

Ref. No.: MUM/SEC/117-08/2022

August 10, 2021

To,

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

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

Scrip Code: Equity (BSE: 540716/ NSE: ICICIGI); Debt (BSE: 954492/ NSE: ILGI26)

Sub: Summary of proceedings and declaration of voting results of the Twenty-First Annual General Meeting, and consolidated report issued by the Scrutiniser

Dear Sir/Madam,

The Twenty-First Annual General Meeting ("AGM") of ICICI Lombard General Insurance Company Limited ("the Company") was held on Tuesday, August 10, 2021, at 2.00 p.m. (IST), through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with Ministry of Corporate Affairs ("MCA") Circulars dated January 13, 2021, Circular dated May 5, 2020 read with Circular dated April 8, 2020 and Circular dated April 13, 2020 ("MCA Circulars"), Circulars dated January 15, 2021 and May 12, 2020 issued by Securities Exchange Board of India ("SEBI") and applicable provisions of the Companies Act, 2013, Rules framed thereunder.

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended, the Company had provided an opportunity to all its Members to exercise their voting rights through electronic voting ("remote e-voting") for the items of business to be transacted at the AGM. The remote e-voting facility was provided to all the Members of the Company holding shares as on Tuesday, August 3, 2021, being the cut-off date, by National Securities Depository Limited ("NSDL"). The remote e-voting commenced at 9:00 a.m. (IST) on Saturday, August 7, 2021 and ended at 5:00 p.m. (IST) on Monday, August 9, 2021. To facilitate the Members who could not cast their vote through the remote e-voting, the Company had extended the facility for electronic voting during the AGM.

ICICI Lombard General Insurance Company Limited

IRDA Reg. No. 115
Mailing Address:
401 & 402, 4th Floor, Interface 11,
(Chargeable)
New Linking Road, Malad (West),
Mumbai - 400 064

CIN: L67200MH2000PLC129408
Registered Office:
ICICI Lombard House, 414, Veer Savarkar Marg,
Near Siddhi Vinayak Temple, Prabhadevi,
Mumbai - 400 025

Toll free No. : 1800 2666
Alternate No.: +91 8655222666
Email: customersupport@icicilombard.com
Website: www.icicilombard.com



Accordingly, please find attached the following disclosures:

1. Summary of proceedings of the AGM pursuant to Regulation 30 read with Schedule III of Listing Regulations;
2. Voting results pursuant to Regulation 44(3) of the Listing Regulations and;
3. Consolidated report of the Scrutiniser issued by Mehta & Mehta, Company Secretaries on remote e-voting and electronic voting during the AGM pursuant to Section 108 of the Companies Act, 2013 and rules made thereunder.

The above information will also be available on the website of the Company at <https://www.icicilombard.com/>.

You are requested to kindly take the same on records.

Thanking you,

Yours Sincerely,

For ICICI Lombard General Insurance Company Limited

Vikas Mehra
Digitally signed
by Vikas Mehra
Date: 2021.08.10
22:41:10 +05'30'
Vikas Mehra
Company Secretary

Encl: As above

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ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED

Summary of Proceedings of the Twenty-First Annual General Meeting of ICICI Lombard General Insurance Company Limited

The Twenty-First Annual General Meeting (“AGM” or “Meeting”) of the Members of ICICI Lombard General Insurance Company Limited (“the Company”) was held on Tuesday, August 10, 2021 at 2.00 p.m. (IST), through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), due to the restrictions posed by Covid-19.. The Meeting was conducted in compliance with the relevant provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and General Circulars dated January 13, 2021, May 5, 2020, April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs (‘MCA’) (“MCA Circulars”) and Circular dated January 15, 2021 and May 12, 2020 issued by Securities and Exchange Board of India (“SEBI”). The registered office of the Company i.e. ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhivinayak Temple, Prabhadevi, Mumbai – 400025 was the deemed venue for the AGM.

Mrs. Lalita D. Gupte, Chairperson, Non-executive, Independent Director of the Company, chaired the Meeting.

The Meeting was attended by 84 members (including authorised representatives) through VC/OAVM.

The requisite quorum as per the Companies Act, 2013 being present, the Chairperson declared the Meeting to be in order and welcomed the members attending the Meeting. The Chairperson thereafter requested all the Directors to introduce themselves one by one.

All the Directors of the Company as listed below attended the AGM:

1. Mrs. Lalita D. Gupte, Chairperson, Non-executive, Independent Director attended the AGM from ICICI Lombard Office in Mumbai.
2. Mr. Ashvin Parekh, Non-executive, Independent Director and Chairman of the Audit Committee attended the AGM from his residence in Mumbai.
3. Mr. Uday Chitale, Non-executive, Independent Director and Chairman of the Board Nomination and Remuneration Committee attended the AGM from his residence in Mumbai.
4. Mr. Suresh Kumar, Non-executive, Independent Director and Chairman of Stakeholders Relationship Committee attended the AGM from his residence in Dubai.

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5. Mr. Ved Prakash Chaturvedi, Non-executive, Independent Director attended the AGM from his residence in Lonavala.
6. Mr. Murali Sivaraman, Non-executive, Independent Director attended the AGM from his residence in Mumbai.
7. Ms. Vishakha Mulye, Non-executive, Non-independent Director attended the AGM from her residence in Mumbai.
8. Mr. Sandeep Batra, Non-executive, Non-independent Director attended the AGM from his location in Khandala.
9. Mr. Bhargav Dasgupta, Managing Director & CEO attended the AGM from ICICI Lombard Office in Mumbai.
10. Mr. Alok Kumar Agarwal, Executive Director – Wholesale attended the AGM from ICICI Lombard Office in Mumbai.
11. Mr. Sanjeev Mantri, Executive Director – Retail attended the AGM from ICICI Lombard Office in Mumbai.

Mr. Gopal Balachandran, Chief Financial Officer & Chief Risk Officer and Mr. Vikas Mehra, Company Secretary attended the AGM from ICICI Lombard Office in Mumbai through VC. Further, other Senior Management of the Company attended the AGM through VC/OAVM from their respective locations.

Mr. S N Chaturvedi, Partner – M/s. Chaturvedi & Co., Chartered Accountants and Mr. R. Suriyanarayanan, Partner – M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants, the Joint Statutory Auditors of the Company, Mr. B V Dholakia, Designated Partner of Dholakia & Associates LLP, Secretarial Auditor of the Company and Ms. Ashwini Inamdar, Partner of Mehta & Mehta, Practicing Company Secretaries, Scrutinizer for the AGM also attended the AGM through VC from their respective locations.

Mrs. Lalita D. Gupte expressed her sincere thanks to all the shareholders for joining the Meeting through VC/OAVM.

She informed that the Annual Certificate obtained from the Statutory Auditors (M/s. Chaturvedi & Co., Chartered Accountants) of the Company under Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the Statutory Registers and other relevant documents were available at NSDL e-voting system and could be inspected by the Members till the conclusion of the Meeting.

The Chairperson informed that with the consent of the Members present, the Notice convening the Twenty-First AGM was taken as read. The Chairperson further informed the Members that Joint Statutory Auditors Report on the Financial Statement and the Secretarial Audit Report for the financial year ended March 31, 2021 did not have any

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qualifications, observations or adverse remarks. In accordance with the Companies Act, 2013, there was no need to read the said Reports at the AGM.

An audio visual presentation relating to the business performance as well as various CSR initiatives of the Company was then screened.

Mrs. Lalita D. Gupte informed the Members that pursuant to the Companies Act, 2013 read with relevant Rules, the Company had provided an opportunity to all its members to exercise their voting rights through electronic voting ('remote e-voting') for the items of business to be transacted at the Meeting. The remote e-voting facility was provided to all the members of the Company holding shares as on Tuesday, August 3, 2021, i.e. being the cut-off date, by National Securities Depository Limited. The remote e-voting commenced at 9:00 a.m. (IST) on Saturday, August 7, 2021 and ended at 5:00 p.m. (IST) on Monday, August 9, 2021.

Further, Mrs. Lalita D. Gupte read out the resolutions proposed in the AGM Notice. The Chairperson then requested Mr. Uday Chitale to chair the meeting for agenda item no. 7. Mr. Uday Chitale chaired the meeting for agenda item no. 7 and then requested Mrs. Lalita D. Gupte to continue with the proceedings of the meeting.

Mrs. Lalita D. Gupte then informed the Members, that to facilitate those who could not cast their vote through remote e-voting, the Company had extended the facility to cast their votes through the electronic voting module made available by NSDL, during the last 30 minutes of the Meeting.

The Members were informed that the Board of Directors of the Company had appointed Ms. Ashwini Inamdar, Partner or failing her Mr. Atul Mehta, Partner of Mehta & Mehta, Practicing Company Secretaries, as the Scrutiniser, to scrutinise the entire e-voting process in a fair and transparent manner and to scrutinize the votes cast through remote e-voting and e-voting during the AGM and to submit the Consolidated Report of voting in compliance with the provisions of the Companies Act, 2013 and the Listing Regulations.

The Members were then invited, by Mrs. Lalita D. Gupte, Chairperson to give their suggestions, seek clarifications and ask questions, if any, on the agenda items set out in the Notice. The Members, shared their views and also sought information regarding operations of the Company.

The Chairperson then requested Mr. Bhargav Dasgupta, Managing Director & CEO of the Company to respond to the queries/suggestion raised by the Members. Mr. Bhargav Dasgupta then responded to the queries/suggestion raised by the Members on the Company's accounts and businesses.

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Thereafter, the Chairperson authorized one of the Whole-time Directors of the Company or the Company Secretary to declare the results of the remote e-voting as well as for the electronic voting done during the Meeting, by announcing the results to the stock exchanges as well as by disseminating the results on the website of the Company alongwith the Scrutiniser's report and informed the members that the same would be recorded as part of the proceedings of the Meeting. The Chairperson then thanked the members for their support and declared the meeting as closed. The Meeting concluded at 3:24 p.m. including 30 minutes of e-voting facility provided to the Members during the AGM.

The following items of business were transacted through remote e-voting and electronic voting system during the Meeting:

Ordinary Business

1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm payment of interim dividend on equity shares of the Company for the financial year ended March 31, 2021.
3. To declare final dividend on equity shares of the Company for the financial year ended March 31, 2021.
4. To appoint a Director in place of Ms. Vishakha Mulye (DIN: 00203578) who retires by rotation and being eligible, offers herself for re-appointment.
5. To re-appoint M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants, one of the Joint Statutory Auditors of the Company.
6. To fix the remuneration of M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants and M/s. Chaturvedi & Co., Chartered Accountants, Joint Statutory Auditors of the Company for FY2022.

Special Business

7. Re-appointment of Mrs. Lalita D. Gupte (DIN: 00043559) as a Non-executive, Independent Director of the Company.
8. Remuneration Payable to Mr. Bhargav Dasgupta (DIN: 00047728), Managing Director & CEO of the Company.
9. Revision in remuneration payable to Mr. Alok Kumar Agarwal (DIN: 03434304), Whole-time Director designated as Executive Director-Wholesale of the Company.

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10. Revision in remuneration payable to Mr. Sanjeev Mantri (DIN: 07192264), Whole-time Director designated as Executive Director-Retail of the Company.

Based on the consolidated Scrutinizer's Report dated August 10, 2021, all the resolutions as set out in the Notice of the AGM were passed by the Members with requisite Majority.

For ICICI Lombard General Insurance Company Limited

Vikas

Mehra

Vikas Mehra

Company Secretary

ACS 12117

Digitally signed
by Vikas Mehra
Date: 2021.08.10
22:42:08 +05'30'

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	ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED
Date of the AGM/EGM	10-Aug-21
Total number of shareholders on record date	268120
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	83

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	156,704,039	83.3954	155,129,400	1,574,639	98.9951	1.0048	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		156,704,039	83.3954	155,129,400	1,574,639	98.9952	1.0048	0	0
Public- Non Institutions	E-Voting	30,903,615	354,608	1.1475	354,004	604	99.8296	0.1703	0	0
	Poll		1,752,013	5.6693	1,751,991	22	99.9987	0.0012	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,621	6.8168	2,105,995	626	99.9703	0.0297	0	0
	Total	454,652,324	394,654,466	86.8036	393,079,201	1,575,265	99.6008	0.3992	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm payment of interim dividend on equity shares of the Company for the financial year ended March 31, 2021.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	30,903,615	354,570	1.1473	353,998	572	99.8386	0.1613	0	0
	Poll		1,752,013	5.6693	1,752,013	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,583	6.8166	2,106,011	572	99.9728	0.0272	0	0
	Total	454,652,324	395,782,494	87.0517	395,781,922	572	99.9999	0.0001	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare final dividend on equity shares of the Company for the financial year ended March 31, 2021.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	30,903,615	352,855	1.1418	352,355	500	99.8582	0.1417	0	0
	Poll		1,752,013	5.6693	1,752,013	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,104,868	6.8111	2,104,368	500	99.9762	0.0238	0	0
	Total	454,652,324	395,780,779	87.0513	395,780,279	500	99.9999	0.0001	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Ms. Vishakha Mulye (DIN 00203578) who retires by rotation and being eligible, offers herself for re-appointment.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	152,390,817	81.1000	152,354,652	36,165	99.9762	0.0237	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		152,390,817	81.1	152,354,652	36,165	99.9763	0.0237	0	0
Public- Non Institutions	E-Voting	30,903,615	354,489	1.1471	353,258	1,231	99.6527	0.3472	0	0
	Poll		1,752,013	5.6693	1,751,991	22	99.9987	0.0012	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,502	6.8164	2,105,249	1,253	99.9405	0.0595	0	0
	Total	454,652,324	390,341,125	85.8549	390,303,707	37,418	99.9904	0.0096	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants, one of the Joint Statutory Auditors 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	30,903,615	354,456	1.1470	353,032	1,424	99.5982	0.4017	0	0
	Poll		1,752,013	5.6693	1,751,991	22	99.9987	0.0012	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,469	6.8163	2,105,023	1,446	99.9314	0.0686	0	0
Total	Total	454,652,324	395,782,380	87.0517	395,780,934	1,446	99.9996	0.0004	0	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - To fix the remuneration of M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants and M/s. Chaturvedi & Co., Chartered Accountants, Joint Statutory Auditors of the Company for FY2022.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		157,832,105	83.9957	157,832,105	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	30,903,615	354,109	1.1458	352,325	1,784	99.4962	0.5037	0	0
	Poll		1,752,013	5.6693	1,751,991	22	99.9987	0.0012	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,122	6.8151	2,104,316	1,806	99.9142	0.0858	0	0
	Total	454,652,324	395,782,033	87.0516	395,780,227	1,806	99.9995	0.0005	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mrs. Lalita D. Gupte (DIN 00043559) as a Non-executive, 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	152,747,098	81.2896	150,133,388	2,613,710	98.2888	1.7111	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		152,747,098	81.2896	150,133,388	2,613,710	98.2889	1.7111	0	0
Public- Non Institutions	E-Voting	30,903,615	354,469	1.1470	352,151	2,318	99.3460	0.6539	0	0
	Poll		1,752,013	5.6693	1,751,968	45	99.9974	0.0025	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,482	6.8163	2,104,119	2,363	99.8878	0.1122	0	0
	Total	454,652,324	390,697,386	85.9332	388,081,313	2,616,073	99.3304	0.6696	0	0

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - Remuneration Payable to Mr. Bhargav Dasgupta (DIN00047728), 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	153,062,509	81.4574	152,414,766	647,743	99.5768	0.4231	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		153,062,509	81.4574	152,414,766	647,743	99.5768	0.4232	0	0
Public- Non Institutions	E-Voting	30,903,615	354,491	1.1471	352,274	2,217	99.3745	0.6254	0	0
	Poll		1,752,013	5.6693	1,751,991	22	99.9987	0.0012	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,504	6.8164	2,104,265	2,239	99.8937	0.1063	0	0
	Total	454,652,324	391,012,819	86.0026	390,362,837	649,982	99.8338	0.1662	0	0

Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration payable to Mr. Alok Kumar Agarwal (DIN 03434304), Whole-time Director designated as Executive Director-Wholesale 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	153,062,509	81.4574	152,414,766	647,743	99.5768	0.4231	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		153,062,509	81.4574	152,414,766	647,743	99.5768	0.4232	0	0
Public- Non Institutions	E-Voting	30,903,615	354,170	1.1460	350,887	3,283	99.0730	0.9269	0	0
	Poll		1,128,013	3.6501	1,127,968	45	99.9960	0.0039	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,482,183	4.7961	1,478,855	3,328	99.7755	0.2245	0	0
	Total	454,652,324	390,388,498	85.8653	389,737,427	651,071	99.8332	0.1668	0	0

Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration payable to Mr. Sanjeev Mantri (DIN 07192264), Whole-time Director designated as Executive Director-Retail 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	235,843,806	235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		235,843,806	100.0000	235,843,806	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	187,904,903	153,062,509	81.4574	152,414,766	647,743	99.5768	0.4231	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		153,062,509	81.4574	152,414,766	647,743	99.5768	0.4232	0	0
Public- Non Institutions	E-Voting	30,903,615	354,218	1.1462	350,976	3,242	99.0847	0.9152	0	0
	Poll		1,752,013	5.6693	1,751,968	45	99.9974	0.0025	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,106,231	6.8155	2,102,944	3,287	99.8439	0.1561	0	0
	Total	454,652,324	391,012,546	86.0025	390,361,516	651,030	99.8335	0.1665	0	0

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL.: +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
ICICI Lombard General Insurance Company Limited

Twenty - First Annual General Meeting ("AGM") of the Members of ICICI Lombard General Insurance Company Limited ("the Company") held on Tuesday, August 10, 2021, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Madam,

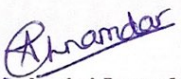
I, **Ashwini Inamdar**, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of ICICI Lombard General Insurance Company Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the Twenty - First Annual General Meeting ("AGM") of the Company held on Tuesday, August 10, 2021, at 02.00 P.M. through VC and OAVM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and as per MCA General Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020 and Circular no. 20/2020 dated May 5, 2020 (hereinafter referred to as "MCA Circulars") in respect of the Resolutions as set out in the Notice convening the 21st AGM, do hereby submit my report as follows:

1. The notice dated July 08, 2021 of the 21st AGM was sent to the Members through electronic mode whose email addresses are registered with the Company/RTA in compliance with the MCA circulars.
2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of National Securities Depository Limited ("NSDL").
3. The members holding shares as on Tuesday, August 3, 2021 ("cut-off date") were entitled to vote on the resolutions stated in the Notice of the 21st AGM.



4. The period for remote e-voting commenced on Saturday, August 7, 2021 at 9:00 a.m. (IST) and ended on Monday, August 9, 2021 at 5:00 p.m. (IST). The Remote e-voting module was disabled by NSDL for voting thereafter.
5. The facility for e-voting was made available for the Members attending the Meeting through VC and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Mr. Neel Mehta and Mrs. Pooja Dandekar neither of whom are in the employment of the Company and generated from NSDL e-voting website <https://www.evoting.nsdl.com>.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the AGM are enclosed as an **Annexure** to this report.

Thanking You,
For Mehta & Mehta
Company Secretaries


Ashwini Inamdar

Scrutinizer
FCS No : 9409
CP No : 11226
UDIN: F009409C000765593



Place: Mumbai
Date: August 10, 2021

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from NSDL's e-voting website <https://www.evoting.nsdl.com>. in our presence on August 10, 2021.


Name : Mr. Neel Mehta
Address : 3rd Floor, Gandhi Building
SVP Road, Girgaum
Chowpatty. Mumbai 400007


Name : Mrs. Pooja Danekar
Address : C-1006, Mahalaxmi CHS,
Pandurang Budhkar Marg
Worli - 400030

Countersigned by

Vikas Mehra

Digitally signed by Vikas
Mehra
Date: 2021.08.10 22:43:04
+05'30'

Mr. Vikas Mehra
Company Secretary
Person authorised by the Chairperson
Membership No. A12117

Item No. 1: Ordinary Resolution

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1453	391,327,210	16	1,751,991	1,469	393,079,201	99.6008%
Votes against the resolution	23	1,575,243	1	22	24	1,575,265	0.3992%
Invalid votes/Abstained	0	0	0	0	0	0	-

Item No. 2: Ordinary Resolution

To confirm payment of interim dividend on equity shares of the Company for the financial year ended March 31, 2021.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,465	394,029,909	17	1,752,013	1,482	395,781,922	99.9999%
Votes against the resolution	9	572	0	0	9	572	0.0001%
Invalid votes/Abstained					0	0	-

Item No. 3: Ordinary Resolution

To declare final dividend on equity shares of the Company for the financial year ended March 31, 2021.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,467	394,028,266	17	1,752,013	1,484	395,780,279	99.9999%
Votes against the resolution	8	500	0	0	8	500	0.0001%
Invalid votes/Abstained					0	0	-

Item No. 4: Ordinary Resolution

To appoint a Director in place of Ms. Vishakha Mulye (DIN: 00203578), who retires by rotation, and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,424	388,551,716	16	1,751,991	1,440	390,303,707	99.9904%
Votes against the resolution	33	37,396	1	22	34	37,418	0.0096%
Invalid votes/Abstained					0	0	-



Item No. 5: Ordinary Resolution

To re-appoint M/s. PKF Sridhar & Santharam LLP, Chartered Accountants, one of the Joint Statutory Auditors of the Company

Particulars	Remote e-voting		Voting through electronic voting		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,443	394,028,943	16	1,751,991	1,459	395,780,934	99.9996%
Votes against the resolution	26	1,424	1	22	27	1,446	0.0004%
Invalid votes/Abstained					0	0	-

Item No. 6: Ordinary Resolution

To fix the remuneration of M/s. PKF Sridhar & Santharam LLP, Chartered Accountants and M/s. Chaturvedi & Co., Chartered Accountants, Joint Statutory Auditors of the Company for FY2022

Particulars	Remote e-voting		Voting through electronic voting		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,435	394,028,236	16	1,751,991	1,451	395,780,227	99.9995%
Votes against the resolution	30	1,784	1	22	31	1,806	0.0005%
Invalid votes/Abstained					0	0	-

Item No. 7: Special Resolution

Re-appointment of Mrs. Lalita D. Gupta (DIN: 00043559) as a Non-executive, Independent Director of the Company

Particulars	Remote e-voting		Voting through electronic voting		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,372	386,329,345	15	1,751,968	1,387	388,081,313	99.3304%
Votes against the resolution	82	2,616,028	2	45	84	2,616,073	0.6696%
Invalid votes/Abstained					0	0	-

Item No. 8: Ordinary Resolution

Remuneration payable to Mr. Bhargav Dasgupta (DIN: 00047728), Managing Director & CEO of the Company

Particulars	Remote e-voting		Voting through electronic voting		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,415	388,610,846	16	1,751,991	1,431	390,362,837	99.8338%
Votes against the resolution	45	649,960	1	22	46	649,982	0.1662%
Invalid votes/Abstained					0	0	-



Item No. 9: Ordinary Resolution

Revision in remuneration payable to Mr. Alok Kumar Agarwal (DIN: 03434304), Whole-time Director designated as Executive Director-Wholesale of the Company

Particulars	Remote e-voting		Voting through electronic voting		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,396	388,609,459	14	1,127,968	1,410	389,737,427	99.8332%
Votes against the resolution	60	651,026	2	45	62	651,071	0.1668%
Invalid votes/Abstained					0	0	-

Item No. 10: Ordinary Resolution

Revision in remuneration payable to Mr. Sarjeev Mantri (DIN: 07192264), Whole-time Director designated as Executive Director-Retail of the Company

Particulars	Remote e-voting		Voting through electronic voting		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,398	388,609,548	15	1,751,968	1,413	390,361,516	99.8335%
Votes against the resolution	59	650,985	2	45	61	651,030	0.1665%
Invalid votes/Abstained					0	0	-

