

Ref. No.: MUM/SEC/91-06/2020

June 27, 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

BSE SCRIP Code: 540716

NSE Symbol: ICICIGI

Dear Sir/Madam,

Subject: Consolidated Report issued by the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with rules thereunder

We wish to inform you that the Nineteenth Annual General Meeting ("AGM") of ICICI Lombard General Insurance Company Limited ("the Company") was held on Thursday, June 27, 2019 at 11.30 a.m. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025.

In terms of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided the facility to its Members holding shares as on cut-off date i.e. Thursday, June 20, 2019, to exercise their right to vote by electronic means on the businesses specified in the AGM Notice, through remote electronic voting (remote e-voting) which commenced on Monday, June 24, 2019 at 09:00 a.m. and ended at Wednesday, June 26, 2019 at 5:00 p.m. and through electronic voting, i.e. Insta-Poll at the AGM venue to those Members who have attended the AGM but could not exercise their vote through remote e-voting.

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, ICICI Lombard House, 414, Veer Savarkar Marg,
New Linking Road, Malad (West), Near Siddhi Vinayak Temple, Prabhadevi,
Mumbai - 400 064.

Mumbai - 400 025.

Alternate No.: +91 8655222666 (Chargeable)
Email: customersupport@icicilombard.com
Website: www.icicilombard.com

1380959

Accordingly, please find attached the consolidated scrutinizer report on remote e-voting and electronic voting conducted at the AGM venue through Insta-Poll pursuant to Section 108 of the Companies Act, 2013 and rules thereunder.

Kindly take the same on records.

Thanking you,

Yours Sincerely,

For ICICI Lombard General Insurance Company Limited



Vikas Mehra
Company Secretary

Encl: as above

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

Dear Madam,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system at the 19th Annual General Meeting of ICICI Lombard General Insurance Company Limited held on Thursday, June 27, 2019 at 11.30 a.m. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400025.

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of ICICI Lombard General Insurance Company Limited pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 19th Annual General Meeting (AGM) of ICICI Lombard General Insurance Company Limited on Thursday, June 27, 2019 at 11.30 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on June 27, 2019.

The notice dated April 18, 2019 along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company, were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by Karvy Fintech Private Limited ("Karvy") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of June 20, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, June 24, 2019 at 9.00 a.m. (IST) and ended on Wednesday, June 26, 2019 at 5.00 p.m. (IST) and the Karvy e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

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. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Karvy e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through electronic voting system at the AGM in respect of the said resolutions.



Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
471	38,71,10,422	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	56	0.00

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
5	11,64,923



Resolution 2: Ordinary Resolution**To confirm the Interim Dividend on Equity Shares of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
474	38,81,57,777	100.00 (Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	54	0.00

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
2	1,17,570



Resolution 3: Ordinary Resolution

To declare final dividend on Equity Shares of the Company for the Financial Year ended March 31, 2019.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
474	38,82,15,705	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	126	0.00

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
1	59,570



Resolution 4: Ordinary Resolution

To appoint a Director in place of Mr. Sanjeev Mantri (DIN: 07192264), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
465	38,80,54,114	99.96

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	1,61,209	0.04

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
2	60,078



Resolution 5: Ordinary Resolution

To approve appointment of Ms. Vishakha Mulye (DIN: 00203578) as a Non-Executive, Non-independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
455	38,29,73,383	99.92

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	3,10,494	0.08

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
7	49,91,524



Resolution 6: Ordinary Resolution

To approve appointment of Mr. Sandeep Batra (DIN: 03620913) as a Non-Executive, Non-independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
430	38,08,94,222	99.31

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	26,64,655	0.69

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
6	47,16,524



Resolution 7: Ordinary Resolution

To approve revision in remuneration payable to Mr. Bhargav Dasgupta (DIN: 00047728), Managing Director & CEO of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
402	37,53,49,913	97.96

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
69	78,33,263	2.04

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
9	50,92,225



Resolution 8: Ordinary Resolution

To approve revision in remuneration payable to Mr. Alok Kumar Agarwal (DIN: 03434304), Executive Director-Wholesale of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
402	37,51,01,421	97.95

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
69	78,33,263	2.05

(iii) Invalid votes / Abstained:

Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
9	53,40,717



Resolution 9: Ordinary Resolution

To approve revision in remuneration payable to Mr. Sanjeev Mantri (DIN: 07192264), Executive Director-Retail of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
401	37,57,19,271	97.96

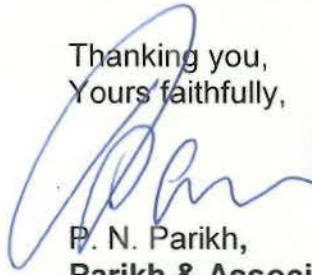
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
71	78,39,413	2.04

(iii) Invalid votes / Abstained:

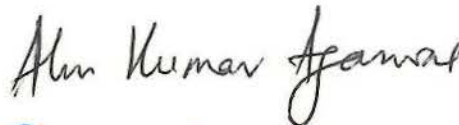
Number of members whose votes were declared invalid/ who abstained from voting	Number of invalid/abstained votes
8	47,16,717

Thanking you,
Yours faithfully,


P. N. Parikh,
Parikh & Associates
Practising Company Secretaries
FCS: 327 CPNo.: 1228
111, 11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai – 400053

Place: Mumbai
Dated: June 27, 2019




Counter Sign by:
Alok Kumar Agarwal
[Executive Director-Retail]