दि ओरिएण्टल इंश्योरेंस कम्पनी लिमिटेड

(भारत सरकार का उपक्रम)

पंजीकृत एवं प्रधान कार्यालयः ''ओरिएण्टल हाउस'',पो.बॉ.नं. 7037 ए-25 /27, आसफ अली रोड, नई दिल्ली-110002

सिनः यू६६०१०डीएल१९४७जीओआई००७७१५८



THE ORIENTAL INSURANCE COMPANY LIMITED

(A Government of India Undertaking)

Regd.& Head Office: "Oriental House", P.B. NO. 7037

A-25/27, Asaf Ali Road, New Delhi-110002

CIN: U66010DL1947GOI007158

Deptt; Board Sectt.

7 October 2019

Ms. Savitri Yadav Company Secretary & Compliance Officer SBICAP Trustee Company Limited Apeejay House, 6th Floor 3, Dinshaw Wachha Road Churchgate Mumbai- 400 020

Dear Madam

Sub: Submission of Quarterly compliance for the period from 1st July 2019 to 30th September 2019 with regard to the NCD aggregating to Rs. 750 crores.

We are enclosing herewith the Quarterly compliance for the period from 1st July 2019 to 30th September 2019 with regard to the NCD issue aggregating to Rs. 750 crores.

Please acknowledge the receipt.

Yours faithfully,

(Rashmi Bajpai)

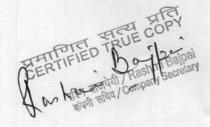
Company Secretary & DGM

फोन/Tel.: 23279221, 43659595,फैक्स/Fax: 23287192, 23283971, 23287193, 23240440

वेबसाइट/Website: www.orientalinsurance.org.in

Quarterly Compliances For the Period from 1st July to 30th September 2019

S. No.	Trustee Requirement	Our Response	Annexure No
1	Updated list of the names and addresses of the Debenture holders with respective ISIN.	List Attached	1
2	A confirmation that interest/ principal due during the quarter ended 31st March 2019 has been paid. If not, reasons thereof including Company's plan for payment of interest/ principal.	Not Applicable	
3	Information regarding Debenture holder's complaints/ grievances in following format:	SCORES Status attched	2
	a. Complaints pending at the end of the previous quarter	0	
	b. Complaints received during the Quarter (give full details of each com	0	
	c. Nature of the Complaint:	0	
	d. complaints resolved during the quarter	0	
	e. Reasons for pending/unresolved complaints	Not Applicable	
	f. Average time taken to resolve the each complaint	Not Applicable	
4	A confirmation that the properties secured are adequate for discharging the due repayment for the Debentures i.e. interest and redemption amount.	Not Applicable as debenturs are unsecured	
5	Updated credit rating letter (if any).	Not Applicable as there is no change in Credit Rating	
	A confirmation that the insurance policies obtained for the company's assets/property are adequate and properly assigned in favour of Trustee. Kindly provide copy of the same.	Not Applicable as debenturs are unsecured	
7	Whether there is any change in composition of Board members and management during the quarter, giving details thereof.	Updated list of Board members is enclosed	3
	A Certificate from the Chartered Accountant of the company certifying that Security Cover, Debt Equity ratio and Debenture Redemption Reserve are maintained in accordance vith the terms of issue of Debentures and applicable laws.		4
9	Utilisation Certificate from Statutory Auditor.	Certificate Attached	5



Rashmi Bajpai

From: Sent:

Ravinder Dua <rdua@rcmcdelhi.com> Thursday, October 3, 2019 3:39 PM

To:

Rashmi Bajpai; 'alok sharma' Girish Anand Mohan

Cc: Subject:

Attachments:

RE: List of Debenture Holders as on 30..09.2019 RE: List of Debenture Holders as on 30..09.2019

PFA

Regards

Ravinder Dua General Manager (Systems)

RCMC Share Registry Pvt. Ltd. B-25/1, First Floor,

rdua@rcmcdelhi.com

Okhla Industrial Area, Phase - 2

www.rcmcdelhi.com

New Delhi - 110 020

CIN: U67120DL1950PTC001854

Ph : 011-26387320,26387321

Fax: 011-26387322

Please Think & Act Green- Avoid printing paper and make your contribution by saving trees for the future

From: Rashmi Bajpai [mailto:rashmibajpai@orientalinsurance.co.in]

Sent: 03 October 2019 15:37 To: 'alok sharma'; 'Ravinder Dua'

Cc: Girish Anand Mohan

Subject: RE: List of Debenture Holders as on 30..09.2019

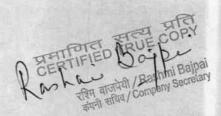
Dear Sir

Please provide a signed copy of List of Debenture Holders as on 30.09.2019 for onward submission to Debenture Trusttee

सादर धन्यवाद / Thanks & Regards

रश्मि बाजपेयी / Rashmi Bajpai कंपनी सचिव व उप महा प्रवन्धक / Company Secretary & Deputy General Manager (बोर्ड सचिवालय, डी. एफ. एस. मामले, सी. एस. आर., पुनर्बीमा एवं विदेश लेखा) / (Board Sectt., DFS Matters., CSR, RI & Foreign Accounts)

दि ओरिएण्टल इंश्योरेंस कंपनी लिमिटेड, प्रधान कार्यालय , ओरिएण्टल हाउस, ए-25/27, आसफ अली रोड, नई दिल्ली-110002 The Oriental Insurance Company Ltd., Head Office," Oriental House", A-25/27 Asaf Ali Road, New Delhi-110002 CIN: U66010DL1947GOI007158 वेव/Website: www.orientalinsurance.org.in



ई-मेल/E-mail: rashmibajpai@orientalinsurance.co.in

फोन / Phone: 011-23287204 / 43659310

फैक्स/ Fax: 011-23287204

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THE CHENTAL INSURANCE COMPANY, INITIED 19IN INSUBERSIST UST OF HOLDERS IN NSDLAS ON 20/05/2019

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		2/9, 2NC FLOOR		10/00006300	
		SURYA COMPLIX		110229023	
		SARALULLENA		TOO BANK	
		AEWOILH		# 78 DEFENCE COLUMN	
		119025			
	CATEGORY	OTHER INDIAN BANKS			
	Phones	011 268/2296 55277535			
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		LTD CENTRAL OFFICE		534837007	
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		PANDONII TANIS ALLI NA CLIA		HO BRANCH PENUGANTIVARI STREET R.E.	
		ELAU		PETA	
		534002			
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	Phones	08813-230051			
3 11300450		SECRETARY EPF TRUST UP FOREST CORPORATION EUCKNOW	30	0.0151040003177642	MINERITARA
		21/475		IRKK0000015	
		INDIRA NAGAR		228259001	
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				TIS KATARUKA HOUSE MAIN ROAD	
		954002		123 KRITATORA TIPOLE III TIII COMM	
	EMAIL	TRUSTS (T)			
		chspf@sail_rdcis.com			
5 N300476	Phones	06512411088	510	0 00081110001294	AAAAEC143R
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		ANATHAN AMATRIA		Julia Martine Januaria	1. 350
	CATEGORY	122C02 S 과크	h		1
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TELECOMMUNICATION CONSULTANTS INDIA LIMITED IMPLOYEES

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		400036			
	CATEGOR*	TRUS'S(T)			
	CMAIL	Tanchekeraa@lecrpg.com			
	Phases	012 66406358			
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	Phones	209111122			
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		GURGAON		SURVA KIRAN E G MARS	
		110001			
	CATEGORY	TRUSTS [1]			HERE WELL
	EMAIL	girdnarilal.agrawal@alcatel.co.n			
	Phones	35124 6455050/57			
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CATEGORY TRUSTS (T) Phones. 2225-5420 23/2275-0500 VISAKHAPAT VAM STEEL PROJECT EMPLOYEES PROVIDENT FUND 23 IN300476 42840656 "RUST **AAATVESGIE** 150 0 005011100000118 PAY AND PESECTIONS HDFC00000350 SEMIND ED (WORKS) BUILDINGS 530240032 VISARHAPATNAM STEF. FLANT HO-CEANK LTD POT URI CASTLE, STILLOOR ABOVE NAYMOND SHOW ROOM 48 14 9, GWARAKA V'SACHAPATNAY 530031 CATEGORY TRUSTS (1) EMAL. irishnamorana@wazaszez com Phones. C891-2518490/2518341 SOUTH BENGAL STATE TRANSFORT CORPORATION EMPLOYEES 44 INSDOMTS 42896436 CONTRIBUTORY FROMDENT FUND 303 0.02341110000100 AADTSHOOM DIE & C ROY AVENUE HDFCC001141 DURSAPUR DIST-BURDWAN 713240202 713201 HO-C BANK LTD A 102 AND 103 CITY CENTRE III NGAL SHR STI CATEGORY TRUSTS (T) COMPLEX EMAL. abstrac@greati.com Priones 0343-2557232 25 N300812 10000012 LIFE INSURANCE CORPORATION OF INDIA 1820 0 000405118158 AAACL0582H INVESTMENT CEPARTMENT 10100000004 STH FLOOR, WEST WING, CENTRAL OFFICE 400225002 YCGAKSHEMA, JEFVAN BIMA MARG ICICI SANK LTD. ICIC BANK LTD., 215 FREE PRESS HOUSE MUMBA FREE PRESS MANG, NARIMAN POINT 400021 CATEGORY INSURANCE COMPANIES Priones 60596528/66598663 26 IN3COR12 10000029 GENERAL INSURANCE CORPORATION OF INDIA 0 001020100012983 AAACGOG35% SURARSHA 9KID0000010 170, 1. TATA ROAD, 400013014 CHUNCH SATE BANKOFINGA CHURCHGATE BRANCH, ERGS BUILDING, I. NUMEAL TATA ROAD, 400020 CATEGORY INSURANCE COMPANIES EMAIL ine_co@gloolind.a.com Phones 12927649/22827647 27 M300612 10000502 NATIONAL INSURANCE COMPANY LTD 0 00140350000366 AAACNS967E INV DEPT HOFC0000014 EVEREST HOUSE, A THE LOOK 700240003 46 C. J. N. ROAD HUFE BANK LTD CAL CUTTA 2/6 SARAT BOSE ROAD OF VTRA. PLAZA 700071

CATEGORY

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EMAL dichattopachyzyay@nic.ro.iv Phone 282 2651,282 1996 25 THE CORT AS 10000543 UNITED INDIA INSURANCE COMPANY UNITED 500 0/090403500000650 AAACUSSE2C INVESTMENT CEPARTMENT HDFC00C0034 24 WHITES ROAD 600240002 ROYAPETTAH HOME BANK ITT CHE NINAL 750. CCENTRE ANNA SALA OPP. T.V.S. 500014 CATEGORY INSURANCE COMPANIES Promes 28523785/3934/0161/4485 25 IN300612 10001728 THE NEW INDIA ASSURANCE COMPANY LIMITED 1000 0.1287425443 AAACN41590 NEW NO'A ASSURANCE BUILDING ENN0280621 87, M.G.ROAD, 400016071 FORT. CENTRAL HANK OF IND A MUMBA MUMBUL MAIN OFFICE 400301 CA'LIGORY FOREIGN F. MANC AL INSTITUTION EMAR s.harinath@newindia.co.in Phones 2674517/2674622 30 IN300812 10494430 ECGC LIMITED 200 0.510101006085229 AAACEU296K WIRMAL BLOG, STH FLOCK COMPONCO221 241/242, BACKBAY RECLAMATION 400017017 NAR MAN POINT CORPORATION BANK LINIT 4C GROUND FLOOR, MITTAL COURT PREMISES, OPF OF VIDNAS BHAVAS MUMBAL BARRISTER RAIN FATEL MARG 400021 CATEGORY FOREIGN FINANCIAL INSTITUTION MAR nvestmenn@ecgc.in Phones 6659C736 BOARD OF TRUSTEES FOR BOXARD STEEL EMPLOYEES PROVIDENT 31 IN 30C870 10144208 FUND 103 0 00140100011214 AAHFM83426 P.F. ACCOUNT OLD ACM. HLDG. MARROBOKARO SAIL BOKARO STEEL PLANT 827012002 SICKARO STEEL CITY BANK OF BARODA BOKARO C-4, CITY CENTRESICTOR IN B.S.C.TY B27001 CATESONY TRUSTS (T) 06542-240795 32 N301127 16533503 ORIENTAL BANK OF COMMERCE EMPLOYEES PERSION FUNDON 250 0 00072010050020 AAATDOGS85 PLOT NO 5 ORBC0101237 SECTION 32 110022188 INSTITUTIONAL AREA ORIENTAL BANK OF COMMERCE GURGADN PLOT NO 5 SECTOR 37 INSTITUTIONAL AREA 122001 TRUS'S (T)

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		200217			
	CATHGORY	TRUSTS (T)			
	EMMAIL	debdjyotimazumiler@bergerwilin.com			
	Phones	023 22299724738			
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	CATEGORY	TRUSIS (1)			
	SMAL	mittal@lince.aluminium.com			
	Phones	0802)717777			
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	- 1001111100000	SPIC HOUSE AR MOUNT GLINOY		HDFC00000004	
		CHENNAL		600240002	
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	CATEGORY	TRUSTS (1)		ITC BRANCH 759 ANNA SALAI	
	EMAIL	spicial@spiciel.com			
	Phones	91-44-22301941			
5 IN301250		NATIONAL INSURANCE CO LTD EMPLOYEES PROVIDENTIUND	50	0 00290100004256	AAA7A1712
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THE ORIENTAL INSURANCE COMPANY LIMITED IS N INCOGROSSIS LIST OF NOLDERS IN CASE AS ON RAICY/2019

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Securities and Exchange Coard of India
Welcome: Mrs.Rashmi Bajpai, Company Secretary, The Oriental Insurance Company Ltd

SCOR

Complain	ts Status as on: 03/10/2019	
	Total Complaints Received	0
	Total Resolved Complaints	•
	Total Pending Complaints	0
	Total Complaints Withdrawn	0

Total Complaints Withdrawn	0
ATR/REPLY Sent and Pending With SEBI	. 0
Review(s) received	Click Here
Direct complaint(s) received from investor	Click Here
New Complaints from SEBI (For Assessment)	-
Clarification Sought By SEBI/Higher Organization	
Action Taken Report Received	
Action Taken Report Sent	-
Pending Complaints(Within Our Office)	
Pending Complaints(With Investor)	-
Pending Complaints(With Subordinate Organisations)	
Pending Complaints(With Subordinate Organisations - Atr not Received)	
Reminder/Clarification received from investor/SEBI	- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1

Clarification sought from subordinate organisation

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IRDA Periodic Disclosures

PERIODIC DISCLOSURES

FORM NL-34 : Board of Directors & Key Person

	Person information		
SI. No.	Name of person	Role/designation	Details of change in the period
1	Shri A. V. Girija Kumar	Chairman-cum-Managing Director	No change
2	Shri Mukesh Kumar Jain	Director	No change
3	Shri Lalit Kumar Chandel	Government Nominee Director	No change
4	Ms. Mudita Mishra	Government Nominee Director	No change
5	Shri Panchanan Nayak	Non Official Director	No change
6	Shri Aseem Chawla	Non Official Director	No change
7	Shri Dinesh Waghela	Wholetime Director & General Manager	No change
8	Shri Atul Jerath	General Manager	No change
9	Shri Ajit Kumar	General Manager	No change
10	Shri Anil Srivastava	General Manager	No change
11	Shri Soumya Mukherjee	General Manager	No change
12	Shri Navneet Doda	General Manager	No change
13	Mrs. Arti Mathur	General Manager	No change
14	Shri Balasuramanian R.	Chief Vigilance Officer	No change
15	Shri Saket Singhal	Appointed Actuary	No change

NOTE:

Key Persons as defined in IRDA Registration of Companies Regulations, 2000



H. K. CHAUDHRY & CO. CHARTERED ACCOUNTANTS 101, NIRMAL TOWER 26, BARAKHAMBA ROAD NEW DELHI-110 001

SCV & CO. LLP CHARTERED ACCOUNTANTS B-41, PANCHSHEEL ENCLAVE, NEW DELHI - 110 017

Independent Auditor's Certificate

To. The Board of Directors The Oriental Insurance Company Limited Oriental House, A-25/27, Asaf Ali Road New Delhi - 110002, India



Independent Auditor's Certificate for Security Cover, Debt Equity Ratio and maintainence of Debenture Redemption Reserve in accordance with the Terms of Issue of Debentures and applicable laws for the period 1st January 2019 to 31st March 2019

- 1. This certificate is being issued with the terms of our engagement letter dated 6th June, 2019.
- 2. In connection with the quarterly compliance for the period 1st January 2019 to 31st March 2019 with regard to 8.80%, 7,500 (seven thousand five hundred only) Rated, Unsecured, Subordinated, Fully Paid-up, Listed, Redeemable and Non-Convertible Bonds in the nature of debentures each having a face value of Rs. 10,00,000/- (Rupees Ten Lakhs only) of the aggregate nominal value of Rs. 750 Crores- (Rupees Seven Hundred Fifty Crores only) by The Oriental Insurance Company Limited (herein referred to as the Company which was the further strengthening the issuer Company's solvency by way of augmenting its capital under 'Other Forms of Capital' to facilitate growth of the issuer Company the Company is required to submit the compliance certificate to SBICAP Trustee Company Limited on Security Cover, Debt Equity ratio and Debenture Redemption Reserve as detailed in Annexure "A" being maintained in accordance and pursuant to the requirements laid down in the terms and conditions of the
- 3. In connection with the requirement as stated in paragraph above, we, the Joint Statutory Auditors M/s. H.K. Chaudhry & Co., Chartered Accountants and SCV & Co. LLP, Chartered Accountants, of the Company for the purposes of issuing this certificate have been provided with the Debenture Trust Deed, the audited financial statements for the financial year ended 31st March 2019, relevant Board Meeting resolutions and the other relevant records of the Company.

Management's Responsibility

The preparation and maintenance of all accounting and other relevant supporting records and documents is the sole responsibility of the management of the Company This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the information contained this certificate and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.





The Company's management is also responsible for ensuring that the Company complies with the terms and conditions of the Debenture Trust Deed in maintaining a reserve to be called the "Debenture Redemption Reserve" as per the provisions of IRDAI (Other Forms of Capital) Regulations, 2015 read with the Circular ref. IRDA/F&A/OFC/01/2014-15/115 dated 04.08.2017 and section 71 of the Companies Act, 2013 read with Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI Regulations. The Company's management is also responsible for submitting to the Debenture Trustee a certificate from the Statutory Auditors certifying that the Company has transferred a suitable sum to the Debenture Redemption Reserve at the end of each financial year as per the applicable law.

Auditor's Responsibility

- 3. Pursuant to the requirement as laid down in the Debenture Trust Deed, it is our responsibility to provide a reasonable assurance whether:
 - The Company has transferred any sum to the Debenture Redemption Reserve at the end of the financial year ended on 31.3.2019 as per the provisions of IRDAI (Other Forms of Capital) Regulations, 2015 read with the Circular ref. IRDA/F&A/OFC/01/2014-15/115 dated 04.08.2017 and section 71 of the Companies Act, 2013 read with Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI Regulations.
- 4. A reasonable assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the reporting criteria. Accordingly, we have performed the following procedures in relation to the Certificate:
 - i. Obtained and verified a certified true copy of the Debenture Trust Deed dated 11th April 2019
 - ii. Verified the figures with the audited financial statements of the Company for the year ended 31st March, 2019.
 - iii. Verified books of accounts and other records of the Company in relation to above documents
- 5. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)
 Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on the procedures performed, evidence obtained and verification of books of accounts produced before us and the information and explanations given to us and the specific representation received from the management of the Company, we certify and confirm the contents of the attached Statement as per Annexure "A".



Restriction on Use

8. The certificate is issued at the request of the Company pursuant to the requirements Debenture Trust Deed for submission to SBICAP Trustee Company Limited and the certificate should not be used by any other person or for any other purpose. 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 certificate is shown or into whose hands it may come without our prior consent in writing.

For H. K. CHAUDHRY & CO. CHARTERED ACCOUNTANTS FRN NO. 006154N

(CA INDERJIT SONI)
PARTNER

Membership No. 088694 UDIN:19088694AAAACG4706

Place: NEW DELHI Dated: 21.06.2019 For SCV & CO. LLP

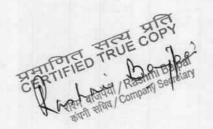
CHARTERED ACCOUNTANTS FRN NO. 000235N/N500089

CA ABHINAV KHOSLA PARTNER

Membership No. 087010 UDIN:19087010AAAAAJ2296

Place: NEW DELHI Dated: 21.06.2019





STATEMENT

[Referred to in Paragraph 2 of our Independent Auditor's Certificate dated 21st June, 2019 to The Oriental Insurance Company Limited

CLIENT: The Oriental Insurance Company Limited
A-25/27, Asaf Ali Road,
NEW DELHI – 110 002

We, M/s H. K. Chaudhry & Co., Chartered Accountants New Delhi and SCV & Co. LLP, Chartered Accountants New Delhi, the Joint Statutory Auditors of The Oriental Insurance Company Limited having its registered office at A-25/27, Asaf Ali Road, New Delhi-110 002 (hereinafter referred as "the Company") have examined the audited financial statements, secretarial records and other records produced before us of the Company. On the basis of aforesaid records and other information and explanation given to us by the management of the Company, we certify the Security Cover, Debt Equity Ratio and Debenture Redemption Reserve of the Company as given below for onward submission to SBICAP Trustee Company Limited:

1) Security Cover Ratio

The Company has issued only Unsecured Subordinated, Fully Paid-up, Listed, Redeemable and Non-Convertible Bonds in the nature of debentures of aggregate nominal value of Rs. 750 Crores and there is no other debt/loan secured or unsecured taken by the Company and therefore the Security Cover Ratio is not applicable.

2) Debt Equity Ratio

Debt Equity Ratio = Rs. 7500000 (in thousand) Unsecured debentures

Rs. 28630277 (in thousand) Total Equity = 0.26 times

Whereas.

Total Debt as on 31st March, 2019 = Unsecured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed, Redeemable and Non Total Fault Secured Subordinated, Fully Paid-up, Listed Secured Subordinated, Fully Paid-up, Listed Secured Subordinated, Fully Paid-up, Listed Secured Se

Total Equity as on 31st March, 2019 = Paid Up Capital + Capital Reserves + General Reserves + Balance of Profit and Loss Account is as follows:

Name of the Company	The Oriental Insurance Company Limited
Total is calculated as follows:	
	(In thousands)
Paid up Capital	Rs. 2000000
Capital Reserves	Rs. 2565
General Reserves	D. 20154074
	Rs. 29564321
Less Debit balance of Profit & Loss Account	Rs2936609
Total Equity as at 31.03.2019 **	Rs. 28630277







Debenture Redemption Reserve

Debenture Redemption Reserve = NIL

The Company has issued Unsecured Subordinated, Fully Paid-up, Listed, Redeemable and Non Convertible Bond. in the nature of debentures of aggregate nominal value of Rs. 750 Crores only during the year ended 31st March, 2019 and due to net loss incurred by the Company during the year ended 31st March, 2019, no amount was available with the Company to transfer the same to Debenture Redemption Reserve.

For H. K. CHAUDHRY & CO. CHARTERED ACCOUNTANTS FRN NO. 006154N

(CA INDERJIT SONI)

PARTNER
Membership No. 088694
UDIN 19088694AAACG4706 Place : NEW DELHI

Dated: 21.06.2019

For SCV & CO. LLP CHARTERED ACCOUNTANTS FRN NO. 000235N/N500089

(CA ABHINAV KHOSLA) **PARTNER**

Membership No. 087010

UDIN19087010 AAAAAJ229

8-41, Panchsheel Enclave, New Delhi-110017 T: +91-11-26499111.222/444/555

E. delhi@scvindia.com • W: www.scvindia.com

Independent Auditor's Certificate

To. The Board of Directors The Oriental Insurance Company Limited Oriental House, A-25/27, Asaf Ali Road New Delhi - 110002, India



Independent Auditor's Certificate for Utilization of Funds raised in terms of issue of 8.80%, 7,500 (seven thousand five hundred only) Rated, Unsecured, Subordinated, Fully Paid-up, Listed, Redeemable and Non-Convertible Bonds in the nature of debentures each having a face value of Rs. 10,00,000/- (Rupees Ten Lakhs only) of the aggregate nominal value of Rs. 750 Crores- (Rupees Seven Hundred Fifty Crores only)

- This certificate is being issued with the terms of our engagement letter dated 11th March, 2019.
- In connection with the issue of Rated, Unsecured Subordinated, Fully Paid-up, Listed, 2 Redeemable and Non-Convertible Bonds in the nature of debentures of Rs. 750 Crores by The Oriental Insurance Company Limited (herein referred to as "the Company") which was for further strengthening the issuer Company's solvency by way of augmenting its capital under 'Other Forms of Capital' to facilitate growth of the issuer Company. The Company is required to submit utilization certificate of funds raised by it pursuant to the requirements laid down in the terms and conditions of the Debenture Trust Deed.
- In connection with the requirement as stated in paragraph above, we, SCV & Co. LLP, Chartered Accountants the Joint Statutory Auditors of the Company for the purposes of issuing this certificate have been provided with the Debenture Trust Deed, bank statements, relevant Board and Extra Ordinary General Meeting resolutions and the other relevant records of the Investment Division of the Company.

Management's Responsibility

- The preparation and maintenance of all accounting and other relevant supporting records and documents is the sole responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the information contained this certificate and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.
- The Company's management is also responsible for ensuring that the Company complies with the terms and conditions of the Debenture Trust Deed in utilising the funds raised by the Company through the issue of Rated, Unsecured Subordinated, Fully Paid-up, Listed, Redeemable and Non-Convertible Bonds in the nature of debentures of Rs. 750 crores and comply with the requirements of regulatorily authorities and the listing requirement of NSE and also the requirements of the Companies Act, 2013 and the IRDA Act and regulations

Other Offices

505, 5th Floor Tower B. World Trade Tower C-1, Sector 16, Noida - 201301 T: +91-120-4814400

4/18, Asaf Ali Road, New Delhi-110002 T: +91 - 11 - 23274888/77410

Ludhiana -121001 T: +91 - 161 - 2774527

B-XIX-220, Rani Jhansi Road, Ghumar Mandi

SCV & Co. (a Partnership firm) converted into SCV & Co. LLP (a Limited Liability Partnership with LLP identification No. AAM 5565) with effect from May 3, 2018. Post its conversion to SCV & Co. LLP its ICAI registration number is 000235N/ N500089. ICAI registration number before

Auditor's Responsibility

- Pursuant to the requirement as laid down in the Debenture Trust Deed, it is our responsibility to provide a reasonable assurance whether.
 - The Funds raised by the Company through issue of Rated, Unsecured Subordinated, Fully Paidup, Listed, Redeemable and Non-Convertible Bonds in the nature of debentures of Rs. 750 Crores has been utilised by the Company as on 19th March, 2019 for strengthening its solvency by way of augmenting its capital under 'Other Forms of Capital' to facilitate growth of the Issuer Company.
- 7. A reasonable assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the reporting criteria. Accordingly, we have performed the following procedures in relation to the Certificate:
 - Obtained and verified a certified true copy of the Debenture Trust Deed dated 11th April 2019.
 - ii. Obtained and verified a certified true copy of the relevant Board and Extra Ordinary General Meeting resolutions.
 - iii. Obtained and verified a certified true copy of the relevant bank statements of HDFC bank for 19th March, 2019 in which debenture issued funds have been received and subsequently invested.
 - iv. Obtained and verified a certified true copy of the Daily Surplus Fund Placement Statement voucher of the investment division where the amount of Rs. 750 crores raised through issue of debentures have been invested and entered in books of accounts.
 - v. Obtained a certified true copy of the list of debenture holders of Rs. 750 crores.
 - vi. Obtained and verified a certified true copy of the Daily Cash Flow Statement dated 19th March, 2019 of Investment Department
 - vii. Verified books of accounts and other records of the Company in relation to above documents.
 - 8. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
 - We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)
 Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

10. Based on the procedures performed, evidence obtained and verification of books of accounts produced before us and the information and explanations given to us and the specific representation received from the management of the Company, we report that the funds raised by the Company through the issue of Rated, Unsecured Subordinated, Fully Paid-up, Listed, Redeemable and Non-Convertible Bonds in the nature of debentures of Rs. 750 crores have been utilized as on 19th March, 2019 for further strengthening the Company's solvency by way of augmenting its capital under 'Other Forms of Capital' to facilitate growth of the Company which was the purpose as stated in the Debentures Trust Deed.

Restriction on Use

The certificate is issued at the request of the Company pursuant to the requirements Debenture Trust Deed for submission to regulatory authorities and the certificate should not be used by any other person or for any other purpose. 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 certificate is shown or into whose hands it may come without our prior consent in writing.

As per our report of even date

For SCV & Co. LLP **Chartered Accountants** Firm Regn No: 000235N/N500089.

Place: New Delhi Date: April 15, 2019

UDIN: 1908 FOLO AAAAAE 1296

(Abhinav Khosla)

Partner

Membership No. 087010