

Ref. No.: MUM/SEC/161-10/2018

October 5, 2018

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai - 400001

The Manager
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot C/1,
G Block, Bandra-Kurla Complex
Mumbai - 400051

Scrip Code: (BSE: 540716/ NSE: ICICIGI)

Dear Sir/Madam,

Sub: Declaration of results of postal ballot alongwith report issued by the scrutiniser

Pursuant to the provisions of section 110 of the Companies Act, 2013 and the rules framed thereunder, the Company had, through postal ballot, requested the members to approve the Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Wholetime Directors including Managing Director & CEO.

The last date for receipt of physical postal ballot forms and for e-voting was October 03, 2018.

M/s. Parikh & Associates, Practising Company Secretaries, which was appointed as the scrutiniser for the postal ballot process, has submitted their report dated October 5, 2018. According to the report, the resolution contained in the notice of postal ballot dated August 21, 2018 were approved by the members with requisite majority.

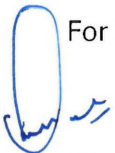
In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI-LODR), we hereby enclose the voting results of the postal ballot alongwith the Scrutiniser's Report.

You are requested to kindly take the same on your records.

Thanking you,

Yours Sincerely,

For ICICI Lombard General Insurance Company Limited



Vikas Mehra
Company Secretary
Encl: As above

ICICI Lombard General Insurance Company Limited AA

IRDA Reg. No. 115

CIN: L67200MH2000PLC129408

Mailing Address:

Registered Office:

Toll free No. : 1800 2666

401 & 402, 4th Floor, Interface 11,
New Linking Road, Malad (West),
Mumbai - 400 064.

ICICI Lombard House, 414, Veer Savarkar Marg,
Near Siddhi Vinayak Temple, Prabhadevi,
Mumbai - 400 025.

Alternate No.: +919223622666 (chargeable)

Email: customersupport@icicilombard.com

Website: www.icicilombard.com

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Company Name	ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED
Date of the Postal Ballot	August 21, 2018 (Voting start date: September 04, 2018 09:00 hours to October 03, 2018 17:00 Hours)
Total number of shareholders on record date	263481
No. of shareholders present in the meeting either in person or	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	Not Applicable
Promoters and Promoter Group:	
Public:	

Resolution required: (Ordinary/ Special)	ORDINARY - Grant of stock Options under ICICI Lombard Employees Stock Option Scheme 2005 of the Company to Wholtime Directors including Managing Director & CEO.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	73090972	44329439	60.6497	42797156	1532283	96.5434	3.4565
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	127123666	94660857	74.4636	94654141	6716	99.9929	0.0070
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15843	0.0125	13589	2254	85.7728	14.2271
Total		454058444	392849945	86.5197	391308692	1541253	99.6077	0.3923



For ICICI Lombard General Insurance Company Limited

Vikas Mehra
Company Secretary

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com
October 05, 2018

To,
ICICI Lombard General Insurance Company Limited
ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhivinayak Temple,
Prabhadevi, Mumbai 400 025

Kind Attn: **Mr. Vikas Mehra**

Sub. : Report on Postal Ballot Voting of ICICI Lombard General Insurance Company Limited

Dear Sir,

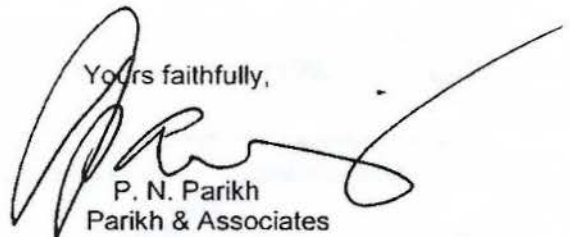
I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the Ordinary Resolution for approval for Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Whole-time Directors including Managing Director & CEO.

I now enclose the following:

- a) My report to the Chairperson of the Company on the result of the postal ballots received from shareholders in physical mode and e-voting done through electronic mode.
- b) The register showing the particulars of the physical postal ballots received and processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the Karvy Computershare Private Limited ("Karvy") e-voting system in respect of the said Resolution.

Thanking you.



Yours faithfully,

P. N. Parikh
Parikh & Associates

Encl.: As above.




For ICICI Lombard General Insurance Company Limited
Vikas Mehra
Company Secretary

PARIKH & ASSOCIATES **COMPANY SECRETARIES**

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairperson
ICICI Lombard General Insurance Company Limited
ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhivinayak Temple,
Prabhadevi, Mumbai 400 025

Report of Scrutinizer

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400053, have been appointed as the Scrutinizer to conduct the postal ballot/remote e-voting process in respect of Ordinary Resolution for approval for Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Whole-time Directors including Managing Director & CEO pursuant to the Notice dated August 21, 2018, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration), Rules, 2014, as amended from time to time.

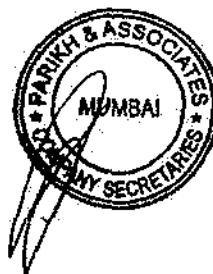
The Notice dated August 21, 2018 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of the above mentioned resolution passed through Postal Ballot.

The Company had availed the e-voting facility offered by Karvy Computershare Private Limited ("KARVY") for conducting e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of August 24, 2018 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Tuesday, September 4, 2018 at 09:00 a.m. (IST) and ended on Wednesday, October 3, 2018 at 05:00 p.m. (IST) and the KARVY e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through physical ballot forms received up to Wednesday, October 3, 2018 at 05:00 p.m. (IST) were also considered.



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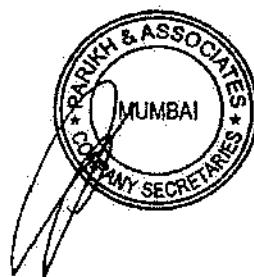
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I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the Karvy e-voting system and the physical ballot forms received and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to physical postal ballots and remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the physical postal ballots and remote e-voting is restricted to making a consolidated Scrutinizer's Report of the votes cast in favour or against the ordinary resolution.

I now submit my consolidated Scrutinizer Report on the results of the voting by postal ballot in physical and electronic mode in respect of the said Ordinary Resolution for approval for Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Whole-time Directors including Managing Director & CEO:



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Resolution 1. Ordinary Resolution

Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Whole-time Directors including Managing Director & CEO.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
*731	39,13,08,692	99.61

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
*177	15,41,253	0.39

(iii) **Invalid votes /Abstained:**

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
36	96,026

* Shareholders who have split their votes into "Assent" as well as "Dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members, which has been mentioned under the head "Assent".

Place: Mumbai

Dated: October 05, 2018



Signature:
Name:

P. N. Parikh
Scrutinizer
FCS: 327 CP: 1228

For ICICI Lombard General Insurance Company Limited

Vikas Mehra
Company Secretary

