

Date: April 07, 2025

To
Mr. Ravi Sharma
154, Park Road,
Beaconsfield,
Quebec,
Canada H9W 2M8

Dear Sir

Sub: Appointment as Independent Director on the Board of Kshema General Insurance Ltd
("the Company")

We are pleased to inform you that f the Members of the Company at the Extra-Ordinary General Meeting held on April, 04th 2025, have approved your appointment as Independent Director in Non-Executive capacity on the Board of the Company. The appointment is governed by provisions of the Companies Act, 2013 and the Rules made thereunder.

You may kindly note the following in respect of your appointment:

1. Term of appointment - Your appointment is for a period of one (1) year effective from 28th March 2025 to 31st March 2026 (Both days inclusive) .
2. Committees - The Board may, if deem fit, invite you for being appointed in one or more existing Committee(s) or any Committee(s) to be set up in future. Your appointment in such Committee(s) will be subject to the applicable statutory provisions.
3. Meetings – The Board meets four times in a year. The Audit Committee meets four times in a year. The Remuneration and Nomination Committee meets as and when necessary. You will be expected to attend the meetings of the Board and its Committees to which you may be appointed and the Shareholder meetings.
4. Role – Your role and duties will be those normally required of an Independent Director under Companies Act, 2013 and the Rules made thereunder. You will not be an employee of the Company and this appointment does not constitute a contract of employment.
5. Duties – You shall act in good faith in order to promote the objectives of the Company for the benefit of its members as a whole and in the interests of the Company.
6. Responsibilities - You shall act in accordance with the Company's Memorandum and Articles of Association and shall discharge your duties with due and reasonable care.

REGISTERED OFFICE

#413, 4th Floor, My Home Tycoon
Kundan Bagh, Begumpet, Hyderabad
500016, Telangana, India.

CORPORATE OFFICE

10th Floor, Orwell, Block-1, Salarpuria Sattva Knowledge City,
Raidurgam, Hyderabad,
Telangana – 500081, India.



7. Disclosure of Interest – Should any circumstances arise, which may give rise to a conflict of interest, such circumstances shall be disclosed to the Board who shall have the authority to take appropriate decisions in this regard.
8. Directors' Liability Insurance – The Company shall assume and maintain such cover for the full term of your appointment subject to the terms of the policy in force from time to time.
9. Code of Conduct – You shall be subject to the Code of Business Conduct and Ethics as applicable to all the members of the Board and the employees of the Company.
10. Remuneration – You shall be paid sitting fees for attending the meetings of the Board and/or its Committees. In addition you shall be reimbursed for travel and incidental expenses incurred by you in the performance of your duties during the tenure of your appointment.
11. Confidentiality – As an Independent Director, you are expected to apply the highest standard of confidentiality and not disclose any confidential information concerning the Company which you may have acquired in the course of your role as Independent Director.
12. Performance Evaluation – As per policy, the Company will carry out an evaluation of the performance of the Board on an annual basis. Your appointment and re-appointment, if any.
13. Separate meeting of Independent Directors – As per Schedule IV to the Companies Act, 2013, the Independent Directors of the Company shall hold at least one meeting in a year without the attendance of the Non-Independent Directors and shall review the performance of the Non-Independent Directors and the Board as a whole. The Independent Directors are free to call such meeting any point of time, as desired.
14. Termination – You may resign from your position at any time, and should you wish to do so, you are requested to serve a reasonable written notice on the Board. Your appointment may also be terminated in accordance with the applicable provisions of the law.
15. General – This appointment is governed by and will be interpreted in accordance with Indian law and subject to the jurisdiction of Indian courts.

It is our pleasure to have you on our Board. We are confident that your association, expertise and advice will immensely benefit the Board and the Company.

Best Regards
Yours sincerely

For Kshema General Insurance Ltd

Dr. Vyasa Krishna Burugupalli
Managing Director and CEO
[DIN: 03072517]

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