



Ref. No.: GIC-HO/BOARD/SE-5-AGM/56/2022-23

Date: 15th September 2022

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai – 400001

The Manager
Listing Department
The National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot C/1,
G Block, Bandra Kurla Complex
Mumbai - 400051

Scrip Code: (BSE - 540755/ NSE - GICRE)

Sub: SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 ('Listing Regulations')

Regulation 30: Addendum to Notice of the 50th Annual General Meeting (AGM) of the Corporation

Dear Sir/Madam,

Further to our letter ref. no.: GIC-HO/BOARD/SE-3-AGM/45/2022-23 dated 2nd September 2022 informing about Notice of 50th Annual General Meeting of the Corporation scheduled to be held on Monday, 26th September 2022 at 3 :00 p.m. (1ST) through Video Conference/ Other Audio Visual Means, please find enclosed herewith an addendum to the notice of 50th AGM.

Aforesaid Addendum to the Notice of 50th AGM is being dispatched to the members whose email addresses are registered with the RTA/ Depositories and is hosted on the website of the Corporation at www.gicofindia.com and also on the website of the e-voting Agency, M/s. National Securities and Depository Limited at www.evoting.nsdl.com. The Addendum to Notice shall form an integral part of Notice dated 1st September 2022 circulated to the Members of the Corporation.

You are requested to take note of the above and arrange to bring this to the notice of all concerned.

Yours sincerely,

For General Insurance Corporation of India

SATHEESH KUMAR S
Digitally signed by
SATHEESH KUMAR S
Date: 2022.09.15
18:15:47 +05'30'

(Satheesh Kumar)

CS & Compliance Officer

Encl.: A/A

भारतीय साधारण बीमा निगम

(भारत सरकार की कंपनी)

**General Insurance Corporation of India
(Government of India Company)**

CIN: L67200MH1972GOI16133 IRDA REG NO.: 112

'सुरक्षा', १७०, जे. टाटारोड, चर्चगेट, मुंबई ४०००२०

"SURAKSHA", 170, J. Tata Road, Churchgate,

Mumbai 400020. INDIA Tel: 91-22-22867000

FAX Server: 91-22-229899600, www.gicofindia.com

E-mail: info@gicofindia.com

Addendum to the Notice of Annual General Meeting



GENERAL INSURANCE CORPORATION OF INDIA

(A Government of India Company)

Regd. Office: 'Suraksha', 170, J. Tata Road, Churchgate, Mumbai

Tel: +91-22-2286 7000 Fax: +91-22-2288 4010

Website: www.gicofindia.com

CIN: L67200MH1972GOI016133 IRDAI REG. NO.: 112

Addendum to the Notice of 50th Annual General Meeting (AGM) dated 01.09.2022

SPECIAL BUSINESS

3. Appointment of Ms. A. Manimekhalai (DIN: 08411575) as Director of the Corporation

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

"RESOLVED THAT pursuant to Section 149, 150 & 152, read with Schedule IV and relevant rules and other applicable provisions, if any, of the Companies Act, 2013, relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Articles of Association, Ms. A. Manimekhalai (DIN: 08411575) be and is hereby appointed as Director on the Board of the Corporation w.e.f. 5th September 2022 for a period of three years, or till the date of her tenure as MD & CEO, Union Bank of India, or till date of her superannuation, or until further orders, whichever is earliest."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Date: Wednesday, 14th September 2022

By the Order of the Board of Directors
For General Insurance Corporation of India

Registered Office:

"Suraksha", 170, J. Tata Road,
Churchgate, Mumbai – 400 020

CIN: L67200MH1972GOI016133

Tel: +91 22 2286 7000

Email: investors.gic@gicofindia.com

Website: www.gicofindia.com

Sd/-
(Satheesh Kumar)
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3: Appointment of Ms. A. Manimekhalai (DIN: 08411575) as Director of the Corporation

The Board of Directors of the Corporation, based on recommendation of Nomination and Remuneration Committee have taken on record the appointment of Ms. A. Manimekhalai (DIN: 08411575) as Director on the Board of the Corporation w.e.f. 5th September 2022 for a period of three years, or till the date of her tenure as MD & CEO, Union Bank of India, or till date of her superannuation, or until further orders, whichever is earliest.

In terms of the Regulation 17(1C) of SEBI (LODR) Regulations, 2015, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders' approval is sought for appointment of Ms. A. Manimekhalai as Director on the Board of the Corporation u/s 149 read with Schedule IV and 152 of the Companies Act, 2013.

The Corporation has received from her all statutory disclosures /declarations including (i) Consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164(2) of the Companies Act, 2013 and (iii) Declaration of Independence confirming that she meets all the criteria of independence as prescribed both under Section 149(6) of the Act, read with rule 6(3) of Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (LODR) Regulations, 2015.

Brief profile and specific areas of expertise as per Regulation 36 of SEBI (LODR) Regulations are as under:

Date of Birth: 04-03-1966

Age: 56 years

Date of Appointment: 05-09-2022

Nationality: Indian

BRIEF PROFILE

Ms. A. Manimekhalai is Managing Director & CEO of Union Bank of India since 3rd June 2022. A seasoned banker with experience of more than 3 decades, Ms. A. Manimekhalai started her career in erstwhile Vijaya Bank as an Officer in 1988 and rose successively as Branch Head, Regional Head, and functional head of various Departments at Corporate Office. She was instrumental in devising & implementation of strategic policies covering core areas like strategic planning, setting organizational goals, growth strategies, action plans, compliance, internal control etc.

Prior to joining Union Bank of India, Ms. A. Manimekhalai was Executive Director at Canara Bank, wherein she oversaw strategic planning, credit & related matters, inspection, marketing and financial inclusion, State Level Lead Bank responsibilities and the functioning of Regional Rural Banks (4 RRBs). She played a pivotal role in effecting successful amalgamation of Canara Bank and Syndicate Bank. She has extensive experience as Director on the Board of five other companies namely Canbank Factors Ltd, Canbank Computer Services Ltd, Canara HSBC Oriental Bank of Commerce Life Insurance Co. Ltd., General Insurance Corporation of India, India Infrastructure Finance Company Ltd., and Trustee, Canara Robeco Asset Management Co.

Presently, Ms. A. Manimekhalai is Chairperson on the Board of Union Bank of India (U.K.) Ltd and also Director on the Board of Union Asset Management Co., and India Infrastructure Finance Co. Ltd. A member of various committees and working groups constituted by Government of India, she has actively contributed towards policymaking, including drawing the future road map of RRBs, Financial Inclusion, Agriculture Value-chain Finance, Banking Correspondent issues, and creating synergies for seamless credit flow to Health Care and Education.

Ms. Manimekhalai holds Master of Business Administration (Marketing) from Bangalore University, and a Diploma in Human Resource Management from Narsee Monjee Institute of Management Studies (NMIMS), Mumbai. A beneficiary of various executive development programs at leading institutes of country, she is also a Certified Associate of Indian Institute of Bankers (CAIIB).

Nature of her expertise in specific functional areas: Administration & Banking

Disclosure of relationships between Directors and Key Managerial Personnel inter-se: None

Names of other listed entities in which the person holds directorship and also membership in Committees of the board:

Directorship: Managing Director & CEO, Union Bank of India.

Membership in Committees: Chairperson of Investment Committee and Risk Management Committee and Member of Stakeholders Relationship Committee of Union Bank of India.

Shareholding in the Corporation: NIL

Save and except Ms. A. Manimekhalai, none of the other Directors, Key Managerial Personnel of the Corporation or their relatives are, in any way, concerned or interested in the resolution set out at item no. 3 of the Notice. The Board recommends the passing of the proposed Special Resolution as set out at item no. 3 for noting of the Members.

Date: Wednesday, 14th September 2022

**By the Order of the Board of Directors
For General Insurance Corporation of India**

Registered Office:

“Suraksha”, 170, J. Tata Road,
Churchgate, Mumbai – 400 020
CIN: L67200MH1972GOI016133
Tel: +91 22 2286 7000
Email: investors.gic@gicofindia.com
Website: www.gicofindia.com

**Sd/-
(Satheesh Kumar)
Company Secretary**