



Q&A

In conversation
with Brian Hurley,
Executive Chairman

Good corporate governance makes good business sense. It helps companies make the right decisions, enhances their performance and protects the interests of all key stakeholders.

At Genworth Canada, corporate governance is a priority. A key part of our Board's mandate is to make sure we continue to invest in the systems, processes and talent needed to continually add value, minimize risk and protect our reputation.

Q: In your first year as Executive Chairman, what actions have you taken to strengthen the role and position of your Board?

A: Last year was a year of change – internal changes to leadership and Board composition, as well as external market changes that influenced the market in which we operate. New people and changing circumstances create opportunity for renewed thinking, and the Board embraced this opportunity. We welcomed Stuart Levings to the role of President and CEO and to the Board. I enjoyed working with Stuart to ensure a smooth transition and the continued success of the business. We also strengthened our Board skill set by welcoming two new directors to our insurance company Board, Sharon Giffen and Andrea Bolger. Sharon adds extensive actuarial experience to the Board, having spent many years in senior actuarial, finance and risk-management roles in the life insurance business; Andrea adds depth to our governance and financial services industry expertise, having worked in a variety of senior executive positions.

Q&A with Brian Hurley, Executive Chairman (continued)

Q: How does the Board interface with the Management Team?

A: The entire Board continues to meet regularly with leaders in all areas of the business to ensure a deep understanding of each department's priorities, challenges and direction. There are also numerous touchpoints through our committee structure (see summary chart below). This Company is led by a talented and experienced management team. We are fortunate as a Board to have such depth of industry knowledge at our disposal and we must ensure that we listen to the needs and concerns of those who know and understand this business and industry best. At the same time, we

must act as that second set of eyes, identifying gaps or potential challenges where they exist, and work together with the business leaders to support the right solutions that balance the needs of investors, employees, customers and all stakeholders.

Q: What are your key priorities in 2016?

A: My role is to ensure we remain accountable and transparent to all our key stakeholders. For this year, I am going to continue to focus on areas that are key to investors, in particular, risk management, business strategy and leadership development. And, as usual, capital allocation will continue to be an active discussion with the Board.

2015 Board and Committee Structure

Directors	MIC ¹ (Holding Co.)	GFMICC ² (Operating Co.)	Audit Committee	Risk, Capital & Investment Committee	Compensation & Nominating Committee	Conduct Review Committee
Sidney Horn (Lead Director)	✓	✓	✓		Chair	
Andrea Bolger		✓				
Sharon Giffen		✓				
David Gibbins		✓				
Brian Hurley	Chair	Chair				
Brian Kelly	✓	✓	Chair		✓	✓
Stuart Levings	✓	✓				
Samuel Marsico	✓	✓		Chair		
Heather Nicol	✓	✓	✓			
Leon Roday	✓	✓			✓	
Jerome Upton	✓	✓		✓		✓
John Walker	✓	✓		✓		Chair

1. Genworth MI Canada Inc. (TSX: MIC) – Holding Company

2. Genworth Financial Mortgage Insurance Company Canada – Operating Company