



Ref. No.: GIC Re/SE/AGM/19-20/3

Date: 1<sup>st</sup> December, 2020

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)**

Dear Sir/Madam,

**Sub: SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015  
(‘Listing Regulations’)**

**Regulation 30: Notice of the 48<sup>th</sup> Annual General Meeting (AGM) of the Corporation**

Pursuant to regulation 30 read with Schedule III Part A of the SEBI Listing Regulations, please find enclosed herewith the **Notice of the 48<sup>th</sup> Annual General Meeting** of the Corporation scheduled to be held on Wednesday, 23<sup>rd</sup> December, 2020 at 3:00 pm IST through Video Conference/ Other Audio Visual Means. The Notice is being circulated as a part of the Annual Report for the Financial Year 2019-20, to the Members of the Corporation through electronic mode.

The Notice of the 48<sup>th</sup> AGM is being hosted on the website of the Corporation at [www.gicofindia.com](http://www.gicofindia.com) and on the website of the e-voting Agency, M/s. National Securities and Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

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

Thanking You

**For General Insurance Corporation of India**

  
(Suchita Gupta)  
CS & CFO & Compliance Officer

Encl.: A/A

**भारतीय साधारण बीमा निगम**

(भारत सरकार की कंपनी)

**General Insurance Corporation of India**

(Government of India Company)

**CIN: L67200MH1972GOI016133 IRDA REG NO.: 112**

सुरक्षा, 170, जे. , टाटा रोड, चर्चगेट मुंबई- ४०००२०

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

Mumbai 400020. INDIA Tel: 91-22-22867000

FAX Server: +91-22-229899600, [www.gicofindia.com](http://www.gicofindia.com)

E-mail: [info@gicofindia.com](mailto: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.gicofindia.com

CIN: L67200MH1972GOI016133 IRDAI REG. NO.: 112

### NOTICE

NOTICE is hereby given that the **48<sup>th</sup> ANNUAL GENERAL MEETING (AGM)** of the members of **GENERAL INSURANCE CORPORATION OF INDIA (the Corporation)** will be held on Wednesday, the 23<sup>rd</sup> December 2020 at 03.00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Corporation for the financial year ended 31<sup>st</sup> March 2020, the Consolidated Financial Statements for the said financial year and the reports of the Board of Directors and the Auditors thereon.
2. To authorize the Board of Directors to fix the remuneration of the Joint Statutory Auditors appointed by the Comptroller and Auditor General of India (C & AG) for the financial year 2020-21.

#### SPECIAL BUSINESS

**3. Appointment of Shri Devesh Srivastava (DIN: 08646006) as Chairman and Managing Director of the Corporation.**

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

"**RESOLVED THAT** pursuant to Section 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 84 of Memorandum and Articles of Association, the appointment of Shri Devesh Srivastava, (DIN: 08646006) General Manager as Chairman and Managing Director of the Corporation, w.e.f. the date of Government of India notification i.e. 17<sup>th</sup> December 2019 till the date of his superannuation i.e. 30<sup>th</sup> September 2023, or until further orders, whichever is the earlier, be and is hereby noted ."

**4. Appointment of Ms. Dakshita Das (DIN: 07662681) as Government Nominee Director of the Corporation.**

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

"**RESOLVED THAT** pursuant to Section 161(3) and other applicable provisions, if any, of the Companies Act, 2013, relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Memorandum and Articles of Association, the appointment of Ms. Dakshita Das (DIN: 07662681), Additional Secretary, Department of Financial Services, Ministry of Finance as Government Nominee Director on the Board of the Corporation w.e.f. the date of Government of India notification i.e. 17<sup>th</sup> January 2020 and until further orders be and is hereby noted."

**5. Appointment of Ms. A. Manimekhalai (DIN: 08411575) as an Independent Director of the Corporation.**

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

"**RESOLVED THAT** pursuant to Section 149 read with 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, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Memorandum and Articles of Association, the appointment of Ms. A. Manimekhalai (DIN: 08411575), Executive Director, Canara Bank, Bengaluru as an Independent Director on the Board of the Corporation w.e.f. the date of Government of India notification i.e. 12<sup>th</sup> March 2020 and for a period of three years or till the date of her tenure as ED, Canara Bank or till the date of her superannuation or until further orders, whichever is earliest, be and is hereby noted.”

**6. Appointment of Shri Atanu Kumar Das (DIN: 07758968) as an Independent Director of the Corporation.**

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

“**RESOLVED THAT** pursuant to Section 149 read with 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, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Memorandum and Articles of Association, the appointment of Shri Atanu Kumar Das (DIN: 07758968), MD & CEO, Bank of India as an Independent Director on the Board of the Corporation w.e.f. the date of Government of India notification i.e. 26<sup>th</sup> August 2020 and for a period of three years or till the date of his tenure as MD & CEO in Bank of India or till the date of his superannuation or until further orders, whichever is earliest, be and is hereby noted.”

**7. Appointment of Shri Deepak Prasad (DIN: 08976647) as General Manager and Director of the Corporation.**

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

“**RESOLVED THAT** pursuant to Section 152, 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules 2014, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76(ii) of Memorandum and Articles of Association, the appointment of Shri Deepak Prasad (DIN: 08976647), General Manager as ‘General Manager & Director’ of the Corporation for a period of three years from the date of assumption of office as Director i.e. w.e.f. 25<sup>th</sup> November 2020, or up to the date of superannuation, or until further orders, whichever is the earliest, be and is hereby noted.”

**Date:** Tuesday, 1<sup>st</sup> December 2020

**Registered Office:**

“Suraksha”, 170, J. Tata Road,

Churchgate, Mumbai – 400 020

CIN: L67200MH1972GOI016133

Tel: +91 22 2286 7000

Email: [investors.gic@gicofindia.com](mailto:investors.gic@gicofindia.com)

Website: [www.gicofindia.com](http://www.gicofindia.com)

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

Sd/-

**(Suchita Gupta)**

**Company Secretary**

**NOTES:-**

1. In view of the massive outbreak of Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular numbers 14/2020, 17/2020, 20/2020 and Securities and Exchange Board of India (“SEBI”) vide its Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79(collectively referred to as “Circulars”) permitted holding of the Annual General Meeting of companies through Video Conferencing or Other Audio Visual Means (“VC/OAVM”), without physical presence of the Members at a common venue.
2. In compliance with applicable provisions of the Companies Act, 2013 (“the Act”) read with the Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 48<sup>th</sup> Annual General Meeting of the Corporation is being conducted through VC/OAVM (hereinafter referred to as “AGM” or “e-AGM”). In accordance with the Secretarial Standard - 2 (“SS-2”) on General Meeting issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by Institute of Company Secretaries of India (“ICSI”), the proceedings of the AGM shall be deemed to be conducted at the registered office of the Corporation which shall be the deemed venue of the e-AGM.
3. As per the provisions of Clause 3.A.II. of the General Circular No. 20/2020 dated May 05, 2020, the matters of Special Business as appearing at item nos. 3 to 7 of the accompanying Notice, are considered to be unavoidable by the Board and hence forming part of this Notice.
4. A statement pursuant to section 102(1) of the Act, relating to the Special Business to be transacted at the meeting, in respect of the item nos. 3 to 7 is annexed hereto and forms part of the Notice. Additional information pursuant to Regulations 26(4) & Regulation 36(3) of SEBI (LODR) Regulations, 2015 and SS-2 issued by the ICSI, in respect of Directors appointed is furnished as an annexure to the Notice.
5. Pursuant to Section 143(5) of the Act, the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India (C&AG) and in terms of subsection (1) of Section 142 of the Act, their remuneration has to be fixed by the Corporation in the Annual General Meeting or in such manner as the Corporation in General Meeting may determine. Accordingly, the members are requested to authorize the Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors appointed by the Comptroller and Auditor General of India for the financial year 2020-21.
6. A Member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend and vote instead of himself/herself and such proxy/proxies need not be a Member of the Corporation. **Since this e-AGM is being held in accordance with the Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Further, in accordance with the circulars, the facility for appointment of proxy/proxies by the Members will not be available for the e-AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.**
7. Institutional/Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to authorize representatives to attend e-AGM on its behalf, are requested to send a duly certified scanned copy (PDF/JPG Format) of its Board/governing body resolution/authority letter etc. with attested specimen signature of the duly authorized signatory(ies) electronically through their registered email address to the Scrutinizer at [scrutinizer@snaco.net](mailto:scrutinizer@snaco.net) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. In compliance with the aforesaid circulars, Notice of the e-AGM along with the Annual Report for the financial year ended on 31<sup>st</sup> March 2020 is being sent only through electronic mode to those Members whose email addresses are registered

with the RTA/ Depositories. The Notice calling the e-AGM and the Annual Report has been uploaded on the website of the Corporation at [www.gicofindia.com](http://www.gicofindia.com). The Notice can also be accessed from the 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 NSDL <https://www.evoting.nsdl.com>.

10. **Green Initiative:**

In support of the “Green Initiative” measure taken by MCA, Government of India, New Delhi, enabling electronic delivery of documents and also in line with circular Ref. No. CIR/CFD/DIL/7/2011 dated 5<sup>th</sup> November, 2011 issued by SEBI and as prescribed under the relevant provisions under the Act and the Rules made thereunder, Members who have not yet registered their email addresses are requested to register the same with their Depository Participant (DP) in case the shares are held by them in electronic form and with M/s. KFin Technologies Pvt. Ltd. (“RTA”) in case the shares are held by them in physical form.

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice and explanatory statements, will also be available electronically for inspection by the members during the e-AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of e-AGM. Members seeking to inspect such documents can send an email to [cs.gic@gicofindia.com](mailto:cs.gic@gicofindia.com) stating their DP-ID & Client ID or Folio No.
12. The Insurance Regulatory and Development Authority of India (IRDAI) has vide its circular bearing number IRDA/F&A/CIR/MISC/099/04/2020, dated April 24, 2020 has urged insurers, in view of the emerging market conditions and to conserve capital with the insurance companies in the interests of the policyholders and of the economy at large, to take a conscious call to refrain from dividend pay-outs from profits pertaining to the financial year ending March 31, 2020, till further instructions. Consequently, the Board after due consideration/taking cognizance of the IRDAI circular did not propose any final dividend for the year ended March 31, 2020.
13. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Corporation is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the Members are requested to refer to the Finance Act, 2020 and amendments thereof. The Members are requested to update their PAN with the Corporation/RTA (in case of shares held in physical mode) and with respective DPs (in case of shares held in demat mode).
14. **Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):**

- a. Members are hereby informed that Dividends which are not encashed or remain unclaimed for a consecutive period of seven years from the date of transfer to Unpaid Dividend Account, are liable to be transferred to Investor Education & Protection Fund (IEPF) constituted by the Central Government under Section 125 of the Companies Act, 2013. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority.

In view of this, Members/Claimants are requested to kindly ensure updation of their bank details and also claim their dividends from the Corporation, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in)

We give below the details of Dividends paid by the Corporation and their respective due dates of transfer to the Fund of the Central Government if they remain unclaimed/un-encashed.

<b>Date of Declaration of Dividend</b>	<b>Dividend for the Financial Year</b>	<b>Proposed Month and Year of Transfer to the Fund</b>
05.09.2018	2017-18	October 2025
27.08.2019	2018-19	October 2026

15. **Unclaimed Dividends:**

The Corporation has uploaded the details of unpaid/unclaimed amounts of dividend (F.Y. 2018-19) lying with the Corporation as on 1<sup>st</sup> October, 2019 on the Corporation's website:

(<https://gicofindia.com/images/pdf/Statement-of-Unpaid-Dividend-details-for-FY-2018-19.pdf>).

Members are requested to contact RTA of the Corporation for encashing the unclaimed dividends standing to the credit of their account.

16. **Payment of Dividend through electronic means:**

Reserve Bank of India has initiated NECS (National Electronic Clearing System) facility for credit of dividend directly to the bank account of the members. Hence, members are requested to opt for **Electronic Credit** of dividend payment and ensure registration/update of their Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR code & 11 digit IFSC code), in respect of shares held in dematerialized form with their respective DP and in respect of shares held in physical form with the RTA at the address given in Sr. No. 20 (ii) below.

17. **Transfer of Shares:**

As per Regulation 40 of the SEBI (LODR) Regulations, 2015 as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialised form. Members can contact Corporation's RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) for assistance in this regard.

18. **Nomination:**

Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members are entitled to make nomination in respect of Shares held by them in Form No. SH-13. Shareholders holding shares in single name and physical form are advised to make nomination in respect of their holding in the Corporation by submitting duly completed Form No. SH-13 with the RTA and to their respective Depository Participant in case of shares held in electronic form. Joint Holders can also use nomination facility for shares held by them. The Nomination form can be downloaded from the Corporation's website [www.gicofindia.com](http://www.gicofindia.com) under Section "Investors".

19. **Members' holding shares in Multiple Folios:**

Members holding shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA for consolidation into a single folio. Members holding shares in Dematerialized form are also requested to consolidate their shareholding.

20. **Updation of Details:**

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc.:



- i. For shares held in dematerialised form - to their respective DP.
- ii. For shares held in physical form - to the RTA, M/s. KFin Technologies Private Limited, Karvy Selenium, Tower-B, Plot number 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032. Tel. Nos.: (040) 671616222; Fax No.: (040) 23001153; E-mail Address: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or at the registered office of the Corporation.

Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.

### 21. **Non-Resident Members:**

Non-Resident Indian Members are requested to inform RTA/their respective Depository Participants immediately of:

- a. Change in their local address in India for correspondence and e-mail ID for sending all e-communications.
  - b. Change in their residential status on return to India for permanent settlement.
  - c. Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend to the said Bank Account directly.
22. The Corporation has engaged the services of **National Securities Depository Limited (NSDL)** for facilitating participation by the Members at the e-AGM through VC/OAVM including remote e-voting during the AGM.

### 23. **Remote E-voting:**

Process and Manner of e-voting is as under:

- a. In terms of Section 108 of Companies, Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the aforesaid circulars, the Corporation is providing the facility of remote e-voting to its members in respect of the business to be transacted at the e-AGM. For this purpose, Members are provided with the facility to cast their votes electronically through the remote e-voting platform provided by **National Securities Depository Limited (NSDL)** on all resolutions set-forth in this notice.
- b. Members of the Corporation holding shares either in physical form or in electronic form as on the cut-off date of Wednesday, 16<sup>th</sup> December 2020 may cast their vote by remote e-voting. The voting rights of the members (for voting through remote e-voting before the e-AGM and remote e-voting during the e-AGM) shall be in proportion to their shares of the paid-up equity share capital of the Corporation, as on the cut-off date.
- c. The remote e-voting facility would commence on **Friday, 18<sup>th</sup> December 2020** at 09.00 a.m. (IST) and end on **Tuesday, 22<sup>nd</sup> December 2020** at 05.00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution stated in this notice is cast by member through remote e-voting, the member shall not be allowed to change it subsequently and such e-vote shall be treated as final.
- d. Members will be provided with the facility for voting through the electronic voting system during the video conferencing proceedings at the e-AGM. The Members who have cast their vote by remote e-voting before the e-AGM may also attend the e-AGM, however such Member shall not be allowed to vote again during the e-AGM.
- e. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only, shall be entitled to avail the facility of remote e-voting before the e-AGM as well as remote e-voting during the e-AGM. Any person who acquires shares of the Corporation and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date, i.e. Wednesday, 16<sup>th</sup> December 2020 may obtain the User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

24. **Instructions for attending the e-AGM through VC/OAVM and remote e-voting (before and during the e-AGM) are given below:**

**A. Instructions for Members attending the e-AGM through VC/OAVM:**

- i. The Members can join the e-AGM 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on National Securities Depository Limited's ('NSDL') e-voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The facility of participation at the e-AGM will be made available to at least 1,000 Members on a first come first served basis as per the aforesaid Circulars.
- ii. The Members will be provided with a facility to attend the e-AGM through the NSDL e-voting system and they may access the same at <https://www.evoting.nsdl.com> under the Shareholders/Members login by using the remote e-voting credentials, where the EVEN and the name of the Corporation can be selected.
- iii. On clicking this link, the Members will be able to attend and participate in the proceedings of the e-AGM through a live webcast of the Meeting and submit votes on announcement by the Chairman. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice to avoid last minute rush. Further, Members may also use the OTP-based login for logging into the e-voting system of NSDL.
- iv. Members may join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- v. **Process to express views/seek clarifications:** Members are encouraged to submit in advance their questions on the items of business to be transacted at this e-AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number/Folio number, PAN and mobile number, to reach the Corporation's e-mail address at [gicagm.speakers@gicofindia.com](mailto:gicagm.speakers@gicofindia.com) before 05.00 p.m. on Friday, 18<sup>th</sup> December 2020. Queries that remain unanswered at the e-AGM will be appropriately responded by the Corporation at the earliest post the conclusion of the e-AGM.
- vi. **Registration as Speakers:** Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/Folio number, PAN and mobile number at [gicagm.speakers@gicofindia.com](mailto:gicagm.speakers@gicofindia.com) between Wednesday, 16<sup>th</sup> December 2020 (09.00 a.m. IST) and Friday, 18<sup>th</sup> December 2020 (05.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM. The Corporation reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM.
- vii. Members who need assistance before or during the e-AGM, can contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call on toll free no.:- 1800-222-990 or contact Ms. Pallavi Mhatre, Manager or Ms. Sarita, Assistant Manager, at telephone nos : +91 22 24994545/+91 7506682281/1800-222-080



**B. Instructions for Remote E-Voting before the e-AGM:**

The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are mentioned below:

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Corporation For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
  - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c. How to retrieve your 'initial password'?  
If your email ID is registered in your demat account or with the Corporation, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a. Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- b. **'Physical User Reset Password?'** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After clicking on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**C. Instructions for Remote E-Voting during the e-AGM:**

1. The procedure for remote e-voting during the e-AGM is same as the instructions mentioned above for remote e-voting before the e-AGM. Since, the Meeting is held through VC/OAVM.
  2. Only those Members/Shareholders, who will be present in the e-AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting before the e-AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the e-AGM.
25. **Process for those shareholders whose email ids are not registered with the depositories for procuring Annual Report, user id, password and registration of e-mail ids for e-voting for the resolutions set out in this notice:**
- a. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investors.gic@gicofindia.com](mailto:investors.gic@gicofindia.com).
  - b. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investors.gic@gicofindia.com](mailto:investors.gic@gicofindia.com).
  - c. Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by providing the details mentioned in (a) or (b) above, as the case may be.

26. **General Guidelines for shareholders:**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [scrutinizer@snaco.net](mailto:scrutinizer@snaco.net) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
  3. In case of any queries/grievances pertaining to remote e-voting (before the AGM and during the AGM), you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
27. The Corporation has appointed Mr. S.N. Ananthasubramanian (FCS: 4206 and COP: 1774), and in his absence Ms. Ashwini Vartak (ACS 29463 and COP 16723), from S.N. Ananthasubramanian & Co., Company Secretaries as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
28. The Chairman shall, at the e-AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for all those Members who are present during the AGM through VC/ OAVM but have not cast their votes by availing the remote e-Voting facility. The remote e-Voting module during the e-AGM shall be disabled by NSDL for voting, 15 minutes after the conclusion of the Meeting.
29. The Scrutinizer shall, immediately after the conclusion of voting at the e-AGM, first count the votes cast at the e-AGM, thereafter unblock the votes cast through remote e-voting and make not later than 48 hours of conclusion of the e-AGM, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman of the Corporation or such other officer authorized by the Chairman in writing, who shall countersign the same.
30. The results on resolutions shall be declared within 48 hours of the conclusion of the e-AGM and the resolutions will be deemed to be passed at the Registered Office of the Corporation on the e-AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
31. The results of voting along with the Scrutinizer's Report(s) thereon would be available on the website of the Corporation ([www.gicofindia.com](http://www.gicofindia.com)) and on Service Provider's website (<https://www.evoting.nsdl.com>) immediately after the declaration of the results and would also be communicated simultaneously to the BSE Limited and the National Stock Exchange of India Limited.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

Statement with respect to items under Special Business covered in the Notice of Meeting are given below:

**3. Appointment of Shri Devesh Srivastava (DIN: 08646006) as Chairman and Managing Director of the Corporation.**

The Board of Directors have taken on record the appointment of Shri Devesh Srivastava as Chairman and Managing Director of the Corporation w.e.f. the date of Government of India notification dated 17<sup>th</sup> December 2019 in terms of Section 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements)

Regulations, 2015, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 84 of Memorandum and Articles of Association.

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. He does not hold any shares of the Corporation.

Brief profile and specific area of expertise are provided in additional information under Regulation 36 of SEBI (LODR) Regulations, 2015, annexed to the notice.

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 Ordinary Resolution as set out at item no. 3 for noting of the Members.

**4. Appointment of Ms. Dakshita Das (DIN: 07662681) as Government Nominee Director of the Corporation.**

The Board of Directors have taken on record the appointment of Ms. Dakshita Das, Additional Secretary, Department of Financial Services, Ministry of Finance as Government Nominee Director on the Board of the Corporation w.e.f. the date of Government of India notification dated 17<sup>th</sup> January 2020 in terms of Section 161(3) and other applicable provisions, if any, of the Companies Act, 2013, relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Memorandum and Articles of Association.

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. She does not hold any shares of the Corporation.

Brief profile and specific area of expertise are provided in Additional Information under Regulation 36 of SEBI (LODR) Regulations, 2015, annexed to the notice.

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. 4 of the Notice. The Board recommends the Ordinary Resolution as set out at item no. 4 for noting of the Members.

**5. Appointment of Ms. Manimekhalai (DIN: 08411575) as Independent Director of the Corporation.**

The Board of Directors have taken on record the appointment of Ms. Manimekhalai, Executive Director, Canara Bank, Bengaluru as Director on the Board of the Corporation as an Independent Director w.e.f. the date of Government of India notification dated 12<sup>th</sup> March 2020 in terms of Section 149 read with 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, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Memorandum and Articles of Association.

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) a declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

Brief profile and specific area of expertise are provided in Additional Information under Regulation 36 of SEBI (LODR) Regulations, 2015, annexed to the notice.

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. 5 of the Notice. The Board recommends the Ordinary Resolution as set out at item no. 5 for noting of the Members.

**6. Appointment of Mr. Atanu Kumar Das (DIN: 07758968) as an Independent Director of the Corporation.**

The Board of Directors have taken on record the appointment of Mr. Atanu Kumar Das, MD & CEO, Bank of India as Director on the Board of the Corporation as an Independent Director w.e.f. the date of Government of India notification dated 26<sup>th</sup> August 2020 in terms of Section 149 read with 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, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76 of Memorandum and Articles of Association.

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 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

Brief profile and specific area of expertise are provided in Additional Information under Regulation 36 of SEBI (LODR) Regulations, 2015, annexed to the notice.

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. 6 of the Notice. The Board recommends the Ordinary Resolution as set out at item no. 6 for noting of the Members.

**7. Appointment of Shri Deepak Prasad (DIN: 08976647) as General Manager and Director of the Corporation.**

The Board of Directors have taken on record the appointment of Shri Deepak Prasad, General Manager, General Insurance Corporation of India as 'General Manager and Director' on the Board of the Corporation w.e.f. date of assumption of office dated 25<sup>th</sup> November 2020, in terms of Section 152, 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules 2014, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Corporate Governance Guidelines for Insurers in India, 2016 issued by IRDAI and provisions of Article 76(ii) of Memorandum and Articles of Association.

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. He does not hold any shares of the Corporation

Brief profile and specific area of expertise are provided in Additional Information under Regulation 36 of SEBI (LODR) Regulations, 2015, annexed to the notice.

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. 7 of the Notice. The Board recommends the Ordinary Resolution as set out at item no. 7 for noting of the Members.

**Date:** Tuesday, 1<sup>st</sup> December 2020

**By the Order of the Board of Directors**  
**For General Insurance Corporation of India**  
**Sd/-**  
**(Suchita Gupta)**  
**Company Secretary**

**Registered Office:**

"Suraksha", 170, J. Tata Road,  
Churchgate, Mumbai – 400 020  
CIN: L67200MH1972GOI016133  
Tel: +91 22 2286 7000  
Email: [investors.gic@gicofindia.com](mailto:investors.gic@gicofindia.com)  
Website: [www.gicofindia.com](http://www.gicofindia.com)

**ADDITIONAL INFORMATION OF DIRECTORS APPOINTED IN PURSUANCE OF PROVISIONS OF THE COMPANIES ACT, 2013 & REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR ITEM NO 3, 4, 5 & 6**

**Shri Devesh Srivastava (DIN: 08646006)**

**Date of Birth:** 11-09-1963

**Age:** 57 years

**Date of Appointment:** 17-12-2019

**Nationality:** Indian

**Brief Profile:**

Shri Devesh Srivastava began his career with Oriental Insurance Company Limited at Indore. Subsequently in 1999 his services were transferred to General Insurance Corporation of India.

He is a direct recruit officer of the 1987 batch and a post-graduate in Physics from St Stephen's College Delhi. He subsequently obtained a post-graduate degree in Management, majoring in Marketing with a Gold Medal from the Management Development Institute (MDI) Gurgaon in 2008. At Head office Mumbai, he was posted in the Reinsurance Department and was handling the specialty lines of Aviation, Marine Hull and Cargo, Oil & Energy, Miscellaneous, Motor and Liability till he was selected to head the UK branch of the Corporation in 2013. He currently handled the departments of Human Resource & Training, Re-Insurance Worldwide (RIWW), Health, Corporate Communications, CMDs Secretariat, Innovation Centre; Ministry & IRDAI matters prior to his elevation.

**Nature of his expertise in specific functional areas:** Insurance & Administration

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

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

1. Directorship - Non-Executive Director, GIC Housing Finance Limited  
Non-Executive Director - GIC Re South Africa Ltd.
2. Member - Nil



**Shareholding in the Corporation: NIL**

**Note:** Details of Shri Devesh Srivastava's attendance of Board Meeting and other Committees of the Board are provided in the Corporate Governance Report of the Annual Report 2019-20.

**Ms. Dakshita Das (DIN: 07662681)**

**Date of Birth :** 29-12-1961

**Age:** 58 years

**Date of Appointment:** 17-01-2020

**Nationality:** Indian

**Brief Profile:**

Ms. Dakshita Das holds the degree of BA (Hons) from Lady Shri Ram College for Women and M. Phil in International Relations. Presently, she has been posted as Additional Secretary, Department of Financial Services, Ministry of Finance, New Delhi.

She has been appointed by Government of India as Government Nominee Director on the Board of Bank of India w.e.f. 13.07.2018 and as Director on the Board of National Investment and Infrastructure Fund Trustee Ltd. (NIIFTL) w.e.f. 14.06.2019. Her areas of interest are Public Finance. She has also been nominated as a Member of the Council of the Institute of Actuaries of India w.e.f. 06.05.2020. Her areas of interest are Public Finance.

**Nature of her expertise in specific functional areas:** Administration

**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 of Committees of the board:**

1. Directorship - Non-Executive Director, Bank of India
2. Member - Audit Committee

**Shareholding in the Corporation: NIL**

**Note:** Details of Ms. Dakshita Das's attendance of Board Meeting and other Committees of the Board are provided in the Corporate Governance Report of the Annual Report 2019-20.

**Ms. A. Manimekhalai (DIN: 08411575)**

**Date of Birth :** 04-03-1966

**Age:** 54 years

**Date of Appointment:** 12-03-2020

**Nationality:** Indian

**Brief Profile:**

Ms. A. Manimekhalai is a Master of Business Administration (Marketing) degree holder from Bangalore University and also has CAIIB qualification.

She joined Vijaya Bank as Officer in 1988 and has three decades of all round banking experience as Branch Head, Regional Head and functional head of various Departments at Corporate Office. As General Manager of Vijaya Bank, she has headed the Bangalore North Region of the Bank. She has wide cross-functional experience at Corporate Office with responsibility for policy making, strategic planning, setting organizational goals & growth strategies, action plans, compliance with regulatory guidelines, driving business growth, performance reviews, internal control, liaison with regulatory authorities, and various other functions.

She was instrumental in driving business growth and effective NPA management, conceptualization, design and launch of various Retail Assets and Liabilities products, design and launch of Marketing campaigns, implementation of Risk Based

Supervision (RBS) system in Vijaya Bank, transition from manual Risk Based Internal Audit (RBIA) regime to total computerised online system, significantly enhancing the integrity, reliability, speed and adherence to regulatory requirements, implementation of computerized online Concurrent Audit system, significant contribution for improvement of compliance culture, due diligence, supervision, oversight and monitoring mechanism across the bank.

**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 of Committees of the board:**

1. Directorship - Executive Director, Canara Bank
2. Member - Management Committee, Risk Management Committee, Audit Committee and Stakeholder Relationship Committee

**Shareholding in the Corporation:** NIL

**Note:** Details of Ms. A. Manimekhalai's attendance of Board Meeting and other Committees of the Board are provided in the Corporate Governance Report of the Annual Report 2019-20.

**Shri Atanu Kumar Das (DIN: 07758968)**

**Date of Birth :** 10-06-1963

**Age:** 57 years

**Date of Appointment:** 26-08-2020

**Nationality:** Indian

**Brief Profile:**

Shri Atanu Kumar Das is a post graduate in Applied Economics and NET holder from UGC. While pursuing a doctoral degree at IIT, Kharagpur, Shri Das joined the Banking Industry as Economist in the year 1994. In his 26 years of banking experience, he has been involved at both policy and operational levels. Prior to assuming charge as Delhi Regional Head in January 2015, he was heading Vijaya Bank's Lucknow Region for more than 3 years. At Vijaya Bank's Corporate Office, Shri Das was handling Planning & Development, a very key department, among others.

He has been part of several important training programs/workshops conducted at premier institutions like IIM (Kozhikode), IIM (Ahmedabad), ASCI, NIBM, BTC, Frankfurt School of Business Management and IDRBT. He had taken charge as Executive Director of Bank of India on 17.02.2017 and was overseeing functioning of Finance, Risk Management, Planning, Development & Co-ordination, Strategy & Economic Intelligence, Information Technology, Human Resources, Financial Inclusion and other key Departments. He has taken charge as Managing Director & CEO of Bank of India w.e.f. 20.01.2020.

**Nature of his expertise in specific functional areas:** Banking

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

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

1. Directorship - MD & CEO, Bank of India
2. Chairman - Management Committee of the Board, Disciplinary Proceedings Committee, Credit Approval Committee, Share Transfer Committee, Committee of Directors for Customer Service, Investment Approval Committee, Review Committee for Willful Defaulters, Corporate Social Responsibility Committee, Group Governance Unit Committee & Review Committee for Declaration of Non Co-operative Borrower.

3. Member - Directors Promotion Committee, Monitoring of Large Value Frauds, Committee of Directors for Risk Management, IT Strategy & Digital Payment Promotion Committee, Steering Committee of the Board on HR & Committee for Monitoring High value NPAs and Loss Assets.

### **Shareholding in the Corporation: NIL**

**Note:** Details of Shri Atanu Kumar Das's attendance at Board Meeting and other Committees of the Board are provided in the Corporate Governance Report of the Annual Report 2019-20. Further Shri Atanu Kumar Das attended three Board meetings out of three Board meetings held after his appointment as Director w.e.f. 26<sup>th</sup> August 2020 on the Board of the Corporation.

### **Shri Deepak Prasad (DIN: 08976647)**

**Date of Birth :** 04-07-1961

**Age:** 59 years

**Date of Appointment:** 25-11-2020

**Nationality:** Indian

### **Brief Profile:**

Shri Deepak Prasad is a Geology graduate from Ranchi University and is a Direct recruit Officer of 1984 batch. He has worked in various capacities at The New India Assurance Co Ltd. He was transferred from New India Assurance Company Ltd. in the year 2012 and promoted as Dy General Manager. He worked in the following departments for various period of times:

Human Resources, Office Services Department, Legal, Training, Information Technology, International Operations, Property (Both Domestic & Foreign) Retro (Inwards & outwards).

He was posted to GIC Re South Africa Ltd. (wholly owned subsidiary of GIC Re) between April 2016 to March 2018 as MD & CEO, when the company saw an all-round development during the two years.

He was promoted and posted as General Manager of our Corporation on his return from GIC Re South Africa in April 2018. He is a Director on the Boards of GIC Bhutan Reinsurance Company Limited and GIC Perestrakhovanie LLC ( Wholly owned subsidiary at Moscow).

**Nature of his expertise in specific functional areas:** Insurance

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

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

1. Directorship- Non-Executive Director, GIC Bhutan Re Ltd.

### **Shareholding in the Corporation: NIL**

**Note:** No Board or Committee meetings were held after appointment of Shri Deepak Prasad as Director.