

**COMPOSITION OF THE BOARD COMMITTEES OF HDFC LIFE
AS ON AUGUST, 2019**

| Sr No. | Name of the Committee/ Composition Requirement | Committee Members |
|--------|--|---|
| 1 | Audit Committee Minimum of 3 Directors with majority Independent Directors | Mr VK Viswanathan-Chairman Mr Keki Mistry Ms Renu Sud Karnad Mr Prasad Chandran Mr Sumit Bose Mr Ketan Dalal Ms Bharti Gupta Ramola Dr Jamshed J. Irani 1 SL Representative |
| 2 | Nomination and Remuneration Committee Minimum 3 Non Executive Directors, not less than one half being Independent Directors | Mr Ranjan Mathai-Chairman Mr VK Viswanathan Mr Prasad Chandran Mr Keki Mistry Ms Renu Sud Karnad Mr Sumit Bose Dr Jamshed J. Irani 1 SL Representative |
| 3 | Corporate Social Responsibility Minimum 3 Directors with atleast 1 Independent Director | Mr Deepak Parekh-Chairman Dr Jamshed J. Irani Mr Ranjan Mathai Ms Vibha Padalkar |
| 4 | Executive Committee | Mr Keki Mistry-Chairman 1 SL Representative Ms Renu Sud Karnad |
| 5 | Stakeholders' Relationship Committee Such members as Board may decide-Non Executive Director to be the Chairperson | Mr Keki Mistry-Chairman Mr Ketan Dalal Ms Vibha Padalkar 1 SL Representative # |

| Sr No. | Name of the Committee/ Composition Requirement | Committee Members |
|--------|---|--|
| 6 | With Profits Committee | Mr Sumit Bose-Chairman |
| | | Mr PA Balasubramanian, Independent Actuary |
| | | Ms Vibha Padalkar |
| | | Mr Srinivasan Parthasarathy, Appointed Actuary |
| 7 | Risk Management Committee Two or more Non Executive Directors and to be chaired by Non Executive Director | Ms Renu Sud Karnad-Chairman |
| | | Mr VK Viswanathan |
| | | Mr Sumit Bose |
| | | Mr Ranjan Mathai |
| | | Ms Vibha Padalkar* |
| | | Mr Ketan Dalal |
| | | 1 SL Representative # |
| 8 | Investment Committee At least 2 Non Executive Directors, CEO, CFO, CIO and wherever an appointed actuary is employed, the Appointed Actuary and Chief Risk Officer | Mr Deepak Parekh-Chairman |
| | | Mr Keki Mistry |
| | | Mr VK Viswanathan |
| | | Ms Vibha Padalkar |
| | | Mr Prasun Gajri, Chief Investment Officer |
| | | Mr Srinivasan Parthasarathy, Chief and Appointed Actuary |
| | | Mr Khushru Sidhwa, EVP – Audit & Risk Management |
| 9 | Policyholder Protection Committee meeting At least 2 Non Executive Directors, 1 invite-Expert/Customer Representative | Mr Prasad Chandran-Chairman |
| | | Ms Renu Sud Karnad |
| | | Mr Ranjan Mathai |
| | | Ms Vibha Padalkar* |
| | | Mr Ravi Vaidee(Invitee) |
| | | 1 SL Representative |

Note: *With no right to vote

Observer at the Committee, and will not be counted towards quorum, and will have no right to vote