

Allstate India Private Limited

CIN Number U74900KA2012FTC064201

(Formerly known as Allstate Solutions Private Limited)**Registered Office: RMZ Ecoworld, 7th Floor, Building No 1,
Devarabeesanahalli, Varthur Hobli, Bangalore - 560 103, India****Tel: +91-80-40873300****www.allstateindia.com [/allstateindia@allstate.com](mailto:allstateindia@allstate.com)****NOTICE**

Notice is hereby given that the 12th (Twelfth) Annual General Meeting of the Members of Allstate India Private Limited will be held on Wednesday, September 25, 2024, at 11:00 AM (IST) at the Registered Office at RMZ Ecoworld, 7th Floor, Building No.1, Devarabeesanahalli Village, Varthur Hobli, Bangalore – 560 103 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and the Auditors thereon.
2. To confirm payment of interim dividend as final dividend for the financial year ended March 31, 2024:

RESOLVED, that in compliance with (a) Section 123 of the Companies Act, 2013 (including the rules formulated thereunder) (“**Act**”) and such other applicable provisions of the Act (including any statutory modifications, amendments, re-enactments thereto); and (b) the articles of association of the Company, and pursuant to the recommendation of the Board of Directors of the Company at a meeting dated August 27, 2024 the interim dividend of INR 148 (Rupees One Hundred and Forty Eight Only per equity share, subject to deduction of applicable withholding tax, out of the profits of the Company on a total of 9,615,749 (Ninety Six Lakhs Fifteen Thousand Seven Hundred and Forty Nine) fully paid-up equity shares of INR 10 (Rupees Ten Only) each aggregating to INR 1,423,130,852 (Rupees One Hundred and Forty Two Crores Thirty One Lakhs Thirty Thousand Eight Hundred and Fifty-Two Only), declared by the board of directors of the Company on May 24, 2023 be and is hereby approved as final dividend for the financial year ended March 31, 2024.

FURTHER RESOLVED, that all directors of the Company be and are hereby authorized severally for and on behalf of the Company to do or cause to do such acts, deeds and other things as may be considered necessary in connection with or incidental to the above, including providing copies certified as being true, of these resolutions.

3. To appoint Statutory Auditors of the Company and fix their remuneration:

RESOLVED, that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with relevant rules made thereunder, including any statutory enactment or modification thereof, M/s. Deloitte Haskins & Sells, Chartered Accountants, bearing firm registration number of 008072S, be and are hereby appointed as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting, until the conclusion of the fifth consecutive Annual General

Meeting at a remuneration mutually agreed upon between the said M/s. Deloitte Haskins & Sells and the Board of Directors of the Company.

FURTHER RESOLVED, that the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.

SPECIAL BUSINESS:

4. APPOINTMENT OF MARIO RIZZO AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Mario Rizzo (holding DIN 10385751) who was appointed as an Additional Director of the Company by the Board of Directors effective December 11, 2023 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified from being appointed as a Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

5. APPOINTMENT OF ZULFIKAR JEEVANJEE AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Zulfikar Jeevanjee (holding DIN 10372594) who was appointed as an Additional Director of the Company by the Board of Directors effective December 11, 2023 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified from being appointed as a Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

6. APPOINTMENT OF CHRISTOPHER ALAN JOHNSON AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Christopher Alan Johnson (holding DIN 10343152), who was appointed as an Additional Director of the Company by the Board of Directors effective December 11, 2023 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified from being appointed as a Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

7. APPOINTMENT OF DONALD LARRY JONES AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Donald Larry Jones (holding DIN 10385701), who was appointed as an Additional Director of the Company by the Board of Directors effective December 11, 2023 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified from being appointed as a Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

8. APPOINTMENT OF JOSHUA CHARLES MILBERG AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Joshua Charles Milberg (holding DIN 10342754), who was appointed as an Additional Director of the Company by the Board of Directors effective December 11, 2023 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified

from being appointed as a Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

9. APPOINTMENT OF KATHERINE ELIZABETH PROTEXTOR AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Katherine Elizabeth Protextor (holding DIN 10401146), who was appointed as an Additional Director of the Company by the Board of Directors effective December 11, 2023 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified from being appointed as a Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

10. APPOINTMENT OF DEBORAH BETH KOPLOVITZ AS A DIRECTOR OF THE COMPANY

RESOLVED, that pursuant to Section 149,152 and other applicable (including any modification or re-enactment thereof), provisions of the Companies Act, 2013, and the Rules made thereunder, Deborah Beth Koplovitz (holding DIN 10592163) who was appointed as an Additional Director of the Company by the Board of Directors effective May 17, 2024 and who holds office until the date of the ensuing Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who is not disqualified from being appointed as a Director, be and is hereby appointed as a Director of the Company.

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FURTHER RESOLVED, that any Director of the Company or the Company Secretary be and are hereby severally authorized to do all the acts, deeds and other things which are deemed necessary to give effect to the aforesaid appointment and to file the requisite e-forms/return with the Ministry of Corporate Affairs (MCA)/Registrar of Companies as required under the provisions of the Companies Act, 2013.

By Order of the Board
For Allstate India Private Limited



Place: Bangalore

Date: August 27, 2024

Tanay Kediya
Managing Director
(DIN: 06500728)

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ANNEXED TO THIS REPORT.
2. AN EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 RELATING TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING ("AGM") IN RESPECT OF ITEM NO 4 to ITEM NO 10 IS ANNEXED HERETO AND FORMS PART OF NOTICE.
3. MEMBERS / AUTHORIZED REPRESENTATIVES ARE REQUESTED TO FILL IN THE ATTENDANCE SLIP AND SUBMIT IT AT THE VENUE OF THE AGM.

Statement pursuant to Section 102 (1) of the Companies Act, 2013**Item No. 4**

The Board of Directors appointed Mr. Mario Rizzo as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on December 11, 2023. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Rizzo will hold office up to the date of the ensuing Annual General Meeting. Mr. Rizzo is not disqualified from being

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appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given his consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Rizzo to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 4 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024 have recommended to the Members of the Company, the appointment of Mr. Mario Rizzo as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 4 as an Ordinary Resolution.

A brief profile of Mr. Mario Rizzo

Mario Rizzo is president, Property-Liability, responsible for product, claims, operations, service and distribution related to Allstate's personal and commercial lines of insurance. In this role, he helps lead the company's Transformative Growth strategy to grow property-liability market share.

Mario has held numerous senior roles at Allstate during his 35 years with the company, most recently as executive vice president and chief financial officer of The Allstate Corporation and Allstate Insurance Company. Before that, he served as chief financial officer of Property-Liability, Allstate's treasurer, and vice president, Allstate Protection Finance.

Mario is 57 years old. He has a bachelor's degree in economics from the University of Michigan and a Master of Business Administration in finance and accounting from the University of Chicago. He is also a certified public accountant. He serves as a member of the finance committee and the governing board of UCAN Chicago, an organization focused on empowering youth to develop into future leaders. He also serves on the board of directors of St. Laurence High School in Burbank, Illinois.

Item No. 5

The Board of Directors appointed Mr. Zulfikar Jeevanjee as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on December 11, 2023. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Jeevanjee will hold office up to the date of the ensuing Annual General Meeting. Mr. Jeevanjee is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given his consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Jeevanjee to

whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 5 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024 have recommended to the Members of the Company, the appointment of Mr. Zulfi Jeevanjee as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 5 as an Ordinary Resolution.

A brief profile of Mr. Zulfikar Jeevanjee

Zulfikar (Zulfi) Jeevanjee is an accomplished business and technology executive, with over 30 years of extensive experience leading large-scale technology organizations through digital transformation, including building seamless customer experiences, driving results through technology, and accelerating agile practices in organizations. He currently serves as Executive Vice President and Chief Information Officer, Allstate Technology Solutions, for Allstate Insurance Company. In his current role leading all business and consumer-facing technology, he is focused on advancing Allstate's technology platforms and enabling digital transformation across the company in partnership with business leaders. Under Zulfi's leadership, Allstate is fundamentally changing the design and delivery of technology and products to create a flexible and digitized customer experience.

Before re-joining Allstate in 2022, Zulfi was Senior Vice President and Chief Technology Officer for CVS Health, where he defined the company's technology strategy in support of CVS' purpose to engage customers in all aspects of their health. Prior to that, Zulfi initially joined Allstate in 2018 to lead the Architecture, Innovation and Systems Engineering teams and played an integral role in leading the technology vision to enable Allstate's ongoing business transformation. Before Allstate, Zulfi held the role of Senior Vice President, Chief Technology Officer and Chief Architect at Wells Fargo, where he led technology transformation initiatives to drive a seamless multi-channel customer experience. Prior to that role, Zulfi held a variety of Chief Architect roles at Wachovia Securities and A.G. Edwards.

Throughout his career, Zulfi has been focused on modernizing and simplifying technology ecosystems to create streamlined, omni-channel customer experiences. His strategic leadership, thoughtful collaboration style, and focus on innovation have been instrumental in driving monumental change across large, complex global organizations. He is a strong advocate of diversity, equity and inclusion as he empowers his teams to embrace an outcome-focused mentality.

Zulfi is 60 years old. He earned a bachelor's degree in electrical engineering from Washington University in St. Louis and bachelor's degrees in mathematics and computer

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science from the College of Wooster. He currently serves on the board of directors for the Business Innovation Technology Security division of the Bank Policy Institute.

Item No. 6

The Board of Directors appointed Mr. Christopher Alan Johnson as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on December 11, 2023. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Johnson will hold office up to the date of the ensuing Annual General Meeting. Mr. Johnson is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given his consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Johnson to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 6 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024 have recommended to the Members of the Company, the appointment of Mr. Christopher Alan Johnson as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 6 as an Ordinary Resolution.

A brief profile of Mr. Christopher Alan Johnson

Chris Johnson is Senior Vice President and Chief Experience Officer at Allstate charged with leading a multi-billion direct-to-consumer business as well as the overall customer experience for Allstate and its family of companies.

Chris is tasked with driving profitable growth through allstate.com and its contact centers (1-800-Allstate) with teams that span the United States, India, and Ireland. He oversees a diverse organization of over 3K professionals, including Sales, Service, Customer Relationship Management (CRM), Marketing, Digital, Performance Marketing, Customer (CX) and User (UX) Experience, Service Design & Enablement, CX Transformation, and Technology functions. Chris also oversees the end-to-end customer experience, ensuring a seamless online journey and optimizing sales processes in contact centers, focusing on understanding customer needs at every touchpoint and addressing pain points to enhance satisfaction.

Chris came to Allstate from Bass Pro Shops & Cabela's, where he was Chief Digital Officer hired to drive profitable growth by transforming the Retail, eCommerce and Contact Center channels within this privately held multi-billion dollar retailer. Envisioned and implemented a comprehensive omni-channel digital strategy encompassing several

multi-faceted business units across the enterprise. He led a team of over 600 professionals representing several cross-functional teams, including website development, visual merchandising, CRM, performance marketing, UX, and contact center operations.

Chris is 46 years old. He received his Bachelor of Arts in Telecommunications Management from Michigan State University. He also earned a Master of Science in Information System Management from Lawrence Technological University and a Master of Business Administration (MBA) from University of Michigan - Stephen M. Ross School of Business.

Item No. 7

The Board of Directors appointed Mr. Donald Larry Jones as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on December 11, 2023. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Jones will hold office up to the date of the ensuing Annual General Meeting. Mr. Jones is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given his consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Jones to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 7 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024 have recommended to the Members of the Company, the appointment of Mr. Donald Larry Jones as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 7 as an Ordinary Resolution.

A brief profile of Mr. Donald Larry Jones

Don Jones is Senior Vice President, Claims Design & Delivery at Allstate, leading the Auto line of business, where he is fully responsible for the Auto line of business and leads multiple functions within Auto & Liability Claims. He accelerates Allstate's Transformative Growth strategy by collaborating across the company with its stakeholders in driving strategy, improved efficiencies and targeted growth objectives while placing the customer at the center of everything we do.

Don joined Allstate from MassMutual, where as the Head of Claims he was responsible for leading the charge of becoming a digitally enabled organization with rich customer data, streamlined processes and automation to pay claims with speed, efficiency and transparency. Don's work culminated in industry-leading customer satisfaction results.

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He has more than 30 years of experience in the insurance industry, from private claims consulting to almost 25 years with Nationwide, including holding a senior leadership role.

Don is 61 years old. He received his Bachelor of Science in criminal justice from Kutztown University in Pennsylvania and a Master of Science in negotiations and conflict management from the University of Baltimore. He is a member of the National African American Insurance Association and a strong advocate of leveraging diversity, equity, and inclusion as a key strategic imperative to move businesses and society forward in a meaningful way. Don is a board member of the NICB, California Insurance Guaranty Association, Kendal Crossland Communities and Central Pennsylvania Food Bank.

Item No. 8

The Board of Directors appointed Mr. Joshua Charles Milberg as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on December 11, 2023. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Milberg will hold office up to the date of the ensuing Annual General Meeting. Mr. Milberg is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given his consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Milberg to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 8 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024 have recommended to the Members of the Company, the appointment of Mr. Joshua Charles Milberg as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 8 as an Ordinary Resolution.

A brief profile of Mr. Joshua Charles Milberg

Josh Milberg serves as the Vice President and Chief Financial Officer for Allstate Technology Solutions and leads financial operations for Allstate India Private Limited (AIPL) and Allstate Northern Ireland (ANI). He is also a member of the Board of Directors for both AIPL and ANI. In this role, Josh is responsible for all aspects of financial planning, analysis, and reporting.

Prior to Allstate, Josh worked in leadership positions in both the for-profit and government sectors. He worked with several leading consulting firms, focused on both financial analysis and driving insights to realize strategic intent. His work focused

primarily on leveraging deep financial analyses coupled with strategic frameworks to understand historical context, determine the path forward and engage key stakeholders in turning the vision into reality. His government service was as First Deputy Commissioner for the Chicago Department of Environment, where he was responsible for all aspects of environmental policy and practice. This included developing the city's strategies on renewable energy, enforcing environmental regulations, serving as the city's lead utility regulator, and managing the broader operations of the department. He has spoken globally on topics ranging from the use of technology to modernize operations and engaging diverse populations in delivering large-scale change.

Josh is a fellow of Leadership Greater Chicago where he also now serves on the board, a graduate of the Chicago Council on Global Affairs Emerging Leaders program and a member of the executive committee for Olin Sang Ruby Union Institute. He is also a former executive board member of several organizations, including EPIC Academy and Chicago Cares.

Josh is 44 years old. He graduated cum laude from Claremont McKenna College, studied at St. Catherine's College Oxford University and earned his MBA from the Yale School of Management with concentrations in Strategy and Finance.

Item No. 9

The Board of Directors appointed Ms. Katherine Elizabeth Protector as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on December 11, 2023. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Ms. Protector will hold office up to the date of the ensuing Annual General Meeting. Ms. Protector is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given her consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Ms. Protector to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 9 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024, have recommended to the Members of the Company, the appointment of Ms. Katherine Elizabeth Protector as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 9 as an Ordinary Resolution.

A brief profile of Mr. Katherine Elizabeth Protector

Kate Protector leads Allstate's Enterprise Corporate Strategy team. Kate joined Allstate in 2021 as Sr. Vice President, Corporate Strategy. Kate is responsible for driving the design, planning, execution, and integration of Allstate's business strategies. She collaborates with our leadership team to align and integrate business unit and functional strategies within the context of Allstate's enterprise strategy. She drives strategic alignment with enterprise stakeholders focusing on strategy development and execution in areas of business portfolio planning, innovation and transformation. Kate partners with senior leaders to ensure that Allstate's corporate financial planning process, including the development of a long-range plan and a capital plan, supports our long-term strategy.

Before joining Allstate, Kate spent 18 years at Boston Consulting Group (BCG), where she was most recently a Partner and Managing Director. She developed strategies to enable businesses to build and sustain a competitive advantage grounded in original insight and rigorous analytics. Her work at BCG spanned consumer-driven growth, sales force effectiveness and organizational design, strategic planning and commercial cycle development, and business development and post-merger integration. She also led the Chicago office's Women's Initiative efforts and was part of a project team focused on impacting women's retention that more than doubled the number of women partners globally. Prior to joining BCG, Kate worked at William Blair, advising companies on mergers, acquisitions, divestitures and joint venture formations.

Kate is 49 years old. She earned her bachelor's degree in economics from Dartmouth College and an MBA from Harvard Business School.

Item No. 10

The Board of Directors appointed Ms. Deborah Beth Koplovitz as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013, read with Article 44 of the Article of Association of the Company on May 17, 2024. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Ms. Koplovitz will hold office up to the date of the ensuing Annual General Meeting. Ms. Koplovitz is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and has given her consent to continue to act as a Director. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Ms. Koplovitz to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 10 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 27, 2024, have recommended to the Members of the Company, the appointment of Ms. Deborah Beth Koplovitz as a Director of the Company.

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Your Board recommends for passing the resolution set out in Item No. 10 as an Ordinary Resolution.

A brief profile of Ms. Deborah Beth Koplovitz

Deborah Koplovitz is Vice President and Associate General Counsel at Allstate, where she leads Strategy, Enablement, and Implementation.

Deborah drives operational excellence and modernization across Law & Regulation by developing legal strategies and execution planning for portfolio management, strategic projects, vendor management, global operations, and cost optimization initiatives to help drive Allstate's transformation. She partners with Finance, IT, HR and Sourcing and Procurement Solutions to improve business outcomes and ensure the best use of resources.

Deborah previously led a team at Herrick, Feinstein LLP to drive and implement global strategic planning across the legal organization. She also has an impressive litigation track record at Herrick, Feinstein LLP, Anderson Kill P.C. and Rosen Livingston & Cholst LLP.

Deborah is 55 years old. She earned a bachelor's degree from Washington University in St. Louis and a law degree from Brooklyn Law School.

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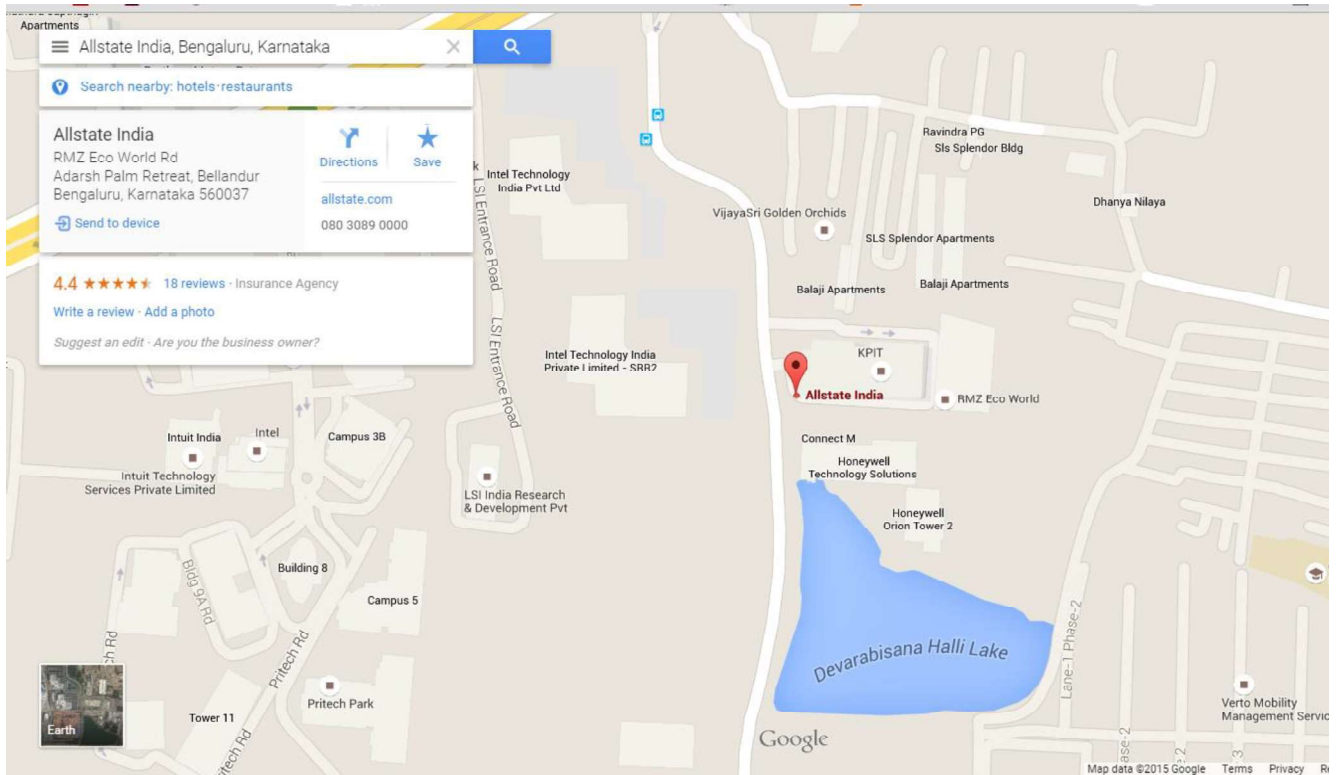
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ROUTE MAP TO THE VENUE OF THE AGM



Source: Google Maps

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Registered Folio No./DP ID No./Client ID No.	
Number of shares held	

I certify that I am a registered Member/Proxy for the registered Member of the Company. I hereby record my presence at the 12th Annual General Meeting of the Company to be held at the Registered Office of the Company at RMZ Ecoworld, 7th Floor, Building No 1, Devarabeesanahalli, Varthur Hobli, Bangalore - 560 103, on Wednesday, September 25, 2024, at 11:00 a.m. (IST).

Name of the Member/Proxy

Signature of Member/Proxy

NOTE : Members/Proxy holders are requested to bring this Attendance Slip to the Meeting and hand over the same at the entrance duly signed.

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[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of shares of the
above named company, hereby appoint

Name:.....Email.....

Address:.....

Signature:....., or failing him/her

Name:E-mail

Address:.....

Signature:....., or failing him/her

Name:E-mail

Address:.....

Signature:....., or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 12th Annual General Meeting of the Company, to be held on Wednesday, September 25, 2024, at 11:00 a.m. at the Registered Office of the Company at RMZ Ecoworld, 7th Floor, Building No 1, Devarabeesanahalli, Varthur Hobli, Bangalore - 560 103, and at any adjournment thereof in respect of such resolutions as are indicated below:

Allstate India Private Limited

CIN Number U74900KA2012FTC064201

(Formerly known as Allstate Solutions Private Limited)

Registered Office: RMZ Ecoworld, 7th Floor, Building No 1,
Devarabeesanahalli, Varthur Hobli, Bangalore - 560 103, India

Tel: +91-80-40873300

www.allstateindia.com [/allstateindia@allstate.com](mailto:allstateindia@allstate.com)

Resolution No.	Resolutions	Optional*	
Ordinary Business		For	Against
1.	Adoption of the audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and the Auditors thereon.		
2.	To confirm payment of interim dividend as final dividend for the financial year ended March 31, 2024		
3.	To appoint Statutory Auditors of the Company and fix their remuneration		
Special Business			
4.	To approve appointment of Mario Rizzo as a Director of the Company		
5.	To approve appointment of Zulfikar Jeevanjee as a Director of the Company		
6.	To approve appointment of Christopher Alan Johnson as a Director of the Company		
7	To approve appointment of Donald Larry Jones as a Director of the Company		
8.	To approve appointment of Joshua Charles Milberg as a Director of the Company		
9.	To approve appointment of Katherine Elizabeth Protector as a Director of the Company		
10.	To approve appointment of Deborah Beth Koplovitz as a Director of the Company		

Signed this..... day of..... 2024

Signature of the Member

Signature of Proxy

Notes:

Allstate India Private Limited

CIN Number U74900KA2012FTC064201

(Formerly known as Allstate Solutions Private Limited)**Registered Office: RMZ Ecoworld, 7th Floor, Building No 1,
Devarabeesanahalli, Varthur Hobli, Bangalore - 560 103, India****Tel: +91-80-40873300****www.allstateindia.com /allstateindia@allstate.com**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- *(2) This is only optional. Please put an 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.