

Ref. No.: MUM/SEC/210-11/2024

November 13, 2023

To,  
The Manager,  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai – 400001

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

Scrip Code: Equity (BSE: 540716/ NSE: ICICIGI); Debt (NSE: ILGI29)

Dear Sir/ Madam,

**Subject: Declaration of voting results of Postal Ballot alongwith the report issued by the Scrutinizer**

We refer to our earlier letter dated October 11, 2023 in respect of Postal Ballot Notice dated October 11, 2023 seeking approval of Members of the Company through postal ballot to transact the Special business, pertaining to appointment of Mr. Sanjeev Mantri (DIN: 07192264) as the Managing Director & Chief Executive Officer of the Company for a period of five (5) consecutive years effective December 1, 2023, by way of an Ordinary Resolution.

The remote e-voting facility was provided to those Members, holding shares as on cut-off date i.e. Friday, October 6, 2023, by KFin Technologies Limited, Registrar & Transfer Agent of the Company. The remote e-voting period commenced from Thursday, October 12, 2023 at 9:00 a.m. (IST) and concluded on Friday, November 10, 2023 at 5:00 p.m. (IST).

The above mentioned Ordinary Resolution have been passed by the Members, with requisite majority. The Resolution is deemed to have been passed on the last date specified for remote e-voting i.e. Friday, November 10, 2023.

In this regard, please find enclosed the following disclosures:

1. Scrutinizer Report dated November 13, 2023 on remote e-voting; and
2. Voting results in the format prescribed under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

You are requested to take the same on records.

Thanking you,

Yours Sincerely,

**For ICICI Lombard General Insurance Company Limited**



**Vikas Mehra**  
**Company Secretary**

**Encl. As above**

**Report of Scrutinizer**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

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,

**Report on Postal Ballot e-voting of ICICI Lombard General Insurance Company Limited ("the Company")**

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 8331), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai - 400053, had been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process ("remote e-voting") in respect of the Ordinary Resolution for appointment of Mr. Sanjeev Mantri (DIN: 07192264) as the Managing Director & Chief Executive Officer of the Company pursuant to the Postal Ballot Notice dated October 11, 2023, issued under Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, read with the General Circular Nos. 14/ 2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022 , 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and pursuant to Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 and other applicable laws and regulations.

The Postal Ballot Notice dated October 11, 2023 along with explanatory statement setting out material facts under Section 102 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 / List of Beneficial Owners as maintained by Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by KFin Technologies Limited ("KFinTech") for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e., Friday, October 6, 2023 were entitled to vote on the resolution as contained in the Postal Ballot Notice.

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The voting period for remote e-voting commenced on Thursday, October 12, 2023 at 09:00 a.m. (IST) and concluded on Friday, November 10, 2023 at 05:00 p.m. (IST) and the e-voting module was disabled by KFintech for voting thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the KFintech 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 Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution 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 for the votes cast in favour, invalid or against the said Resolution.

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

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**Resolution 1: Ordinary Resolution****Appointment of Mr. Sanjeev Mantri (DIN: 07192264) as the Managing Director & Chief Executive Officer ("MD & CEO") of the Company.**(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
7,171	42,36,09,530	99.75

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

Number of Members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
76	10,51,791	0.25

(iii) **Invalid** votes:

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

Digitally signed by Mitesh Dilip Dhabliwala  
 DN: cn=Mitesh Dilip Dhabliwala, o=ICICI Lombard General Insurance Company Limited, email=Mitesh.Dhabliwala@icicilombard.com, serial=4545  
 Date: 2023.11.13 12:22:25 +05'30'

**Mitesh Dilip Dhabliwala**  
 Signature:  
 Name: Mitesh Dhabliwala  
 Scrutinizer  
 FCS: 8331 CP: 9511  
 UDIN: F008331E001837235  
 P/R No. 1129/2021

Date: November 13, 2023  
 Place: Mumbai

Digitally signed by Vikas Mehra  
 Date: 2023.11.13 12:34:01 +05'30'

**Vikas Mehra**  
 Mr. Vikas Mehra  
 Company Secretary  
 Membership No: A12117  
 (Person Authorized by the Chairperson)  
 ICICI Lombard General Insurance Company Limited

<b>Company Name</b>	ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED
<b>Date of the AGM/EGM</b>	Not Applicable
<b>Total number of shareholders on record date</b>	265919
<b>No. of shareholders present in the meeting either in person or</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable

<b>Resolution required: (Ordinary/ Special)</b>	ORDINARY - Appointment of Mr. Sanjeev Mantri (DIN: 07192264) as the Managing Director & Chief Executive Officer ("MD & CEO") of the Company.							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	23,58,43,806	23,58,43,806	100.0000	23,58,43,806	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	20,12,80,255	16,81,41,300	83.5359	16,70,92,028	10,49,272	99.3759	0.6240
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5,42,61,792	2,06,76,215	38.1046	2,06,73,696	2,519	99.9878	0.0121
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>49,13,85,853</b>	<b>42,46,61,321</b>	<b>86.4212</b>	<b>42,36,09,530</b>	<b>10,51,791</b>	<b>99.7523</b>	<b>0.2477</b>

**For ICICI Lombard General Insurance Company Limited**

**Vikas Mehra**  
**Company Secretary**