

**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 13<sup>th</sup> (Thirteenth) Annual General Meeting of the Members of Allstate India Private Limited will be held at shorter notice on Wednesday, September 3, 2025 at 11:00 a.m. (IST) at the Registered Office at RMZ Ecoworld, 7<sup>th</sup> 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, 2025 and the reports of the Board of Directors and the Auditors thereon.
2. To confirm payment of interim dividends as final dividend for the financial year ended March 31, 2025:

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, the interim dividends declared by the Board of Directors as under:

- i. first interim dividend of INR 255 (Rupees Two Hundred and Fifty Five Only) per equity share, subject of 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 2,452,015,995 (Rupees Two Forty-Five Crores Twenty Lakhs Fifteen Thousand Nine Hundred and Ninety-Five Only), declared by the Board of Directors of the Company on May 17, 2024.
- ii. second interim dividend of INR 205 (Rupees Two Hundred and Five Only) per equity share, subject of 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 1,971,228,545 (Rupees One Ninety Seven Crores Twelve Lakhs Twenty Eight Thousand Five Hundred and Forty Five Only) declared by the Board of Directors of the Company on November 19, 2024,

be and are hereby confirmed and approved as the final dividend for the financial year ended March 31, 2025.

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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.

**SPECIAL BUSINESS:**

3. APPOINTMENT OF MICHEAL ROSS FIATO 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, Michael Ross Fiato (holding DIN 11001839) who was appointed as an Additional Director of the Company by the Board of Directors effective March 26, 2025, 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.

By Order of the Board  
**For Allstate India Private Limited**

**TANAY** Digitally signed by  
**KEDIYAL** TANAY KEDIYAL  
Date: 2025.08.28  
22:31:36 +05'30'

Place: Bangalore

Date: August 28<sup>th</sup>, 2025

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 3 IS ANNEXED HERETO AND FORMS PART OF NOTICE.

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Messrs Deloitte Haskins & Sells, Chartered Accountants, (Reg. No. 008072S) were appointed as the Statutory Auditors of the Company at the Annual General Meeting ("AGM") of the Company held on September 25, 2024 for a period of five years. Pursuant to Notification issued by the Ministry of Corporate Affairs on May 7, 2018 amending Section 139 of the Companies Act, 2013 and the Rules framed thereunder, the mandatory requirement for ratification of appointment of Auditors by the Members at every AGM has been removed, and hence the Company is not proposing an item on ratification of appointment of Auditors at this AGM.

**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. 3**

The Board of Directors appointed Mr. Michael Ross Fiato 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 March 26, 2025 Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Fiato will hold office up to the date of the ensuing Annual General Meeting. Mr. Fiato 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. Fiato to whom this resolution related are in any way concerned or interested in the resolution set out at Item No. 3 of this Notice.

In this regard, the Board of Directors of the Company at its meeting held on August 28, 2025 have recommended to the Members of the Company, the appointment of Mr. Michael Ross Fiato as a Director of the Company.

Your Board recommends for passing the resolution set out in Item No. 3 as an Ordinary Resolution.

**A brief profile of Mr. Michael Ross Fiato**

Michael Ross Fiato is Executive Vice President and Chief Claims Officer of Allstate Insurance Company, since January 2024. Mr. Fiato is responsible for overseeing the strategic and operational direction of the Allstate and National General Claims organizations, which has more than 23,000 employees globally and handles over 8.5 million claims annually.

Mr. Fiato has over 32 years of claims experience. Prior to joining Allstate, Mr. Fiato led Liberty Mutual's U.S. Consumer Claims organization of more than 10,000 employees handling personal auto physical damage and casualty, property and small commercial claims. Mr. Fiato has deep operational expertise and leadership, with a

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proven track record of enhancing performance across all aspects of the claims process to increase claims satisfaction while improving loss cost outcomes and efficiency. Prior to joining Liberty Mutual in 2017, Mr. Fiato worked at Progressive where he started his career as a claims trainee, and left as the general manager of their Midwest Region. He's held a variety of leadership roles throughout his tenure and has sat on various advisory boards and forums.

Mr. Fiato earned his Master of Science from the University of Rhode Island and his Juris Doctor from Suffolk University Law School.

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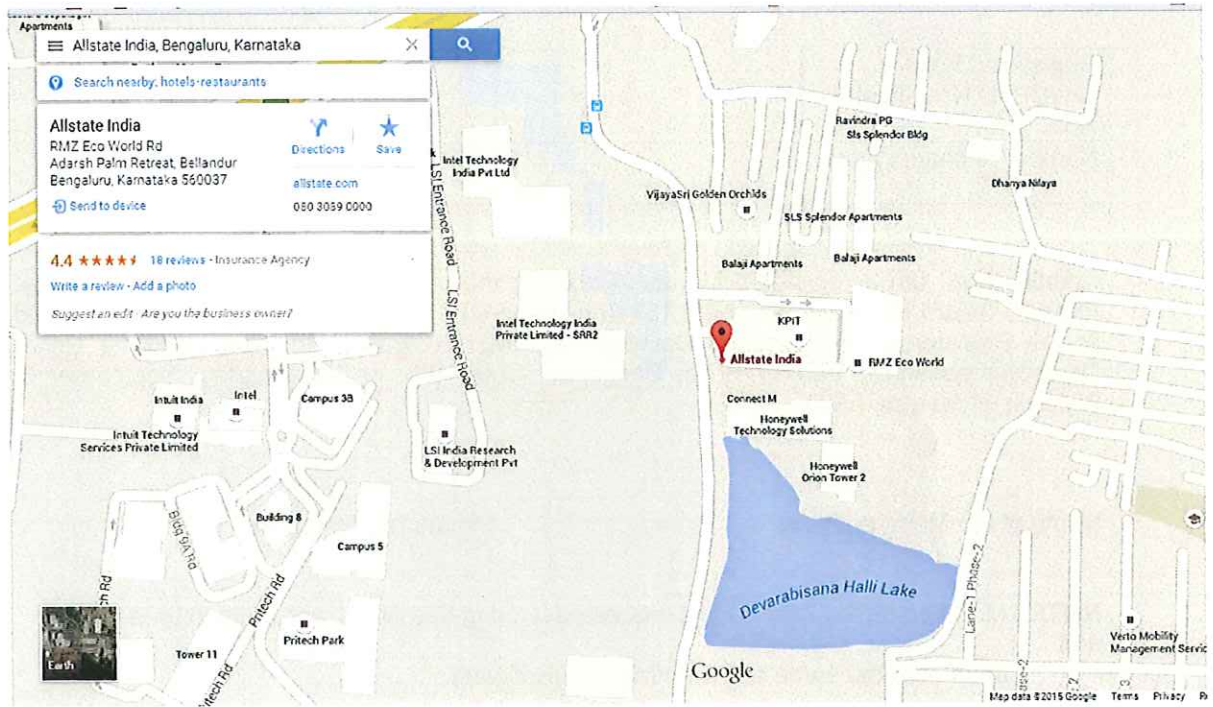
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### ROUTE MAP TO THE VENUE OF THE AGM



Source: Google Maps

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**ATTENDANCE SLIP**

13<sup>th</sup> ANNUAL GENERAL MEETING – September 3, 2025

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 13<sup>th</sup> 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 3, 2025, 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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www.allstateindia.com [allstateindia@allstate.com](mailto:allstateindia@allstate.com)**PROXY FORM**[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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 13<sup>th</sup> 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 3, 2025 at 11:00 a.m. (IST) , and at any adjournment  
thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional*	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of the audited financial statements of the Company for the financial year ended March 31, 2025 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, 2025		
<b>Special Business</b>			
3.	To approve appointment of Michael Ross Fiato as a Director of the		

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	Company		
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Signed this..... day of..... 2025

Signature of the Member

Signature of Proxy

**Notes:**

- (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.