ICICI Lombard
GENERAL INSURANCE

Ref. No.: MUM/SEC/98-07/2018

July 13, 2018

To,
General Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower,
14th Floor, Dalal Street,
Mumbai – 400 001

BSE Scrip Code: 540716

To,
Vice-President
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

NSE Symbol: ICICIGI

Dear Sir / Madam,

Summary of proceedings of the Annual General Meeting, declaration of voting results and Consolidated Report issued by the Scrutinizer

The 18th Annual General Meeting (AGM) of ICICI Lombard General Insurance Company Limited ('the Company') was held on Thursday, July 12, 2018, at 2.30 p.m. IST at the Swatantrya Veer Savarkar Auditorium, 252, Shivaji Park, Dadar (West), Mumbai – 400028.

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), 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 Thursday, July 5, 2018, being the cut-off and record date, by Karvy Computershare Private Limited (Karvy). The remote e-voting commenced at 9.00 a.m. IST on Monday, July 9, 2018 and ended at 5.00 p.m. IST on Wednesday, July 11, 2018. To facilitate the members who could not cast their vote through remote e-voting, the Company had extended the facility for electronic voting at the AGM venue.

Accordingly, please find attached the following disclosures:

1. Voting results in the format prescribed under Regulation 44 of SEBI Listing Regulations (as provided by the Agency for providing e-voting facility i.e. Karvy Computershare Pvt. Ltd.)

ICICI Lombard General Insurance Company Limited

2. Consolidated Scrutinizer's Report on remote e-voting and electronic voting conducted at the AGM venue pursuant to section 108 of the Companies Act, 2013 and Rules thereunder.
3. Summary of AGM proceedings pursuant to Regulation 30 read with Schedule III of SEBI Listing Regulations.

Thanking you,

Yours sincerely,

For ICICI Lombard General Insurance Company Limited

Vikas Mehra
Company Secretary
ACS12117

Encl: As above

ICICI Lombard
GENERAL INSURANCE

ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED

Summary of Proceedings of the 18th Annual General Meeting of ICICI Lombard General Insurance Company Limited

CHAIRPERSON'S AGENDA

The 18th Annual General Meeting (AGM) of the Members of ICICI Lombard General Insurance Company Limited (the Company) was held on Thursday, July 12, 2018 at 2:30 p.m. at Swatantrya Veer Sawarkar Auditorium, 252, Shivaji Park, Dadar (West), Mumbai-400028.

In the absence of Ms. Chanda Kochhar, Chairperson, Mrs. Lalita D. Gupte was designated by the Board of Directors of the Company as the Chairperson for the Meeting.

The Meeting was attended by 92 members in person, by proxy and through authorized representatives.

The following Directors were present at the meeting:

1. Mrs. Lalita D. Gupte, Independent Director
2. Mr. Uday Chitale, Independent Director
3. Mr. Ashvin Parekh, Independent Director
4. Mr. Bhargav Dasgupta, Managing Director & CEO
5. Mr. Ved Prakash Chaturvedi, Independent Director
6. Mr. Suresh Kumar, Independent Director
7. Mr. Alok Kumar Agarwal, Executive Director
8. Mr. Sanjeev Mantri, Executive Director

Mr. Sandeep Bakhshi and Mr. Vishal Mahadevia were unable to attend this meeting due to unavoidable prior commitments.

Mr. Gopal Balachandran, Chief Financial Officer and Mr. Vikas Mehra, Company Secretary were in attendance.

Mr. SN Chaturvedi, Partner – Chaturvedi & Co., and Mr. R. Suriyanarayanan, Partner – PKF Sridhar & Santhanam LLP, the Joint Statutory Auditors of the Company were also present.

Mr. B V Dholakia, Designated Partner of Dholakia & Associates LLP, Secretarial Auditor of the Company was present.

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.

ICICI Lombard General Insurance Company Limited ★ ICICI Lombard General Insurance Company Limited

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The Chairperson then informed the members that Mr. N. S. Kannan has been appointed as the Managing Director & CEO of ICICI Prudential Life Insurance Company Limited with effect from June 19, 2018. Consequently, Mr. N. S. Kannan, Non-executive, Non-independent Director of the Company, ceased to be Director of the Company with effect from June 19, 2018. He was accordingly not eligible for re-appointment as a Director of the Company and does not offer himself for re-appointment.

Accordingly, the Resolution No. 3 of the Original Notice stands withdrawn and was not put to vote at the said AGM or through remote e-voting.

Appointment of Mr. Sandeep Bakhshi as Non-executive, Non-independent Director of the Company was proposed for approval of the members of the Company.

To effect these changes the Company had already sent an Addendum to the Notice of the AGM to all shareholders, requesting for members support. In addition the said Addendum was also published in the newspapers.

As required under Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, a certificate from Statutory Auditors, Chaturvedi & Co of the Company was obtained by the Company and was placed before this Meeting.

The Register of proxies, the instruments of proxy, the Statutory Registers and inspection documents were open for inspection by the Members till the conclusion of the Meeting.

With the consent of the Members present, the Notice convening the 18th AGM alongwith the Addendum to the Notice was taken as read. The Chairperson informed the Members that there were no qualifications, observations or comments of the auditors on the Auditors Report. She then requested Mr. Vikas Mehra, Company Secretary to read out the key segments of the Auditors Report. Mr. Vikas Mehra read out key segments of the Auditors Report and with the consent of the Members present, the rest of the Auditors Report was taken as read.

For the benefit of the shareholders an audio visual presentation was screened.

The Chairperson then informed the Members that pursuant to 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 AGM. The remote e-voting facility was provided to all the members of the Company as on July 5, 2018, being the cut-off and record date, by Karvy Computershare Private Limited (Karvy). This facility was provided from July 9, 2018 (9.00 a.m.) to July 11, 2018 (5.00 p.m.).

ICICI Lombard General Insurance Company Limited

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IRDA Reg. No. 115 CIN: L67200MH2000PLC129408
Mailing Address: 401 & 402, 4th Floor, Interface 11, New Linking Road, Malad (West), Mumbai - 400 064.
Registered Office: ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhi Vinayak Temple, Prabhadevi, Mumbai - 400 025.
Toll free No. : 1800 2666
Alternate No.: +919223622666 (chargeable)
Email: customersupport@icicilombard.com
Website: www.icicilombard.com

She then informed the Members that the facility for electronic voting was also extended for Members attending the Meeting who have not casted their vote by remote e-voting.

The Chairperson informed the Members that Board of Directors of the Company had appointed Mr. Mr. P.N. Parikh, or failing him Mr. Mitesh Dhabliwala of Parikh & Associates, Practicing Company Secretaries, as the 'Scrutinizer' for conducting the e-Voting process in a fair and transparent manner and to scrutinize the votes cast at the AGM through 'Tablets' and through Remote e-Voting and to submit the Consolidated Report of voting in compliance with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

The Chairperson then invited members to ask their queries/suggestions.

Mr. Bhargav Dasgupta, Managing Director & CEO of the Company then responded to the queries/suggestion of the Members.

All the queries were answered. That concluded the formal business of the Meeting. The Chairperson then thanked the Members for cooperation and active participation in the proceedings, and for valuable suggestions. She then declared the Meeting as closed.

The Chairperson authorised any Whole Time Director or Company Secretary to declare the results of the remote e-voting as well as for the electronic voting done at the AGM venue by announcing the results within 48 hours to the stock exchanges as well as disseminate on the website of the Company along with the Scrutinizer's Report.

The following items of business were transacted through remote e-voting and through electronic means at the AGM venue:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend and declare final dividend on Equity Shares of the Company for the Financial Year ended March 31, 2018.
3. To appoint a Director in place of Mr. N. S. Kannan (DIN:00066009), who retires by rotation and, being eligible, offers himself for re-appointment. **This Agenda item was withdrawn and hence, was not put to vote.**
4. To re-appoint Joint Statutory Auditors of the Company, and authorize Board of Directors to fix their remuneration.
5. To approve appointment of Mr. Vishal Mahadevia as an Independent Director of the Company.
6. To approve the Remuneration of Mr. Bhargav Dasgupta, Managing Director and CEO.
7. To approve the Remuneration of Mr. Alok Kumar Agarwal, Executive Director – Wholesale.
8. To approve the Remuneration of Mr. Sanjeev Mantri, Executive Director – Retail.
9. To approve and ratify ICICI Lombard General Insurance Company Limited - Employee Stock Option Scheme – 2005.
10. To approve Grant of Employee Stock Option to the Employees/Directors of Holding and Subsidiary Company(ies) (Present & Future) under the revised scheme.

IRDA Reg. No. 115 **CIN: L67200MH2000PLC129408**

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

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

Toll free No. : 1800 2666
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Website: www.icicilombard.com

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ICICI Lombard
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11. To approve appointment of Mr. Sandeep Bakhshi (DIN: 00109206) as the 'Non-executive, Non-independent' Director of the Company, liable to retire by rotation.

Resolutions proposed at Item Nos. (1) to (8) and (11) were passed as Ordinary Resolutions, with simple majority. And, the Resolutions proposed at Item Nos. (9) and (10) were passed as Special Resolutions.

Based on the consolidated Scrutinizer's Report dated July 12, 2018, all the resolutions as set out in the Notice of the AGM and the Addendum to the Notice were passed by the Members with requisite Majority.

For ICICI Lombard General Insurance Company Limited

Vikas Mehra
Company Secretary
ACS 12117

	ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED
Date of the AGM/EGM	12-07-2018
Total number of shareholders on record date	273211
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	91
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)	ORDINARY - To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2018, 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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	42803219	59.6039	42803219	0	100.0000	0.0000	1322959
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		42803219	59.6039	42803219	0	100.0000	0.0000	1322959
Public- Non Institutions	E-Voting	128300351	91986357	71.6961	91986303	54	99.9999	0.0000	43552
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93107591	72.57	93107537	54	99.9999	0.0001	43552
	Total	453956944	389754616	85.8572	389754562	54	100.0000	0.0000	1366511

Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of Interim Dividend and declare final dividend on Equity Shares of the Company for the Financial Year ended March 31, 2018.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	42803219	59.6039	42803219	0	100.0000	0.0000	1322959
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		42803219	59.6039	42803219	0	100.0000	0.0000	1322959
Public- Non Institutions	E-Voting	128300351	92007224	71.7124	92007202	22	99.9999	0.0000	22685
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128458	72.5863	93128436	22	100.0000	0.0000	22685
	Total	453956944	389775483	85.8618	389775461	22	100.0000	0.0000	1345644

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr.N.S.Kannan (DIN:00066009), who retires by rotation and, being eligible, offers himself for re-appointment. Please do not vote against this item.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	4924467	6.8574	4924467	0	100.0000	0.0000	39207972
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		4924467	6.8574	4924467	0	100.0000	0.0000	39207972
Public- Non Institutions	E-Voting	128300351	42861852	33.4074	42861754	98	99.9997	0.0002	49168046
	Poll		1121212	0.8739	1121212	0	100.0000	0.0000	22
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		43983064	34.2813	43982966	98	99.9998	0.0002	49168068
	Total	453956944	302751337	66.6916	302751239	98	100.0000	0.0000	88376040

Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Joint Statutory Auditors of the Company, and authorize Board of Directors to fix their remuneration.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	42803219	59.6039	42741904	61315	99.8567	0.1432	1322959
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		42803219	59.6039	42741904	61315	99.8568	0.1432	1322959
Public- Non Institutions	E-Voting	128300351	92007167	71.7123	91984168	22999	99.9750	0.0249	22742
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128401	72.5862	93105402	22999	99.9753	0.0247	22742
	Total	453956944	389775426	85.8618	389691112	84314	99.9784	0.0216	1345701

Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - To approve appointment of Mr. Vishal Mahadevia 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	Votes Invalid
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	34972371	48.6994	32256122	2716249	92.2331	7.7668	9153807
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		34972371	48.6994	32256122	2716249	92.2332	7.7668	9153807
Public- Non Institutions	E-Voting	128300351	92006896	71.7121	91355786	651110	99.2923	0.7076	23013
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128130	72.586	92477020	651110	99.3008	0.6992	23013
	Total	453956944	381944307	84.1367	378576948	3367359	99.1184	0.8816	9176820

Resolution No.	6								
Resolution required: (Ordinary/ Special)	ORDINARY - To approve the Remuneration of Mr. Bhargav Dasgupta, Managing Director and 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	Votes Invalid
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	37523324	52.2516	37258910	264414	99.2953	0.7046	6602854
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		37523324	52.2516	37258910	264414	99.2953	0.7047	6602854
Public- Non Institutions	E-Voting	128300351	92006913	71.7121	92006326	587	99.9993	0.0006	22996
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128147	72.586	93127560	587	99.9994	0.0006	22996
	Total	453956944	384495277	84.6986	384230276	265001	99.9311	0.0689	6625850

Resolution No.	7								
Resolution required: (Ordinary/ Special)	ORDINARY - To approve the Remuneration of Mr. Alok Kumar Agarwal, Executive Director – Wholesale.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	37523324	52.2516	37258910	264414	99.2953	0.7046	6602854
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		37523324	52.2516	37258910	264414	99.2953	0.7047	6602854
Public- Non Institutions	E-Voting	128300351	92006913	71.7121	92006304	609	99.9993	0.0006	22996
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128147	72.586	93127538	609	99.9993	0.0007	22996
	Total	453956944	384495277	84.6986	384230254	265023	99.9311	0.0689	6625850

Resolution No.	8								
Resolution required: (Ordinary/ Special)	ORDINARY - To approve the Remuneration of Mr. Sanjeev Mantri, Executive Director – Retail.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	37523324	52.2516	37258910	264414	99.2953	0.7046	6602854
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		37523324	52.2516	37258910	264414	99.2953	0.7047	6602854
Public- Non Institutions	E-Voting	128300351	92006891	71.7121	92006304	587	99.9993	0.0006	23018
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128125	72.586	93127538	587	99.9994	0.0006	23018
	Total	453956944	384495255	84.6986	384230254	265001	99.9311	0.0689	6625872

Resolution No.	9								
Resolution required: (Ordinary/ Special)	SPECIAL - To approve and ratify ICICI Lombard General Insurance Company Limited - Employee Stock Option Scheme - 2005.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	42759019	59.5423	32297568	10461451	75.5339	24.4660	1367159
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		42759019	59.5423	32297568	10461451	75.5339	24.4661	1367159
Public- Non Institutions	E-Voting	128300351	92029348	71.7296	92005776	23572	99.9743	0.0256	561
	Poll		1121190	0.8739	1121190	0	100.0000	0.0000	44
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93150538	72.6035	93126966	23572	99.9747	0.0253	605
	Total	453956944	389753363	85.8569	379268340	10485023	97.3098	2.6902	1367764

Resolution No.	10								
Resolution required: (Ordinary/ Special)	SPECIAL - To approve Grant of Employee Stock Option to the Employees/Directors of Holding and Subsidiary Company(ies) (Present & Future) under the revised scheme.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	42759019	59.5423	32297568	10461451	75.5339	24.4660	1367159
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		42759019	59.5423	32297568	10461451	75.5339	24.4661	1367159
Public- Non Institutions	E-Voting	128300351	92029260	71.7295	92005649	23611	99.9743	0.0256	649
	Poll		1121190	0.8739	1121190	0	100.0000	0.0000	44
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93150450	72.6034	93126839	23611	99.9747	0.0253	693
	Total	453956944	389753275	85.8569	379268213	10485062	97.3098	2.6902	1367852

Resolution No.	11								
Resolution required: (Ordinary/ Special)	ORDINARY - To approve appointment of Mr. Sandeep Bakhshi (DIN: 00109206) as the 'Non-executive, Non-independent' Director of the Company, liable to retire by rotation.								
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
Promoter and Promoter Group	E-Voting	253843806	253843806	100.0000	253843806	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		253843806	100	253843806	0	100.0000	0.0000	0
Public- Institutions	E-Voting	71812787	36551758	50.8987	36551758	0	100.0000	0.0000	7574420
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		36551758	50.8987	36551758	0	100.0000	0.0000	7574420
Public- Non Institutions	E-Voting	128300351	92007167	71.7123	92006769	398	99.9995	0.0004	22742
	Poll		1121234	0.8739	1121234	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		93128401	72.5862	93128003	398	99.9996	0.0004	22742
	Total	453956944	383523965	84.4847	383523567	398	99.9999	0.0001	7597162

ICICI Lombard General Insurance Company Limited

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

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 by electronic voting system at the 18th Annual General Meeting of ICICI Lombard General Insurance Company Limited held on Thursday, July 12, 2018 at 2.30 p.m. at Swatantrya Veer Savarkar Auditorium, 252, Shivaji Park, Dadar (West), Mumbai – 400028.

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries, had been 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 18th Annual General Meeting (AGM) of ICICI Lombard General Insurance Company Limited on Thursday, July 12, 2018 at 2.30 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 12, 2018.

The notice dated June 06, 2018 read with addendum to the notice of 18th AGM of the Company dated July 02, 2018, along with Explanatory 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 Computershare Private Limited ("Karvy") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting by 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 Thursday, July 05, 2018 were entitled to vote on the resolutions as contained in the Notice and addendum to the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, July 09, 2018 at 09:00 a.m. (IST) and ended on Wednesday, July 11, 2018 at 05:00 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 at the meeting was generated in my presence and the voting was diligently scrutinized by me.

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 and after the conclusion of the voting at the AGM the votes cast thereunder were counted.

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

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 venue of the meeting on the resolutions contained in the notice and addendum to the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the venue of 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 by electronic voting system at the AGM in respect of the said resolutions.

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2018, 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
369	38,97,54,562	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	Number of invalid votes cast by them
9	13,66,511

PARIKH & ASSOCIATES MUMBAI COMPANY SECRETARIES

Resolution No. 2: Ordinary Resolution

To confirm the payment of Interim Dividend and declare final dividend on Equity Shares of the Company for the Financial Year ended March 31, 2018.

(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
373	38,97,75,461	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
1	22	0.00

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
7	13,45,644

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mr. N. S. Kannan (DIN: 00066009), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution No.3 stood withdrawn vide Addendum to the Notice dated July 02, 2018 and was not put to vote at the AGM or through remote e-voting.

Resolution No. 4: Ordinary Resolution

To re-appoint M/s PKF Sridhar & Santhanam LLP, Chartered Accountants (Firm's Registration No. 002990S) and M/s Chaturvedi & Co., Chartered Accountants (Firm's Registration No. 302137E) as Joint Statutory Auditors of the Company, and authorize Board ofDirectors to fix their remuneration.

(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
361	38,96,91,112	99.98

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	84,314	0.02

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
9	13,45,701

Resolution No. 5: Ordinary Resolution

To approve appointment of Mr. Vishal Mahadevia as an 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
344	37,85,76,948	99.12

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	33,67,359	0.88

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
26	91,76,820

Resolution No. 6: Ordinary Resolution

To approve the Remuneration of Mr. Bhargav Dasgupta, Managing Director and CEO.

(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
345	38,42,30,276	99.93

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,65,001	0.07

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
19	66,25,850

Resolution No. 7: Ordinary Resolution

To approve the Remuneration of Mr. Alok Kumar Agarwal, Executive Director-Wholesale.

(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
344	38,42,30,254	99.93

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	2,65,023	0.07

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
19	66,25,850

Resolution No. 8: Ordinary Resolution

To approve the Remuneration of Mr. Sanjeev Mantri, Executive Director-Retail.

(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
344	38,42,30,254	99.93

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,65,001	0.07

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
20	66,25,872

Resolution No. 9: Special Resolution

To approve and ratify ICICI Lombard General Insurance Company Limited-Employee Stock Option Scheme-2005.

(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
311	37,92,68,340	97.31

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
59	1,04,85,023	2.69

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
12	13,67,764

Resolution No. 10: Special Resolution

To approve Grant of Employee Stock options to the Employees/Directors of Holding and Subsidiary Company(ies) (Present & Future) under the revised scheme.

(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
306	37,92,68,213	97.31

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
60	1,04,85,062	2.69

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
15	13,67,852

Resolution No. 11: Ordinary Resolution

To approve appointment of Mr. Sandeep Bakhshi (DIN: 00109206) as the Non-executive, Non-independent Director of the Company, liable to retire by rotation.

(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
350	38,35,23,567	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
11	398	0.00

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

Number of members whose votes were declared invalid	Number of invalid votes cast by them
22	75,97,162

Thanking you,
Yours faithfully,

P. N. Parikh,
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP No.: 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: July 13, 2018