










the board of directors

Our Board of Directors has the mandate to supervise the management and affairs of the Company. The Board, directly and through its committees, provides direction to ensure the best interests of the Company and its shareholders are maintained.

Genworth MI Canada Inc. Board members

 <p>Brian Hurley Chairman Chief Executive Officer</p>	 <p>Sidney Horn⁽¹⁾⁽²⁾⁽⁴⁾⁽⁵⁾</p>	 <p>Robert Brannock</p>
<p>Mr. Hurley is Chairman of the Board and Chief Executive Officer of the Company. Previously, he was President, Genworth International, with responsibility for activities in Asia-Pacific, Canada and Latin America. He joined General Electric in 1981 and held various management positions including President and CEO of Genworth Financial Mortgage Insurance Company Canada from 1994 to 1996.</p>	<p>Mr. Horn has been a director of Genworth Financial Mortgage Insurance Company Canada since 1995. He is Chair of the Compensation and Nominating Committee and is the Company's Lead Director. Mr. Horn is a partner at Stikeman Elliott LLP and specializes in commercial, corporate and securities law. He is also a director of Astral Media Inc.</p>	<p>Mr. Brannock is President and Chief Executive Officer of Genworth Financial, Europe. He was previously a director of Genworth Financial Mortgage Insurance Company Canada from 2007 to 2008. He joined the Genworth companies in 1993 and has held various senior management positions during his tenure.</p>
 <p>Robert Gillespie⁽¹⁾⁽²⁾⁽⁵⁾</p>	 <p>Brian Kelly⁽¹⁾⁽³⁾⁽⁵⁾</p>	 <p>Samuel Marsico⁽³⁾</p>
<p>Mr. Gillespie has been a director of Genworth Financial Mortgage Insurance Company Canada since 1995. After holding numerous management positions with General Electric Canada Inc., he held the position of Chairman and Chief Executive Officer of General Electric Canada Inc. from 1992 to 2005. In the past, Mr. Gillespie was a director of Wescam Inc., Spinrite Income Fund and Husky Injection Molding Systems Ltd.</p>	<p>Mr. Kelly has been a director of Genworth Financial Mortgage Insurance Company Canada since 2004 and Chair of its Audit Committee since 2005. Between 1972 and 1993, Mr. Kelly held various financial management positions within several General Electric businesses, including Chief Financial Officer of two General Electric Canada businesses. He is a member of the Board of Directors of Peterborough & District Affiliate of Habitat for Humanity.</p>	<p>Mr. Marsico is the Senior Vice-President and Chief Risk Officer for Genworth Financial Inc., Global Mortgage Insurance. He joined Genworth Financial Inc., Mortgage Insurance, in August 1997 as Chief Financial Officer and has held various senior management positions. Mr. Marsico holds a CPA designation. Mr. Marsico is Chair of the Risk, Capital and Investment Committee.</p>
 <p>Leon Roday⁽²⁾</p>	 <p>Jerome Upton⁽³⁾</p>	 <p>John Walker⁽⁵⁾</p>
<p>Mr. Roday is the Senior Vice-President, General Counsel and Secretary of Genworth Financial Inc. Prior to joining Genworth Financial Inc. in 1996, he was a partner at LeBoeuf, Lamb, Greene, and McRae, a U.S. law firm, for 14 years. Mr. Roday is a member of the New York State and Virginia bar associations.</p>	<p>Mr. Upton is the Chief Financial Officer and Chief Operations Officer of Genworth Financial, Global Mortgage Insurance, since May 2012. Prior to his current role, Mr. Upton was the Senior Vice President and Chief Operating Officer for Genworth Financial, International Mortgage Insurance, and before that he served as Senior Vice President and Chief Financial Officer, Genworth Financial International – Asia Pacific, Canada and Latin America. Mr. Upton joined General Electric in 1998.</p>	<p>Mr. Walker has been a director of Genworth Financial Mortgage Insurance Company Canada since 1996. He is a founding partner at Walker Sorensen LLP, specializing in advising insurance and reinsurance companies. He has served as a member of the board of directors of a number of financial institutions, including TD Trust Company and Concordia Life Insurance Company.</p>

Genworth Financial Mortgage Insurance Company Canada Board Members

All of the people listed as being directors of Genworth MI Canada Inc. are also directors of Genworth Financial Mortgage Insurance Company Canada. In addition to such people, the following individuals are also directors of Genworth Financial Mortgage Insurance Company Canada:

 <p>Heather Nicol</p>	 <p>David Gibbins</p>	<p>(1) Audit Committee (2) Compensation and Nominating Committee (3) Risk, Capital and Investment Committee (4) Lead Director (5) Independent</p>
<p>Ms. Nicol joined the Board of Genworth Financial Mortgage Insurance Company Canada in June 2011. She has held several senior financial management positions, including Chief Financial Officer for the MaRS Discovery District and Chapters Online, as well as investment banking roles including Vice-President for BMO Nesbitt Burns (previously Burns Fry Inc.). She was also a founding board member of Desjardins Credit Union.</p>	<p>Mr. Gibbins has been a director of Genworth Financial Mortgage Insurance Company Canada since 2007. He is also a director of Certifi Media. He has held senior financial management positions including Managing Director, Global Head, RBC Capital Markets.</p>	

Genworth Financial Mortgage Insurance Company Canada's Board of Directors has three (3) committees, an Audit Committee, comprised of the same members as the Company's Audit Committee; a Conduct Review Committee, comprised of Brian Kelly, Jerome Upton and John Walker; and a Risk, Capital and Investment Committee, comprised of the same members as the Company's Risk, Capital and Investment Committee.