



LIC MUTUAL FUND

LIC MUTUAL FUND ASSET MANAGEMENT LIMITED

CIN: U67190MH1994PLC077858

Registered Office: Industrial Assurance Building,
4th Floor, Opp. Churchgate Station,
Mumbai - 400 020.

Website: www.licmf.com, E-mail id: cs.co@licmf.com

Tel No.: (022) 6601 6000, Fax: (022) 2284 3660

NOTICE OF ANNUAL GENERAL MEETING TO MEMBERS

NOTICE is hereby given that the Twenty-Fifth Annual General Meeting of the Members of LIC Mutual Fund Asset Management Limited will be held on Wednesday, 21st August 2019 at 12.30 P.M. at LIC of India, 7th Floor, Yogakshema Building, Jeevan Bima Marg, Mumbai - 400021 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2019 and the Balance Sheet as on that date, together with the Reports of the Board of Directors' and Auditors' thereon.
2. To re-appoint Ms. Neera Saxena (DIN: 08189616), Nominee Director who retires by rotation and being eligible, offer herself for re-appointment.
3. To declare final dividend of Rs. 500/- per equity share of the Company for the Financial Year ended 31st March 2019.

SPECIAL BUSINESS:

4. **To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

Re- appointment of Shri Subrata Kumar Atindra Mitra as an Independent Director

“RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and qualification of Directors) Rules, 2014, read with Schedule IV along with Regulation 21 (1) (d) of SEBI (Mutual Funds) Regulations, 1996, Shri Subrata Kumar Atindra Mitra, Director (DIN: 00029961), who was appointed as an Independent Director at the Twentieth Annual General Meeting of the Company held on 24th September 2014 for a term of 5 years upto the conclusion of Annual General Meeting scheduled in calendar year 2019 and who is eligible for re-appointment and who meets the criteria for Independence as provided in Section 149 (6) of the Act and the rules frame thereunder and Regulation 21 (1) (d) of SEBI (Mutual Funds) Regulations, 1996, be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation to hold office for a further term upto 04th February 2020.

LIC Mutual Fund Asset Management Ltd.

Investment Managers to LIC Mutual Fund

Industrial Assurance Building, 4th Floor,
Opp. Churchgate Station, Mumbai-400 020.

Board : +91 22 6601 6000

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RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Mumbai, Maharashtra or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

5. **To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

Re- appointment of Shri Satish Keshav Kamat as an Independent Director

“**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and qualification of Directors) Rules, 2014, read with Schedule IV along with Regulation 21 (1) (d) of SEBI (Mutual Funds) Regulations, 1996, Shri Satish Keshav Kamat, Director (DIN: 01536698), who was appointed as an Independent Director at the Twentieth Annual General Meeting of the Company held on 24th September 2014 for a term of 5 years upto the conclusion of Annual General Meeting scheduled in calendar year 2019 and who is eligible for re-appointment and who meets the criteria for Independence as provided in Section 149 (6) of the Act and the rules frame thereunder and Regulation 21 (1) (d) of SEBI (Mutual Funds) Regulations, 1996, be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation to hold office for a further term upto 29th August 2023.

“**RESOLVED FURTHER THAT** any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Mumbai, Maharashtra or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

6. **To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

Re- appointment of Shri Kailash Kumar Bang as an Independent Director

“**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and qualification of Directors) Rules, 2014, read with Schedule IV along with Regulation 21 (1) (d) of SEBI (Mutual Funds) Regulations, 1996, Shri Kailash Kumar Bang, Director (DIN: 06505739), who was appointed as an Independent Director at the Twentieth Annual General Meeting of the Company held on 24th September 2014 for a term of 5 years upto the conclusion of Annual General Meeting scheduled in calendar year 2019 and who is eligible for re-appointment and who meets the criteria for Independence as provided in Section 149 (6) of the Act and the rules frame thereunder and Regulation 21 (1) (d) of SEBI (Mutual Funds) Regulations, 1996, be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation to hold office for a further term upto 24th April 2023

LIC Mutual Fund Asset Management Ltd.

Investment Managers to LIC Mutual Fund

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“RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Mumbai, Maharashtra or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

Place: Mumbai

Date: 19th July 2019

By Order of the Board of Directors

**Mayank Arora
Company Secretary & Compliance Officer**

Registered Office:
LIC Mutual Fund Asset Management Limited
Industrial Assurance Building, 4th Floor,
Opp. Churchgate Station, Mumbai-400 020.

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NOTES:

1. A Member entitled to attend and vote at the meeting is also entitled to appoint a Proxy to attend and vote instead of himself and such a Proxy need not be a Member of the Company. Proxies in order to be valid and effective must be delivered at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.
2. Members are requested to bring their copies of the Annual Report for the meeting.
3. Corporate Members are requested to send a duly certified copy of the board resolution authorizing their representative to attend and vote at the Annual General Meeting.
4. Members seeking any information relating to the Accounts may write to the Chief Financial Officer at the Company's registered office at Industrial Assurance Building, 4th Floor, Opp. Churchgate Station, Mumbai-400 020 or send an email at p.baheti@licmf.com.
5. All the documents referred to in the Notice are open for inspection by the Members at the Registered Office of the Company on all working days (Monday to Friday) from 10.00 a.m. to 1.00 p.m. up to the date of the Meeting except holidays.

Place: Mumbai

Date: 19th July 2019

By Order of the Board of Directors

Mayank Arora
Company Secretary & Compliance Officer

Registered Office:

LIC Mutual Fund Asset Management Limited

CIN: U67190MH1994PLC077858

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ANNEXURE TO THE NOTICE
Explanatory statement pursuant to Section 102 of the Companies Act, 2013

Item No.4

As per the provisions of Sections 149(10) and 152 of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the members by a Special Resolution, reappoint Independent directors of the company on expiry of their term.

Keeping in view the provisions of the Companies Act, 2013, the Company has received necessary declaration from Shri Subrata Kumar Atindra Mitra, Independent Director of the Company under Section 149 (7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149 (6).

The Company shall disclose full particulars of the Independent Directors, liable for re-appointment, on expiry of their term in the Board's report to be laid along with the financial statements as per section 134(3) of Companies Act, 2013.

The members are requested to approve the same by way of passing the Special Resolution.

Save and except Shri Subrata Kumar Atindra Mitra, none of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said resolution.

For LIC Mutual Fund Asset Management Limited

Mk Arora

Mayank Arora
Company Secretary & Compliance Officer

Registered Office:

LIC Mutual Fund Asset Management Limited

CIN: U67190MH1994PLC077858

Industrial Assurance Building, 4th Floor, Opp. Churchgate Station,
Mumbai-400 020

Place: Mumbai

Date: 19th July 2019

LIC Mutual Fund Asset Management Ltd.

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Item No.5

As per the provisions of Sections 149(10) and 152 of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the members by a Special Resolution, reappoint Independent directors of the company on expiry of their term.

Keeping in view the provisions of the Companies Act, 2013, the Company has received necessary declaration from Shri Satish K Kamat, Independent Director of the Company under Section 149 (7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149 (6).

The Company shall disclose full particulars of the Independent Directors, liable for re-appointment, on expiry of their term in the Board's report to be laid along with the financial statements as per section 134(3) of Companies Act, 2013.

The members are requested to approve the same by way of passing the Special Resolution.

Save and except Shri Satish K Kamat, none of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said resolution.

For LIC Mutual Fund Asset Management Limited

Mayank Arora
Company Secretary & Compliance Officer

Registered Office:

LIC Mutual Fund Asset Management Limited

CIN: U67190MH1994PLC077858

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Mumbai-400 020

Place: Mumbai

Date: 19th July 2019

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Item No.6

As per the provisions of Sections 149(10) and 152 of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the members by a Special Resolution, reappoint Independent directors of the company on expiry of their term.

Keeping in view the provisions of the Companies Act, 2013, the Company has received necessary declaration from Shri Kailash Kumar Bang, Independent Director of the Company under Section 149 (7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149 (6).

The Company shall disclose full particulars of the Independent Directors, liable for re-appointment, on expiry of their term in the Board's report to be laid along with the financial statements as per section 134(3) of Companies Act, 2013.

The members are requested to approve the same by way of passing the Special Resolution.

Save an except Shri Kailash Kumar Bang, none of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said resolution.

For LIC Mutual Fund Asset Management Limited

Mayank Arora
Company Secretary & Compliance Officer

Registered Office:

LIC Mutual Fund Asset Management Limited

CIN: U67190MH1994PLC077858

Industrial Assurance Building, 4th Floor, Opp. Churchgate Station,
Mumbai-400 020

Place: Mumbai

Date: 19th July 2019

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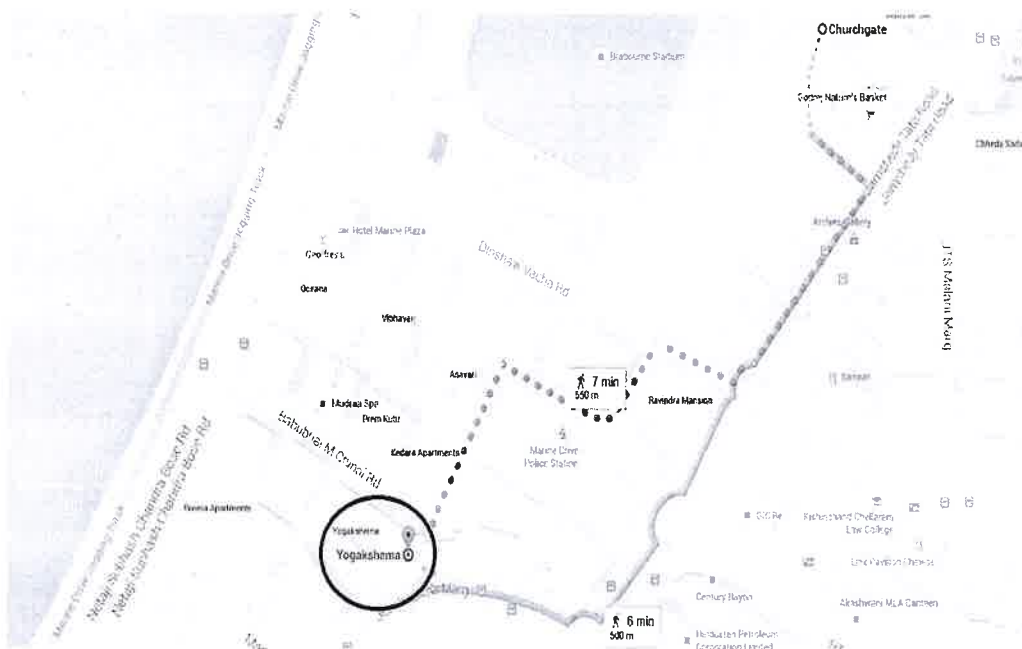
CIN : U67190MH1994PLC077858



AGM INFORMATION

Particulars	Details
Date	21 st August 2019
Venue	LIC of India, 7 th Floor, Yogakshema Buiding, Jeevan Bima Marg, Mumbai - 400021

Route Map for the 25th Annual General Meeting of the LIC Mutual Fund Asset Management Limited.



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Investment Managers to LIC Mutual Fund

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FORM NO. MGT-11

PROXY FORM

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

LIC MUTUAL FUND ASSET MANAGEMENT LIMITED

Regd. Office: Industrial Assurance Building, 4th Floor, Opp. Churchgate Station,
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[CIN: U67190MH1994PLC077858]

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: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him

Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him

Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him

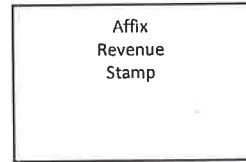
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General meeting of the Company, to be held on Wednesday, 21st August 2019 at 12.30 P.M. at

LIC of India, 7th Floor, Yogakshema Buiding, Jeevan Bima Marg, Mumbai - 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Ordinary Business
1.	To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2019 and the Balance Sheet as on that date, together with the Reports of the Board of Directors' and Auditors' thereon.
2.	To re-appoint Ms. Neera Saxena (DIN: 08189646), Nominee Director who retires by rotation and being eligible, offer herself for re-appointment.
3.	To declare final dividend of Rs. 500/- per equity share of the Company for the Financial Year ended 31 st March 2019.
	Special Business
4.	Re- appointment of Shri Subrata Kumar Atindra Mitra as an Independent Director
5	Re- appointment of Shri Satish Keshav Kamat as an Independent Director
6.	Re- appointment of Shri Kailash Kumar Bang as an Independent Director

Signed this ___ day of _____ 2019

Signature of shareholder



Signature of Proxy holder(s)

Note:

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.

LIC MUTUAL FUND ASSET MANAGEMENT LIMITED

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[CIN: U67190MH1994PLC077858]

ANNUAL GENERAL MEETING

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

<p>*DP Id No. _____</p> <p>*Client Id No. _____</p> <p>Regd. Folio No. _____</p>	<p>Name and Address:</p>	<p>No. of Shares held:</p>
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I hereby record my presence at the 25th Annual General Meeting of LIC Mutual Fund Asset Management Limited held on Wednesday, 21st August 2019 at 12.30 P.M. at LIC of India, 7th Floor, Yogakshema Buiding, Jeevan Bima Marg, Mumbai - 400021.

Signature of the Member / Proxy

*Applicable to members holding shares in electronic form