

NOTICE OF 115TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that 115th Annual General Meeting ("AGM") of the Members of **National Insurance Company Limited** will be held on Wednesday, 21st September 2022 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 of the Company including Consolidated Accounts for the financial year ended 31st March 2022 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 appointed by the Comptroller and Auditor General of India for the financial year 2022-23.

By Order of the Board of Directors
For National Insurance Company Limited



(Rina Madia)
Company Secretary

Kolkata
19th September 2022

नेशनल इन्श्योरेन्स कम्पनी लिमिटेड (भारत सरकार का उपक्रम) पंजीकृत एवं प्रधान कार्यालय 3, मिडिलटन स्ट्रीट, कोलकाता-700 071

टेलीफैक्स : +91 33 2283 1712 वेबसाईट : [https:// nationalinsurance.nic.co.in](https://nationalinsurance.nic.co.in)

National Insurance Company Limited (A Govt. of India Undertaking) **Registered & Head Office** : 3, Middleton Street, Kolkata-700 071

TeleFax : +91 33 2283 1712 **Website** : <https:// nationalinsurance.nic.co.in>

CIN : U10200WB1906GOI001713

IRDAI Registration No. 58

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 ongoing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular numbers 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 (collectively "MCA Circulars"), and Securities and Exchange Board of India ('SEBI') vide its Circular numbers. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/63 on May 13, 2022 (collectively "SEBI Circulars"), permitted companies holding of the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OVAM), subject to compliance of various conditions mentioned therein. In compliance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, 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 and Annual Report for the financial year 2021-22 will be made available on the Company's website at <https://nationalinsurance.nic.co.in> and also on the website of BSE Limited and National Stock Exchange of India Limited.
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 of Directors
For National Insurance Company Limited



(Rina Madia)
Company Secretary

Kolkata
19th September 2022

