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26th February, 2018

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400051	The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001
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Dear Sir/Madam,

Sub: Compliance Report on Corporate Governance pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: ISIN INE168X08014 - Security Name: 8.35% National Insurance Company Limited 2027

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Compliance Report on Corporate Governance in Annexure-I for the *quarter ended 30th June, 2017*.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For National Insurance Company Limited

(Rina Madia)

Company Secretary & Compliance Officer

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

फोन : +91 33 2283 1705-09/1760 फैक्स : +91 33 2283 1736 वेबसाईट : www.nationalinsuranceindia.com

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

Phone : +91 33 2283 1705-09/1760, **Fax** : +91 33 2283 1736 **Website** : www.nationalinsuranceindia.com

CIN: U10200WB1906GOI001713

FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of the listed Entity: NATIONAL INSURANCE COMPANY LIMITED (CIN: U10200WB1906GOI001713)
2. Quarter ending: 30th June, 2017

1. Composition of Board of Directors

Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) &	Date of Appointment in the Current term/ Cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of listing Regulations)	Number of membership in Audit/ Stakeholders Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity/Refer Regulation 26(1) of Listing Regulations)
Mr.	K. Sanath Kumar	DIN: 03444096 PAN: AIKPS7540P	Chairperson- Executive	18/02/2016	30/04/2018 (DOR) [®]	2	Nil	Nil
Ms.	Bhumika Verma	DIN: 07597313 PAN: AFGPV7142D	Government Nominee- Non-Executive	22/07/2016	-	1	One (Member of Audit Committee of NICL)	Nil
Mr.	Ravi Krishan Takkar	DIN: 07734571 PAN: AAAPT1282B	Non-Executive Independent	03/02/2017	01/11/2018	2	One (Member of Audit Committee of NICL)	One (Chairman of Audit Committee of NICL)
Mr.	M. Vasantha Krishna	DIN: 06560731 PAN: AADPV8577E	Executive	04/02/2015	31/03/2018 (DOR) [®]	1	One (Member of Audit Committee of NICL)	Nil
Mr.	John Pulinthanam	DIN: 07881040 PAN: AEMPP1128A	Executive	20/06/2017	31/08/2019 (DOR) [®]	1	Nil	Nil
Mr.	Rakesh Kumar	DIN: 07826289 PAN: AENPK6367H	Executive	15/05/2017	31/05/2017 (DOR) [®]	1	Nil	Nil

\$ PAN number of any director would not be displayed on the website of stock exchange.

& Category of directors means executive/non-executive /Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

@ DOR would mean Date of Retirement.

NICL stands for National Insurance Company Limited



II. Composition of Committees as on 30 th June, 2017				
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) [§]		
1. Audit Committee	1) Mr. Ravi Krishan Takkar 2) Ms. Bhumika Verma 3) Mr. M.Vasantha Krishna	1) Chairperson (Independent) 2) Government Nominee 3) Executive		
2. Nomination and Remuneration Committee	Ms. Bhumika Verma	Government Nominee		
3. Risk Management Committee (If Applicable)	1) Mr. K. Sanath Kumar 2) Ms. Bhumika Verma 3) Mr. M. Vasantha Krishna 4) Mr. J. Sengupta	1) Chairperson (Executive) 2) Government Nominee 3) Executive 4) Chief Risk Officer (Permanent Invitee)		
4. Stakeholders Relationship Committee.	NIL	NIL		
§ Category of directors means Executive/ Non-Executive/ Independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen.				
III. Meeting of Board Of Directors				
Date(s) of Meeting (if any) in the previous quarter. (January to March 2017)	Date(s) of Meeting (if any) in the relevant quarter. (April to June 2017)	Maximum gap between any two consecutive (in number of days)		
13/02/2017 28/03/2017	NIL	-		
IV. Meeting of Committees				
Date(s) of Meeting of the committee in the relevant quarter. (April to June 2017)	Whether requirement of Quorum met (details)	Date(s) of Meeting of the committee in the previous quarter (January to March 2017)	Maximum gap between any two consecutive meeting in number of days*	
Audit Committee meeting was not held in this quarter	-	13/02/2017 28/03/2017	96 days (Audit Committee meeting was held on 28/03/2017 & then on 03/07/2017).	
Nomination & Remuneration Committee meeting was not held in this quarter	-	Nomination & Remuneration Committee meeting was not held in this quarter	-	

Risk Management Committee was held on 21/06/2017	Yes	Risk Management Committee was held on 28/03/2017	84 days
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*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions		Subject	Compliance Status (Yes/No/NA) Refer note below
Whether prior approval of Audit Committee obtained			YES
Whether shareholder approval obtained from material RPT			N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee.			N.A.

Note:

1. In the column "Compliance Status," compliance or non-compliance may be indicted by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations. "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligation and Disclosure requirements) Regulation, 2015- NO National Insurance Company Limited is a Wholly-owned Government Company and the appointment of the members on the Board of the Company is made by the Ministry of Finance. Presently, the composition of the Board is in line with the requirement under SEBI (LODR) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- NO
 - a. Audit Committee- Please refer point no. 1 above
 - b. Nomination and Remuneration Committee- Please refer point no. 1 above
 - c. Stakeholders Relationship Committee- Not constituted until 30th June, 2017
 - d. Risk Management Committee (Applicable to the top 100 listed entities)
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- YES
4. The meeting of the Board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- YES

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5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors may be mentioned here- Not Applicable as the Company was listed in the month of April, 2017.



(Rina Madia)
Company Secretary & Compliance Officer

Date : 01/02/2018

Note: Information at Tables I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information is subsequent quarter(s) of that financial year, this information may not be given by listed entity and instead a statement "Same as previous quarter" may be given.