

Ref. No.: GIC-HO/BOARD/SE-6-PB/137/2022-23

Date: December 16, 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, 5<sup>th</sup> Floor, Plot C/1,  
G Block, Bandra Kurla Complex  
Mumbai - 400051

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

**Sub: Notice of Postal Ballot**

Dear Sir/Madam,

In compliance with Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of Postal Ballot sent to Members of the Corporation for seeking their approval by passing of following Ordinary Resolutions by means of Postal Ballot through remote e-voting:

- (a) Appointment of Shri Inderjeet Singh (DIN 09778191) as General Manager & Director of the Corporation; and
- (b) Appointment of Ms. Madhulika Bhaskar (DIN 09277012) as General Manager & Director of the Corporation.

Request you to kindly take the above information on record.

Thanking you,

Yours sincerely

**For General Insurance Corporation of India**

SATHEESH  
KUMAR S

(Satheesh Kumar)

CS & Compliance Officer

Digitally signed by SATHEESH  
KUMAR S  
Date: 2022.12.16 11:04:16  
+05'30'

**भारतीय साधारण बीमा निगम**

(भारत सरकार की कंपनी)

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

CIN: L67200MH1972GOI016133 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



## **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.gicre.in](http://www.gicre.in)

CIN: L67200MH1972GOI016133 IRDAI REG. NO. 112

### **POSTAL BALLOT NOTICE**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 Read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014)

#### **To the Members of the Corporation,**

Notice is hereby given pursuant to Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as 'the Act'), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as 'the Rules'), Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 03/2022 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), Secretarial Standards on General Meetings ("SS-2") and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification and re-enactment thereof, for the time being in force, as amended from time to time), that the resolutions as set out in this notice are proposed to be passed by the Members of the Corporation ("Members") through Postal Ballot by way of electronic voting (remote e-voting) process.

The proposed resolutions and explanatory statement pursuant to Section 102 of the Act read with the Rules and the MCA Circulars, are appended below for consideration by the Members.

#### **SPECIAL BUSINESS**

#### **Item No. 1: Appointment of Shri Inderjeet Singh (DIN 09778191) as General Manager & Director of the Corporation**

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

**"RESOLVED THAT** pursuant to Section 149, 152, 196 read with Companies (Appointment and Qualification of Directors) Rules 2014 and other relevant rules & 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 Articles of Association, Shri Inderjeet Singh (DIN:09778191) be and is hereby appointed as General Manager & Director w.e.f. 31<sup>st</sup> October 2022 and upto the date of his attaining the age of superannuation (i.e. 30.06.2023), or until further orders, whichever is earlier."

“**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.”

**Item No. 2: Appointment of Ms. Madhulika Bhaskar (DIN 09277012) as General Manager & Director of the Corporation**

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

“**RESOLVED THAT** pursuant to Section 149, 152, 196 read with Companies (Appointment and Qualification of Directors) Rules 2014 and other relevant rules & 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 Articles of Association, Ms. Madhulika Bhaskar (DIN:09277012) be and is hereby appointed as General Manager & Director w.e.f. 31<sup>st</sup> October 2022 and upto the date of her attaining the age of superannuation (i.e. 30.06.2023), or until further orders, whichever is earlier.”

“**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.”

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

Place: Mumbai  
Date: 14.12.2022

**(Satheesh Kumar)  
Company Secretary**

Registered Office:  
‘Suraksha’, 170, J. Tata Road,  
Churchgate, Mumbai - 400 020

**NOTES:**

1. The Explanatory Statement as required under Section 102 of the Act, pertaining to the proposed items of Special Business setting out the material facts and the reasons thereof is annexed to this Notice. Additional information pursuant to Regulation 36(3) of SEBI (LODR) Regulations forms part of the Explanatory Statement.
2. In accordance with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to all the members, whose names appear in the Register of Members / Beneficial Ownership Position as on the close of business hours as on **Friday, 9<sup>th</sup> December 2022** received from the Depositories i.e. National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose e-mail addresses are registered with the Corporation or KFin Technologies Limited (RTA) or the Depository Participant(s). A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. Voting rights of the Members shall be reckoned in proportion to the paid-up equity shares registered in the name of the members as on **Friday, 9<sup>th</sup> December 2022** (“Cut-off date”).

4. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the cut-off date will only be considered eligible for the purpose of remote e-voting.
5. Resolutions passed by the members through Postal Ballot are deemed to have been passed on the last date specified for the remote e-voting i.e. **Sunday, 15<sup>th</sup> January 2023** in terms of Secretarial Standard – 2 on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, if the results of the Postal Ballot indicate that the requisite majority of the members of the Corporation have assented to the resolutions.
6. In terms of Section 108 and 110 of the Act read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR) Regulations and the aforesaid circulars, the manner of voting on the proposed resolutions is restricted only to remote e-voting (“e-voting”) i.e. by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Corporation is providing the facility to the members to exercise their vote electronically and vote on the proposed resolutions through remote e-voting facility provided by KFin Technologies Limited (“KFinTech”). The instructions for e-voting are provided as part of this Postal Ballot Notice.
7. This Notice shall also be available on the website of the Corporation at [www.gicre.in](http://www.gicre.in), websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of KFinTech at <https://evoting.kfintech.com>.
8. Relevant documents referred to in this Notice and explanatory statement will be available for electronic inspection by the members from the date of circulation of this Notice electronically until the last date of voting. Members seeking to inspect such documents can send an email to [cs.gic@gicre.in](mailto:cs.gic@gicre.in) stating their DP-ID & Client ID or Folio No.
9. Members holding shares in physical form and who have not yet registered/updated their PAN and KYC details (including their e-mail addresses) are requested to register/update the same by sending an email to the Corporation ([investors.gic@gicre.in](mailto:investors.gic@gicre.in)) or RTA, KFinTech ([einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)). Members holding shares in electronic form are requested to get their e-mail addresses registered/updated with their respective Depository Participants (DPs). In case of any queries/difficulties in registering the email id, Members may write to [investors.gic@gicre.in](mailto:investors.gic@gicre.in).
10. The Corporation has appointed Ms. Ragini Chokshi (FCS: 2390), and in her absence Mr. Umashankar Hegde (ACS 22133), from M/s Ragini Chokshi & Co., Company Secretaries, as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
11. The remote e-voting period would commence on **Friday, 16<sup>th</sup> December 2022** at 09.00 a.m. (IST) and end on **Sunday, 15<sup>th</sup> January 2023** at 05.00 p.m. (IST). Members desiring to exercise their vote should cast their vote during this period. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled for voting thereafter.
12. The Scrutinizer shall, not later than two working days of conclusion of voting period of postal ballot process, submit a Scrutinizer’s report to the Chairman of the Corporation or such other officer authorized by the Chairman.
13. The result of the Postal Ballot will be announced **on or before Tuesday, 17<sup>th</sup> January 2023** at the Registered Office of the Corporation. The results of voting along with the Scrutinizer’s Report(s) thereon would be available on the website of the Corporation ([www.gicre.in](http://www.gicre.in)) and on website of RTA, KFinTech (<https://evoting.kfintech.com>) immediately after the declaration of the results and will also be available on the websites of the Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

14. The instructions for Shareholders for remote e-voting are as under:

- a) Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.
- b) Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

**c) Method of login for Individual shareholders holding the securities in demat mode:**

Shareholders	Login Method
Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name – <b>General Insurance Corporation of India</b> or e-Voting service provider – <b>KFintech</b> and you will be re-directed to the e-Voting page of KFintech for casting your vote during the remote e-Voting period.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>. Proceed with completing the required fields. Follow the steps given in point 1.</li> <li>3. Alternatively, the user can visit the e-voting website of NSDL. After successfully registering on IDeAS, visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name – <b>General Insurance Corporation of India</b> or e-Voting service provider - “<b>KFinTech</b>” and you will be re-directed to the e-Voting page of KFintech for casting your vote during the remote e-Voting period.</li> </ol>
Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Existing users who have opted for <b>Easi/Easiest</b>, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on <b>New System Myeasi</b>.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. KFintech</b>. Click on <b>KFintech</b> to cast your vote.</li> </ol>

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>. Proceed with completing the required fields. Follow the steps given in point 1 and 2.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>KFintech</b> where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>2. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>3. Click on options available against company name or <b>e-Voting service provider-KFintech</b> and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period.</p>

For receiving copy of Postal Ballot Notice electronically, members who have not yet registered their email addresses are requested to get their email addresses registered with KFintech, on a temporary basis, by following the procedure mentioned below:

- a. Visit the link <https://ris.kfintech.com/clientservices/postalballot/>
- b. Select the company name i.e., General Insurance Corporation of India.
- c. Select the holding type from the drop down i.e. - NSDL/CDSL/Physical.
- d. Enter DP ID – Client ID (in case shares are held in electronic form)/Physical Folio No. (in case shares are held in physical form) and PAN.
- e. If PAN details are not available in the system, the system will prompt to upload a self-attested copy of the PAN card for updating records.
- f. In case of shares held in physical form where PAN details are not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.
- g. Enter the email address and mobile number.
- h. System will validate DP ID – Client ID/Folio No. and PAN or Share certificate No., as the case may be, and send OTP at the registered Mobile number as well as email address for validation.
- i. Enter the OTPs received by SMS and email to complete the validation process. OTP will be valid for 5 minutes only.
- j. The Notice and e-voting instructions along with the User ID and Password will be sent on the email address updated by the member.
- k. **Please note that in case the shares are held in electronic form, the above facility is only for temporary registration of email address for receipt of the Notice and the e-voting instructions along with the User ID and Password. Such members will have to register their email address with their DPs permanently, so that all communications are received by them in electronic form.**
- l. In case of queries, members are requested to write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or call at the toll-free number 1-800- 309-4001.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**d) Login method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

<u>1.</u>	Members whose email IDs are registered with the Corporation/ Depository Participants, will receive an email from KFintech which includes details of E-Voting Event Number (EVEN), User ID and Password:
<u>a)</u>	Launch internet browser by typing the URL: <a href="https://evoting.kfintech.com/">https://evoting.kfintech.com/</a>
<u>b)</u>	Enter the login credentials (i.e. User ID and Password). <input type="checkbox"/> In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. <input type="checkbox"/> In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting your vote.
<u>c)</u>	After entering these details appropriately, click on “ <b>LOGIN</b> ”.
<u>d)</u>	You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
<u>e)</u>	You need to login again with the new credentials.
<u>f)</u>	On successful login, the system will prompt you to select the E-Voting Event Number for <b>General Insurance Corporation of India</b> .
<u>g)</u>	On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as on the cut-off date.
<u>h)</u>	Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
<u>i)</u>	Members holding multiple folios/demat accounts shall vote separately for each folio/demat account.
<u>j)</u>	You may then cast your vote by selecting an appropriate option and click on “ <b>Submit</b> ”.
<u>k)</u>	A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
<u>l)</u>	Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: <a href="mailto:mail@csraginichokshi.com">mail@csraginichokshi.com</a> / <a href="mailto:ragini.c@rediffmail.com">ragini.c@rediffmail.com</a> with a copy to <a href="mailto:evoting@kfintech.com">evoting@kfintech.com</a> and to the Corporation at <a href="mailto:cs.gic@gicre.in">cs.gic@gicre.in</a> . They may also upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format “ <b>GICRE - Postal Ballot</b> ”.

<u>2.</u>	<b>In case of Members who have not registered their email addresses with the Corporation/ Depository Participant(s):</b>
a)	Members holding shares in Demat form can get their email ID registered by contacting their respective Depository Participant.
b)	Members holding shares in physical form may register their email address and mobile number with KFintech by sending an email request at the email ID <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> along with the copy of the signed request letter mentioning the Name, Address, Folio No., Email address and Mobile number of the Member, self-attested scanned copy of the PAN Card and self-attested scanned copy of any document (such as Driving License, Election Identity Card, Passport, etc.) in support of the address of the Member, for registering their email address and receiving the Notice of Postal Ballot and the e-voting instructions.
3.	Those Members who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants/the Corporation's Registrar & Transfer Agent, KFintech to enable servicing of notices/ documents/Annual Reports electronically to their email address.

In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members at <https://evoting.kfintech.com/public/Faq.aspx> or call KFintech on 1-800-309- 4001 (toll free).



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

### **Item No. 1: Appointment of Shri Inderjeet Singh (DIN:09778191) as General Manager & 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 Shri Inderjeet Singh (DIN: 09778191) as General Manager & Director on the Board of the Corporation w.e.f. 31<sup>st</sup> October 2022 i.e. the date of assumption of office by the Director and upto the date of his attaining the age of superannuation (i.e. 30.06.2023), or until further orders, whichever is earlier.

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 Shri Inderjeet Singh, as General Manager & Director on the Board of the Corporation u/s 152 and 196 of the Act by way of Postal Ballot.

The Corporation has received from him 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 he is not disqualified under Section 164(2) of the Companies Act, 2013.

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

**Date of Birth:** 28-06-1963

**Age:** 59 years

**Date of Appointment:** 31-10-2022

**Nationality:** Indian

**Brief Profile:** Shri Inderjeet Singh has joined the New India Assurance Company Ltd in 1986 as a direct recruit officer and has an experience of more than 36 years in the insurance industry. During this period, he has worked in various capacities including that of In-Charge of various operational offices at Branches, Divisional Offices and Regional Offices and as General Manager in Head Office at Mumbai. Mr. Inderjeet Singh was the Managing Director of Kenindia Assurance Company Ltd., Nairobi for two and half years. Mr. Inderjeet Singh is a Science graduate and holds Masters degree in Business Administration from Lucknow University and is also a Fellow of the Insurance Institute of India.

**Nature of his expertise in specific functional areas:** Administration, Insurance etc.

**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:** NIL

**Shareholding in the Corporation:** NIL

**No. of Board Meetings attended:** Shri Inderjeet Singh had attended one Board meeting held since his date of appointment.

**Terms and Conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable:** Shri Inderjeet Singh is appointed with effect from 31<sup>st</sup> October 2022 and upto the date of his attaining the age of superannuation (i.e. 30.06.2023), or until further orders, whichever is earlier. GIC Re being a Government Company, the remuneration payable to its whole time directors is approved by the Government of India.

Save and except Shri Inderjeet Singh, 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. 1 of the Notice. The Board recommends the passing of the proposed Ordinary Resolution as set out at item no. 1 of the Notice.

## **Item No. 2: Appointment of Ms. Madhulika Bhaskar (DIN: 09277012) as General Manager & Director of the Corporation**

The Board of Directors of the Corporation, based on recommendations of Nomination and Remuneration Committee have taken on record the appointment of Ms. Madhulika Bhaskar (DIN:09277012) as General Manager & Director on the Board of the Corporation w.e.f. 31<sup>st</sup> October 2022 i.e. the date of assumption of office by the Director and upto the date of her attaining the age of superannuation (i.e. 30.06.2023), or until further orders, whichever is earlier.

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. Madhulika Bhaskar, as General Manager & Director on the Board of the Corporation u/s 152 and 196 of the Act by way of Postal Ballot.

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 and (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.

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

**Date of Birth:** 09-06-1963

**Age:** 59 years

**Date of Appointment:** 31-10-2022

**Nationality:** Indian

**Brief Profile:** Ms. Madhulika Bhaskar joined GIC Re in 1988 as a direct recruit officer and worked with the Corporation for 34 years. She handled various departments like Reinsurance operations, Pools, Technical Underwriting, Foreign Operations, Investment, Audit, Estate & Establishment, ERM and CSR amongst others and shouldered key managerial positions of Chief Risk Officer, Financial Advisor, Chief of Audit and CISO. Along with her position as General Manager, she additionally handled the post of Chairman cum Managing Director of New India Assurance Co. Ltd for a period of 6 months.

Ms. Bhaskar is an M.Sc. in Microbiology from Mumbai University, Fellow of the Insurance Institute of India and holds a Diploma in Computer Management from Mumbai University. She has been a speaker at various international conferences on Insurance, Reinsurance, and Risk Management and has many articles published to her credit in many insurance journals and periodicals.

**Nature of his expertise in specific functional areas:** Audit, Risk Management, Reinsurance etc.

**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:** NIL

**Shareholding in the Corporation:** NIL

**No. of Board Meetings attended:** Ms. Madhulika Bhaskar had attended one Board meeting held since her date of appointment.

**Terms and Conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable:** Ms. Madhulika Bhaskar is appointed with effect from 31<sup>st</sup> October 2022 and upto the date of her attaining the age of superannuation (i.e. 30.06.2023), or until further orders, whichever is earlier. GIC Re being a Government Company, the remuneration payable to its whole time directors is approved by the Government of India.

Save and except Ms. Madhulika Bhaskar, 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. 2 of the Notice. The Board recommends the passing of the proposed Ordinary Resolution as set out at item no. 2 for noting of the Members.

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

Place: Mumbai  
Date: 14.12.2022

**(Satheesh Kumar)  
Company Secretary**

Registered Office:  
'Suraksha', 170, J. Tata Road,  
Churchgate, Mumbai – 400 020.