

April 19, 2025

General Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Vice President
Listing Department
National Stock Exchange of India Limited
'Exchange Plaza',
Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051

Dear Sir/Madam,

Subject: Declaration of voting results of postal ballot along with report issued by the Scrutinizer

We refer to our intimation dated March 12, 2025 and the letter dated March 19, 2025, enclosing the Postal Ballot Notice, seeking approval of the shareholders for the appointment of Ms. Anuradha Bhatia (DIN: 07278138) as an Independent Director of the Company, by way of a Special Resolution.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be informed that the above-mentioned Special Resolution has been passed by the shareholders, with requisite majority on the last date specified for remote e-voting i.e. April 18, 2025 (Deemed date of approval of shareholders).

Please find enclosed herewith, the e-voting results along with the Scrutinizer's report.

The same shall also be made available on the Company's website at www.iciciprulife.com.

Thanking you,

Yours sincerely,

For ICICI Prudential Life Insurance Company Limited

Priya Nair
Company Secretary
ACS 17769

Encl.: As above

Cc: Axis Trustee Services Limited, Debenture Trustee

	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED
Date of the AGM/EGM	18-04-2025
Total number of shareholders on record date	337480
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	Special Resolution: Appointment of Ms. Anuradha Bhatia (DIN:07278138), as an Independent Director of the Company for a period of five consecutive years commencing from March 12, 2025 to March 11, 2030.									
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	1,05,51,22,783	1,05,51,22,783	100.0000	1,05,51,22,783	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		1,05,51,22,783	100.0000	1,05,51,22,783	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	31,39,20,282	25,59,33,855	81.5283	25,54,38,561	4,95,294	99.8064	0.1935	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		25,59,33,855	81.5283	25,54,38,561	4,95,294	99.8065	0.1935	0.1935	0
Public- Non Institutions	E-Voting	7,62,41,186	50,28,225	6.5952	50,19,615	8,610	99.8287	0.1712	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		50,28,225	6.5952	50,19,615	8,610	99.8288	0.1712	0.1712	0
Total	1,44,52,84,251	1,31,60,84,863	91.0606	1,31,55,80,959	5,03,904	99.9617	0.0383	0	0	

April 19, 2025

To,
Priya Nair
Company Secretary
ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED
1089, ICICI Prulife Towers, Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400 025

Dear Madam,

Sub.: Report on Postal Ballot process of ICICI Prudential Life Insurance Company Limited

I, Mitesh Dhabliwala, (Membership No. FCS 8331), Partner, Parikh & Associates, Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of ICICI Prudential Life Insurance Company Limited ("the Company") to scrutinize the Postal Ballot process in respect of the Special Resolution for appointment of Ms. Anuradha Bhatia (DIN: 07278138) as an Independent Director of the Company for a period of five consecutive years commencing from March 12, 2025 to March 11, 2030.

I now enclose the following:

- a) The report to the Company Secretary on the voting results of the postal ballot received from shareholders of the Company only through the remote e-voting.
- b) The register showing the particulars of the e-votes registered on the e-voting system of National Securities Depository Limited in respect of the referred Resolution.

Thanking you.

Yours faithfully,

MITESH DILIP
DHABLIWALA

Digitally signed by MITESH
DILIP DHABLIWALA
Date: 2025.04.19 11:24:18
+05'30'

Mitesh Dhabliwala
Partner – Parikh & Associates
Encl.: As above

To,
The Company Secretary
ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED
1089, ICICI Prulife Towers, Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400 025

Dear Ma'am,

Report on Postal Ballot e-voting of ICICI Prudential Life Insurance Company Limited

I, Mitesh Dhaliwala (Membership No. FCS 8331), appointed as the Scrutinizer to scrutinize the Postal Ballot remote e-voting process ("remote e-voting") in a fair and transparent manner in respect of the Special Resolution for appointment of Ms. Anuradha Bhatia (DIN: 07278138) as an Independent Director of the Company for a period of five consecutive years commencing from March 12, 2025 to March 11, 2030 pursuant to the Postal Ballot Notice dated March 12, 2025.

The Postal ballot notice was issued under Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), General Circular dated September 19, 2024 read with General Circular dated September 25, 2023, issued by the Ministry of Corporate Affairs in this regard ("MCA Circulars"), Secretarial Standard - 2 on General Meetings ("Secretarial Standard-2") issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, regulations, rules, circulars and notifications issued thereunder (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force).

The Postal Ballot Notice dated March 12, 2025 along with explanatory statement setting out material facts and reasons thereof pursuant to the provisions of Section 102 and other applicable provisions of the Act, in respect of the above mentioned resolution, as confirmed by the Company, was sent only through electronic mode to the Members whose names appeared in the Register of Members / Register of Beneficial Owners maintained by National Securities Depository Limited and Central Depository Services (India) Limited ("the Depositories") as on Wednesday, March 12, 2025 ("Cut-off Date") and whose e-mail address is registered with the Company/Company's Registrar and Transfer Agent/ Depositories, as on said date.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the shareholders of the Company.

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The shareholders of the Company holding shares as on the "Cut-off" date i.e., Wednesday, March 12, 2025 were entitled to vote on the resolution as contained in the Postal Ballot Notice.

The voting period for remote e-voting commenced on Thursday, March 20, 2025 at 09:00 a.m. (IST) and concluded on Friday, April 18, 2025 at 05:00 p.m. (IST) and the e-voting module was disabled by NSDL for voting thereafter.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who are not in the employment of the company and / or NSDL.

I have scrutinized and reviewed the votes cast through remote e-voting based on the reports generated from the NSDL e-voting system 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 Act, rules made thereunder, the MCA Circulars and SEBI Listing Regulations relating to remote e-voting on the Special Resolution as contained in the Notice of Postal Ballot.

My responsibility as Scrutinizer for postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour, invalid or against the said Special Resolution.

I now submit the Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

Resolution 1: Special Resolution

Appointment of Ms. Anuradha Bhatia (DIN: 07278138) as an Independent Director of the Company for a period of five consecutive years commencing from March 12, 2025 to March 11, 2030.

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

Number of Members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
1,749	1,31,55,80,959	99.9617

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

Number of Members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
102	5,03,904	0.0383

(iii) **Invalid** votes:

Number of Members voted	Number of votes cast (Shares)
NIL	NIL

Thanking You,

Signature: MITESH DILIP DHABLIWALA

Name: Mitesh Dhhabliwala

Scrutinizer

FCS: 8331 CP: 9511

Partner, Parikh & Associates

UDIN: F008331G000150981

P/R No.: 6556/2025

Date: April 19, 2025

Place: Mumbai

Countersigned by:

For ICICI Prudential Life Insurance Company Limited

Priya Nair

Company Secretary