

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that 113th Annual General Meeting of the Members of **National Insurance Company Limited** will be held on Wednesday, 30th December 2020 at 1.00 p.m. through Video Conference (VC)/Other Audio Visual Means (OAVM) facility at the Registered Office of the Company at 3, Middleton Street, Kolkata 700 071 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Accounts of the financial year ended 31st March 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To authorize the Board of Directors to fix the remuneration of Statutory Auditors, to be appointed by the Comptroller & Auditor General of India for the financial year 2020-21.

By order of the Board
For National Insurance Company Limited



Rina Madia
Company Secretary

Place: Kolkata

Dated: 28th December 2020

NOTES:

1. The Annual General Meeting is being convened at a shorter notice after obtaining consent from the Members of the Company pursuant to Section 101 of the Companies Act, 2013.
2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 (collectively "MCA Circulars"), permitted companies to conduct Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the MCA circulars and applicable provisions of the Companies Act, 2013, this AGM of the Company is being convened and conducted through VC.
3. The Company has enabled the Members to participate at the AGM through the VC facility.
4. As per the provisions under the MCA circulars, Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. As per the Companies Act, 2013, a Member entitled to attend and vote at these meetings is entitled to appoint a proxy to attend and vote on his/her behalf. Since the AGM is being held through VC as per the MCA circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. Since the proceedings of this AGM are being conducted through VC/OAVM, the Registered Office of the Company situated at 3, Middleton Street, Kolkata-700 071 is deemed to be the venue of the AGM.
7. In line with the MCA circulars, the notice of the AGM is being sent by electronic mode only to those Members whose e-mail addresses are registered with the Company.
8. The documents will be available for inspection by the Members electronically during the conduct of the AGM- (a) Memorandum and Articles of Association



of the Company & (b) Register of Directors and Key Managerial Personnel and their shareholding maintained under the Companies Act, 2013.

9. Members may note that the Notice will also be available on the Company's website at <https://nationalinsurance.nic.co.in>.
10. The facility for joining the meeting shall be kept open fifteen minutes before the scheduled time of the meeting and shall be closed fifteen minutes after the commencement of the meeting.
11. As the AGM is being held through VC, the route map is not annexed to this Notice.

By order of the Board
For National Insurance Company Limited



Rina Madia
Company Secretary

Place : Kolkata

Dated: 28th December 2020

