



India Mortgage Guarantee Corporation Private Limited

Registered Office: T-10, Third Floor, Plot No.9, H.L.Plaza,Pocket-2, Sector-12, Dwarka, Delhi - 110075

CIN: U65922DL2006FTC153640

Web: www.imgc.com; E-mail: info@imgc.com;

Tel:+91 1204898 000; Fax: +91 1204898 181

NOTICE

Notice is hereby given that the 10th Extraordinary General Meeting of the Members of India Mortgage Guarantee Corporation Private Limited (the “**Company**”) will be held on Thursday, February 08, 2024 at 10:00 A.M. IST at a shorter notice to transact the following business through video conferencing in accordance with General Circular No. 09/2023 dated September 25, 2023 passed by Ministry of Corporate Affairs:

SPECIAL BUSINESS:

ITEM NO. 1

ADOPTION OF AMENDED ARTICLES OF ASSOCIATION(AOA) OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s), the following resolution as

Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 14 of the Companies Act, 2013 (“the Act”) read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, circulars/guidelines/directions issued by Reserve Bank of India, if any, and all other applicable laws, rules and regulations, Amended and Restated Shareholders’ Agreement dated February 01, 2024, as amended from time to time and pursuant to approval of the Board of Directors of the Company, the consent of the members of the Company be and are hereby accorded for adoption of amended Articles of Association of the Company by replacing the existing Articles of Association of the Company, as per the draft placed before the Meeting.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized, for and on behalf of the Company, to sign (digitally or otherwise), file and submit all the requisite e-forms, including Form MGT 14, along with such other documents as may be required, with the Registrar of Companies, Reserve Bank of India or any other statutory authority, and to do all such acts, deeds and things as may be ancillary or incidental thereto for giving effect to this resolution.

RESOLVED FURTHER THAT a copy of this resolution certified to be true by any of the Directors or the Chief Financial Officer or Company Secretary of the Company be submitted to all necessary authorities who may be requested to act thereon.”

ITEM NO. 2

TO CONSIDER THE APPOINTMENT OF MR. CHRISTOPHER CHONGHO AHN (DIN: 10043660) AS THE NOMINEE DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE

To consider and, if thought fit, to pass with or without modification(s), the following resolution as

Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 152, 149 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) in accordance with the



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provisions of the Memorandum and Articles of Association of the Company, circulars/guidelines/directions issued by Reserve Bank of India, if any, and all other applicable laws, rules, and regulations, and pursuant to Section 2.01 (Board Composition and Management) of the Amended and Restated Shareholders' Agreement dated February 01, 2024, and pursuant to approval of Board of Directors of the Company, Mr. Christopher Chongho Ahn (DIN: 10043660) who has signified his consent to act as a director, and in respect of whom the Company has received a nomination letter in writing from Genworth Financial Mauritius Holdings Limited dated February 02, 2024 proposing his candidature for the office of Director, be and is hereby appointed as Nominee Director of the Company (as a nominee of Genworth) in category of non-executive director to hold office with effect from February 08, 2024 and not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized, for and on behalf of the Company, to sign (digitally or otherwise), file, represent, and submit necessary documents that may be required to be submitted to various statutory authorities like the Office of the Registrar of Companies, Reserve Bank of India or any other statutory authority and to file necessary e-Forms with Registrar of Companies as may be necessary from time to time, and to do all such acts, deeds and things as may be ancillary or incidental thereto for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT a copy of this resolution certified to be true by any of the Directors or the Chief Financial Officer or the Company Secretary of the Company be submitted to all necessary authorities who may be requested to act thereon.”

ITEM NO. 3

TO CONSIDER THE APPOINTMENT OF MR. MATTHEW ROBERT YOUNG (DIN: 10043795) AS THE NOMINEE DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE

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

“RESOLVED THAT pursuant to Section 152, 149 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) in accordance with the provisions of the Memorandum and Articles of Association of the Company, circulars/guidelines/directions issued by Reserve Bank of India, if any, and all other applicable laws, rules and regulations, and pursuant to Section 2.01 (Board Composition and Management) of the Amended and Restated Shareholders' Agreement dated February 01, 2024, and pursuant to approval of Board of Directors of the Company, Mr. Matthew Robert Young (DIN: 10043795) who has signified his consent to act as a director, and in respect of whom the Company has received a nomination letter in writing from a Genworth Financial Mauritius Holdings Limited dated February 02, 2024 proposing his candidature for the office of Director, be and is hereby appointed as Nominee Director of the Company (as a nominee of Genworth) in category of non-executive director to hold office with effect from February 08, 2024 and not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized, for and on behalf of the Company, to sign (digitally or otherwise), file, represent, and submit necessary documents that may be required to be submitted to various statutory authorities like the Office of the Registrar of Companies, Reserve Bank of India or any other statutory authority and to file necessary e-Forms with



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Registrar of Companies as may be necessary from time to time, and to do all such acts, deeds and things as may be ancillary or incidental thereto for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT a copy of this resolution certified to be true by any of the Directors or Chief Financial Officer or Company Secretary of the Company be submitted to all necessary authorities who may be requested to act thereon.”

ITEM NO. 4

TO CONSIDER THE APPOINTMENT OF MR. RAJINDER SINGH (DIN: 07502095) AS THE NOMINEE DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE

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

“**RESOLVED THAT** pursuant to Section 152, 149 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) in accordance with the provisions of the Memorandum and Articles of Association of the Company, circulars/guidelines/directions issued by Reserve Bank of India, if any, and all other applicable laws, rules and regulations, and pursuant to Section 2.01 (Board Composition and Management) of the Amended and Restated Shareholders’ Agreement dated February 01, 2024 and pursuant to approval of the Board of Directors of the Company, Mr. Rajinder Singh (DIN: 07502095) who has signified his consent to act as a director, and in respect of whom the Company has received a nomination letter in writing from a Sagen International Holdings dated February 02, 2024 proposing his candidature for the office of Director, be and is hereby appointed as Nominee Director of the Company (as a nominee of Sagen) in category of non-executive director to hold office with effect from February 08, 2024 and not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized, for and on behalf of the Company, to sign (digitally or otherwise), file, represent, and submit necessary documents that may be required to be submitted to various statutory authorities like the Office of the Registrar of Companies, Reserve Bank of India or any other statutory authority and to file necessary e-Forms with Registrar of Companies as may be necessary from time to time, and to do all such acts, deeds and things as may be ancillary or incidental thereto for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT a copy of this resolution certified to be true by any of the Directors or Chief Financial Officer or Company Secretary of the Company be submitted to all necessary authorities who may be requested to act thereon.”

**By order of the Board
For India Mortgage Guarantee Corporation Private Limited**

Place: Mumbai
Date: February 06, 2024

**Amit Bhachawat
Chief Financial Officer**



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Notes:

1. The 10th Extraordinary General Meeting shall be held through Video Conferencing (VC), the link of the same is provided in the email sent to the shareholders.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business set out above is annexed hereto.
3. The recorded transcript of the meeting shall be maintained in the safe custody of the Company.
4. Members are also intimated that the convenience of different persons positioned in different time zones has been kept in mind before scheduling the meeting.
5. The VC facility allows two-way teleconferencing or WebEx for the ease of participation of the members and the participants are allowed to pose questions concurrently or can submit their questions in advance on the e-mail address “compliance@imgc.com”. The VC facility can allow at least 500 members to participate on a first-come-first-served basis.
6. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting i.e. from 09:45 a.m. IST and shall not be closed till the expiry of 15 minutes after such scheduled time i.e. till 10:15 a.m. IST.
7. Attendance of members through VC shall be counted to reckon the quorum under section 103 of the Act.
8. A proxy can be appointed under section 105 of the Act to attend and vote at a general meeting on behalf of a member who is not able to attend personally. Since this general meeting will be held through VC, where physical attendance of members, in any case, has been dispensed with, there is no requirement for the appointment of proxies. Accordingly, the facility of appointment of proxies by members will not be available for this meeting. However, in pursuance of section 112 and section 113 of the Act, representatives of the members may be appointed for participation and voting in the meeting held through VC.
9. A corporate member shall be deemed to be personally present only if it is represented in accordance with Section 113 of the Companies Act, 2013 i.e. only if the corporate member sends a certified true copy of the board resolution authorizing the representative to attend and vote at the Extraordinary General Meeting.
10. Members are also hereby informed that the registered email ID of the Company for voting shall be “compliance@imgc.com. During the meeting held through VC, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the Company. The said emails shall only be sent to the designated email address circulated by the Company in advance i.e. at “compliance@imgc.com”.



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11. A copy of the Articles of Association of the Company together with the proposed alterations is available for inspection by the Members at the Corporate Office of the Company (Unit No. 405, 4th Floor, World Trade Tower, C-1, Sector 16, Noida- 201301) during business hours on all working days except Saturdays, up to the date of this 10th Extraordinary General Meeting.
12. A copy of the statutory registers, documents, the Auditor's Report, as prescribed under the Act and the documents pertaining to the special business are available for inspection by the Members at the registered office up to the date of this 10th Extraordinary General Meeting.
13. Since the meeting is being held through video conference, there is no need to provide route map.
14. Shareholders holding equity capital shall have one vote per share.

**By order of the Board
For India Mortgage Guarantee Corporation Private Limited**



Amit Bhachawat

Place: Mumbai

Date: February 06, 2024

**Amit Bhachawat
Chief Financial Officer**



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EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

ITEM NO. 1

ADOPTION OF AMENDED ARTICLES OF ASSOCIATION OF THE COMPANY

The members are hereby informed that the due to the inter-se transfer of the share between shareholders of the Company together with all rights, title, and interest therein. The Company has executed the Amended and Restated Shareholders Agreement with National Housing Bank, International Finance Corporation, Asian Development Bank, Genworth Financial Mauritius Holdings Limited, and Sagen International Holdings, Inc. on February 01, 2024.

The Company had to align its existing Article of Association in accordance Amended and Restated Shareholders Agreement dated February 01, 2024. The existing Articles of Association (“AOA”) of the Company are based on the Amended and Restated Shareholders Agreement with National Housing Bank, International Finance Corporation, Asian Development Bank, Genworth Financial Mauritius Holdings Limited, and Sagen International Holdings, Inc. on March 28, 2022, several regulations in the existing AOA contain references to the specific sections of the SHA executed on March 28, 2022, which are no longer in existence. Accordingly, management of the Company has reviewed and made changes in the Articles of Association as per the Amended and Restated Shareholders Agreement executed on February 01, 2024.

As per provisions of Section 14 and any other applicable provisions of the Companies Act, 2013, the Company has taken the Board approval for adopting the amended Articles of Association, and the Board of Directors had recommended the proposed amendment in Articles of Association to the members of the Company.

Accordingly, this Special Resolution is proposed to the members for their consideration and approval.

None of the Directors, Key Managerial Persons, or their relatives are in any way concerned or interested in the said resolution.

ITEM NO. 2

TO CONSIDER THE APPOINTMENT OF MR. CHRISTOPHER CHONGHO AHN (DIN: 10043660) AS THE NOMINEE DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE

The members are hereby informed that pursuant to Section 2.01 (Board Composition and Management) of the Amended and Restated Shareholders’ Agreement dated February 01, 2024, executed by and amongst the Company, National Housing Finance Bank, International Finance Corporation, Asian Development Bank, Genworth Financial Mauritius Holdings Limited and Sagen International Holdings Inc. (the “**Agreement**”); the Company needs to appoint 2 (two) nominees of Genworth Financial Mauritius Holdings Limited and one (1) nominees of Sagen International Holdings Inc., as the Nominee Directors on the Board of the Company.



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It is further informed that the Company has received a nomination letter for the appointment of Mr. Christopher Chongho Ahn, the nominee of Genworth on the Board of the Company pursuant to Amended and Restated Shareholders' Agreement dated February 01, 2024.

Details of Mr. Christopher Chongho as per Secretarial Standard-2 is enclosed as **Annexure-A**.

Mr. Christopher Chongho Ahn holds an active Director Identification Number i.e. 10043660 and is eligible to be appointed as a director of a Company as per the provisions of the Companies Act, 2013.

The Company had received a consent letter from Mr. Christopher Chongho Ahn to act as a director of the Company as per the requirements of the Companies Act, 2013.

Accordingly, this Ordinary Resolution is proposed to the members for their consideration and approval.

None of the Directors, Key Managerial Persons, or their relatives are in any way concerned or interested in the said resolution.

ITEM NO. 3

TO CONSIDER THE APPOINTMENT OF MR. MATTHEW ROBERT YOUNG (DIN: 10043795) AS THE NOMINEE DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE

The members are hereby informed that pursuant to Section 2.01 (Board Composition and Management) of the Amended and Restated Shareholders' Agreement dated February 01, 2024, executed by and amongst the Company, National Housing Finance Bank, International Finance Corporation, Asian Development Bank, Genworth Financial Mauritius Holdings Limited and Sagen International Holdings Inc. (the "**Agreement**"); the Company needs to appoint 2 (two) nominees of Genworth Financial Mauritius Holdings Limited and one (1) nominees of Sagen International Holdings Inc., as the Nominee Directors on the Board of the Company.

It is further informed that the Company has received a nomination letter for the appointment of Mr. Matthew Robert Young, the nominee of Genworth on the Board of the Company pursuant to Amended and Restated Shareholders' Agreement dated February 01, 2024.

Details of Mr. Matthew Robert Young as per Secretarial Standard-2 is enclosed as **Annexure-A**.

Mr. Matthew Robert Young holds an active Director Identification Number i.e. 10043795 and is eligible to be appointed as a director of a Company as per the provisions of the Companies Act, 2013.

The Company had received a consent letter from Mr. Matthew Robert Young to act as a director, of the Company as per the requirements of the Companies Act, 2013.

Accordingly, this Ordinary Resolution is proposed to the members for their consideration and approval.

None of the Directors, Key Managerial Persons, or their relatives are in any way concerned or interested in the said resolution.



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ITEM NO. 4

TO CONSIDER THE APPOINTMENT OF MR. RAJINDER SINGH (DIN: 07502095) AS THE NOMINEE DIRECTOR OF THE COMPANY IN THE CATEGORY OF NON-EXECUTIVE

The members are hereby informed that pursuant to Section 2.01 (Board Composition and Management) of the Amended and Restated Shareholders' Agreement dated February 01, 2024, executed by and amongst the Company, National Housing Finance Bank, International Finance Corporation, Asian Development Bank, Genworth Financial Mauritius Holdings Limited and Sagen International Holdings Inc. (the "**Agreement**"); the Company needs to appoint one (1) nominee of Sagen International Holdings Inc., as the Nominee Directors on the Board of the Company.

It is further informed that the Company has received a nomination letter for the appointment of Mr. Rajinder Singh, the nominee of Sagen on the Board of the Company pursuant to Amended and Restated Shareholders' Agreement dated February 01, 2024.

Details of Mr. Rajinder Singh as per Secretarial Standard-2 is enclosed as **Annexure-A**.

Mr. Rajinder Singh holds an active Director Identification Number i.e. 07502095 and is eligible to be appointed as a director of a Company as per the provisions of the Companies Act, 2013.

The Company had received a consent letter from Mr. Rajinder Singh to act as a director, of the Company as per the requirements of the Companies Act, 2013.

Accordingly, this Ordinary Resolution is proposed to the members for their consideration and approval.

None of the Directors, Key Managerial Persons, or their relatives are in any way concerned or interested in the said resolution.



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ATTENDANCE SLIP

I hereby record my presence at the 10th Extraordinary General Meeting of the Company on Thursday, February 08, 2024, at 10:00 A.M. IST through video conferencing.

Folio No./DP ID-Client ID :

Full Name of the Shareholder in Block Letters :

No. of Shares held :

Name of Proxy(if any)in Block Letters :

Signature of the Shareholder/ Proxy/ :

Representative*

* Strike out whichever is not applicable



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Annexure A

DETAILS OF NEW DIRECTORS PURSUANT TO SECRETARIAL STANDARD 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Name of Director	Christopher Chongho Ahn	Matthew Robert Young	Rajinder Singh
Date of Birth	28-03-1967	13-07-1968	29-12-1961
Age	56 years	55 years	62 years
Qualification	<ul style="list-style-type: none"> B. A. from Brown University in Providence, RI Masters in International Business from the Fletcher School at Tufts University in Somerville, MA. 	<ul style="list-style-type: none"> MBA in Management from Miami University-Oxford, OH, BS degree in business from Michigan State University 	<ul style="list-style-type: none"> MBA in Finance from the University of Rochester's Simon Business School MS in Mechanical and Aerospace Engineering from Rutgers University, B.Tech. in Mechanical Engineering from the Indian Institute of Technology Kanpur.
Brief Profile & Experience	Mortgage Insurance business for 21 years holding various roles in International Business Development, Risk Management and Investment	Commercial and board leadership	<ul style="list-style-type: none"> Corporate Director and Chair of Risk and Investment Committee at Sagen Canada Chief Risk Officer for NewRez/Caliber Home Loans (2021-2022). Responsible for all aspects of risk for \$130 billion annual originations and \$600 billion mortgage portfolio. Prior to that was the CRO for Genworth's Global Mortgage Insurance division (2014-2021) responsible for \$120 billion mortgage originations and \$600 billion insurance in force portfolio across US, Canada, Australia and Latin America. Also served as the Chief Housing Risk Officer with responsibilities for oversight and management of housing risk across the entire Genworth enterprise. Held various leadership positions in Risk Management and Capital Markets at US Bancorp, GE Capital, Ally Financial (fka GMAC financial services) and



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			<p>Citigroup prior to joining Genworth in 2014.</p> <ul style="list-style-type: none"> Served on the boards of Banco de America Central (BAC) International Bank, Capmark, and Small Business Financial Exchange.
Date of First Appointment on the Board	Not Applicable	Not Applicable	June 09, 2016*
Directorship/Partnership held in other Companies as on date.	Nil	Nil	Nil
Terms and Conditions of appointment/re-appointment and details of remuneration	As per the Companies Act, 2013 and other applicable laws	As per the Companies Act, 2013 and other applicable laws	As per the Companies Act, 2013 and other applicable laws
No. of equity shares held in the Company.	Nil	Nil	Nil
Details of Remuneration sought to be paid (per annum).	Nil	Nil	Nil
Remuneration last drawn (Rs. In Lakhs)	Nil	Nil	Nil
Relationship with other Directors, Manager and other KMPs of the Company	Nil	Nil	Nil
Number of Meetings of the Board attended during the year.	Nil	Nil	3
Membership/ Chairmanship of Committees of Other Boards	Nil	Nil	Nil

* Mr. Rajinder Singh was first appointed as Nominee Director of Genworth (member) on the Board of the Company on June 09, 2016.