

Ref. No.: MUM/SEC/240-03/2018

March 8, 2019

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 followings resolutions:

1. Special Resolution for re-appointment of Mr. Ashvin Parekh (DIN: 06559989), as an Independent Director of the Company.
2. Ordinary Resolution for re-appointment of Mr. Bhargav Dasgupta (DIN: 00047728), as Managing Director & CEO of the Company.

The last date for receipt of physical postal ballot forms and for e-voting was March 07, 2019.

M/s. Parikh & Associates, Practising Company Secretaries, which was appointed as the scrutiniser for the postal ballot process, has submitted their report dated March 8, 2019. According to the report, the resolutions contained in the notice of postal ballot dated January 25, 2019 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.



ICICI Lombard General Insurance Company Limited AA **1317160**

IRDA Reg. No. 115

CIN: L67200MH2000PLC129408

Mailing Address:

Registered Office:

Toll free No. : 1800 2666

401 & 402, 4th Floor, Interface 11, ICICI Lombard House, 414, Veer Savarkar Marg,

Alternate No.: +91 8655222666 (Chargeable)

New Linking Road, Malad (West), Near Siddhi Vinayak Temple, Prabhadevi,

Email: customersupport@icicilombard.com

Mumbai - 400 064.

Mumbai - 400 025.

Website: www.icicilombard.com

The above information will also be available on the Website of the Company at www.icicilombard.com

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

Thanking you,

Yours Sincerely,

For ICICI Lombard General Insurance Company Limited



Akshata Shete
Authorised Signatory

Encl: As above

ICICI Lombard General Insurance Company Limited AA

1317159

/19

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Mumbai - 400 064.

401 & 402, 4th Floor, Interface 11, ICICI Lombard House, 414, Veer Savarkar Marg,
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Mumbai - 400 025.

Alternate No.: +91 8655222666 (Chargeable)

Email: customersupport@icicilombard.com

Website: www.icicilombard.com

Company Name	ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED
Date of the AGM/EGM	January 25, 2019 (Voting start date: February 6, 2019 09:00 hours to March 7, 2019 17:00 Hours)
Total number of shareholders on record date	244055
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)	SPECIAL - Re-appointment of Mr. Ashvin Parekh (DIN 06559989), as an Independent Director of the Company							
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	95088536	49463542	52.0184	36722738	12740804	74.2420	25.7579
	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	105132102	77066288	73.3042	77065040	1248	99.9983	0.0016
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		24973	0.0238	24263	710	97.1569	2.8430
Total		454064444	380398609	83.7763	367655847	12742762	96.6502	3.3498



Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Bhargav Dasgupta (DIN: 00047728), as Managing Director & CEO of the Company							
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	95088536	54352382	57.1598	52485817	1866565	96.5658	3.4341
	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	105132102	77066288	73.3042	77064595	1693	99.9978	0.0021
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		25140	0.0239	24287	853	96.6070	3.3929
Total		454064444	385287616	84.8531	383418505	1869111	99.5149	0.4851



[Handwritten signature]

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

March 08, 2019

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 following resolutions:

1. Special Resolution for re-appointment of Mr. Ashvin Parekh (DIN: 06559989), as an Independent Director of the Company.
2. Ordinary Resolution for re-appointment of Mr. Bhargav Dasgupta (DIN: 00047728), as Managing Director & CEO of the Company.

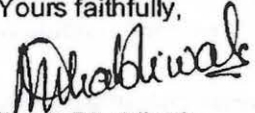
I now enclose the following:

- 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 Fintech Private Limited ("Karvy") e-voting system in respect of the said Resolutions.

Thanking you.



Yours faithfully,


Mitesh Dhabliwala
Parikh & Associates

Encl.: As above.



PARIKH & ASSOCIATES

COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
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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, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 8331), 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 the following resolutions:

1. Special Resolution for re-appointment of Mr. Ashvin Parekh (DIN: 06559989), as an Independent Director of the Company.
2. Ordinary Resolution for re-appointment of Mr. Bhargav Dasgupta (DIN: 00047728), as Managing Director & CEO of the Company.

pursuant to the Notice dated January 25, 2019, 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 January 25, 2019 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 resolutions passed through Postal Ballot.

The Company had availed the e-voting facility offered by Karvy Fintech 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 January 23, 2019 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Wednesday, February 6, 2019 at 09:00 a.m. (IST) and ended on Thursday, March 7, 2019 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 Thursday, March 7, 2019 at 05:00 p.m. (IST) were also considered.

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-2-

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 Resolutions 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 said resolutions.

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 following resolutions:

1. Special Resolution for re-appointment of Mr. Ashvin Parekh (DIN: 06559989), as an Independent Director of the Company.
2. Ordinary Resolution for re-appointment of Mr. Bhargav Dasgupta (DIN: 00047728), as Managing Director & CEO of the Company.

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Resolution 1. Special Resolution

Re-appointment of Mr. Ashvin Parekh (DIN: 06559989), as an Independent Director of the Company.

(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
900	36,76,55,847	96.65

(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
101	1,27,42,762	3.35

(iii) Invalid votes /Abstained:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
64	48,91,467



Resolution 2. Ordinary Resolution

Re-appointment of Mr. Bhargav Dasgupta (DIN: 00047728), as Managing Director & CEO of the Company.

(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
930	38,34,18,505	99.51

(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
69	18,69,111	0.49

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

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
66	2,460



Place: Mumbai

Dated: March 08, 2019

Signature:
Name:

Mitesh Dhabliwala
Scrutinizer
FCS: 8331 CP: 9511

Mitesh Dhabliwala

Am Kumar

