goyal | Non Executive Director | 3/3 | - |

Risk Management Committee

The Risk Management Committee of the Board of Directors is, inter alia, responsible to establish Risk Management framework and Risk Management Policy and Processes, to set risk tolerance limits and assess the cost and benefits associated with risk exposure. The Committee shall review Company's risk- -reward performance to align with overall policy objectives, discuss and consider best practices in risk management in market and advise the respective functions. It shall also assist Board in effective operation of risk management system by performing specialized analyses and quality reviews, to maintain an aggregated view on risk profile of the Company for all categories of risk, to advise Board with regard to risk management decisions. It shall formulate and implement Asset Liability Management strategies for the Company. The role of the Committee also encompasses matters specified under Corporate Governance Guidelines and other applicable laws.

The Risk Management Committee comprises of three Directors, two of whom are Non-executive Directors and one is CEO & Principal Officer. The Committee is chaired by Mr. Chandran Ratnaswami, Non-executive Director. The Chief Financial Officer and Chief Risk Officer and other members of Management are invitees to the Committee meetings.

The Risk Management Committee met four times during the year on 7 May 2018, 27 July 2018, 26 October 2018 and 28 January 2019. The Composition of the Committee along with the attendance of the Members at the Committee Meetings are given below:

| Name of Member | Category | Meetings Attended |
|-------------------------|----------------------------------|-------------------|
| Mr. Chandran Ratnaswami | Chairman, Non Executive Director | 3/4 |
| Mr. Kamesh Goyal | Non Executive Director | 4/4 |
| Mr. Vijay Kumar | CEO & Principal Officer | 4/4 |

Risk Management framework

The objective of the Risk Management Framework of the Company is to clearly define, identify, measure and mitigate various risks to which the Company is exposed to.

The risk management framework of the Company consists of the Board of Directors, Risk Management Committee of the Board, the Chief Risk Officer and the respective functional heads, who are the owners of risks emanating from their respective functions, the Internal Auditor and Statutory Auditors. The Chief Risk Officer and Functional heads are responsible for periodically reviewing the risk management process to ensure that they are aligned to the risk management objectives of the Company.

The critical risks to which the Company is exposed to along with their mitigation are identified and monitored and are presented to the Risk Management Committee on Quarterly basis.

The key risks identified by the Company along with their mitigation plans are as under.

1. ALM Risk: ALM risk is the risk of negative impact on the entity's net asset value and the risk of entity's inability to meet financial obligations when they fall due. The risk is managed by ensuring that there are adequate assets, returns and liquidity to cover potential liability that arises in the future as per the corresponding period.
2. Liquidity Risk (Investment Risk) is monitored on a regular basis to ensure sufficient cash flows are maintained to meet Claims and operating expenses.
3. Reinsurance Risk (Credit Risk) is a risk of default of Reinsurer (failure to perform their obligation) in the event of claim for reinsurance ceded. This risk is managed by ensuring minimum credit rating of the reinsurer while placement and its regular monitoring.
4. Operational Risks are risks related to operational execution and include, among others systems risk, fraud risk, legal risk, compliance risk, process risk and outsourcing risk. These are mitigated by implementing effective internal control framework, through strong policy and process, periodical reviews and internal audit.

Certification for Compliance of the Corporate Governance Guidelines

I, Tejas Saraf, Company Secretary, hereby certify that the Company has complied with the Corporate Governance Guidelines for Insurance Companies as amended from time to time and nothing has been concealed or suppressed.

22 May 2019
Bengaluru

Tejas Saraf
Company Secretary

Annexure to Directors' Report – Remuneration Policy

The Insurance Regulatory and Development Authority of India (IRDAI) has laid down the framework on remuneration of the Non-Executive Directors and Managing Director / Chief Executive Officer / Whole-Time Directors of insurance companies vide its Circular No IRDA / F&A / GDL / LSTD / 154 / 08 / 2016 dated 5th August 2016 (Guidelines). The Companies Act 2013 also requires the Nomination and Remuneration Committee of the Company shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

This policy sets out all the aspects of the remuneration structure of the Non-Executive Directors and Managing Director / Chief Executive Officer / Whole-Time Director(MD/CEO/WTD), Key Managerial Personnel (KMP) and other employees of the Company.

a. Remuneration to Non-Executive Directors:

- The Remuneration to Non-Executive Directors shall be as per the provisions of guidelines issued by IRDAI and Companies Act 2013.
- The Board shall approve payment of sitting fees to the Non-Executive Directors based on the recommendation of the NRC. The Board can decide to pay sitting fees only to Independent Directors.
- Any other payment to the Non-Executive Directors shall be as per the approval of the Board.

b. Remuneration to MD/CEO/WTD:

Remuneration

- The Remuneration of the MD/ & CEO shall be competitive vis-a-vis other insurers in the market.
- Salary revisions shall be done annually after considering relevant factors such as performance of the MD & CEO, inflation, trends in financial services industry, market benchmarks, etc.
- The Nomination and Remuneration Committee (NRC) shall recommend any revisions for approval of the Board.
- Any payment to MD/CEO/WTD shall be made as per approval granted by IRDAI.

Components of remuneration

- Fixed Remuneration consisting of salaries and allowances, perquisites, employer's contributions to PF, superannuation and other retiral benefits
- Annual bonus
- Any other benefit as may be recommended by the NRC and approved by the Board from time to time

Fixed Remuneration should not be more than 80% of total cost to company. The variable component shall be 20% of the total CTC.

Reimbursements of expenses incurred for official purposes, as per company policy shall not be included in Remuneration.

The Board may also grant Employee Stock Option Plans (ESOP) of the Company/any group Company. These shall be compliant with the SEBI guidelines governing ESOPs ESOP's shall not be considered as part of remuneration, however the extent of ESOP's should be reasonable. The details of ESOP's granted should be disclosed in Annual Report.

Variable Pay (Annual bonus)

- These are variable amounts
- Annual bonus is ascertained and paid each year as approved by the Board
- Targets shall cover quantitative measures including growth, profitability and cost control

Risk adjustment:

Apart from the above, qualitative risk factors such as solvency, claims settlement, grievance redressal, expenses of management, claim repudiation, overall compliance status, overall financial position and such other parameters as the NRC feels relevant for each year, may also be considered in the evaluation.

Additional compliances:

- Where a person is newly recruited as MD/CEO/WTD, the Company may offer such increase as it deems fit, over the existing salary to make the total package comparable to the market benchmarks
- The Board, on recommendation of the NRC, may offer joining or sign-on bonuses, as maybe applicable.
- The severance pay (apart from accrued benefits like gratuity, notice pay etc), if any, shall be paid to MD/CEO/ WTD after approval from the Board.

- No remuneration shall be paid to MD/CEO/WTD by any of the promoters or group companies of promoters.
- Disclosures regarding remuneration etc as mandated by IRDAI shall be made in the Annual Report.
- All payments shall be subject to the extant guidelines of the IRDAI and provisions of law and further subject to approval of the IRDAI. The maximum amount that may be debited to Policyholders' account shall be as specified by regulations/guidelines/circulars issued by IRDAI from time to time.

c. Remuneration to KMP and other employees:

- The level and composition of remuneration to KMPs and other employees should be reasonable and sufficient to attract, retain and motivate employees of the quality required to run the Company successfully.
- Relationship of remuneration to performance should be clear and meet appropriate performance benchmarks.
- Remuneration to KMP and Senior Management should involve a balance between fixed and variable/ incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.
- Employees shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs and as per the grades assigned, if any.
- The Board may also grant Employee Stock Option Plans (ESOP) of the Company/any group Company. These shall be compliant with the SEBI guidelines governing ESOPs. ESOP's shall not be considered as part of remuneration, however the extent of ESOP's should be reasonable. The details of ESOP's granted should be disclosed in Annual Report.

d. Criteria for determining qualifications, positive attributes & independence of Director:

1. Qualifications of Director

A Director shall possess knowledge or expertise in one or more fields of finance, economics, insurance, law, management, sales, marketing, CSR, corporate governance, operations or other disciplines related to the Company's business with qualifications and experience that is appropriate to the Company.

2. Positive Attributes of Directors

- Director shall be a person of integrity, who
 - possesses relevant expertise and experience;
 - upholds ethical standards of integrity and probity;
 - acts objectively and constructively while exercising his duties;
 - exercises his/her responsibilities in a bona-fide manner in the interest of the Company;
 - devotes sufficient time and attention to his/her professional obligations for informed and balanced decision making; and
 - assists Company in implementing the best corporate governance practices.

3. Independence of Independent Directors

An Independent Director should meet the requirements of the Companies Act, 2013 concerning independence of Directors.

Review:

NRC shall have the oversight on implementation of this policy and shall recommend to the Board changes if any in the policy. The Board shall have the authority to review this policy annually and make any modifications.

Annexure to Directors' Report – Secretarial Audit Report

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31st March, 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Managerial Personnel) Rules, 2014]

To,

The Members,

Go Digit General Insurance Limited

(Formerly known as Oben General Insurance Limited)

Smartwork Business Center, 1st Floor Nyati Unitree West Wing,

Samrat Ashok Road, Yerawada,

Pune- 411006

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Go Digit General Insurance Limited [Formerly known as Oben General Insurance Limited (hereinafter called the Company)] bearing CIN - U66010PN2016PLC167410. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company, during the audit period covering the financial year ended on 31st March, 2019, has generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Go Digit General Insurance Limited (Formerly known as Oben General Insurance Limited) for the financial year ended on 31st March, 2019 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Insurance Act, 1938, the Insurance Regulatory and Development Authority Act, 1999 and rules and regulations made thereunder,
- iii. Rules, regulations, guidelines, circulars and notifications issued by the Insurance Regulatory and Development Authority of India (IRDAI) as are applicable to a general insurance company
- iv. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder (Not Applicable);
- v. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (Not Applicable);
- vi. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not Applicable);
- vii. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') (Not Applicable): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not Applicable)
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; (Not Applicable)
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable)
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable)
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable)

- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not Applicable)
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable) and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable)

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards in respect of Meetings of the Board (SS-1) and General Meeting (SS-2) as amended with effect from 1st October 2017 issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable; (Not Applicable)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all the Directors to schedule the Board and Committee Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously. As per the records available in the said minutes there were no dissenting views expressed by any Director in the meetings.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period:

- a. the Company issued additional capital by issuance of 26,95,65,220 equity shares of Rs. 10/- each at a premium of Rs 1.5/- per share on rights basis on 23 July 2018 and 11,00,00,000 equity shares of Rs 10/- each at a premium of Rs. 20/- per share on rights basis at an issue price of Rs 15/- per share (with Rs. 5/- per share towards Face Value and Rs. 10/- per share towards Premium) on 29 March 2019, remaining amount of Rs 15/- per share is payable as and when called upon to pay by the company;

For KANJ & CO. LLP
Company Secretaries

Sunil G Nanal
FCS No. 5977
CP No. 2809

Place: Pune

Date: 18th May 2019

To,

Go Digit General Insurance Limited

(Formerly known as Oben General Insurance Limited)

Smartwork Business Center, 1st Floor Nyati Unitree West Wing,

Samrat Ashok Road, Yerawada,

Pune- 411006

Our report of even date provided in Form MR-3 to Go Digit General Insurance Limited (the company) for the year ended on 31st March, 2019 is to be read along with this letter.

1. Maintenance of Secretarial records and complying with the provisions of the various laws as applicable including the laws specifically applicable to the company is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records and legal compliances based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of secretarial records and the records of legal compliances. The verification was done on test basis to ensure that correct facts are reflected in secretarial and other relevant records. We believe that the processes and practices, we follow provide a responsible basis for our opinion.
3. We are not required to verify the correctness and appropriateness of financial records and books of accounts of the company as it is part of financial audit as per the provisions of the Companies Act, 2013.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, secretarial standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

For KANJ & CO. LLP
Company Secretaries

Sunil G Nanal
FCS No. 5977
CP No. 2809

Place: Pune

Date: 18th May 2019

Management Report

With respect to the operations of Go Digit General Insurance Limited (“the Company”) for the year ended 31st March 2019 and results thereof, the management of the Company confirms and declares that:

1. The Company has paid to the Insurance Regulatory and Development Authority of India (IRDAI) the annual fees for the year 2018-19 as specified by the IRDA (Registration of Indian Insurance Companies) Regulations, 2000 (as amended).
2. We certify that all dues payable to the statutory authorities have been duly paid except where the Company has preferred appeals.
3. The shareholding pattern is in accordance with the statutory and regulatory requirements. No shares have been transferred during the year.
4. The Management has not invested any funds of holders of policies in India, directly or indirectly outside India.
5. The required solvency margin under the Insurance Act, 1938 has been maintained.
6. We certify that the values of all the assets have been reviewed on the date of Balance Sheet and in management’s belief, the assets set forth in the Balance Sheet are shown in the aggregate at amounts not exceeding their realizable or market value, under the several headings – “Loan”, “Investments”, “Agents”, “Outstanding Premiums”, “Interest, Dividends and Rents outstanding”, “Interest, Dividends and Rents accruing but not due”, “Amounts due from other persons or bodies carrying on insurance business”, “Sundry Debtors”, “Cash” and the several items specified under “Other Advances”.
7. As a general insurer, the Company is exposed to a variety of risks. Some of the key risks are provided hereunder:
 - a. Reinsurance Risk (Credit Risk) is a risk of default of Reinsurer (failure to perform their obligation) in the event of claim for reinsurance ceded. This risk is managed by ensuring minimum credit rating of the reinsurer while placement and its regular monitoring.
 - b. ALM Risk: ALM risk is the risk of negative impact on the entity’s net asset value and the risk of entity’s inability to meet financial obligations when they fall due. The risk may be managed by ensuring that there are adequate assets, returns and liquidity to cover potential liability that arises in the future.
 - c. The investment portfolio is also diversified within limits set under the IRDAI Regulations. The Internal Auditor of the Company performs concurrent audit of Company’s investment function and reports to Audit Committee on quarterly basis.
 - d. The Company has appointed an Internal Auditor who audits the key operational functions of the Company periodically as per the approved Audit Plan. The Company also has Board approved an Anti Fraud Policy and Whistle Blower mechanism in place to identify and mitigate various operational risks.
 - e. The Company has a Risk Management Committee of the Board of Directors which advises the Board on the risk exposures and the actions taken to manage the same.
8. The Company does not have insurance operations in any other country.
9. The settlement time for claims depends on various factors pertinent to various lines of business, such as cause of loss, the nature of claim, etc. Typically, claims which result in total or partial destruction of assets or records (such as those caused by Acts of God), those where adequate documentation to assess the claims are awaited and those which are the subject matter of judicial processes (such as Motor Third Party claims) tend to have longer settlement times, which are beyond the control of the Company. The Company has internal processes for regular review of such claims paid and outstanding. Ageing of claims indicating the trends in average claim settlement time during the preceding five years is given in Annexure I and ageing analysis of claims registered and not settled (excluding provision for IBNR / IBNER and claims relating to inward re-insurance from terrorism pool) is given in Annexure II to this Report.
10. We certify that the values, as shown in the Balance Sheet, of the investments which consists of fixed income securities, equity shares and mutual fund units have been valued as per accounting policies prescribed by IRDAI. For fixed income securities, the market value is based on procedure issued by Fixed Income and Money Market and Derivative Dealers Association (FIMMDA). The investments in the Mutual Funds are valued at the Net Asset Values (NAV) of these Mutual Funds as on the Balance Sheet date.
11. Investment as at 31st March 2019 amount to Rs. 1,452.4 Crore. Company’s most of the investments are in fixed

income securities. The fixed income securities are mainly approved Government securities and bonds rated AA and above. The primary aim while investing is to generate adequate return while minimizing risk. The emphasis is also on the liquidity of investments to ensure that the Company meets all its obligations related to claims and other operations. The Company monitors the cash position on daily basis and seasonal liquidity needs are considered while planning maturities of investments in respect of all assets. None of the fixed income investments have had any delays in servicing of interest or principal amounts. Investments in loans are valued at historical cost. Based on the past track record, the Management has reasonable confidence in the quality and expected performance of all the investments, in line with the objectives.

12. The Management of the Company certifies that:

- a. in the preparation of financial statements, the applicable accounting standards, principles and policies have been followed along with proper explanations relating to material departures, if any;
- b. the Management has adopted accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the operating loss and of the loss of the company for the year;
- c. the Management has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the applicable provisions of the Insurance Act 1938 / Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the Management has prepared the financial statements on a going concern basis;
- e. the Management has ensured that an internal audit system commensurate with the size and nature of the business exists and is operating effectively.

13. The schedule of payments which have been made to individuals, firms, companies and organizations in which the Directors of the Company are interested is given as Annexure III.

For and on behalf of the Board

Kamesh Goyal
Chairman
(DIN 01816985)

Chandran Ratnaswami
Director
(DIN 00109215)

Rajendra Beri
Director
(DIN 03177323)

Vijay Kumar
Chief Executive and Principal Officer
(DIN 05263010)

Ravi Khetan
Chief Financial Officer

Tejas Saraf
Company Secretary

Place : Bengaluru
Date : 22 May 2019

Annexure I – Details of Gross claims outstanding -

Amount in ₹ lakhs

As at 31st March 2019

| Product | Fire | | Engineering | | Motor OD | | Motor TP | |
|--------------------|------------|----------------|-------------|------------|------------|--------------|------------|----------------|
| | Count | Amt | Count | Amt | Count | Amt | Count | Amt |
| Period | | | | | | | | |
| 0 – 30 days | 45 | 453.4 | - | - | 768 | 448.6 | 85 | 628.8 |
| 31 days – 6 months | 98 | 2,011.4 | 1 | 0.1 | 164 | 368.6 | 244 | 1,680.5 |
| More than 6 Months | 58 | 3,317.9 | - | - | - | - | 38 | 518.1 |
| Total | 201 | 5,782.7 | 1 | 0.1 | 932 | 817.2 | 367 | 2,827.4 |

| Product | Health | | Miscellaneous | | Total | |
|--------------------|-----------|------------|---------------|------------|--------------|----------------|
| | Count | Amt | Count | Amt | Count | Amt |
| Period | | | | | | |
| 0 – 30 days | 13 | 0.9 | 96 | 4.7 | 1,007 | 1,536.5 |
| 31 days – 6 months | 1 | 0.1 | 1 | 0.0 | 509 | 4,060.7 |
| More than 6 Months | - | - | - | - | 96 | 3,836 |
| Total | 14 | 1.0 | 97 | 4.8 | 1,612 | 9,433.1 |

As at 31st March 2018

| Product | Fire | | Engineering | | Motor OD | | Motor TP | |
|--------------------|----------|-------------|-------------|----------|-----------|------------|----------|------------|
| | Count | Amt | Count | Amt | Count | Amt | Count | Amt |
| Period | | | | | | | | |
| 0 – 30 days | 5 | 32.3 | - | - | 11 | 5.9 | - | - |
| 31 days – 6 months | - | - | - | - | 2 | 3.5 | 1 | 0.7 |
| More than 6 Months | - | - | - | - | - | - | - | - |
| Total | 5 | 32.3 | - | - | 13 | 9.4 | 1 | 0.7 |

| Product | Health | | Miscellaneous | | Total | |
|--------------------|------------|------------|---------------|------------|------------|-------------|
| | Count | Amt | Count | Amt | Count | Amt |
| Period | | | | | | |
| 0 – 30 days | 157 | 4.7 | 8 | 0.7 | 181 | 43.6 |
| 31 days – 6 months | - | - | - | - | 3 | 4.2 |
| More than 6 Months | - | - | - | - | - | - |
| Total | 157 | 4.7 | 8 | 0.7 | 184 | 47.8 |

Annexure II – Details of average claim settlement time :
As at 31st March 2019

| Line of business | No of claims | Average settlement Days |
|------------------|---------------|-------------------------|
| Fire | 9 | 17 |
| Motor OD | 23,005 | 13 |
| Motor TP | 384 | 22 |
| Health | 3,925 | 13 |
| Liability | 3,292 | 10 |
| Total | 30,615 | 13 |

As at 31st March 2018

| Line of business | No of claims | Average settlement Days |
|------------------|--------------|-------------------------|
| Fire | - | - |
| Motor OD | 37 | 15 |
| Motor TP | 1 | 33 |
| Health | 1,201 | 6 |
| Liability | 1 | 21 |
| Total | 1,241 | 20 |

Annexure III – Details of payments to individuals, firms, companies and organizations in which directors are interested during the year ended 31 Mar 2019 : (₹ in lakhs)

| Sl. No | Entity in which director is interested | Name of Director | Interested as | Payment during the year 2019 | Payment during the previous year |
|--------|--|---------------------|--|------------------------------|----------------------------------|
| 1 | Go Digit Infoworks Services Private Limited | Kamesh Goyal | Chairman | 1,853.9 | 503.3 |
| | | Chandran Ratnaswami | Director | | |
| 2 | We Care Insurance Broking Services Private Limited | Kamesh Goyal | Private Company in which Relative of Director is Interested. | 0.4 | - |

Independent Auditor's Report

To,

The Members

Go Digit General Insurance Limited

Report on the Audit of the Financial Statement

Opinion

We have audited the accompanying financial statements of GO DIGIT GENERAL INSURANCE COMPANY LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Revenue accounts of fire, marine and miscellaneous insurance (collectively known as the 'Revenue account'), the Profit and Loss account and the Receipts and Payments account for the year then ended, the schedules annexed there to, a summary of the significant accounting policies and other explanatory notes thereon.

In our opinion and to the best of our information and according to the explanations given to us, we report that the aforesaid financial statements prepared in accordance with the requirements of Accounting Standards as specified under Section 133 of the Companies Act, 2013 (the 'Act'), the Act, Insurance Act, 1938 read with Insurance Laws (Amendment) Act, 2015 (to the extent notified) (the Insurance Act"), the Insurance Regulatory and Development Act, 1999 (the "IRDAI Act"), the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditors' Report of Insurance Companies) Regulations, 2002 (the "IRDAI Financial Statement Regulations"), give a true and fair view in conformity with the accounting principles generally accepted in India as applicable to insurance companies:

- a. in the case of Balance Sheet, of the state affairs of the Company as at March 31, 2019;
- b. in the case of Revenue Accounts, of the operating loss in Fire, Marine and Miscellaneous business for the year ended on that date;
- c. in the case of Profit and Loss Account, of the loss for the year ended on that date; and
- d. in case of Receipts and Payments Account, of the receipts and payments for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that is relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the other information. The other information comprises of Company Background, Directors Report and Management Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing material to report in this regard, add or draw attention to in this regard.

Responsibilities of the Management and those charged with governance for the financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the Balance Sheet, the related Revenue Account, the Profit and Loss Account and the Receipts and Payments Account of the Company in accordance with the accounting principles generally accepted in India, including the Insurance Act, the IRDAI Act, the IRDAI Financial Statement Regulations and orders / directions issued by IRDAI from time to time in this regard, Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014 and current practices prevailing within the insurance industry in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act

for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level assurance, but it not a guarantee that an audit conducted in accordance with Standards of Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, that could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of this report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The actuarial valuation of liabilities in respect of Incurred But Not Reported (the "IBNR"), Incurred But Not Enough Reported (the "IBNER") and Premium Deficiency Reserve (the "PDR") is the responsibility of the Company's Appointed Actuary (the "Appointed Actuary"). The actuarial valuation of these liabilities, that are estimated using statistical methods as at March 31, 2019 has been duly certified by the Appointed Actuary and in his opinion, the assumptions considered by him for such valuation are in accordance with the guidelines and norms issued by the IRDAI and the Institute of Actuaries of India in concurrence with the IRDAI. We have relied upon the Appointed Actuary's certificate in this regard for forming

our opinion on the valuation of liabilities for outstanding claims reserves and the PDR contained in the financial statements of the Company.

Report on Other Legal and Regulatory Requirements

1. As required by the IRDAI Financial Statements Regulations, we have issued a separate certificate dated 22nd May 2019 certifying the matters specified in paragraphs 3 and 4 of Schedule C to the IRDAI Financial Statement Regulations.
2. As required by the paragraph 2 of Schedule C to the IRDAI Financial Statement Regulations and Section 143(3) of the Act, in our opinion and according to the information and explanations give to us, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. As the Company's accounts are centralized and maintained at the corporate office, no returns for the purposes of our audit are prepared at the branches and other offices of the Company;
 - c. Proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - d. The Balance sheet, the Revenue account, the Profit and Loss account and the Receipts and Payments account dealt with by this report are in agreement with the books of account;
 - e. The aforesaid financial statements comply with the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014 to the extent not inconsistent with the accounting principles prescribed by the Regulations and orders/directions prescribed by IRDAI in this regard;
 - f. Investments have been valued in accordance with the provisions of the Insurance Act, the IRDA Financial Statements Regulations, the IRDA Act and/or the Regulations and orders/directions issued by IRDAI in this regard;
 - g. On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - h. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A";
 - i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note no. 31 Schedule 16 to the financial statements;
 - The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. The Company did not have any outstanding long term derivative contracts – Refer Note no. 32 in Schedule 16 to the financial statements;
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company Refer Note no. 33 in Schedule 16 to the financial statements.
3. With respect to the other matters to be included in the Auditor's report, in terms of the requirements of Section 197(16) of the Act, we report that managerial remuneration payable to the Company's Directors is governed by the provisions of Section 34A of the Insurance Act, 1938 and requires approval of IRDAI. Accordingly, the managerial remuneration limits specified under Section 197 of the Act do not apply.

Auditor's Responsibilities for the Audit of the financial statements

For Kirtane & Pandit LLP

Chartered Accountants

Firm Registration No: 105215W/W100057

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm Registration No. 003990S/S200018

Parag Pansare

Partner

Membership No. 117309

Dhiraj Kumar Birla

Partner

Membership No.131178

Place: Bengaluru

Date : 22nd May 2019

Place : Bengaluru

Date : 22nd May 2019

Annexure “A” to the Independent Auditors’ Report

To,
The Members of
Go Digit General Insurance Limited

Referred to in paragraph ‘h’ of Section ‘Report on Other Legal and Regulatory Requirements’ of our report of even date

To the members of Go Digit General Insurance Company Limited (“the Company”)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Go Digit General Insurance Company Limited** (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s managements responsible for establishing and maintaining internal financial controls based on the “internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”.

Other Matter

The actuarial valuation of liabilities in respect of Incurred But Not Reported (the “IBNR”), Incurred But Not Enough Reported (the “IBNER”) and Premium Deficiency Reserve (the “PDR”) is the responsibility of the Company’s Appointed Actuary (the “Appointed Actuary”). The actuarial valuation of these liabilities, that are estimated using statistical methods as at March 31, 2019 has been duly certified by the Appointed Actuary and in his opinion, the assumptions considered by him for such valuation are in accordance with the guidelines and norms issued by the IRDAI and the Institute of Actuaries of India in concurrence with the IRDAI. The said actuarial valuations of liabilities for outstanding claims reserves and the PDR have been relied upon by us as mentioned in Other Matters paragraph in our Audit Report on the financial statements for the year ended 31st March, 2019. Accordingly, our opinion on the internal financial controls over financial reporting does not include reporting on the adequacy and operating effectiveness of the internal controls over the valuation and accuracy of the aforesaid actuarial liabilities.

For Kirtane & Pandit LLP

Chartered Accountants

Firm Registration No: 105215W/W100057

Parag Pansare

Partner

Membership No. 117309

Place: Bengaluru

Date : 22nd May 2019

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm Registration No: 003990S/S200018

Dhiraj Kumar Birla

Partner

Membership No.131178

Place : Bengaluru

Date : 22nd May 2019

Independent Auditor's Certificate

To,
The Board of Directors,
Go Digit General Insurance Limited,
Atlantis, 95, 4th B Cross Road,
Koramangala Industrial Layout,
5th Block, Bengaluru, Karnataka 560095

Dear Sirs,

(Referred to in paragraph 1 of our Independent Auditors' Report on Other Legal and Regulatory Requirements forming part of the Independent Auditors' Report dated May 22, 2019)

This certificate is issued in accordance with the terms of our engagement letter with Go Digit General Insurance Limited (the "Company"), wherein we are requested to issue certificate for compliance with the provisions of paragraphs 3 and 4 of Schedule C of the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations 2002, (the "Regulations") read with regulation 3 of the Regulations.

Management's Responsibility

The Company's Board of Directors is responsible for complying with the provisions of The Insurance Act, 1938 (amended by the Insurance Laws (Amendment) Act 2015) (the "Insurance Act"), the Insurance Regulatory and Development Authority Act, 1999 (the "IRDA Act"), the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations, 2002 (the "IRDA Financial Statements Regulations"), orders/directions issued by the Insurance Regulatory and Development Authority of India (the "IRDAI") which includes the preparation of the Management Report. This includes collecting, collating and validating data and designing, implementing and monitoring of internal controls suitable for ensuring compliance as aforesaid.

Auditor's Responsibility

Pursuant to the requirements, it is our responsibility to obtain reasonable assurance and form an opinion based on our audit and examination of books and records as to whether the Company has complied with the matters contained in paragraphs 3 and 4 of Schedule C of the Regulations read with regulation 3 of Regulations.

We audited financial statements of the Company as of and financial year ended March 31, 2019 on which we issued an unmodified audit opinion vide our report dated May 22, 2019. Our audit of these financial statements were conducted in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ('ICAI'). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit was not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the 'Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI').

The Guidance Note requires that we comply with the independence and other ethical requirements of the Code of ethics issued by the ICAI. We have complied with the relevant applicable requirements of the Standard on Quality Control ('SQC') 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services engagements.

Opinion:

In accordance with the information and explanations given to us and to the best of our knowledge and belief and based on our examination of the books of account and other records maintained by Go Digit General Insurance Limited for the year ended 31 March 2019, we certify that:

1. We have reviewed the Management Report attached to the financial statements for the year ended 31 March, 2019, and on the basis of our review, there is no apparent mistake or material inconsistencies with the financial statements;
2. Based on information and explanations received during the normal course of our audit, management representations and the compliance certificate submitted to the Board of Directors by the officers of the Company charged with compliance and the same being noted by the Board, nothing has come to our attention which causes us to believe

that the Company has not complied with the terms and conditions of registration stipulated by IRDAI;

3. We have verified the cash balances, to the extent considered necessary, and securities relating to the Company's investments as at 31 March, 2019 by actual inspection or on the basis of certificates/confirmations received directly or from the custodian and/or Depository Participants appointed by the Company, as the case may be.
4. The Company is not a trustee of any trust; and
5. No part of the assets of the Policyholders' funds has been directly or indirectly applied in contravention to the provisions of the Insurance Act, relating to the application and investments of the Policyholders' Funds.

Restriction to use

This certificate is addressed to and provided to the Board of Directors of the Company, solely for inclusion in the annual accounts of the Company as per the Regulations and should not be used by any other person or for any other purpose. We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Kirtane & Pandit LLP

Chartered Accountants

(Firm Registration No: 105215W/W100057)

Parag Pansare

Partner

Membership No. 117309

UDIN: 19117309AAAADS1535

Place: Bangalore

Date : 22 May, 2019

For PKF Sridhar & Santhanam LLP

Chartered Accountants

(Firm Registration No: 003990S/S200018)

Dhiraj Kumar Birla

Partner

Membership No.131178

UDIN: 19131178AAAABG3940

Place : Mumbai

Date : 22 May, 2019

Financial Statements

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Form B - BS

IRDAI Registration No. 158

Date of Registration with IRDAI - 20 Sep 2017

Balance Sheet as on 31 March 2019

₹ in thousands

| SL. No | Particulars | Sch | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--------|---|-----|-------------------|-------------------|
| | Sources of Funds | | | |
| 1 | Share Capital | 5 | 6,745,652 | 3,500,000 |
| 2 | Reserves and Surplus | 6 | 1,518,025 | - |
| 3 | Fair Value Change Account | | | |
| | Shareholders | | (5,209) | 77 |
| | Policyholders | | 3,398 | 214 |
| 4 | Borrowings | 7 | - | - |
| 5 | Deferred tax liability | | - | 2,302 |
| | (Refer note no 13 of notes to accounts) | | | |
| | Total | | 8,261,866 | 3,502,593 |
| | Application of Funds | | | |
| | Investments | | | |
| | Shareholders | 8 | 7,116,983 | 3,304,912 |
| | Policyholders | 8A | 7,407,100 | 29,514 |
| | Loans | 9 | - | - |
| | Fixed Assets | 10 | 146,563 | 50,890 |
| | Current Assets | | | |
| | Cash and Bank Balances | 11 | 1,129,600 | 341,542 |
| | Advances and Other Assets | 12 | 1,773,201 | 323,387 |
| | Sub Total (A) | | 2,902,801 | 664,929 |
| | Current Liabilities | 13 | 7,502,167 | 623,213 |
| | Provisions | 14 | 5,279,383 | 687,971 |
| | Sub Total (B) | | 12,781,550 | 1,311,184 |
| | Net Current Assets (A)-(B) | | (9,878,749) | (646,255) |
| | Miscellaneous expensdiure to the extent not written off | | - | - |
| | Debit Balance in Profit and Loss Account | | 3,469,969 | 763,532 |
| | Total | | 8,261,866 | 3,502,593 |
| | Significant accounting policies and notes to accounts | 16 | | |

Schedules referred to above and notes to accounts form an integral part of Financial Statements.

As per our report of even date attached

For and on behalf of the Board

For PKF Sridhar and Santhanam LLP
Chartered Accountants
Firm Registration Number
003990S / S200018

Kamesh Goyal
Chairman
DIN - 01816985

Chandran Ratnaswami
Director
DIN - 00109215

Dhiraj Kumar Birla
Partner
Membership No. 131178

Rajendra Beri
Director
DIN - 03177323

Vijay Kumar
Chief Executive Officer and
Principal Officer and Director
DIN - 05263010

For Kirtane and Pandit LLP
Chartered Accountants
Firm Registration Number
105215W / W100057

Ravi Khetan
Chief Financial Officer

Tejas Saraf Company
Secretary

Parag Pansare
Partner
Membership No. 117309

Place: Bengaluru

Date: 22 May 2019

Go Digit General Insurance Limited
(formerly known as Oben General Insurance Limited)

Form B - PL

IRDAI Registration No. 158

Date of Registration with IRDAI - 20 Sep 2017

Profit and Loss Account for the year ended 31 March 2019

₹ in thousands

| Particulars | 2019 | 2018 |
|--|--------------------|------------------|
| Operating Profit / (Loss) | | |
| (a) Fire Insurance | (43,229) | (7,027) |
| (b) Marine Insurance | (233) | 15 |
| (c) Miscellaneous Insurance | (2,956,368) | (826,058) |
| Total | (2,999,830) | (833,070) |
| Income From Investments | | |
| (a) Interest, Dividend & Rent – Gross | 346,927 | 146,780 |
| (b) Profit on sale of investments | 9,846 | 37,424 |
| Less: Loss on sale of investments | (35,211) | (2,992) |
| Other Income | - | 6 |
| Total (A) | (2,678,268) | (651,853) |
| Provisions (Other than taxation) | | |
| (a) For diminution in the value of investments | - | - |
| (b) For doubtful debts | - | - |
| Other Expenses | | |
| (a) Expenses other than those related to Insurance Business | 30,471 | 47,368 |
| (b) Others | | |
| Total (B) | 30,471 | 47,368 |
| Profit/(Loss) Before Tax | (2,708,739) | (699,221) |
| Provision for Taxation | (2,302) | 2,061 |
| Current tax | - | (100) |
| Deferred Tax (Refer note no 13 of notes to accounts) | (2,302) | 2,161 |
| Profit/(Loss) After Tax | (2,706,437) | (701,282) |
| Less: Catastrophe Reserve | - | - |
| Profit/(Loss) available for appropriation | (2,706,437) | (701,282) |
| Appropriations | | |
| (a) Interim dividends paid during the year | - | - |
| (b) Proposed final dividend | - | - |
| (c) Dividend distribution tax | - | - |
| (d) Transfer to any Reserves or Other Accounts (to be specified) | - | - |
| Balance of profit / loss brought forward from last year | (763,532) | (62,250) |
| Balance carried forward to Balance Sheet | (3,469,969) | (763,532) |
| Earnings per share - Basic (in ₹) | (5.04) | (2.33) |
| Earnings per share - Diluted (in ₹) | (5.04) | (2.33) |

(Refer note no 25 of notes to accounts)

Significant accounting policies and notes to accounts

Schedule 16

Schedules referred to above and notes to accounts form an integral part of Financial Statements.

As per our report of even date attached

For and on behalf of the Board

For PKF Sridhar and Santhanam LLP

Chartered Accountants

Firm Registration Number

003990S / S200018

Kamesh Goyal

Chairman

DIN - 01816985

Chandran Ratnaswami

Director

DIN - 00109215

Dhiraj Kumar Birla

Partner

Membership No. 131178

Rajendra Beri

Director

DIN - 03177323

Vijay Kumar

Chief Executive & Principal Officer

DIN - 05263010

For Kirtane and Pandit LLP

Chartered Accountants

Firm Registration Number

Ravi Khetan

Chief Financial Officer

Tejas Saraf

Company Secretary

Place – Bengaluru

Date – 22 May 2019

Place – Bengaluru

Date – 22 May 2019

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Form B - RA

IRDAI Registration No. 158

Date of Registration with IRDAI - 20 Sep 2017

Revenue Account for the year ended 31 March 2019

₹ in thousands

| Particulars | Sch | 2019 | | | | | | 2018 | | | | | |
|--|-----|-----------------|-------------|--------------|--------------|--------------------|--------------------|----------------|----------|-------------|-------------|------------------|------------------|
| | | Fire | Marine | | | Misc | Total | Fire | Marine | | | Misc | Total |
| | | | Car-go | Oth-er | Total | | | | Car-go | Oth-er | To-tal | | |
| Premiums earned (net) | 1 | 35,600 | 13 | 33 | 46 | 4,964,123 | 4,999,769 | (1,030) | - | - | - | 75,680 | 74,650 |
| Others | | 1 | - | - | - | 49 | 50 | | | | | | |
| (a) Interest, Dividend & Rent – Gross | | 4,929 | 1 | 4 | 5 | 232,435 | 237,369 | - | - | - | - | - | - |
| (b) Profit on sale of investments | | 477 | - | 1 | 1 | 26,228 | 26,706 | - | - | - | - | - | - |
| Less: Loss on sale of investments | | (95) | - | - | - | (5,234) | (5,329) | - | - | - | - | - | - |
| Total (A) | | 40,912 | 14 | 38 | 52 | 5,217,601 | 5,258,565 | (1,030) | - | - | - | 75,680 | 74,650 |
| Claims Incurred (net) | 2 | 78,452 | 12 | 30 | 42 | 3,862,609 | 3,941,103 | 1,899 | - | 5 | 5 | 68,229 | 70,133 |
| Commission (net) | 3 | (43,392) | (50) | (38) | (88) | 217,165 | 173,685 | (10,526) | - | (56) | (56) | 23,217 | 12,635 |
| Operating Expenses related to Insurance Business | 4 | 38,126 | 18 | 313 | 331 | 4,094,195 | 4,132,652 | 14,624 | - | 36 | 36 | 810,292 | 824,952 |
| Provision for premium deficiency | | 10,955 | - | - | - | - | 10,955 | | | | | | |
| Total (B) | | 84,141 | (20) | 305 | 285 | 8,173,969 | 8,258,395 | 5,997 | - | (15) | (15) | 901,737 | 907,720 |
| Operating Profit/ (Loss) (A - B) | | (43,229) | 34 | (267) | (233) | (2,956,368) | (2,999,830) | (7,027) | - | 15 | 15 | (826,058) | (833,070) |
| Appropriations | | | | | | | | | | | | | |
| Transfer to Shareholder's Account | | (43,229) | 34 | (267) | (233) | (2,956,368) | (2,999,830) | (7,027) | - | 15 | 15 | (826,058) | (833,070) |
| Transfer to Catastrophe reserve | | | | | | | | | | | | | |
| Transfer to other reserves | | | | | | | | | | | | | |
| Total (C) | | (43,229) | 34 | (267) | (233) | (2,956,368) | (2,999,830) | (7,027) | - | 15 | 15 | (826,058) | (833,070) |

Kamesh Goyal

Chairman

DIN - 01816985

Chandran Ratnaswami

Director

DIN - 00109215

Rajendra Beri

Director

DIN - 03177323

Vijay Kumar

Chief Executive & Principal Officer

DIN - 05263010

Ravi Khetan

Chief Financial Officer

Tejas Saraf

Company Secretary

Place – Bengaluru

Date – 22 May 2019

Go Digit General Insurance Limited
Schedule 1 & 1A - Premium Earned (net)
For the period ended 31 March
₹ in thousands

| Schedule 1 - Premium Earned (net) | 2019 | | | | | | 2018 | | | | | |
|---|---------------|-----------|-----------|------------|------------------|------------------|----------------|----------|-----------|-----------|----------------|----------------|
| | Fire | Marine | | | Misc | Total | Fire | Marine | | | Misc | Total |
| | | Cargo | Other | Total | | | | Cargo | Other | Total | | |
| Premium from direct business written (Net of GST) | 112,477 | 142 | 9,928 | 10,070 | 8,825,618 | 8,948,165 | 137,452 | - | 17,348 | 17,348 | 782,600 | 937,400 |
| Add: Premium on reinsurance accepted | 724,900 | 237 | 10,048 | 10,285 | 2,366,483 | 3,101,668 | 103,117 | - | - | - | - | 103,117 |
| Less : Premium on reinsurance ceded | 754,798 | 336 | 19,877 | 20,213 | 1,721,105 | 2,496,116 | 227,195 | - | 17,315 | 17,315 | 41,596 | 286,106 |
| Net Premium | 82,579 | 43 | 99 | 142 | 9,470,996 | 9,553,717 | 13,373 | - | 33 | 33 | 741,005 | 754,411 |
| Add/Less: Change in reserve for unexpired risks | 46,979 | 30 | 66 | 96 | 4,506,873 | 4,553,948 | 14,403 | - | 33 | 33 | 665,325 | 679,761 |
| Total Premium Earned (Net) | 35,600 | 13 | 33 | 46 | 4,964,123 | 4,999,769 | (1,030) | - | - | - | 75,680 | 74,650 |

| Schedule 1A - Premium Earned (net) Miscellaneous Class of Business | 2019 | | | | | | | | | | | | |
|---|------------------|------------------|------------------|----------------------|------------------|-------------------|--------------|----------|-------------------|----------------|------------------|---------------|------------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Premium from direct business written (Net of GST) | 2,342,451 | 6,202,854 | 8,545,305 | - | - | - | 24,818 | - | 1,046 | 152,528 | - | 101,921 | 88,25,618 |
| Add: Premium on reinsurance accepted | - | - | - | - | - | - | 18,156 | - | - | - | 2,348,327 | - | 23,66,483 |
| Less : Premium on reinsurance ceded | 263,238 | 310,548 | 573,786 | - | - | - | 35,900 | - | 52 | 7,667 | 1,096,835 | 6,865 | 17,21,105 |
| Net Premium | 2,079,213 | 5,892,306 | 7,971,519 | - | - | - | 7,074 | - | 994 | 144,861 | 1,251,492 | 95,056 | 94,70,996 |
| Add/Less: Change in reserve for unexpired risks | 1,234,089 | 3,206,245 | 4,440,334 | - | - | - | 5,078 | - | 947 | (354) | - | 60,868 | 45,06,873 |
| Total Premium Earned (Net) | 845,124 | 2,686,061 | 3,531,185 | - | - | - | 1,996 | - | 47 | 145,215 | 1,251,492 | 34,188 | 49,64,123 |

| Schedule 1A - Premium Earned (net) Miscellaneous Class of Business | 2018 | | | | | | | | | | | | |
|---|---------------|----------------|----------------|----------------------|------------------|-------------------|-------------|----------|-------------------|---------------|----------|--------------|-----------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Premium from direct business written (Net of GST) | 67,316 | 679,743 | 747,059 | - | - | - | 13 | - | - | 29,256 | - | 6,272 | 7,82,600 |
| Add: Premium on reinsurance accepted | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Less : Premium on reinsurance ceded | 3,358 | 33,984 | 37,342 | - | - | - | 4 | - | - | 1,492 | - | 2,758 | 41,596 |
| Net Premium | 63,958 | 645,759 | 709,717 | - | - | - | 9 | - | - | 27,764 | - | 3,514 | 7,41,004 |
| Add/Less: Change in reserve for unexpired risks | 60,716 | 591,953 | 652,669 | - | - | - | 9 | - | - | 10,203 | - | 2,444 | 6,65,325 |
| Total Premium Earned (Net) | 3,242 | 53,806 | 57,048 | - | - | - | - | - | - | 17,561 | - | 1,070 | 75,679 |

Go Digit General Insurance Limited
Schedule 2 & 2A - Claims Incurred (net)
For the period ended 31 March
₹ in thousands

| Schedule 2 - Claims Incurred (net) | 2019 | | | | | | 2018 | | | | | |
|---|---------------|-----------|-----------|-----------|------------------|------------------|--------------|----------|----------|----------|---------------|---------------|
| | Fire | Marine | | | Misc | Total | Fire | Marine | | | Misc | Total |
| | | Cargo | Other | Total | | | | Cargo | Other | Total | | |
| Claims paid Direct | - | - | - | - | 610,364 | 610,364 | - | - | - | - | 3,683 | 3,683 |
| Add: Re-insurance accepted | 5,255 | - | - | - | 52,981 | 58,236 | - | - | - | - | - | - |
| Less: Re-insurance Ceded | 4,567 | - | - | - | 85,331 | 89,898 | - | - | - | - | 183 | 183 |
| Net Claims paid | 688 | - | - | - | 578,014 | 578,702 | - | - | - | - | 3,500 | 3,500 |
| Add: Claims outstanding at the end of year | 79,663 | 12 | 35 | 47 | 3,349,324 | 3,429,034 | 1,899 | - | 5 | 5 | 64,729 | 66,633 |
| Less: Claims outstanding at the beginning of year | 1,899 | - | 5 | 5 | 64,729 | 66,633 | - | - | - | - | - | - |
| Total Claims Incurred (Net) | 78,452 | 12 | 30 | 42 | 3,862,609 | 3,941,103 | 1,899 | - | 5 | 5 | 68,229 | 70,133 |

| Schedule 2A - Claims Incurred (net) Miscellaneous Class of Business | 2019 | | | | | | | | | | | | |
|--|----------------|------------------|------------------|----------------------|------------------|-------------------|--------------|----------|-------------------|---------------|------------------|---------------|------------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Claims paid Direct | 555,943 | 16,948 | 572,891 | - | - | - | - | - | - | 21,884 | - | 15,589 | 610,364 |
| Add: Re-insurance accepted | - | - | - | - | - | - | 80 | - | - | - | 52,901 | - | 52,981 |
| Less: Re-insurance Ceded | 57,371 | 854 | 58,225 | - | - | - | - | - | 1,095 | 25,232 | 779 | - | 85,331 |
| Net Claims paid | 498,572 | 16,094 | 514,666 | - | - | - | 80 | - | - | 20,789 | 27,669 | 14,810 | 578,014 |
| Add: Claims outstanding at the end of year | 105,670 | 2,115,864 | 2,221,534 | - | - | - | 1,199 | - | 28 | 2,593 | 1,119,199 | 4,771 | 3,349,324 |
| Less: Claims outstanding at the beginning of year | 1,385 | 54,918 | 56,303 | - | - | - | 2 | - | - | 7,783 | - | 641 | 64,729 |
| Total Claims Incurred (Net) | 602,857 | 2,077,040 | 2,679,897 | - | - | - | 1,277 | - | 28 | 15,599 | 1,146,868 | 18,940 | 3,862,609 |

| Schedule 2A - Claims Incurred (net) Miscellaneous Class of Business | 2018 | | | | | | | | | | | | |
|--|--------------|---------------|---------------|----------------------|------------------|-------------------|-------------|----------|-------------------|---------------|----------|------------|---------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Claims paid Direct | 761 | 21 | 782 | - | - | - | - | - | - | 2,899 | - | 2 | 3,683 |
| Add: Re-insurance accepted | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Less: Re-insurance Ceded | 38 | - | 38 | - | - | - | - | - | - | 145 | - | 0 | 183 |
| Net Claims paid | 723 | 21 | 744 | - | - | - | - | - | - | 2,754 | - | 2 | 3,500 |
| Add: Claims outstanding at the end of year | 1,385 | 54,918 | 56,303 | - | - | - | 2 | - | - | 7,783 | - | 641 | 64,729 |
| Less: Claims outstanding at the beginning of year | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Total Claims Incurred (Net) | 2,107 | 54,940 | 57,047 | - | - | - | 2 | - | - | 10,537 | - | 643 | 68,229 |

Go Digit General Insurance Limited
Schedule 3 & 3A - Commission (net)
For the period ended 31 March
₹ in thousands

| Schedule 3 - Commission (net) | 2019 | | | | | | 2018 | | | | | |
|-----------------------------------|-----------------|-------------|-------------|-------------|----------------|----------------|-----------------|----------|-------------|-------------|---------------|---------------|
| | Fire | Marine | | | Misc | Total | Fire | Marine | | | Misc | Total |
| | | Cargo | Other | Total | | | | Cargo | Other | Total | | |
| Commission | | | | | | | | | | | | |
| Direct | 5,544 | - | 472 | 472 | 286,716 | 292,732 | - | - | - | - | 25,675 | 25,675 |
| Add: Re-insurance Accepted | 79,167 | - | - | - | 104,299 | 183,466 | 10,084 | - | - | - | - | 10,084 |
| Less: Re- Insurance Ceded | 128,103 | 50 | 510 | 560 | 173,850 | 302,513 | 20,610 | - | 56 | 56 | 2,458 | 23,124 |
| Net Commission | (43,392) | (50) | (38) | (88) | 217,165 | 173,685 | (10,526) | - | (56) | (56) | 23,217 | 12,635 |
| Breakup of Commission paid Direct | | | | | | | | | | | | |
| Agents | - | - | - | - | 33,929 | 33,929 | - | - | - | - | 12,730 | 12,730 |
| Brokers | 5,544 | - | 472 | 472 | 90,890 | 96,906 | - | - | - | - | 7,927 | 7,927 |
| Corporate Agency | - | - | - | - | 11,942 | 11,942 | - | - | - | - | 1 | 1 |
| Others | - | - | - | - | 149,955 | 149,955 | - | - | - | - | 5,017 | 5,017 |

| "Schedule 3A - Commission (net) Miscellaneous Class of Business" | 2019 | | | | | | | | | | | | |
|---|----------------|---------------|----------------|-------------------------|---------------------|----------------------|------------------|---------------|----------------------|--------------|--------------|--------------|----------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engi- neering | Avia- tion | Personal Accident | Health | Crop | Oth- ers | Total |
| | OD | TP | Total | | | | | | | | | | |
| Commission | | | | | | | | | | | | | |
| Direct | 224,993 | 59,291 | 284,284 | - | - | - | 1,337 | - | 10 | 905 | - | 180 | 286,716 |
| Add: Re-insurance Accepted | - | - | - | - | - | - | 2,179 | - | - | - | 102,120 | - | 104,299 |
| Less: Re- Insurance Ceded | 49,844 | 16,107 | 65,951 | - | - | - | 6,324 | - | 8 | 1,094 | 99,649 | 824 | 173,850 |
| Net Commission | 175,149 | 43,184 | 218,333 | - | - | - | (2,808) | - | 2 | (189) | 2,471 | (644) | 217,165 |
| Breakup of Commission paid Direct | | | | | | | | | | | | | |
| Agents | 24,624 | 9,159 | 33,783 | - | - | - | - | - | 2 | 117 | - | 27 | 33,929 |
| Brokers | 75,698 | 13,724 | 89,422 | - | - | - | 1,337 | - | 8 | 57 | - | 66 | 90,890 |
| Corporate Agency | 7,322 | 4,532 | 11,854 | - | - | - | - | - | - | 1 | - | 87 | 11,942 |
| Others | 117,349 | 31,876 | 149,225 | - | - | - | - | - | - | 730 | - | - | 149,955 |

| "Schedule 3A - Commission (net) Miscellaneous Class of Business" | 2018 | | | | | | | | | | | | |
|---|--------------|---------------|---------------|-------------------------|---------------------|----------------------|-------------|----------|----------------------|--------------|----------|-------------|---------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Commission | | | | | | | | | | | | | |
| Direct | 9,757 | 15,917 | 25,674 | - | - | - | 1 | - | - | - | - | - | 25,675 |
| Add: Re-insurance Accepted | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Less: Re- Insurance Ceded | 497 | 1,646 | 2,143 | - | - | - | - | - | - | 244 | - | 71 | 2,458 |
| Net Commission | 9,260 | 14,271 | 23,531 | - | - | - | 1 | - | - | (244) | - | (71) | 23,217 |
| Breakup of Commission paid Direct | | | | | | | | | | | | | |
| Agents | 2,774 | 9,955 | 12,729 | - | - | - | 1 | - | - | - | - | - | 12,730 |
| Brokers | 2,140 | 5,787 | 7,927 | - | - | - | - | - | - | - | - | - | 7,927 |
| Corporate Agency | 1 | - | 1 | - | - | - | - | - | - | - | - | - | 1 |
| Others | 4,842 | 175 | 5,017 | - | - | - | - | - | - | - | - | - | 5,017 |

Go Digit General Insurance Limited
Schedule 4 & 4A - Management Expenses
For the period ended 31 March
₹ in thousands

| Schedule 4 - Management Expenses | 2019 | | | | | | 2018 | | | | | |
|--|---------------|-----------|------------|------------|------------------|------------------|---------------|----------|-----------|-----------|----------------|----------------|
| | Fire | Marine | | | Misc | Total | Fire | Marine | | | Misc | Total |
| | | Cargo | Other | Total | | | | Cargo | Other | Total | | |
| Employees' remuneration & welfare benefits | 7,038 | 4 | 8 | 12 | 807,226 | 814,276 | 7,270 | - | 18 | 18 | 402,837 | 410,125 |
| Travel and conveyance | 798 | - | 1 | 1 | 91,440 | 92,239 | 655 | - | 2 | 2 | 36,318 | 36,975 |
| Training and recruitment cost | 204 | - | - | - | 23,350 | 23,554 | 260 | - | 2 | 2 | 14,437 | 14,699 |
| Rent, rates and taxes | 176 | - | - | - | 20,084 | 20,260 | 12 | - | - | - | 640 | 652 |
| Repairs and maintenance | - | - | - | - | - | - | - | - | - | - | - | - |
| Printing and Stationery | 50 | - | - | - | 5,697 | 5,747 | 38 | - | - | - | 2,110 | 2,148 |
| Communication | 53 | - | - | - | 6,021 | 6,074 | 21 | - | - | - | 1,163 | 1,184 |
| Legal and professional charges | 271 | - | - | - | 30,992 | 31,263 | 83 | - | - | - | 4,604 | 4,687 |
| Auditors' fees, expenses etc | | | | | | | | | | | | |
| (a) as auditor | 16 | - | - | - | 1,784 | 1,800 | 4 | - | - | - | 196 | 200 |
| (b) as adviser or in any other capacity, in respect of | - | - | - | - | - | - | - | - | - | - | - | - |
| (i) Taxation matters | 1 | - | - | - | 59 | 60 | 1 | - | - | - | 34 | 35 |
| (ii) Insurance matters | - | - | - | - | - | - | - | - | - | - | - | - |
| (iii) Management services; and | - | - | - | - | - | - | - | - | - | - | - | - |
| (c) in any other capacity | - | - | - | - | 40 | 40 | 4 | - | - | - | 221 | 225 |
| (d) Reimbursement of expenses | 1 | - | - | - | 87 | 88 | - | - | - | - | 2 | 2 |
| Branding, advertisement and publicity | 21,987 | 11 | 26 | 37 | 2,521,530 | 2,543,554 | 2,783 | - | 7 | 7 | 154,230 | 157,020 |
| Sales promotion expenses | 116 | - | - | - | 13,291 | 13,407 | 37 | - | - | - | 2,029 | 2,066 |
| Interest and bank charges | 254 | - | - | - | 29,033 | 29,287 | 67 | - | - | - | 3,734 | 3,801 |
| Business support services | 523 | - | 1 | 1 | 59,970 | 60,494 | 540 | - | 1 | 1 | 29,942 | 30,483 |
| Information technology expenses | 2,572 | 1 | 3 | 4 | 294,928 | 297,504 | 1,688 | - | 4 | 4 | 93,525 | 95,217 |
| Facility Management Charges | 1,155 | 1 | 1 | 2 | 132,487 | 133,644 | 891 | - | 2 | 2 | 49,345 | 50,238 |
| Depreciation | 280 | - | - | - | 32,054 | 32,334 | 135 | - | - | - | 7,444 | 7,579 |
| GST Expenses | 120 | - | - | - | 13,748 | 13,868 | 22 | - | - | - | 1,218 | 1,240 |
| Other | | | | | | | | | | | | |
| Miscellaneous expenses | 2,511 | 1 | 273 | 274 | 10,374 | 13,159 | 113 | - | - | - | 6,262 | 6,375 |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| Total | 38,126 | 18 | 313 | 331 | 4,094,195 | 4,132,652 | 14,624 | - | 36 | 36 | 810,292 | 824,952 |

| "Schedule 4A - Management Expenses Miscellaneous Class of Business" | 2019 | | | | | | | | | | | | |
|---|---------|---------|---------|----------------------|------------------|-------------------|-------------|----------|-------------------|--------|---------|--------|----------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Employees' remuneration & welfare benefits | 177,214 | 502,209 | 679,423 | - | - | - | 603 | - | 85 | 12,347 | 106,666 | 8,102 | 8,07,226 |
| Travel and conveyance | 20,074 | 56,889 | 76,963 | - | - | - | 68 | - | 10 | 1,399 | 12,083 | 917 | 91,440 |
| Training and Recruitment Cost | 5,126 | 14,529 | 19,655 | - | - | - | 17 | - | 2 | 357 | 3,085 | 234 | 23,350 |
| Rent, rates and taxes | 4,409 | 12,495 | 16,904 | - | - | - | 15 | - | 2 | 307 | 2,654 | 202 | 20,084 |
| Repairs and maintenance | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Printing and Stationery | 1,251 | 3,544 | 4,795 | - | - | - | 4 | - | 1 | 87 | 753 | 57 | 5,697 |
| Communication | 1,322 | 3,746 | 5,068 | - | - | - | 4 | - | 1 | 92 | 796 | 60 | 6,021 |
| Legal and professional charges | 6,804 | 19,282 | 26,086 | - | - | - | 23 | - | 3 | 474 | 4,095 | 311 | 30,992 |
| Auditors' fees, expenses etc | | | | | | | | | | | | | |
| (a) as auditor | 392 | 1,110 | 1,502 | - | - | - | 1 | - | - | 27 | 236 | 18 | 1,784 |

| | | | | | | | | | | | | | |
|--|----------------|------------------|------------------|----------|----------|----------|--------------|----------|------------|---------------|----------------|---------------|------------------|
| (b) as adviser or in any other capacity, in respect of | - | - | - | - | - | - | - | - | - | - | - | - | - |
| (i) Taxation matters | 13 | 36 | 49 | - | - | - | - | - | - | 1 | 8 | 1 | 59 |
| (ii) Insurance matters | - | - | - | - | - | - | - | - | - | - | - | - | - |
| (iii) Management services; and | - | - | - | - | - | - | - | - | - | - | - | - | - |
| (c) in any other capacity | 9 | 25 | 34 | - | - | - | - | - | - | 1 | 5 | - | 40 |
| (d) Reimbursement of expenses | 19 | 54 | 73 | - | - | - | - | - | - | 1 | 12 | 1 | 87 |
| Branding, advertisement and publicity | 553,564 | 1,568,750 | 2,122,314 | - | - | - | 1,884 | - | 265 | 38,567 | 333,194 | 25,306 | 25,21,530 |
| Sales promotion expenses | 2,918 | 8,269 | 11,187 | - | - | - | 10 | - | 1 | 203 | 1,756 | 134 | 13,291 |
| Interest and bank charges | 6,374 | 18,063 | 24,437 | - | - | - | 22 | - | 3 | 444 | 3,836 | 291 | 29,033 |
| Business support services | 13,165 | 37,310 | 50,475 | - | - | - | 45 | - | 6 | 917 | 7,924 | 603 | 59,970 |
| Information technology expenses | 64,747 | 183,487 | 248,234 | - | - | - | 220 | - | 31 | 4,511 | 38,972 | 2,960 | 2,94,928 |
| Facility Management Charges | 29,086 | 82,426 | 111,512 | - | - | - | 99 | - | 14 | 2,026 | 17,507 | 1,329 | 1,32,487 |
| Depreciation | 7,037 | 19,942 | 26,979 | - | - | - | 24 | - | 3 | 490 | 4,236 | 322 | 32,054 |
| GST Expenses | 3,018 | 8,553 | 11,571 | - | - | - | 10 | - | 1 | 210 | 1,817 | 139 | 13,748 |
| Other | | | | | | | | | | | | | |
| Miscellaneous expenses | 7,891 | 2,131 | 10,022 | - | - | - | (235) | - | - | 52 | 453 | 82 | 10,374 |
| Total | 904,433 | 2,542,850 | 3,447,283 | - | - | - | 2,814 | - | 428 | 62,513 | 540,088 | 41,069 | 40,94,195 |

| Schedule 4A - Management Expenses Miscellaneous Class of Business | 2018 | | | | | | | | | | | | |
|---|---------------|----------------|----------------|----------------------|------------------|-------------------|-------------|----------|-------------------|---------------|----------|--------------|----------------|
| | Motor | | | Workmen Compensation | Public Liability | Product Liability | Engineering | Aviation | Personal Accident | Health | Crop | Others | Total |
| | OD | TP | Total | | | | | | | | | | |
| Employees' remuneration & welfare benefits | 34,770 | 351,057 | 385,827 | - | - | - | 5 | - | - | 15,094 | - | 1,911 | 402,837 |
| Travel and conveyance | 3,135 | 31,650 | 34,785 | - | - | - | - | - | - | 1,361 | - | 172 | 36,318 |
| Training and Recruitment Cost | 1,246 | 12,582 | 13,828 | - | - | - | - | - | - | 541 | - | 68 | 14,437 |
| Rent, rates and taxes | 55 | 558 | 613 | - | - | - | - | - | - | 24 | - | 3 | 640 |
| Repairs and maintenance | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Printing and Stationery | 182 | 1,839 | 2,021 | - | - | - | - | - | - | 79 | - | 10 | 2,110 |
| Communication | 100 | 1,014 | 1,114 | - | - | - | - | - | - | 44 | - | 6 | 1,163 |
| Legal and professional charges | 397 | 4,012 | 4,409 | - | - | - | - | - | - | 172 | - | 22 | 4,604 |
| Auditors' fees, expenses etc | | | | | | | | | | | | | |
| (a) as auditor | 17 | 171 | 188 | - | - | - | - | - | - | 7 | - | 1 | 196 |
| (b) as adviser or in any other capacity, in respect of | - | - | - | - | - | - | - | - | - | - | - | - | - |
| (i) Taxation matters | 3 | 30 | 33 | - | - | - | - | - | - | 1 | - | - | 34 |
| (ii) Insurance matters | - | - | - | - | - | - | - | - | - | - | - | - | - |
| (iii) Management services; and | - | - | - | - | - | - | - | - | - | - | - | - | - |
| (c) in any other capacity | 19 | 193 | 212 | - | - | - | - | - | - | 8 | - | 1 | 221 |
| (d) Reimbursement of expenses | - | 2 | 2 | - | - | - | - | - | - | - | - | - | 2 |
| Branding, advertisement & publicity | 13,312 | 134,406 | 147,718 | - | - | - | 2 | - | - | 5,779 | - | 732 | 154,230 |
| Sales promotion expenses | 175 | 1,769 | 1,944 | - | - | - | - | - | - | 76 | - | 10 | 2,029 |
| Interest and bank charges | 322 | 3,254 | 3,576 | - | - | - | - | - | - | 140 | - | 18 | 3,734 |
| Business support services | 2,584 | 26,093 | 28,677 | - | - | - | - | - | - | 1,122 | - | 142 | 29,942 |
| Information technology expenses | 8,072 | 81,504 | 89,576 | - | - | - | 1 | - | - | 3,504 | - | 444 | 93,525 |
| Facility Management Charges | 4,259 | 43,003 | 47,262 | - | - | - | 1 | - | - | 1,849 | - | 234 | 49,345 |
| Depreciation | 642 | 6,487 | 7,129 | - | - | - | - | - | - | 279 | - | 35 | 7,444 |
| GST Expenses | 105 | 1,062 | 1,167 | - | - | - | - | - | - | 46 | - | 6 | 1,218 |
| Other | | | | | | | | | | | | | |
| Miscellaneous expenses | 540 | 5,457 | 5,997 | - | - | - | - | - | - | 235 | - | 30 | 6,262 |
| Total | 69,935 | 706,143 | 776,078 | - | - | - | 9 | - | - | 30,361 | - | 3,845 | 810,292 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 5 - Share Capital

As on 31 March 2019

₹ in thousands

| Particulars | | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--------------|---|-------------------|-------------------|
| 1 | Authorised Capital 80,00,00,000 Equity shares of ₹ 10 each (Previous year 35,00,00,000 equity shares of ₹ 10 each) | 8,000,000 | 3,500,000 |
| 2 | Issued Capital 72,95,65,220 Equity shares of ₹ 10 each (Previous year 35,00,00,000 equity shares of ₹ 10 each) | 7,295,652 | 3,500,000 |
| 3 | Subscribed Capital & Paid Up Capital 72,95,65,220 Equity shares of ₹ 10 each (Previous year 35,00,00,000 equity shares of ₹ 10 each) | 7,295,652 | 3,500,000 |
| 4 | Called-up capital 61,95,65,220 Equity shares of ₹ 10 each 11,00,00,000 Equity shares of ₹ 10 each, ₹ 5 called up (Previous year 35,00,00,000 equity shares of ₹ 10 each) | 6,745,652 | 3,500,000 |
| 5 | Less: Calls unpaid | - | - |
| | Add: Equity shares forfeited | - | - |
| | Less: Par value of equity shares bought back | - | - |
| | Less: Preliminary expenses | - | - |
| | Less: Expenses including commission or brokerage on underwriting of shares | - | - |
| Total | | 6,745,652 | 3,500,000 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 5A - Pattern of Shareholding

As on 31 March 2019

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2018 |
|---|--------------------|--------------------|
| Promoters | | |
| Indian- Go Digit Infoworks Services Pvt Ltd | | |
| Number of Shares | 729,565,220 | 350,000,000 |
| % of Holdings | 100% | 100% |
| Foreign | | |
| Number of Shares | - | - |
| % of Holdings | - | - |
| Total | 729,565,220 | 350,000,000 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 6 - Reserves and Surplus

As on 31 March 2019

₹ in thousands

| Particulars | | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--------------|--|-------------------|-------------------|
| 1 | Capital Reserve | - | - |
| 2 | Capital Redepmtion Reserve | - | - |
| 3 | Securities Premium | | |
| | Opening balance | - | - |
| | Addition during the period | 1,504,348 | - |
| | Closing balance | 1,504,348 | - |
| 4 | General Reserve | - | - |
| 5 | Less: Amount utilised for buyback | | |
| 6 | Catastrophe Reserve | - | - |
| 7 | Other Reserves | - | - |
| 8 | Employee Stock Appreciation Rights Outstanding | 13,677 | |
| 9 | Balance in Profit and Loss Account | | |
| Total | | 1,518,025 | - |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 7 - Borrowings

As on 31 March 2019

| Particulars | | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--------------|------------------------|-------------------|-------------------|
| 1 | Debentures / Bonds | - | - |
| 2 | Banks | - | - |
| 3 | Financial Institutions | - | - |
| 4 | Others | - | - |
| Total | | - | - |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 8 - Investments - Shareholders

As on 31 March 2019

₹ in thousands

| Particulars | | As on 31 Mar 2019 | As on 31 Mar 2018 |
|---|--------------|----------------------|----------------------|
| Long term investments | | | |
| Government securities and Government guaranteed bonds | | 2,129,058 | 1,344,799 |
| including Treasury bills | | | |
| Other approved securities | | 214,423 | 218,738 |
| Other investments | | | |
| (a) Shares | | | |
| (aa) Equity | | 296,051 | - |
| (ab) Preference | | - | - |
| (b) Mutual Funds | | - | - |
| (c) Debentures / Bonds | | 249,885 | 606,578 |
| (d) Investment properties - Real estate | | - | - |
| (e) Subsidiaries | | - | - |
| (f) Other securities | | - | - |
| Investment in infrastructure and housing | | 1,274,604 | 1,084,720 |
| | Total | 4,164,021 | 3,254,835 |
| Short term investments | | | |
| Government securities and Government guaranteed bonds | | 849,647 | - |
| including Treasury bills | | | |
| Other approved securities | | - | - |
| Other investments | | | |
| (a) Shares | | | |
| (aa) Equity | | - | - |
| (ab) Preference | | - | - |
| (b) Mutual Funds | | 700,845 | 50,077 |
| (c) Debentures / Bonds | | 149,189 | - |
| (d) Investment properties - Real estate | | - | - |
| (e) Other securities | | - | - |
| Investment in infrastructure and housing | | 1,253,281 | - |
| | Total | 2,952,962 | 50,077 |
| Total investments - Shareholders | | 7,116,983 | 3,304,912 |

Notes

1. Aggregate value of investments other than valued at Fair Value

| | ₹ in thousands | ₹ in thousands |
|------------------------------|----------------|----------------|
| Long-term investment | | |
| Book value | 38,67,970 | 32,54,835 |
| Market value | 41,50,564 | 32,13,040 |
| Short-term investment | | |
| Book value | 22,52,117 | - |
| Market value | 22,54,285 | - |

2. Long term other approved securities include investment in 100% Government of India backed bond amounting to ₹ 2,14,423 (previous year ₹ 2,18,738 thousands)

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 8A - Investments - Policyholders

As on 31 March 2019

₹ in thousands

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2018 |
|---|----------------------|----------------------|
| Long term investments | | |
| Government securities and Government guaranteed bonds including Treasury bills | 45,58,074 | - |
| Other approved securities | 1,55,571 | - |
| Other investments | | |
| (a) Shares | | |
| (aa) Equity | 4,93,418 | - |
| (ab) Preference | - | - |
| (b) Mutual Funds | - | - |
| (c) Debentures / Bonds | 7,53,233 | - |
| (d) Investment properties - Real estate | - | - |
| (e) Subsidiaries | - | - |
| (f) Other securities | - | - |
| Investment in infrastructure and housing | 9,97,781 | - |
| Total | 69,58,077 | - |
| Short term investments | | |
| Government securities and Government guaranteed bonds including Treasury bills | | - |
| Other approved securities | - | - |
| Other investments | | |
| (a) Shares | | |
| (aa) Equity | - | - |
| (ab) Preference | - | - |
| (b) Mutual Funds | | 29,514 |
| (c) Debentures / Bonds | 3,49,106 | - |
| (d) Investment properties - Real estate | - | - |
| (e) Other securities | - | - |
| Investment in infrastructure and housing | 99,917 | - |
| Total | 4,49,023 | 29,514 |
| Total investments - Policyholders | 74,07,100 | 29,514 |

Notes

1. Aggregate value of investments other than valued at Fair Value

| | ₹ in thousands | ₹ in thousands |
|-----------------------|----------------|----------------|
| Long-term investment | | |
| Book value | 64,64,659 | - |
| Market value | 71,21,820 | - |
| Short-term investment | | |
| Book value | 4,49,023 | - |
| Market value | 4,49,993 | - |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 9 - Loans

As on 31 March 2019

₹ in thousands

| Particulars | | As on 31 Mar 2019 | As on 31 Mar 2019 |
|---|-------|-------------------|-------------------|
| Security-wise classification | | | |
| Secured | | | |
| (a) On mortgage of property | | | |
| (aa) In India | | | |
| (ab) Outside India | | | |
| (b) On Shares, Bonds, Govt Securities, etc. | | | |
| (c) Others | | | |
| Unsecured | | | |
| (a) Loans against policies | | | |
| (b) Others | | | |
| | Total | - | - |
| Borrower-wise classification | | | |
| Central and State Governments | | - | |
| Banks and Financial Institutions | | - | |
| Subsidiaries | | - | |
| Industrial Undertakings | | - | |
| Others | | - | |
| | Total | - | - |
| Performance-wise classification | | | |
| Loans classified as standard | | | |
| (aa) In India | | | |
| (ab) Outside India | | | |
| Non-standard loans less provisions | | | |
| (ba) In India | | | |
| (bb) Outside India | | | |
| Maturity-wise classification | | | |
| Short Term | | | |
| Long Term | | | |
| | Total | - | - |
| Grand Total | | - | - |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 10 - Fixed Assets

As on 31 March 2019

₹ in thousands

| Sl. No | Particulars | Gross Block | | | | Depreciation | | | | Net Block | |
|--------|--------------------------|-------------------|------------------------|-------------------------|-------------------|-------------------|------------------------|-------------------------|-------------------|-------------------|-------------------|
| | | As on 01 Apr 2018 | Additions for the year | Deletions / Adjustments | As on 31 Mar 2019 | As on 01 Apr 2018 | Additions for the year | Deletions / Adjustments | As on 31 Mar 2019 | As on 31 Mar 2019 | As on 01 Apr 2018 |
| | Goodwill | | | | - | | | | - | - | - |
| | Intangibles - Software | 20,343 | 10,363 | - | 30,706 | 3,312 | 7,282 | - | 10,594 | 20,112 | 17,031 |
| | Land - Freehold | - | - | - | - | - | - | - | - | - | - |
| | Leasehold Improvements | 125 | 18,784 | - | 18,909 | 1 | 368 | - | 369 | 18,540 | 124 |
| | Buildings | - | - | - | - | - | - | - | - | - | - |
| | Furniture and fittings | - | 5,521 | - | 5,521 | - | 1,238 | - | 1,238 | 4,283 | - |
| | IT Equipments | 34,177 | 65,539 | - | 99,716 | 4,135 | 21,977 | - | 26,112 | 73,604 | 30,042 |
| | Vehicles | - | - | - | - | - | - | - | - | - | - |
| | Office equipments | 3,900 | 15,314 | - | 19,214 | 207 | 1,468 | - | 1,675 | 17,539 | 3,693 |
| | Others | - | - | - | - | - | - | - | - | - | - |
| | Total | 58,545 | 115,521 | - | 174,066 | 7,655 | 32,333 | - | 39,988 | 134,078 | 50,890 |
| | Capital work in progress | - | - | - | - | | | | - | 12,485 | - |
| | Grand Total | 58,545 | 115,521 | - | 174,066 | 7,655 | 32,333 | - | 39,988 | 146,563 | 50,890 |
| | Previous year | 1,979 | 56,566 | - | 58,545 | 76 | 7,579 | - | 7,655 | 50,890 | 1,903 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 11 - Cash and Bank Balances

As on 31 March 2019

₹ in thousands

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2019 |
|---|-------------------|-------------------|
| Cash balance (including cheques, drafts and stamps) | 193,602 | 455 |
| Bank balances | | |
| (a) Deposit accounts | | |
| (aa) Due within 12 month of the date of balance sheet | - | - |
| (ab) Others | - | - |
| (b) Current accounts | 935,998 | 341,087 |
| (c) Others | - | - |
| Money at call and short notice | | |
| (a) with Banks | - | - |
| (b) with Other institutions | - | - |
| Others | | |
| Total | 1,129,600 | 341,542 |

Note: Bank Balances maintained with Foreign Bank outside India is Nil (Previous year Nil)

Go Digit General Insurance Limited
(formerly known as Oben General Insurance Limited)
Schedule 12 - Advances and Other Assets
As on 31 March 2019
₹ in thousands

| Particulars | | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--|--------------------------|-------------------|-------------------|
| Advances | | | |
| Reserve deposits with ceding companies | | - | - |
| Application money for investments | | - | - |
| Prepayments | | 20,710 | 13,791 |
| Advances to Officers / Directors | | - | - |
| Advance tax paid and taxes deducted at source | | 270 | 270 |
| (net of provision for tax) | | | |
| Others | | | |
| MAT credit entitlement | | - | - |
| Other advances | | 14,155 | 696 |
| | Total - Advances (A) | 35,135 | 14,757 |
| Other Assets | | | |
| Income accrued on investments | | 393,722 | 101,848 |
| Outstanding premiums | | 5,072 | - |
| Less: Provisions for doubtful debts | | - | - |
| Agents' balances | | 55,522 | 23,788 |
| Due from other entities carrying on insurance business | | 1,046,163 | 91,872 |
| Less: Provisions for doubtful debts | | - | - |
| Dues from subsidiaries / holding company | | 5,656 | - |
| Assets held for unclaimed amounts of policyholders | | 1,000 | - |
| Accrued Investment income on above | | 19 | - |
| Others | | | |
| Cenvat credit unutilised | | 25,071 | 38,442 |
| Unsettled investment contracts receivable | | - | - |
| Other assets | | 205,841 | 52,680 |
| | Total - Other assets (B) | 1,738,066 | 308,630 |
| Total | | 1,773,201 | 323,387 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 13 - Current Liabilities

As on 31 March 2019

₹ in thousands

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2018 |
|---|-------------------|-------------------|
| Agents' balances | 92,147 | 16,175 |
| Balances due to other insurance companies | 675,719 | 110,575 |
| Deposits held on re-insurance ceded | - | - |
| Premiums received in advance | 157,451 | 29,069 |
| Unallocated premiums | 1,253,485 | 27,965 |
| Sundry creditors | 914,971 | 161,520 |
| Due to subsidiaries / holding company | 18,348 | - |
| Claims outstanding (net) | 3,429,034 | 66,633 |
| Due to Officers / Directors | - | - |
| Others | | |
| Statutory dues payable | 227,911 | 113,211 |
| Salary payable | 1,420 | 3,543 |
| Unclaimed amounts of policyholders | 603 | - |
| Accrued Investment income on above | 16 | - |
| Other Current Liabilities- Employees | 57,148 | 46,831 |
| Unsettled investment contracts payable | 659,348 | 46,862 |
| Policyholder payable | 14,566 | 829 |
| Total | 7,502,167 | 623,213 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 14 - Provisions

As on 31 March 2019

₹ in thousands

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--|-------------------|-------------------|
| Reserve for unexpired risk | 5,233,709 | 679,761 |
| Reserve for premium deficiency | 10,955 | - |
| Provision for taxation | - | - |
| Provision for proposed dividend | - | - |
| Provision for DDT | - | - |
| Provision for gratuity | 6,619 | 2,851 |
| Provision for long term defined benefits | - | - |
| Provision for leave encashment | 18,868 | 5,359 |
| Provisions - Others | 9,232 | - |
| Total | 5,279,383 | 687,971 |

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Schedule 15 - Misc expenditure to the extent not written off

As on 31 March 2019

₹ in thousands

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2018 |
|--|-------------------|-------------------|
| Discount allowed on issue of shares and debentures | - | - |
| Others | - | - |
| Total | - | - |

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019

(Currency – in thousands of Indian Rupees unless otherwise stated)

Schedule 16 – Notes to the Financial Statements

1 Background

Go Digit General Insurance Limited (“the Company”) having registered office at Smartworks Business Center, 1st Floor, Nyati Unitree, West Wing, Samrat Ashok Road, Yerawada Pune Pune MH 411006 IN was incorporated on 07 December 2016 under the Companies Act, 2013. As on 31 March 2019, it is 100% subsidiary of Go Digit Infoworks Services Private Limited (formerly known as Oben Services Private Limited). The Company received certificate of registration from Insurance Regulatory and Development Authority of India (IRDAI) on 20 September 2017 to undertake General Insurance business with registration number 158 and subsequently commenced operations in October 2017.

2 Significant accounting policies

a. Basis of preparation

These financial statements have been prepared and presented on a going concern basis in accordance with Generally Accepted Accounting Principles followed in India under the historical cost convention, unless otherwise specifically stated, on an accrual basis and in accordance with the applicable provisions of the Insurance Regulatory and Development Authority of India (Preparation of Financial Statements and Auditor’s Report of Insurance Companies) Regulations, 2002 (the “IRDAI Financial Statements Regulation”), the Insurance Act, 1938 (the “Insurance Act”), the Insurance Regulatory and Development Authority Act, 1999 (the “IRDAI Act”), circulars / notifications issued by IRDAI from time to time (including circular number IRDA/F&A/CIR/CPM/056/03/2016 dated 04 April 2016 and IRDA/F&A/CIR/CPM/010/01/2017 dated 12 January 2017), the Accounting Standards (AS) specified under Section 133 of the Companies Act, 2013 (the “Companies Act”), to the extent applicable and the relevant provisions of the Companies Act and orders / directions prescribed by the IRDAI in this behalf and current practices prevailing within the insurance industry in India.

b. Use of estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles in India (“Indian GAAP”) requires the management to make judgements, estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reported period. The estimates and assumptions used in the financial statements are based on management’s evaluation of the relevant facts and circumstances upto and as of the date of the financial statements. Actual results could differ from the estimates. Any revision to accounting estimates is accounted for prospectively.

c. Revenue recognition

Premium

Premium including reinsurance accepted (net of goods and services tax), other than for Long-term (with policy term of more than one year) motor insurance policies for new cars and new two wheelers sold on or after 01 September 2018, is recognised as income on receipt of complete information at commencement of risk and for instalment policies it is recognised on instalment due date. Any revisions in premium amount are recognised in the period in which it occurs and over the remaining period of the policy or period of risk, as appropriate.

In accordance with

- a. IRDAI notification no. IRDAI/NL/CIR/MOT/08/2018 dated 28 August 2018, premium received (net of Goods & Service Tax) for third party liability coverage under long-term motor insurance policies for new cars and new two

wheelers sold on or after 01 September 2018, is recognized as income on a year to year basis over the policy period on $1/n$ basis where 'n' denotes the term of the policy in years and

- b. IRDAI notification no. IRDAI/NL/CIR/MISC/052/03/2019 dated 29 March 2019 premium received for the Own Damage component under long-term motor insurance policies for new cars and new two wheelers sold on or after 01 September 2018, is recognised as income on a year to year basis in proportion to the Insurance Declared Value as it moves from year to year. Premium deferred for recognition of income in the future period related to long-term motor insurance policies are included in the unallocated premium in the balance sheet.

Premium earnings including the reinsurance accepted are recognised over the period of policy or period of risk, as appropriate.

At the year end, estimates are made for reinsurance statement of accounts not yet received, based on available information and current trends. Any revisions in premium amount are recognised in the period in which it occurs and over the remaining period of the policy or period of risk, as appropriate.

Reinstatement premium is recorded as and when such premiums are recovered. Premium allocated for the year is recognised as income earned based on $1/365$ method, on a gross basis net of goods and service tax. Reinstatement premium is allocated on the same basis as the original premium over the balance term of the policy or period of risk, as appropriate. Any subsequent revisions to premium are recognised on the same basis as the original premium in the period in which it occurs and over the remaining period of the policy or period of risk, as appropriate.

Subsequent cancellations of policies are recognised in the period in which it occurs.

Premium received in advance

Premium on policies booked during the current period which have risk inception date subsequent to balance sheet date represent premium received in advance.

Income earned on investments

Interest income is recognised on accrual basis. Accretion of discount and amortisation of premium relating to debt securities is recognised over the holding / maturity period on constant yield to maturity basis.

Dividend income is recognised when right to receive is established.

Gain / loss on transfer / sale of securities is the difference between the transfer / sale price and the net amortised cost / book value, which is computed on weighted average basis as on the date of transfer / sale. Sale consideration for realised gain / loss is net of brokerage and taxes, if any.

The realised gain / loss on mutual funds and additional tier 1 (Basel III compliant) bonds is the difference between sale consideration and carrying cost as on the date of sale, determined on a weighted average cost basis and includes accumulated changes previously recognised under "Fair Value Change Account".

Commission on reinsurance ceded

Commission on reinsurance ceded is recognised as income in the period of ceding risk.

Profit commission under reinsurance treaties, wherever applicable, is recognised as income in the period of final determination of the profits and as intimated by the reinsurer and included under commission on reinsurance ceded.

d. Reinsurance ceded

Reinsurance premium ceded, other than for long-term motor insurance policies for new cars and new two wheelers sold on or after 01 September 2018, is accounted for in the period in which the risk commences and over the period of risk.

In case of long-term motor insurance policies for new cars and new two wheelers sold on or after 01 September 2018, reinsurance premium ceded is recognized on the insurance premium income allocated for the year simultaneously

with the recognition of the insurance premium income.

Unearned premium on reinsurance ceded is carried forward to the period of risk and is set off against related unearned premium income.

Any subsequent revisions to or cancellations of premiums are accounted for in the period in which they occur.

Premium on excess of loss reinsurance cover is accounted as per the terms of the reinsurance arrangements.

e. Reserve for unexpired risk

Reserve for unexpired risk represents that part of the net premium written which is attributable to and allocated to the succeeding accounting periods. In accordance with Circular No. IRDA/F&A/CIR/CPM/056/03/2016 dated 04 April 2016 and Master Circular on Preparation of Financial Statements and Auditor's Report of General Insurance business and corrigendum issued thereon, reserve for unexpired risk is calculated based on 1/365 method in all segments subject to minimum of 100% of net premium written with respect of Marine Hull policies written during the year and are unexpired as on Balance Sheet date.

f. Premium deficiency

Premium deficiency is recognised if the sum of expected claim costs, related expenses and maintenance costs (related to claims handling) exceeds related reserve for unexpired risk.

Premium deficiency is assessed at each balance sheet date and is recognised at segmental revenue account(s) level. The expected claims including related expenses and maintenance costs (related to claims handling) costs for premium deficiency reserve computation are calculated and duly certified by the Appointed Actuary.

g. Claims incurred

Claims incurred comprises of claims paid (net of reinsurance, salvage and other recoveries), change in estimated liability for outstanding claims made following a loss occurrence reported, change in estimated liability for claims incurred but not reported (IBNR) and claims incurred but not enough reported (IBNER) and specific settlement costs comprising survey, legal and other directly attributable expenses.

Provision is made for estimated value of outstanding claims at the Balance Sheet date net of reinsurance, salvage and other recoveries. Such provision is made on the basis of the ultimate amounts that are likely to be paid on each claim, established by the management in light of past experience and progressively modified for changes as appropriate, on availability of further information and include claim settlement costs likely to be incurred to settle outstanding claims.

Claims (net of amounts receivable from reinsurers / co-insurers) are recognised on the date of intimation based on estimates from surveyors / insured in the respective revenue accounts.

Estimated liability for outstanding claims at balance sheet date is recorded net of claims recoverable from/payable to co-insurers/reinsurers and salvage to the extent there is certainty of realisation.

The estimated liability for claims incurred but not reported (IBNR) and claims incurred but not enough reported (IBNER) has been estimated by the Appointed Actuary in compliance with guidelines issued by IRDAI vide circular number 11/IRDA/ACTL/IBNR/2005-06 dated 08 June 2005 and applicable provisions of Actuarial Practice Standard 21 issued by the Institute of Actuaries of India. The Appointed Actuary has used generally accepted actuarial methods for each product category as considered appropriate depending upon the availability of past data as well as appropriateness of the different methods to the different lines of businesses.

h. Acquisition costs

Acquisition costs are defined as costs that vary with and are primarily related to the acquisition of new and renewal insurance contracts viz. commission. These costs are expensed in the period in which they are incurred except for commission on long-term motor insurance policies for new cars and new two wheelers sold on or after 01 September 2018

In case of long term motor insurance policies for new cars and new two wheelers sold on or after 01 September 2018 commission is expensed at the applicable rates only on the premium allocated for the year.

i. Property, plant and equipment, intangibles and impairments

Property, plant and equipment are stated at cost of acquisition (including incidental expenses relating to acquisition and installation of assets) and expenses directly attributable to bringing the asset to its working condition for its intended use, less accumulated depreciation and impairment of assets, if any.

Intangible assets are stated at cost less accumulated amortisation. Significant expenditure on improvement to software are capitalised when it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standard of performance and such expenditure can be measured and attributed to the assets reliably.

Capital work in progress includes assets not ready for intended use and are carried at cost, comprising direct cost and related incidental expenses.

Depreciable amount for assets is the cost of an asset or other amount substituted for cost, less its estimated residual value. The Company has, considering expected economic values post retirement and other technical factors, estimated that residual value of assets / intangible to be nil.

Depreciation / amortisation on assets is provided on the straight-line method over the estimated useful life

Depreciation / amortisation on assets purchased / disposed-off during the year, has been provided on pro-rate basis.

The estimated useful life used for calculation of depreciation or amortisation is as follows for various classes of assets

| Asset Type | Useful life in years |
|---|--|
| Office Equipment | 5 |
| IT Equipment/ Computer – End user devices | 3 |
| Computers – Servers and networks | 6 |
| Furniture and fixtures | 10 |
| Leasehold Improvements | 10 years or lease hold period- whichever is less |
| Intangible assets (Computer Software) | 3 |

Assets costing less than ₹5,000 are fully expensed off during the year of purchase.

The estimated useful life of assets and depreciation or amortisation period are reviewed at the end of each financial year and the depreciation and amortisation period is revised to reflect the changed pattern, if any.

Impairment of assets

The carrying values of assets are reviewed at each balance sheet date for impairment. Impairment occurs when the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying

amount over the higher of above the asset's net sales price or present value, as determined above. After impairment, depreciation is provided on the revised carrying value of the asset over its remaining useful life.

j. Operating leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are classified as operating leases. Operating lease payments made towards assets / premises are recognised as expense in the revenue account(s) and profit and loss account on a straight line basis, as per lease terms.

Initial direct costs incurred specifically for an operating lease are charged to the revenue account(s) and profit and loss account as and when those are incurred.

k. Foreign currency transactions

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction.

At the balance sheet date, monetary items denominated in foreign currencies are converted into rupees equivalents at the exchange rate prevailing as on that date.

All exchange differences arising on settlement / conversion of foreign currency transactions are included in the revenue accounts or profit and loss account, as the case maybe.

l. Investments

Recognition

Investments are made and accounted for in accordance with the Insurance Act, 1938, the Insurance Regulatory and Development Authority of India (Investment) Regulations, 2016, as amended and various other circulars / notifications issued by the IRDAI in this context from time to time.

Investments are recorded at cost, which includes brokerage, taxes, if any, stamp duty and excludes broken period interest.

Classification

Investments maturing within twelve months from the balance sheet date and investments made with specific intention to be disposed off within twelve months from the balance sheet date are classified as short-term investments.

Investments other than short-term investments are classified as long-term investments.

Investment funds are segregated into policyholders' funds and shareholders' funds on a security level basis in compliance with Circular No. IRDA/F&A/CIR/CPM/056/03/2016 dated 04 April 2016.

Policyholders' fund is the sum of a) outstanding claims including IBNR (incurred but not reported) & IBNER (incurred but not enough reported), b) unexpired premium reserve, c) premium deficiency, if any, d) catastrophe reserve, if any, and e) other liabilities net off other assets. Other liabilities comprise of premium received in advance, unallocated premium, balance due to other insurance companies, due to other members of the Motor Third Party Pool and due to policyholders. Other assets comprise of outstanding premium, dues from other entities carrying on insurance business (including reinsurers), balance with Terrorism Pool and balance with Motor Third Party Pool, if any.

Shareholders' funds comprise of share capital, including reserves and surplus, less accumulated losses, if any, preliminary expenses and miscellaneous expenditure to the extent not written off or adjusted.

Schedule 8 denotes investments made out of shareholders' funds and Schedule 8A denotes investments made out of policyholders' funds.

Valuation

All debt securities and non-convertible preference shares are considered as 'held to maturity' and accordingly stated at historical cost subject to amortisation of premium or accretion of discount on constant yield to maturity basis in the Revenue Account and in the Profit and Loss Account over the period of maturity / holding.

All mutual fund investments and additional tier 1 (Basel III compliant) bonds are valued at fair value as at balance sheet date.

Fair value change account

In accordance with the IRDAI Financial Statement Regulations, any unrealised gain / loss arising due to change in fair value of mutual fund investments, additional tier 1 (Basel III compliant) bonds and listed equity shares are accounted in 'Fair value change account' and carried forward in balance sheet and is not available for distribution as dividend.

Impairment of investments

The Company assesses, whether any impairment has occurred on its investments in equity securities or units of mutual funds, at each balance sheet date. If any such indication exists, then carrying value of such investment is reduced to its recoverable amount / market value on balance sheet date and impairment loss is recognised in Profit and Loss Account. If, at balance sheet date, there is any indication that a previously assessed impairment loss no longer exists then impairment loss, earlier recognised in Profit and Loss Account, is reversed in Profit and Loss Account and the investment is restated to that extent.

m. Employee benefits

Short-term employee benefits

All employee benefits payable within twelve months of rendering of service are classified as short-term employee benefits. Benefits such as salaries, bonuses, short-term compensated absences and other non-monetary benefits are recognised in the period in which the employee renders the related service. All short-term employee benefits are accounted on undiscounted basis.

Long-term employee benefits

The Company has both, defined contribution and defined benefit plans. The plans are financed by the Company and in case of some defined contribution plans, by the Company along with its employees.

- **Defined contribution plans**

These are plans in which the Company contributes predefined amounts to funds managed by Employee Provident Fund Organisation and does not have any legal or informal obligation to pay additional sums. These comprise of contributions to the employees' provident fund, family pension fund and superannuation fund. The Company's payments to defined contribution plans are expensed off during the period in which employees perform the services.

- **Defined benefit plans**

Expenses for defined benefit gratuity plan are calculated as at the Balance Sheet date by independent actuaries using projected unit credit method in a manner that distributes expenses over the employee's working life. These commitments are valued at the present value of expected future payments, with consideration for calculated future salary increases, utilizing a discount rate corresponding to the interest rate estimated by the actuary, having regard to the interest rate on government bonds with a remaining term that is almost equivalent to the

average balance working period of employees.

The Company recognizes the net obligation of the scheme in Balance Sheet as an asset or liability in accordance with AS 15 "Employee Benefits". The discount rate used for estimation of liability is based on Government securities yield. Gain or loss arising from change in actuarial assumptions / experience adjustments is recognised in the Revenue Accounts for the period in which they emerge.

- **Other long-term employee benefits**

Provision for other long-term benefits includes accumulated compensated absences that are entitled to be carried forward for availment in service or encashment at the time of separation. The Company's liability towards these other long-term benefits are accrued and provided for on the basis of Independent actuarial valuation using Projected Unit Credit Method.

n. Employee Stock Appreciation Rights ("ESAR")

The share-based compensation plans are classified as either equity-settled or cash-settled plans. Equity-settled plans are measured at fair value on the grant date (grant-date fair value) and the grant-date fair value is recognized as an expense over the vesting period. Where equity-settled plans involve equity instruments of company, a corresponding increase in shareholders' equity is recognized. Equity-settled plans include a best estimate of the number of equity instruments that are expected to vest in determining the amount of expense to be recognized. For cash-settled plans, the company accrues the fair value of the award as compensation expenses over the vesting period. Upon vesting, any change in the fair value of any unexercised awards is also recognized as a compensation expense.

o. Taxation

Income tax expenses comprise current tax (i.e. the amount of tax payable on the taxable income for the period determined in accordance with the Income-tax Act, 1961), and deferred tax charge or credit (reflecting the tax effects of timing differences between the accounting income and taxable income for the period).

Current tax

Current tax is the amount expected to be paid to the tax authorities after taking credit for allowances and exemptions in accordance with the Income-tax Act, 1961.

Deferred tax

Deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only to the extent there is virtual certainty backed by convincing evidence that sufficient future taxable income will be available against which the deferred tax assets can be realised.

Deferred tax assets are reviewed as at balance sheet date and written down or written up to reflect the amount that is reasonably certain to be realised.

Goods and Service tax

Goods and Service tax ("GST") collected (net of refunds) is considered as a liability against which GST paid for eligible input services, to the extent claimable, is adjusted and the net liability is remitted to the appropriate authority. Unutilised GST credits, if any, are carried forward under "Other Assets" and disclosed in Schedule 12 for adjustment in subsequent periods. At the end of every reporting period, the company assesses whether the unutilised GST credits are eligible for carrying forward as per the related legal provisions. Any ineligible GST credit is expensed on such

determination. GST liability to be remitted to the appropriate authority is disclosed under “Other – Statutory dues payable” in Schedule 13.

p. Terrorism Pool

In accordance with the requirements of IRDAI, the Company, together with other insurance companies, participates in the Terrorism Pool. This pool is managed by General Insurance Corporation of India (“GIC Re”). Amounts collected as terrorism premium, as decided by the Terrorism Pool Underwriting committee, are ceded at 100% of the terrorism premium collected to the Terrorism Pool, subject to conditions and overall limit of 2,000 crore.

In accordance with terms of agreement, GIC Re retrocedes to the Company terrorism premium to the extent of the Company’s share in the risk, which is recorded as reinsurance accepted. Such reinsurance accepted is recorded on the basis of quarterly statements received from GIC Re. Reinsurance accepted on account of terrorism pool is recorded with the latest statement received from GIC Re, which is generally one quarter in lag. The entire amount of reinsurance accepted for the current year on this account, net of claims and expenses, up to the above date, has been carried forward to the subsequent accounting period as unexpired risk reserve for subsequent risks, if any, to be borne by the Company.

q. Contribution to solatium fund

In accordance with the requirements of IRDAI circular dated 18 March 2003 and based on the decision made by the General Insurance Council in its meeting held on 06 May 2005 and further on 01 April 2010, the Company provides for contribution to solatium fund, established by the Central Government, at 0.1% of gross direct premium for motor liability only policies during the period.

r. Segment reporting

The Company has classified and disclosed segmental information for Fire, Marine and Miscellaneous classes of business based on the primary segments identified under IRDAI Financial Statements Regulations read with AS 17 – Segment Reporting specified under section 133 of Companies Act, 2013.

There are no reportable geographical segments, as all business is written in India.

Allocation of income and expenses to specific segments is done in following manner, which is applied on a consistent basis.

Allocation of investment income

Investment income earned on the investment identified out of shareholders fund is credited to profit and loss account.

Investment income earned on the investments identified out of policyholders’ funds has been allocated on the basis of average reserves for unexpired risks and outstanding claims of the respective segments.

Allocation of other income

Other income which are directly attributable and identifiable to business segments are allocated to the respective business segments.

Other income which are not directly attributable and identifiable to business segments, are apportioned on the basis of average reserves for unexpired risks and outstanding claims of the respective segments.

Allocation of operating expenses relating to insurance business

Expenses which are directly attributable and identifiable to business segments are allocated to the respective business segments.

Expenses which are not directly attributable and identifiable to business segments, are apportioned on the basis of net premium of respective business segment.

Segment revenue & results have been disclosed in the Revenue accounts.

s. Earnings per share (EPS)

Earnings considered for calculating EPS comprises net profit or loss after tax. Number of shares used in computing basic EPS is weighted average number of shares outstanding during the reporting period. The number of shares used in computing diluted EPS comprises of weighted average number of shares considered for deriving basic EPS and also weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease net profit per share from continuing ordinary operations.

t. Provisions and contingencies

A provision is recognised when the Company has a present legal obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions, excluding retirement benefits, are not discounted to their present value and are determined based on the best estimate required to settle the obligation at balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect current best estimates.

Contingent losses arising from claims other than insurance claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

A disclosure for a contingent liability other than those under policies is made when there is a possible obligation or a present obligation that may not result in outflow of resources.

Show cause notices issued by various government authorities are not considered as obligations. When demand notices are raised against such show cause notices and are disputed by the Company, these are classified as disputed obligations.

When there is a possible obligation or a present obligation, in respect of which, the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent liabilities are not recognised in the financial statements.

Contingent assets are neither recognised nor disclosed in the financial statements.

u. Receipts and payments account & cash and cash equivalents

Receipts and payments account is prepared and reported using Direct Method in conformity with para 2.2 of IRDAI Financial Statement Regulations.

Cash and cash equivalents

Cash comprises cash on hand, cheques on hand and demand deposits with banks. Cash equivalents are term deposits with an original maturity of three months or less from the date of acquisition, highly liquid investments that are readily convertible into known amount of cash and which are subject to insignificant risk of change in value

3 Contingent Liabilities

| Sl. No. | Particulars | As on 31 March 2019 | As on 31 March 2018 |
|---------|--|---------------------|---------------------|
| 1 | Partly paid up investments | Nil | Nil |
| 2 | Underwriting commitments outstanding (in respect of shares and securities) | Nil | Nil |
| 3 | Claims, other than those under policies, not acknowledged as debts | Nil | Nil |
| 4 | Guarantees given by or on behalf of the Company | Nil | Nil |
| 5 | Statutory demands / liabilities in dispute, not provided for | Nil | Nil |
| 6 | Reinsurance obligations to the extent not provided for | Nil | Nil |

4 Encumbrances on assets

The assets of the Company are free from all encumbrances.

5 Capital commitments

Outstanding capital commitments as at 31 March 2019 amount to ₹90,92 thousand (Previous year – Nil).

6 Claims

All claims, net of reinsurance, are incurred and paid in India except marine insurance where consignments are exported from India and overseas travel insurance.

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---------|---------------|----------------------------------|----------------------------------|
| 1 | In India | 66,86,00 | 36,83 |
| 2 | Outside India | Nil | Nil |

The ageing of gross claims outstanding is as under –

| Sl. No. | Particulars | As on 31 March 2019 | As on 31 March 2018 |
|---------|--------------------|---------------------|---------------------|
| 1 | More than 6 months | 38,35,95 | Nil |
| 2 | Others | 55,97,00 | 47,77 |

There are no claims that have been settled and remaining unpaid for a period more than 6 month as on 31 March 2019. (Previous year – Nil).

Claims where the payment period exceeds four years are NIL (Previous year- NIL)

7 Premium

All premium, net of reinsurance, is written and received in India.

Premium income recognised on varying risk pattern is Nil (Previous year – Nil).

8 Extent of risks retained and reinsured

Extent of risk retained and reinsured with respect to gross written premium (excluding excess of loss reinsurance premium of ₹5,10,35 thousand and catastrophe reinsurance (Previous year ₹ 44,70 thousand) is set out below

For the year ended 31 March 2019 –

| Particulars | Basis | Retention % | Cession % |
|----------------------------|-------------------|-------------|-----------|
| Fire | Total sum insured | 10% | 90% |
| Marine Cargo | Value at risk | 11% | 89% |
| Marine Hull | Value at risk | 1% | 99% |
| Miscellaneous | | | |
| Motor | Total sum insured | 93% | 7% |
| Workmen's Compensation | Value at risk | Nil | Nil |
| Public / Product Liability | Value at risk | Nil | Nil |
| Engineering | Total sum insured | 84% | 16% |
| Aviation | Value at risk | Nil | Nil |
| Personal Accident | Value at risk | 95% | 5% |
| Health Insurance | Value at risk | 95% | 5% |
| Crop | Value at risk | 53% | 47% |
| Other Liability | Value at risk | 91% | 9% |
| Others | Value at risk | 95% | 5% |

For the year ended 31 March 2018 –

| Particulars | Basis | Retention % | Cession % |
|----------------------------|-------------------|-------------|-----------|
| Fire | Total sum insured | 7% | 93% |
| Marine Cargo | Value at risk | Nil | Nil |
| Marine Hull | Value at risk | 0% | 100% |
| Miscellaneous | | | |
| Motor | Total sum insured | 95% | 5% |
| Workmen's Compensation | Value at risk | Nil | Nil |
| Public / Product Liability | Value at risk | Nil | Nil |
| Engineering | Total sum insured | 95% | 5% |
| Aviation | Value at risk | Nil | Nil |
| Personal Accident | Value at risk | Nil | Nil |
| Health Insurance | Value at risk | 95% | 5% |
| Other Liability | Value at risk | 56% | 44% |
| Others | Value at risk | 95% | 5% |

9 Investments

Value of contracts in relation to investments for

| Sl. No. | Particulars | As on 31 March 2019 | As on 31 March 2018 |
|---------|--|---------------------|---------------------|
| 1 | Purchases where deliveries are pending | 65,93,42 | 4,68,62 |
| 2 | Sales where payments are pending | Nil | Nil |

Historical cost of investments which have been valued on market value basis

| Sl. No. | Particulars | As on 31 March 2019 | As on 31 March 2018 |
|---------|--|---------------------|---------------------|
| 1 | Mutual funds & additional tier 1 (Basel III compliant) bonds | 1,49,03,13 | 7,95,90 |

Investments are made in accordance with the Insurance Act, 1938 and IRDAI Investment Regulations, 2016, as amended.

The Company has no non-performing assets for income recognition as per directions of IRDAI (Previous year – Nil).

Particulars of investments other than those valued at market value

| Sl. No. | Particulars | As on 31 March 2019 | As on 31 March 2018 |
|---------|--|---------------------|---------------------|
| 1 | Aggregate market value | 13,97,66,61 | 3,21,30,40 |
| 2 | Aggregate historical cost / amortised cost | 13,03,37,70 | 3,25,48,35 |

10 Managerial Remuneration

The details of remuneration of Key Management Persons as per guidelines issued by IRDAI vide Ref. no. IRDA/F&A/GDL/CG/100/05/2016 dated 18 May 2016 and as per the terms of approvals granted by IRDAI are as follows

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---------|--------------------------------|----------------------------------|----------------------------------|
| 1 | Salary, perquisites and bonus | 10,00,71 | 9,91,98 |
| 2 | Contribution to provident fund | 39,86 | 40,13 |

Out of above, ₹ 2,10,57 thousand (Previous year – ₹ 1,50,00) remuneration for director has been charged to revenue account and balance has been transferred profit and loss account on proportionate basis. Expenses towards gratuity and leave encashment provision are determined actuarially on an overall company basis annually and accordingly, have not been considered in the above information. In addition to the above, Directors and KMPs are entitled to ESAR under the Company's ESAR Scheme. During the year Company has granted 7,41,07,78 of ESAR to KMPs. Amount paid as joining bonus to CEO and Executive director is ₹1,25,00 thousands in the previous year.

11 Sector-wise business based on gross direct premium income (GDPI)

Percentage of business sector – wise (Based on gross direct premium):

| Business Sector | GDPI | No. of Policies | No. of Lives | % of GDPI |
|-----------------|------------|-----------------|--------------|-----------|
| Rural | 50,92,63 | 1,02,233 | | 5.691 |
| Social | 194 | - | 618 | 0.002 |
| Urban | 8,43,87,08 | 19,88,619 | | 94.307 |
| Total | 8,94,81,65 | 20,90,852 | | 100.00 |

As the Company commenced operations in second half of FY 2017-18 (October 2017), annual rural and social sector obligations, as mentioned under Insurance Regulatory and Development Authority of India (Obligation of Insurers to Rural and Social Sectors) Regulations, 2015 are not applicable for previous year.

12 Assets taken on lease

The Company takes commercial premises on lease as well as enters into integrated facility service agreements for 'pay as you go' model. The minimum lease payments to be made in future towards non-cancellable lease agreements are as follows:

| Particulars | At 31 March 2019 | At 31 March 2018 |
|--|------------------|------------------|
| a. not later than one year | 81,79 | NIL |
| b. later than one year and not later than five years | 1,30,95 | NIL |
| c. later than five years | - | - |

The lease expense recognised for cancellable and non-cancellable agreements for the year ₹ 75,09 thousand

(Previous year ₹ 429 thousand) has been charged to Revenue Account.

13 Taxation

AS 22 – Accounting for Taxes on Income requires the Company to accrue taxes on income in the same period as the revenue and expenses to which they relate.

As taxable income is different from reported income due to timing differences, deferred tax asset or deferred tax liability, as the case maybe, may arise.

The Company has unabsorbed depreciation and carried forward losses under tax laws. As there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which deferred tax assets can be recognised, deferred tax assets relating to unabsorbed depreciation and carried forward losses are not recognised.

The components of the Company's deferred tax liabilities are tabulated as below –

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---------|---------------------------------|----------------------------------|----------------------------------|
| | Deferred tax liabilities | | |
| | Depreciation | Nil | 23,02 |

14 REPO/Reverse repo transactions

| Sl. No | Particulars | For the year ended 31 March 2019 | | | |
|--------|--|-------------------------------------|-------------------------------------|---|------------------------------|
| | | Minimum outstanding during the year | Maximum outstanding during the year | Daily average outstanding during the year | Outstanding at 31 March 2019 |
| | Securities sold under repo (At cost) | | | | |
| | Government Securities | 6,06,26 | 43,37,85 | 26,60,32 | - |
| | | (-) | (-) | (-) | - |
| | Corporate Debt Securities | - | - | - | - |
| | | (-) | (-) | (-) | - |
| | Securities purchased under reverse repo (At cost) | | | | |
| | Government Securities | 6,06,16 | 84,96,46 | 30,48,67 | - |
| | | (-) | (-) | (-) | - |
| | Corporate Debt Securities | - | - | - | - |
| | | (-) | (-) | (-) | - |

Figure in brackets pertain to year ended 31 March 2018

15 Segment reporting

The statement on segment reporting is included as Annexure I.

16 Accounting ratios

The statement on accounting ratios is included as **Annexure II**.

17 Employee Stock Appreciation Rights

The Company has granted stock appreciation rights under Employees Stock Appreciation Rights Plan, 2018 ("ESAR 2018") to its employees and employees of its holding company.

Under ESAR 2018, during the year 87,50,000 rights (previous year NIL), were granted at an exercise price of ₹10 per right and 47,57,081 rights (previous year NIL), were granted at an exercise price of ₹ 27 per right. The rights will vest after 5 years from the date of joining of employee and are exercisable over a period of 2 years from the respective dates of vesting.

Method used for accounting-

The Company has adopted fair value method for computing the employee compensation expenses. The estimated fair value is computed on the basis of Black – Scholes model of option pricing for each stock option.

Nil options are vested during the year. (Previous year Nil).

Company has recognised the employee compensation expenses of ₹ 80,21 thousand (Previous year NIL) and allocated ₹ 56,56 thousands (previous year Nil) to its holding company for ESAR granted to holding company employees.

Key assumptions used in Black-Scholes method for calculating fair value under ESAR 2018 as on the date of the grant viz. 18 January 2019 are as follows-

| Particulars | Risk Free Interest rate | Expected Life | Expected Volatility* | Expected dividend yield |
|-------------|-------------------------|---------------|----------------------|-------------------------|
| Tranche I | 7.37% | 5 years | 13.49% | Nil |

Movement in the rights under ESAR 2018

| Total for all grants | No. of rights | Range of exercise prices | Weighted average exercise price | Weighted average remaining contractual life (Months) |
|--|---------------|--------------------------|---------------------------------|--|
| Outstanding at the beginning of the year | - | | NA | |
| Granted during the year | 1,35,07,081 | | 15.99 | |
| Forfeited/Lapsed during the year | 64,292 | | NA | |
| Exercised during the year | - | ₹10 - ₹27 | NA | 61 |
| Outstanding at the end of the year | 1,34,42,789 | | 15.93 | |
| Exercisable at the end of the year | - | | NA | |

18 Employee benefits

Defined contribution plan

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---------|---|----------------------------------|----------------------------------|
| 1 | Contribution to provident fund | 658,30 | 163,10 |
| 2 | Contribution to national pension scheme | 18,31 | 894 |

a Defined benefit plan

Disclosure as per AS 15 – Employee Benefits - 31 March 2019

The Company has a defined gratuity plan payable to every eligible employee on separation from employment.

Gratuity

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|----------|--|----------------------------------|----------------------------------|
| 1 | Assumptions | | |
| | Discount rate | 7.30% | 7.69% |
| | Rate of increase in compensation levels | 10.00% | 7.00% |
| | Rate of return on plan assets | NA | NA |
| 2 | Demographic Assumptions | | |
| | Mortality | IALM (2012-14) Ultimate | IALM (2006-08) Ultimate |
| | Employee Turnover/ Withdrawal Rate | 23% | 15% |
| | Retirement Age | 58 years | 58 years |
| 3 | Change in defined benefit obligation | | |
| | At beginning of period | 28,51 | - |
| | Service cost | 54,16 | 28,51 |
| | Interest cost | 4,27 | - |
| | Actuarial gains / (losses) | (20,75) | - |
| | Benefits paid | - | - |
| | Past service costs | - | - |
| | At end of period | 66,19 | 28,51 |
| 4 | Change in fair value of plan assets | | |
| | At beginning of period | - | - |
| | Expected return on plan assets | - | - |
| | Contributions received | - | - |
| | Benefits paid | - | - |
| | Actuarial gains / (losses) | - | - |
| | At end of period | - | - |
| 5 | Amounts recognised in Balance Sheet | | |
| | Defined benefit obligation | 66,19 | 28,51 |
| | Fair value of plan asset | - | - |
| | Liability recognised in Balance Sheet | 66,19 | 28,51 |
| 6 | Amounts recognised in Revenue Account | | |
| | Current service cost | 54,16 | 28,51 |
| | Interest cost | 4,27 | - |
| | Expected return on plan asset | - | - |
| | Past service cost | - | - |
| | Net actuarial (gains) / losses recognised | (20,75) | - |
| | Total expenses as per books | 37,68 | 28,51 |
| 7 | Movement in liability recognised in Balance Sheet | | |

| | | | |
|----------|---|-------|-------|
| | At beginning of period | 28,51 | - |
| | Expenses as per (5) above | 37,68 | 28,51 |
| | Benefits paid | - | - |
| | At end of period | 66,19 | 28,51 |
| 8 | Actual return on plan assets | | |
| | Expected return on plan assets | - | - |
| | Actuarial gains / (losses) on plan assets | - | - |
| | Actual return on plan assets | - | - |
| 9 | Experience adjustments | | |
| | Defined benefit obligation | 66,19 | 28,51 |
| | Fair value of plan asset | - | - |
| | (Surplus) / deficit | 66,19 | 28,51 |
| | Experience adjustment on plan liability | - | - |
| | Experience adjustment on plan asset | - | - |

As whole of benefit obligation is unfunded, investment pattern of gratuity funds is not provided.

Leave encashment

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|----------|---|----------------------------------|----------------------------------|
| 1 | Assumptions | | |
| | Discount rate | 7.30% | 7.69% |
| | Salary escalation rate | 10.00% | 7.00% |
| 2 | Demographic Assumptions | | |
| | Mortality | IALM (2012-14) Ultimate | IALM (2006-08) Ultimate |
| | Employee Turnover/ Withdrawal Rate | 23% | 15% |
| | Retirement Age | 58 years | 58 years |
| 2 | Change in defined benefit obligation | | |
| | At beginning of period | 53,59 | - |
| | Provision made during the year | 135,09 | 53,59 |
| | At end of period | 188,68 | 53,59 |

The estimates of future salary increase considered in actuarial valuation takes into account Company's philosophy towards employee remuneration, regular increments, price inflation and promotional increases.

19 Related party disclosure

As per AS 18 – Related Party Disclosures, related parties of the Company are as follows –

a Description of relationship and name of party

Holding company

Go Digit Infoworks Services Private Limited (formerly known as Oben Services Private Limited)

Key management personnel

- Kamesh Goyal, NonExecutive Chairman
- Vijay Kumar, Chief Executive Officer and Principal Officer
- V Philip, Executive Director (ceased to be Director w.e.f. 31 August 2018)
- Sameer Bakshi, Director (appointed as Director w.e.f. 26 October 2018)
- Jasleen Kohli, Director (ceased to be Director w.e.f. 06 October 2017)
- Ravi Khetan, Chief Financial Officer
- Sandeep Komaravally, Chief Marketing Officer (ceased to be officer w.e.f. 30 June 2018)
- Adarsh Kishor Agarwal, Appointed Actuary
- Rajeev Kumar Singh, Chief Risk Officer
- Parimal Heda, Chief Investment Officer
- Rasika Vivek Kuber, Chief Compliance Officer
- Tejas Saraf, Company Secretary

Relatives of KMP with whom transactions have taken place during the year

- Amrish Goyal, Brother of Kamesh Goyal
- Aadesh Goyal, Brother of Kamesh Goyal
- Vaibhav Goyal, Son of Kamesh Goyal
- Shiv Prakash Khetan, Brother of Ravi Khetan
- Ameet Bakshi, Brother of Sameer Bakshi
- Sheela Philip, Spouse of V Philip
- Nisha Mani, Spouse of Vijay Kumar
- Madhura Gadre, Spouse of Tejas Saraf
- Ravindra Kumar Sharma, Husband of Dr Vandana Gupta
- Dr Vandana Gupta, Independent Director

b Details of transactions

For the year ended as on 31 March 2019

| Sl. No. | Particulars | Holding Company | Key Management Personnel | Key Management Personnel-Relative |
|----------|--|-----------------|--------------------------|-----------------------------------|
| | | 2019 | | |
| 1 | Income | | | |
| | Insurance premium | 2,01,83 | 2,20 | 1,01 |
| 2 | Expenses | | | |
| | Facilities management & Technology services | 18,53,86 | - | - |
| | Employees' remuneration and welfare benefits | - | 10,40,57 | - |
| | Brokerage | - | - | 37 |
| 3 | ESAR cost allocation | (56,56) | | |
| 4 | Assets | | | |
| | Security deposit given | | | |
| | Opening balance | 2,01,16 | - | - |

| | | | | |
|----------|---|------------|---|---|
| | Net transactions during the year | - | - | - |
| | Closing balance | 2,01,16 | - | - |
| | ESAR cost recoverable | 56,56 | - | - |
| 5 | Liabilities | | | |
| | Equity share capital | | | |
| | Opening balance | 3,50,00,00 | - | - |
| | Transactions during the year- Equity including security premium | 4,75,00,00 | - | - |
| | Closing balance | 8,25,00,00 | - | - |
| | Facilities management & Technology services payable | 1,83,48 | - | - |
| | Premium deposit taken | | | |
| | Opening balance | 5,95 | - | - |
| | Net transactions during the year | 3,16 | - | - |
| | Closing balance | 9,11 | - | - |

| Sl. No. | Particulars | Holding Company | 2018 | |
|----------|--|-----------------|------|--------------------------|
| | | | | Key Management Personnel |
| 1 | Income | | | |
| | Insurance premium | 31,42 | | Nil |
| 2 | Expenses | | | |
| | Facilities management services | 5,03,30 | | |
| | Employees' remuneration and welfare benefits | | | 10,32,11 |
| 3 | Assets | | | |
| | Security deposit given | | | |
| | Opening balance | - | | Nil |
| | Net transactions during the year | 2,01,16 | | Nil |
| | Closing balance | 2,01,16 | | Nil |
| 4 | Liabilities | | | |
| | Equity share capital | | | |
| | Opening balance | 9,00,00 | | Nil |
| | Net transactions during the year | 341,00,00 | | Nil |
| | Closing balance | 350,00,00 | | Nil |
| | Premium deposit taken | | | |
| | Opening balance | - | | Nil |
| | Net transactions during the year | 5,95 | | Nil |
| | Closing balance | 5,95 | | Nil |

Note: All figures are inclusive of GST wherever applicable

20 Loan restructuring

The Company has not given any loans in the financial year 2018-19 (Previous year Nil)

21 Summary of financial statements

The summary of financial statements is included as Annexure III.

22 Foreign exchange gain / (loss), net

During the year ended 31 March 2019, foreign exchange gain (net) incurred by the Company is ₹ 29,28 thousand (Previous year ₹ 104 thousand) which is included in Schedule 4 under the heading 'Miscellaneous expenses'.

Year-end foreign currency exposure is ₹ 244,14 thousand (Previous year ₹ 395,96 thousand).

23 Reclassifications and comparative figures

Certain reclassifications have been made to the prior year's financial statements to enhance comparability with the current year's financial statements. The items were reclassified as follows:

| Previous year Mapping | Current year Mapping | Amount |
|------------------------------|--|--------|
| Recruitment expenses | Training expenses | 14,660 |
| Miscellaneous expenses | Rent, rates and taxes | 516 |
| Miscellaneous expenses | Information technology expenses | 368 |
| Miscellaneous expenses | Rent, rates and taxes | 2,500 |
| Business support services | Training expenses | 14,349 |
| Other Assets | Prepayments | 4,220 |
| Other Current Liabilities | Unsettled investment contracts payable | - |
| Agents' balances Receivables | Other Assets | - |

24 Disclosure of other expenses

Outsourcing expenses included in business support services and interest and bank charges are ₹ 5,49,92 thousand (previous year – 1,58,05) and Nil (previous year – ₹ 15,50) respectively.

25 Earnings per share (EPS)

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---------|---|----------------------------------|----------------------------------|
| 1 | Net loss after tax for the year | (27,06,437) | (70,12,80) |
| 2 | Weighted average number of equity shares (Nos) | | |
| | Number of shares outstanding at the beginning | 35,00,00,000 | 90,00,000 |
| | Shares issued during the year | 32,45,65,220 | 34,10,00,000 |
| | Number of shares outstanding at the end | 67,45,65,220 | 35,00,00,000 |
| | Weighted average number of shares outstanding during the year | 53,65,62,837 | 30,16,00,000 |
| 3 | Basic earnings per share (in ₹) | (5.04) | (2.33) |
| 4 | Diluted earnings per share (in ₹)* | (5.04) | (2.33) |
| 5 | Nominal value per share (in ₹) | 10 | 10 |

*Impact of outstanding ESAR as on 31 March 2019 on EPS is anti-dilutive.

According to the information available with the Company dues, including any overdue amount, interest due thereon and interest paid during the year to micro and small enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 as on 31 March 2019 are as follows:

| Sl. No. | Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---------|--|---------------------|---------------------|
| i) | Principal amount due and remaining unpaid to any Supplier as at the end of reporting year | 2,67,22.40 | 32,36.55 |
| ii) | Interest due on principal amount remaining unpaid as at the end of reporting year | - | - |
| iii) | Amount of Interest along with principal amount paid to Supplier beyond due date of payment | - | - |
| iv) | Amount of interest accrued/ due and remaining unpaid at the end of reporting year | - | - |
| v) | Amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprise | - | - |

27 Premium deficiency

Premium deficiency for the Company on Fire segment level is ₹ 109,55 thousand in accordance with para 2.5 of Master Circular on Preparation of Financial Statements of General Insurance business issued in October 2012.

28 Statement showing age-wise analysis of unclaimed amounts of policy-holders

The Statement is included as **Annexure IV**.

29 Corporate Social Responsibility (CSR)

The Company does not meet criteria as specified under section 135 of Companies Act, 2013. Hence, disclosures regarding CSR activities of the Company are not provided.

30 Provision for free look period

The provision for free look period is nil (previous year nil), as certified by Appointed Actuary.

31 There are no pending litigations comprise of claims against the Company and proceedings pending with Tax Authorities. (Previous Year: Nil)

32 a. The Company periodically reviews all its long term contracts to assess for any material foreseeable losses. Based on such review, the Company has made adequate provisions for these long term contracts in the books of account as required under any applicable law/accounting standard.

b. As at March 31, 2019 the Company did not have any outstanding long term derivate contacts. (Previous Year: Nil)

33 Investor Education & Protection Fund

For the year ended 31 March 2019 the Company is not required to transfer any amount into the Investor Education & Protection Fund. (Previous year NIL).

34 Disclosure of other work given to auditors

Pursuant to Corporate Governance Guidelines issued by IRDAI on 18 May 2016, the services of statutory auditors are disclosed below

| Sl. No. | Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---------|------------------------|----------------------------------|----------------------------------|
| 1 | Kirtane and Pandit LLP | | |
| | Taxation | 60 | 35 |
| | Other Services | 40 | NIL |

35 Penalties levied by various government authorities during the year ended 31 March 2019

| Sl. No. | Particulars | Non compliance | Penalty awarded | Penalty paid | Penalty waived |
|---------|---|----------------------|-----------------|--------------|----------------|
| 1 | Insurance Regulatory and Development Authority of India | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 2 | Indirect tax authorities | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 3 | Income tax authorities | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 4 | Any other tax authorities | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 5 | Enforcement Directorate / Adjudicating Authority / Tribunal or any Authority under FEMA | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 6 | Registrar of Companies / NCLT / CLB / Ministry of Corporate Affairs or any Authority under Companies Act, 2013 / 1956 | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 7 | Penalty awarded by any Court / Tribunal for any matter including claim settlement but excluding compensation | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 8 | Securities and Exchange Board of India | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 9 | Competition Commission of India | NA | Nil | Nil | Nil |
| | | NA | Nil | Nil | Nil |
| 10 | Any other Central / State / Local Government / Statutory Authority | EPFO Delayed payment | Nil | Nil | Nil |
| | | | (1,20) | (1,20) | Nil |

As per our report of even date attached

For PKF Sridhar and Santhanam LLP

Chartered Accountants

Firm Registration Number

003990S / S200018

Dhiraj Kumar Birla

Partner

Membership No. 131178

For Kirtane and Pandit LLP

Chartered Accountants

Firm Registration Number

Place – Bengaluru

Date – 22 May 2019

For and on behalf of the Board

Kamesh Goyal

Chairman

DIN - 01816985

Rajendra Beri

Director

DIN - 03177323

Ravi Khetan

Chief Financial Officer

Chandran Ratnaswami

Director

DIN - 00109215

Vijay Kumar

Chief Executive & Principal Officer

DIN - 05263010

Tejas Saraf

Company Secretary

Place – Bengaluru

Date – 22 May 2019

Annexure I – Segment reporting (Refer note 15)

The Company's primary reportable segments are business segments, which have been identified in accordance with IRDAI Financial Statements Regulations and AS 17 – Segment Reporting. Operating expenses and investment income are allocated to business segments as per para 2.R of Schedule 16.

Segment revenue and segment results are shown in financial statements. Segmental assets and liabilities are disclosed to the extent identifiable.

As on 31 March 2019

| Line of business | Advance premium | Claims outstanding, net | Unexpired risk reserve, net |
|----------------------------|-----------------|-------------------------|-----------------------------|
| Fire | Nil | 7,96,63 | 7,23,38 |
| Marine Cargo | Nil | 12 | 30 |
| Marine Hull | Nil | 35 | 99 |
| Miscellaneous | | | |
| Motor | 13,43,34 | 2,22,15,34 | 5,09,30,03 |
| Workmen's Compensation | Nil | Nil | Nil |
| Public / Product Liability | Nil | Nil | Nil |
| Engineering | Nil | 11,99 | 50,88 |
| Aviation | Nil | Nil | Nil |
| Personal Accident | 1,10,85 | 28 | 9,47 |
| Health Insurance | 1,17,04 | 25,93 | 98,49 |
| Crop | Nil | 1,11,91,99 | Nil |
| Other Liability | 328 | 18,71 | 2,18,63 |
| Others | Nil | 29,00 | 4,14,47 |
| Total | 15,74,51 | 3,42,90,34 | 5,24,46,64 |

As on 31 March 2018

| Line of business | Advance premium | Claims outstanding, net | Unexpired risk reserve, net |
|----------------------------|-----------------|-------------------------|-----------------------------|
| Fire | Nil | 18,99 | 1,44,03 |
| Marine Cargo | Nil | Nil | Nil |
| Marine Hull | Nil | 5 | 33 |
| Miscellaneous | Nil | Nil | Nil |
| Motor | 2,86,25 | 5,63,03 | 65,26,70 |
| Workmen's Compensation | Nil | Nil | Nil |
| Public / Product Liability | Nil | Nil | Nil |
| Engineering | Nil | 2 | 9 |
| Aviation | Nil | Nil | Nil |
| Personal Accident | Nil | Nil | Nil |
| Health Insurance | 4,44 | 77,83 | 1,02,03 |
| Other Liability | Nil | 6,41 | 24,42 |
| Others | Nil | Nil | 1 |
| Total | 2,90,69 | 6,66,33 | 6,79,761 |

Annexure II – Accounting Ratios (Refer note 16)

| Ratios for Non-Life Companies | | 2019 | 2018 |
|-------------------------------|--|---------------|---------------|
| 1 | Gross premium growth rate | | |
| | Fire | -18% | NA |
| | Marine Cargo | NA | NA |
| | Marine Others | -43% | NA |
| | Marine Total | -42% | NA |
| | Motor OD | 3380% | NA |
| | Motor TP | 813% | NA |
| | Motor Total | 1044% | NA |
| | Workmen Compensation | NA | NA |
| | Public Liability | NA | NA |
| | Product Liability | NA | NA |
| | Engineering | 190781% | NA |
| | Aviation | NA | NA |
| | Personal Accident | NA | NA |
| | Health | 421% | NA |
| | Crop | NA | NA |
| | Others | 1525% | NA |
| | Miscellaneous Total | 1028% | NA |
| | Grand Total | 855% | NA |
| 2 | Gross premium to shareholders' funds ratio | 1.87 | 0.34 |
| 3 | Growth rate of shareholders' funds | 75% | 9861% |
| 4 | Net Retention Ratio | | |
| | Fire | 9.86% | 5.56% |
| | Marine Cargo | 11.25% | NA |
| | Marine Others | 0.50% | 0.19% |
| | Marine Total | 0.70% | 0.19% |
| | Motor OD | 88.76% | 95.00% |
| | Motor TP | 95.00% | 95.00% |
| | Motor Total | 93.29% | 95.00% |
| | Workmen Compensation | NA | NA |
| | Public Liability | NA | NA |
| | Product Liability | NA | NA |
| | Engineering | 16.46% | 71.25% |
| | Aviation | NA | NA |
| | Personal Accident | 95.00% | NA |
| | Health | 95.00% | 95.00% |
| | Crop | 53.29% | NA |
| | Others | 93.26% | 56.04% |
| | Miscellaneous Total | 84.62% | 94.69% |
| | Grand Total | 79.29% | 72.50% |

Annexure II – Accounting Ratios (Refer note 15)

| Ratios for Non-Life Companies | | 2019 | 2018 |
|-------------------------------|---|----------|-----------|
| 5 | Net Commission Ratio | | |
| | Fire | -52.44% | -78.71% |
| | Marine Cargo | -325.10% | NA |
| | Marine Others | -38.91% | -168.90% |
| | Marine Total | -124.75% | -168.90% |
| | Motor OD | 8.42% | 14.48% |
| | Motor TP | 0.73% | 2.21% |
| | Motor Total | 2.74% | 3.32% |
| | Workmen Compensation | NA | NA |
| | Public Liability | NA | NA |
| | Product Liability | NA | NA |
| | Engineering | -39.68% | 14.04% |
| | Aviation | NA | NA |
| | Personal Accident | 0.17% | NA |
| | Health | -0.13% | -0.88% |
| | Others | -0.68% | -2.02% |
| | Miscellaneous Total | 2.29% | 3.13% |
| | Grand Total | 1.82% | 1.67% |
| 6 | Expenses of Management to Gross Direct Premium Ratio | 49.46% | 90.74% |
| 7 | Expenses of Management to Net Written Premium Ratio | 46.32% | 112.75% |
| 8 | Net Incurred Claims to Net Earned Premium | 78.83% | 93.95% |
| 9 | Combined Ratio | 123.90% | 204.97% |
| 10 | Technical Reserves to Net written Premium Ratio | 0.91 | 0.99 |
| 11 | Underwriting Balance Ratio | -0.65 | -11.16 |
| | Fire | -1.06 | -6.82 |
| | Marine | -3.41 | NA |
| | Miscellaneous | -0.65 | -11.16 |
| 12 | Operating Profit Ratio | -60.00% | -1115.97% |
| 13 | Liquid Assets to liabilities ratio | 52.24% | 56.42% |
| 14 | Net Earning Ratio | -54.13% | -939.83% |
| 15 | Return on Net worth | -56.46% | -25.63% |
| 16 | Available Solvency Margin (ASM) to Required Solvency Margin (RSM) Ratio | 2.27 | 5.48 |
| 17 | NPA Ratio | NA | NA |

Annexure III – Summary of Financial Statements for the year ended as on 31 March (Refer note 19)

| Particulars | | 2019 | 2018 |
|------------------------------|---|---|-------------------|
| Operating Results | | | |
| 1 | Gross written premium | 1,20,49,833 | 10,40,517 |
| 2 | Net written premium | 95,53,717 | 7,54,411 |
| 3 | Income from investments (net) | 2,58,746 | - |
| 4 | Other income | 50 | - |
| 5 | Total income | 98,12,513 | 7,54,411 |
| 6 | Net incurred claims & other outgoes | 39,41,103 | 70,133 |
| 7 | Commission paid (net) (Including Brokerage) | 1,73,685 | 12,635 |
| 8 | Operating expenses | 41,32,652 | 8,24,952 |
| 9 | Change in unexpired risk reserve# | 45,64,903 | 6,79,761 |
| 10 | Operating profit / (loss) | (29,99,830) | (8,33,070) |
| Non-operating results | | | |
| 11 | Total income under shareholders' account | 2,91,091 | 1,33,849 |
| 12 | Profit / (loss) before tax | (27,08,739) | (6,99,221) |
| 13 | Provision for tax | (2,302) | 21,61 |
| 14 | Profit / (loss) after tax | (27,06,437) | (7,01,282) |
| Miscellaneous | | | |
| 15 | Policyholders' account | Not applicable to General Insurance Companies | |
| | Total funds | | |
| | Total investments | | |
| | Yield on investments | | |
| 16 | Shareholders' account | | |
| | Total funds | | |
| | Total investments | | |
| | Yield on investments | | |
| 17 | Paid up equity capital | 6,74,56,52 | 3,50,00,00 |
| 18 | Net worth | 4,79,37,08 | 2,73,64,68 |
| 19 | Total assets | 17,57,34,47 | 4,05,02,45 |
| 20 | Yield on total investments | | |
| 21 | Earnings per share (in ₹) | (5.04) | (2.33) |
| 22 | Book value per share (in ₹) | 7.11 | 7.82 |
| 23 | Total dividend | - | - |
| 24 | Dividend per share (in ₹) | - | - |

including premium deficiency reserve.

Annexure IV – Statement showing the Age-wise Analysis of the Unclaimed Amount of the Policyholders (including income from Investment) as on 31 March 2019 (Refer note 26)

| Particulars | Total Amount | Age-Wise Analysis | | | | | | |
|---|--------------|-------------------|-------------|--------------|--------------|--------------|--------------|---------------|
| | | 0-6 months | 7-12 months | 13-18 months | 19-24 months | 25-30 months | 31-36 months | 36-120 months |
| Claims settled but not paid to the policyholders/beneficiaries due to any reasons except under litigation from the policyholders/ beneficiaries | 31 | 24 | 7 | - | - | - | - | - |
| Sum due to the policyholders/ beneficiaries on maturity or otherwise | - | - | - | - | - | - | - | - |
| Any excess collection of the premium/ tax or any other charges which is refundable to the policyholders/ beneficiaries either as terms of conditions of the policy or as per law or as may be directed by the Authority but not refunded so far | 5,72 | 5,67 | 4 | - | - | - | - | - |
| Cheques issued but not encashed by the policyholder/beneficiaries | - | - | - | - | - | - | - | - |
| Total | 6,03 | 5,92 | 11 | - | - | - | - | - |

Kamesh Goyal

Chairman

DIN - 01816985

Chandran Ratnaswami

Director

DIN - 00109215

Rajendra Beri

Director

DIN - 03177323

Vijay Kumar

Chief Executive & Principal Officer

DIN - 05263010

Ravi Khetan

Chief Financial Officer

Tejas Saraf

Company Secretary

Place – Bengaluru

Date – 22 May 2019

Cash Flow

Go Digit General Insurance Limited

(formerly known as Oben General Insurance Limited)

Receipts and payments account

For the year ended and as on 31 March 2019

₹ in thousands

| Particulars | As on 31 Mar 2019 | As on 31 Mar 2018 |
|---|----------------------|----------------------|
| Cash flows from operating activities | | |
| Premium received from policyholders, including advance receipts | 11,407,929 | 931,033 |
| Payments to / from re-insurers, net of commission and claims | 505,073 | (109,062) |
| Payments to / from co-insurers, net of claims | 598 | 134,078 |
| Payments of claims | (643,397) | (2,913) |
| Payments of commission and brokerage | (237,839) | (8,354) |
| Payments of other operating expenses | (3,274,220) | (707,150) |
| Deposits, advances and staff loans, net | (2,764) | (24,667) |
| Income taxes paid, net | - | (50) |
| Goods and services tax paid, net (including erstwhile service tax) | (1,314,914) | (59,570) |
| Cash flows before extraordinary items | 6,440,466 | 153,345 |
| Cash flows from extraordinary items | - | - |
| Net cash flows from operating activities (A) | 6,440,466 | 153,345 |
| Cash flows from investing activities | | |
| Purchase of fixed assets | (108,710) | (53,969) |
| Proceeds from sale of fixed assets | - | - |
| Purchase of investments | (15,580,233) | (4,937,107) |
| Sale of investments/ redemption | 6,443,213 | 1,725,008 |
| Loans disbursed | - | - |
| Repayments received | - | - |
| Rent / Interests / Dividend received | 294,368 | 48,352 |
| Investment in money market instruments and liquid mutual funds, net | (1,449,950) | (17,593) |
| Expenses related to investments | (1,096) | (918) |
| Net cash flows from investing activities (B) | (10,402,408) | (3,236,227) |
| Cash flows from financing activities | | |
| Proceeds from issue of share capital, net of share issue expenses | 4,750,000 | 3,410,000 |
| Proceeds from borrowings | - | - |
| Repayments of borrowings | - | - |
| Interest / dividends paid | - | - |
| Net cash flows from financing activities (C) | 4,750,000 | 3,410,000 |
| Net increase in cash and cash equivalents (A+B+C) | 788,058 | 327,118 |
| Cash and cash equivalents at the beginning of the year | 341,542 | 14,424 |
| Cash and cash equivalents at the end of the year | 1,129,600 | 341,542 |

(Refer Schedule 11 for components of cash and bank balances)

Significant accounting policies and notes to accounts 16 Schedules referred to above and notes to accounts form an integral part of Financial Statements

As per our report of even date attached

For and on behalf of the Board

For PKF Sridhar and Santhanam LLP

Chartered Accountants

Firm Registration Number

003990S / S200018

Kamesh Goyal

Chairman

DIN - 01816985

Chandran Ratnaswami

Director

DIN - 00109215

Dhiraj Kumar Birla

Partner

Membership No. 131178

Rajendra Beri

Director

DIN - 03177323

Vijay Kumar

Chief Executive & Principal Officer

DIN - 05263010

For Kirtane and Pandit LLP

Chartered Accountants

Firm Registration Number

Ravi Khetan

Chief Financial Officer

Tejas Saraf

Company Secretary

Place – Bengaluru

Date – 22 May 2019

Place – Bengaluru

Date – 22 May 2019