

Ref. No.: MUM/SEC/135-08/2018

September 3, 2018

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: Postal Ballot Notice

Please find enclosed herewith the Notice of Postal Ballot together with Postal Ballot Form being sent to the members of the Company for following matters:

1. Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Wholetime Directors including Managing Director & CEO.

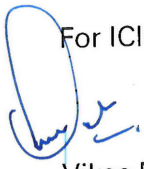
The Postal Ballot Notice and Form is also available on the website of the Company www.icicilombard.com.

You are requested to kindly take the same on records.

Thanking you,

Yours Sincerely,

For ICICI Lombard General Insurance Company Limited



Vikas Mehra
Company Secretary

Encl.: As above

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.

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

Alternate No.: +919223622666 (chargeable)

Email: customersupport@icicilombard.com

Website: www.icicilombard.com

1254640



ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED

(CIN: L67200MH2000PLC129408)

Registered Office: ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhivinayak Temple, Prabhadevi, Mumbai 400 025

Email: investors@icicilombard.com, **Website:** www.icicilombard.com

Tel.: 022-61961100, **Fax:** 022-61961323

POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("Rules") including any statutory modification or re-enactment thereof for the time being in force and subject to other applicable laws and regulations, that the resolution set out below, is proposed to be passed as an Ordinary Resolution by the Members of ICICI Lombard General Insurance Company Limited ("the Company") by way of Postal Ballot including voting by electronic means ("e-voting").

The Resolution and the relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts and the reasons thereof, concerning the resolution mentioned in this Postal Ballot Notice ("Notice") is annexed hereto.

The Board of Directors of the Company, has appointed Mr. P. N. Parikh (FCS 327) or failing him Mr. Mitesh Dhabliwala (FCS 8331) of M/s. Parikh & Associates, Practising Company Secretaries as the Scrutinizer for conducting the Postal Ballot including e-voting process in a fair and transparent manner.

Members have the option to vote either physically through Postal Ballot Form or through e-voting. Members opting to vote through physical mode, i.e., sending the Postal Ballot Form, are requested to carefully read the instructions printed on the Postal Ballot Form forming part of this Notice and return the same duly completed and signed in the enclosed self-addressed Business Reply Envelope so as to reach The Scrutinizer at C/o Karvy Computershare Private Limited, Unit of ICICI Lombard General Insurance Company Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 on or before the close of working hours, i.e. 5.00 p.m. on October 3, 2018. Postal Ballot Form(s), if sent by courier or by registered post/speed post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given above. Responses received by the Scrutinizer after the above date will be strictly treated as if no response has been received from the Member(s). Members are therefore requested to send their duly completed Postal Ballot Forms well in advance, providing sufficient time for postal transit.

In compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") and the provisions of Sections 108 and 110 of the Act, read with the Rules 20 and 22 of the Rules, the Company is also providing e-voting facility to its members to enable them to cast their votes electronically instead of depositing/dispatching the physical Postal Ballot Form(s). Members desiring to vote by electronic means are requested to read the instructions provided in the Notes under the section 'Procedure and Instructions relating to e-voting'.

The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") for the purpose of providing e-voting facility to all its Members. It may be noted that e-voting is optional. If a Shareholder has voted through e-voting facility, he is not required to send the Postal Ballot Form. If a Shareholder votes through e-voting facility and also send his vote through Postal Ballot Form, the votes cast through e-voting shall only be considered by the Scrutinizer and the votes cast through physical Postal ballot shall be treated as Invalid.

Upon completion of the scrutiny of the Postal Ballot Forms and votes cast through e-voting in a fair and transparent manner, the Scrutinizer will submit his report to the Chairperson or to any authorised person of the Company. The results of Postal Ballot shall be declared within 48 hours, i.e., on or before October 5, 2018 from conclusion of the voting through Postal Ballot. The Results of the Postal Ballot would be displayed at the

Registered Office of the Company, communicated to the Stock Exchanges where the shares of the Company are listed. The Results will also be uploaded on the Company's website www.icicilombard.com and on the website of Karvy at <https://evoting.karvy.com>.

Resolution No. 1:

Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Wholetime Directors including Managing Director & CEO.

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the approval of the Board Nomination & Remuneration Committee and Board of Directors in their respective meetings held on July 17, 2018 and subject to the applicable provisions of the Companies Act, 2013, the Insurance Laws (Amendment) Act, 2015 and provisions of the Articles of Association of the Company, Guidelines issued by Insurance Regulatory and Development Authority of India (IRDAI) from time to time, and subject to the approval of IRDAI, consent of the Members of the Company be and is hereby accorded for grant of stock options to Wholetime Directors including Managing Director & CEO of the Company in the following manner:

Sr. No.	Name of Director	Designation	Number of Stock Options
1	Mr. Bhargav Dasgupta	Managing Director & CEO	120,500
2	Mr. Alok Kumar Agarwal	Executive Director - Wholesale	15,800
3	Mr. Sanjeev Mantri	Executive Director - Retail	48,000

RESOLVED FURTHER THAT the stock options be and are hereby vested over a period of three years, in the ratio of 30%, 30% and 40% starting from one year from the date of Grant of such options.

RESOLVED FURTHER THAT the exercise price for the stock options proposed to be granted be considered at ₹ 715.15 being the closing price on a recognized Stock Exchange on which higher trading volume observed on the date immediately prior to the date of the said meeting.

RESOLVED FURTHER THAT the Board of Directors and Board Nomination & Remuneration Committee of the Company, be and are hereby severally authorised from time to time to do all such acts, deeds, matters and things, as they may deem necessary for effective implementation and administration of ICICI Lombard Employees Stock Option Scheme - 2005 as also to make applications to the appropriate Authorities, for their requisite approvals as also to initiate all necessary actions for and to settle all such questions, difficulties or doubts whatsoever that may arise and take all such steps and decisions in this regard including filing of requisite forms, returns and documents with such appropriate authorities, delegate all or any of its powers herein conferred to any Officer(s) of the Company and / or any other person(s), to give effect to this Resolution.

RESOLVED FURTHER THAT the other terms of employment of Wholetime Directors including Managing Director & CEO of the Company to the extent not amended or modified herein, shall remain unchanged, and further the Board of Directors including any Committee thereof as may be authorised, be and are hereby authorised to do all such acts, deeds, matters and things, as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution.

By Order of the Board
For ICICI Lombard General Insurance Company Limited

Sd/-
Vikas Mehra
Company Secretary
ACS No.: 12117

Place : Mumbai

Date : August 21, 2018

Registered Office:

ICICI Lombard House,
414, Veer Savarkar Marg, Prabhadevi,
Near Siddhivinayak Temple,
Mumbai-400025
CIN: L67200MH2000PLC129408
Tel No. : +91-22-6196 1100
Fax No. : +91-22-6196 1323
Website: www.icicilombard.com

NOTES:

- a. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts and reasons thereof concerning resolution in respect of item no. 1 set out in the Notice is annexed hereto.
- b. The Postal Ballot Notice is being sent to the Members whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on August 24, 2018. The Postal Ballot Notice is being sent to Members in electronic form to the e-mail IDs registered with their Depository Participant (in case of electronic shareholding)/the Company or its Registrar and Transfer Agents (RTA) (in case of physical shareholding). In case of Members whose e-mail ID is not registered, physical copy of Postal Ballot Notice and Form is being sent by permitted mode along with a postage pre-paid self-addressed Business Reply Envelope (BRE).
- c. The company's registrar & transfer agents for its share registry (both, physical as well as electronic) is Karvy Computershare Private Limited ("Karvy/Registrar/RTA") having its office at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, Unit: ICICI Lombard General Insurance Company Limited.
- d. The Members whose name appears on the Register of Members/List of Beneficial Owners as on August 24, 2018 will be considered for the purpose of voting.
- e. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.
- f. The Members can opt for only one mode of voting, i.e., either by physical ballot form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot form will be treated as invalid.
- g. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on August 24, 2018.
- h. The e-voting period commences on Tuesday, September 4, 2018 (9:00 a.m. IST) and ends on Wednesday, October 3, 2018 (5:00 p.m. IST). During this period Members of the Company, holding shares either in physical form or in dematerialised form, as on August 24, 2018 may cast their vote electronically. The e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- i. In case a Member is desirous of obtaining a duplicate copy of a Postal Ballot Form, he/she may send an e-mail to investors@icicilombard.com. The RTA/Company shall forward the same along with postage pre-paid self-addressed BRE to the Member.
- j. The resolutions, if approved, shall be deemed to have been passed on the last date of voting/ receipt of postal ballot, i.e. Wednesday, October 3, 2018.

k. **INSTRUCTIONS FOR VOTING**

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108, 110 and other applicable provisions of the Companies Act, 2013 read with the related rules, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of Karvy Computershare Private Limited for the purpose of providing e-voting facility to all its Members.

During the voting period, Members can login to Karvy's e-voting platform any number of times till they have voted on all the resolutions. Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.

I) Procedure and instructions relating to e-voting:

(i) In case a member receives an e-mail from Karvy

[for members whose e-mail addresses are registered with the Company / Depository Participant(s)]:

- (a) Launch internet browser by typing the URL: <https://evoting.karvy.com>
- (b) Enter the login credentials (that is, User ID and password) which are mentioned in the email in the following format:

EVEN (E-voting Event Number)	User ID	Password

The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll-free number 1800-3454-001 (from 9:00 a.m. to 6:00 p.m.) for your existing password.

- (c) After entering these details appropriately, click on "LOGIN".
- (d) You will now reach Password Change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
- (e) You need to login again with the new credentials.
- (f) On successful login, the system will prompt you to select the E-Voting Event Number for ICICI Lombard General Insurance Company Limited.
- (g) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- (h) Members holding shares under multiple folios / demat accounts are requested to vote separately for each of their folios / demat accounts.

- (i) Voting has to be done for each item of this Postal Ballot Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".
 - (j) You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
 - (k) A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.
 - (l) Once you confirm, you will not be allowed to modify your vote.
 - (m) Corporate / Institutional Members (that is, other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail id: icicilombard.scrutinizer@gmail.com a copy marked to evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."
- (ii) In case a member receives physical copy of the Postal Ballot Notice by Post [for members whose e-mail addresses are not registered with the Company / Depository Participant(s)]:
- (a) User ID and initial password - Initial password is provided in Postal Ballot Form in the following format:

EVEN (E-voting Event Number)	User ID	Password

II) Procedure and instructions relating to voting through physical Postal Ballot Form

- (i) Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Postal Ballot Form duly completed with the Assent (FOR) or Dissent (AGAINST), in the enclosed self-addressed Business Reply Envelope, so as to reach the Scrutinizer, not later than close of working hours i.e. 5:00 p.m. (IST) on Wednesday, October 3, 2018 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the member.
 - (ii) Members are requested to exercise their voting rights by using the attached Postal Ballot Form only which will also be available on Company's website. No other form or photocopy of the original signed form is permitted.
 - (iii) Corporate / Institutional Members (that is, other than Individuals, HUF, NRI, etc.) opting for physical ballot are also required to send certified true copy of the Board Resolution/ Power of Attorney/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID along with the Postal Ballot Form.
- I. In case of any query/grievance with respect to voting by means of Postal Ballot including e-voting, please visit the "Help and FAQ's" section available on Karvy's website: <https://evoting.karvy.com> or send e-mail to evoting@kary.com or call Karvy on toll free number 1800- 3454-001 (from 9:00 a.m. to 6:00 p.m.) for further clarifications.
- m. All the documents referred to in the Notice and Explanatory Statement will be available for inspection by the Members at the Registered Office of the Company during normal business hours on all working days from the date hereof till Wednesday, October 3, 2018.
- n. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit their PAN to Karvy.

- o. Members holding shares in physical form are requested to immediately notify change in their address, to Karvy, quoting their Folio Number(s).
- p. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their Depository Participant (DP) only and not to the Company or Karvy. Any such changes effected by the DPs will automatically reflect in the Company's subsequent records. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to Karvy.
- q. Members holding shares in physical mode are advised to make nomination in respect of their shareholding in the Company in the nomination form (SH-13). Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility.
- r. Non-Resident Indian members are requested to inform their respective DPs, immediately of:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- s. Members who have not registered/updated their e-mail addresses with Karvy, if shares are held in physical mode or with their DPs, if shares are held in electronic mode, are requested to do so for receiving all future communications from the Company including Annual Reports, Notices, Circulars, etc., electronically.

By Order of the Board
For ICICI Lombard General Insurance Company Limited

Sd/-
Vikas Mehra
Company Secretary
ACS No.: 12117

Place : Mumbai

Date : August 21, 2018

Registered Office:

ICICI Lombard House,
414, Veer Savarkar Marg, Prabhadevi,
Near Siddhivinayak Temple,
Mumbai-400025
CIN: L67200MH2000PLC129408
Tel No. : +91-22-6196 1100
Fax No. : +91-22-6196 1323
Website: www.icicilombard.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 1

The revision in remuneration of Wholetime Directors including Managing Director & CEO of the Company for FY2019 was approved by the Members of the Company at the Eighteenth Annual General Meeting held on July 12, 2018 (AGM).

Further, the members in the same meeting, approved and ratified the 'ICICI Lombard Employees Stock Option Scheme-2005' (Scheme).

The Board of Directors, at its Meeting held on July 17, 2018, based on the recommendation of the Board Nomination and Remuneration Committee (Committee) approved the Grant of stock options to Wholetime Directors including Managing Director & CEO under the Scheme of the Company. The said Grant of stock options of the Company will constitute as a part of Managerial Remuneration payable to the Wholetime Directors including Managing Director & CEO. The stock options are vested over a period of three years, in the proportion of 30%, 30% and 40% starting from one year from the date of Grant of such options.

The exercise price of the stock options to be granted was proposed to be at ₹ 715.15 being closing price on a recognized stock exchange having higher trading volume on the date immediately prior to the date of meeting of the Committee.

In view of the above, approval of the Members of the Company hereby proposed to be sought for revision in Managerial Remuneration due to Grant of stock options of the Company.

The Directors recommend the adoption of the Resolution at item no. 1 of the Notice as an Ordinary Resolution.

None of the Director, Key Managerial Personnel or their relatives is in any way concerned or interested in the Resolution at item no. 1 of the Notice except Wholetime Directors including Managing Director & CEO of the Company to the extent of Grant of stock options.

**By Order of the Board
For ICICI Lombard General Insurance Company Limited**

**Sd/-
Vikas Mehra
Company Secretary
ACS No.: 12117**

Place : Mumbai

Date : August 21, 2018

Registered Office:

ICICI Lombard House,
414, Veer Savarkar Marg, Prabhadevi,
Near Siddhivinayak Temple,
Mumbai-400025

CIN: L67200MH2000PLC129408

Tel No. : +91-22-6196 1100

Fax No. : +91-22-6196 1323

Website: www.icicilombard.com

Encl:

1. Postal Ballot Form
2. Self-addressed Business Reply Envelope

THIS PAGE IS INTENTIONALLY LEFT BLANK



ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED

(CIN: L67200MH2000PLC129408)

Registered Office: ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhivinayak Temple, Prabhadevi, Mumbai 400 025

Email: investors@icicilombard.com, **Website:** www.icicilombard.com

Tel.: 022-61961100, **Fax:** 022-61961323

POSTAL BALLOT FORM

Serial. No.

1. Name(s) of the Member(s) [including joint-holder(s), if any] and Registered Address

2. Registered Folio No./ DP ID*/Client ID* (*applicable only to Members holding Shares in dematerialised form)

3. Number of Equity Share(s) held

I/We hereby exercise my/our vote(s) in respect of the following Resolution(s) to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated August 21, 2018 of ICICI Lombard General Insurance Company Limited ("the Company"), by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below:

Sr. No.	Details of Resolution	No. of Equity Share(s) held	I/We assent to the resolution (Vote in favour)	I/We dissent from the resolution (Vote against)
1.	Grant of Stock Options under ICICI Lombard Employees Stock Option Scheme - 2005 of the Company to Wholetime Directors including Managing Director & CEO.			

Place: Mumbai

Date:

Signature of the Member: _____

E-mail address: _____ Tel. No.: _____

To be provided by the Members holding Equity Shares in physical form.

Members holding shares in electronic form who have not registered their email ID with the depository participant (DP) may please update their email IDs/contact number with their DP.

ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the link <https://evoting.karvy.com>. The electronic voting particulars are set out below:

EVEN (E-voting Event Number)	User ID	Password

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Tuesday, September 4, 2018 (9:00 a.m. IST)	Wednesday, October 3, 2018 (5:00 p.m. IST)

Notes:

- Please read instructions printed below carefully before filling this form and for e-voting, please refer to the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
- The last date for the receipt of the Postal Ballot Forms by the Scrutinizer is October 3, 2018 upto 5:00 p.m.
- Please return your Postal Ballot Form in the Postage prepaid self-addressed Business Reply Envelope (BRE) enclosed herewith.

INSTRUCTIONS:

- Voting rights shall be reckoned on the paid-up value of equity shares registered in the names(s) of Member(s) on the cut-off date i.e. August 24, 2018. A person who is not a member on the relevant date should treat this notice for information purpose only.
- A Member desirous of exercising vote by physical Postal Ballot Form should complete the Postal Ballot Form in all respects and send it after signature to The Scrutinizer at C/o Karvy Computershare Private Limited, Unit of ICICI Lombard General Insurance Company Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad - 500 032, in the attached postage pre-paid self-addressed Business Reply Envelope (BRE) which shall be properly sealed with adhesive or adhesive tape. Postage charges will be borne and paid by the Company. Postal Ballot Form(s), if deposited in person or sent by courier or registered/speed post at the expense of the Member will also be accepted.
- Alternatively, a Member may vote through electronic mode as per the instructions for e-voting provided in the Postal Ballot Notice sent herewith.
- **The Members can opt for only one mode of voting, i.e., either by physical ballot form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot form will be treated as invalid.**
- This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Registrar and Transfer Agent (RTA)/Depository Participant). In case of joint-holding, this Form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
- In case of Equity Shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution/appropriate authorisation with the specimen signature(s) of the authorised signatory(ies) duly certified/attested.
- Consent must be accorded by placing a tick mark in the column, 'I/We assent to the Resolution', or dissent must be accorded by placing a tick mark in the column, 'I/We dissent to the Resolution'. Form bearing tick mark in both the columns will be treated as invalid. A Member need not use all his/her votes nor does he/she need to cast his/her votes in the same way.
- The votes of a Member will be considered invalid on any of the following grounds
 - a) If a form other than the Postal Ballot form issued by the company is used.
 - b) If the Postal Ballot Form has not been signed by or on behalf of the Member.
 - c) If the Member's signature does not tally with the specimen signature with the Company.
 - d) If the Member has marked his/her/its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such manner that the aggregate Equity Shares voted for 'Assent' and 'Dissent' exceeded total number of Shares held.
 - e) If the Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - f) If the Postal Ballot Form is incomplete and incorrectly filled.
 - g) If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or neither assent or dissent is mentioned or if the signature could not be verified, or one or more of the above grounds.
 - h) The envelope containing the postal ballot form is received after the last date as specified above;
 - i) The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - j) Any competent authority has given directions in writing to the Company to freeze the voting rights of the Member.
- Duly completed Postal Ballot Form should reach The Scrutinizer at C/o Karvy Computershare Private Limited, Unit of ICICI Lombard General Insurance Company Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad - 500 032 not later than 5.00 p.m. on October 3, 2018. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
- In case a Member is desirous of obtaining a duplicate copy of a Postal Ballot Form or desirous any guidance pertaining to Postal Ballot Forms can write to the Company's Registrar & Transfer Agent at Karvy Computershare Private Limited, Unit of ICICI Lombard General Insurance Company Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad - 500 032 or may write to Karvy on the email id: einward.ris@karvy.com or he/she may send an e-mail to investors@icicilombard.com. The RTA/Company shall forward the same along with postage pre-paid self-addressed BRE to the Member.
- Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed Business Reply Envelopes as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
- For every Folio No./DP ID/Client ID, there will be only one Postal Ballot Form/e-voting irrespective of the number of joint-holder(s). Voting rights in the Postal Ballot/e-voting cannot be exercised by a proxy.
- In case of non-receipt of the Postal Ballot Form or for any query relating there to, the Members may contact the Company's Registrar and Share Transfer Agent, Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, UNIT: ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED or send an e-mail at investors@icicilombard.com
- The Scrutinizer will submit his report to the Chairperson or to any authorised person of the Company after completion of the scrutiny and the results of the Postal Ballot will be announced on or before October 5, 2018, at the registered office and will also be displayed on the website of the Company (www.icicilombard.com) and on the website of Karvy Computershare Private Limited (<https://evoting.karvy.com>) besides being communicated to the Stock Exchanges.
- For detailed instruction on e-voting, please refer to the note k to the Postal Ballot Notice.
- **SEBI notification related to physical share transfers:-** SEBI vide notification dated June 8, 2018 have conveyed amendment to Regulation 7 and 40 of SEBI (Listing Obligation and Disclosures Requirement) Regulations, 2015, which shall come into force with effect from December 5, 2018. Accordingly, effective December 5, 2018 except in cases of transmission or transposition, transfer of securities of Company cannot be processed unless the securities are held in Dematerialized form with a depository. The implication of this amendment i.e. post December 5, 2018 equity shares of the Company which are held in physical form by some shareholders can be continued to be held in Physical form, but cannot be further transferred by the Company or its R&T Agents except in case of transmission and transposition matters.