



Ref. No.: MUM/SEC/145-09/2025

September 10, 2024

To,  
The Manager  
Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

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 – 400 051

**Scrip code: Equity (BSE: 540716/ NSE: ICICIGI)**

Dear Sir/Madam,

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

We refer to our earlier letter dated August 9, 2024, intimating Postal Ballot Notice seeking approval of the Members of the Company to appoint Mr. Rajive Kumar (DIN: 06620110) as a Non-executive, Independent Director of the Company for a period of five (5) consecutive years effective from July 19, 2024 to July 18, 2029.

In this regard, please find enclosed herewith following:

1. Scrutinizer Report dated September 10, 2024 on remote e-voting issued pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder; and
2. Voting results in the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Members of the Company have passed the Special Resolution as mentioned in the Postal Ballot Notice with requisite majority. The Resolution is deemed to have been passed on the last date specified for remote e-voting i.e. Sunday, September 8, 2024.

The Company will make the above information available on its website at [www.icicilombard.com](http://www.icicilombard.com).

### **ICICI Lombard General Insurance Company Limited**

IRDA Reg. No. 115  
Mailing Address:  
601 & 602, 6<sup>th</sup> Floor, Interface 16,  
New Linking Road, Malad (West),  
Mumbai - 400 064

CIN: L67200MH2000PLC129408  
Registered Office:  
ICICI Lombard House, 414, Veer Savarkar Marg,  
Near Siddhi Vinayak Temple, Prabhadevi,  
Mumbai - 400 025

Toll free No. : 1800 2666  
Alternate No.: +91 8655222666 (Chargeable)  
Email: [customersupport@icicilombard.com](mailto:customersupport@icicilombard.com)  
Website: [www.icicilombard.com](http://www.icicilombard.com)



You are requested to kindly take the same on your records.

Thanking you.

Yours faithfully,

**For ICICI Lombard General Insurance Company Limited**

A handwritten signature in blue ink, appearing to read "Vikas Mehra".

**Vikas Mehra  
Company Secretary**

**Encl. As above**

**ICICI Lombard General Insurance Company Limited**

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**Email: [customersupport@icicilombard.com](mailto:customersupport@icicilombard.com)**

**Website: [www.icicilombard.com](http://www.icicilombard.com)**

**Managing Partner**  
**CS Nrupang B. Dholakia**  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
**(COMPANY SECRETARIES)**

**Designated Partner**  
**CS Michelle Martin**  
B.Com, A.C.S, L.L.B

**SCRUTINIZER'S REPORT**

*[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 Siddhi Vinayak Temple,  
Prabhadevi,  
Mumbai – 400 025

**SUB: SCRUTINIZER'S REPORT ON THE POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS FOR THE SPECIAL RESOLUTION AS SET OUT IN THE NOTICE OF THE POSTAL BALLOT DATED AUGUST 8, 2024**

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Dear Sir,

1. **Dholakia & Associates LLP, Practicing Company Secretaries** ("firm") was appointed as the scrutinizer by the Board of Directors of ICICI Lombard General Insurance Company Limited ("the Company") on July 19, 2024 to scrutinize the postal ballot e-voting process ("remote e-voting") in a fair and transparent manner in respect of Special Resolution for appointment of Mr. Rajive Kumar (DIN:06620110) as a Non-executive, Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years, with effect from July 19, 2024 to July 18, 2029 pursuant to the Postal Ballot Notice dated August 8, 2024 issued under section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 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"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations - (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), and in accordance with the General Circular No. 09/2023 dated September 25, 2023 read with earlier Circulars, issued by the Ministry of Corporate Affairs in this regard ("MCA Circulars").
2. I, **CS Nrupang B. Dholakia**, Managing Partner of the firm, submit my report as under:
  - 2.1 The Company completed the dispatch of Notice of postal ballot along with explanatory statement through electronic mode to the Members whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by the National Securities Depository Limited and Central Depository Services (India) Limited ("the Depositories") as at the close of business hours on Friday, August 2, 2024 ('cut-off date') and whose e-mail IDs were registered with the Company/Registrar and Transfer Agent of the Company/Depositories, pursuant to MCA Circulars for conduct of postal ballot.

**Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.**

**Tel No. +91 22 35501554. E-Mail: [info@dholakia-associates.com](mailto:info@dholakia-associates.com) LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR**

**Managing Partner**  
**CS Nrupang B. Dholakia**  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
**(COMPANY SECRETARIES)**

**Designated Partner**  
**CS Michelle Martin**  
B.Com, A.C.S, L.L.B

- 2.2 The postal ballot was conducted only through remote e-voting process pursuant to the applicable MCA Circulars, hence, postal ballot forms were not required to be sent by the Company.
  - 2.3 Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting by the Members on the Special Resolution as contained in the Notice of postal Ballot was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the remote e-voting process is conducted in a fair and transparent manner and render a scrutinizer's report on the remote e-voting process to the Chairperson on the Special Resolution.
  - 2.4 The Shareholders of the Company holding shares as on the cut-off date i.e. Friday, August 2, 2024 were entitled to vote on the Special Resolution as contained in the Notice of Postal Ballot.
  - 2.5 The remote e-voting period commenced on Saturday, August 10, 2024 at 09.00 a.m. (IST) and concluded on Sunday, September 8, 2024 at 5.00 p.m. (IST) and e-voting module was disabled by KFin Technologies Limited ("KFinTech"), the 'e-voting Agency' for voting thereafter.
  - 2.6 I have received a complete record of votes cast by e-voting mode on Monday, September 9, 2024 from KFinTech.
  - 2.7 Particulars of all the votes cast by electronic mode have been entered in a register separately maintained for the purpose in electronic mode.
  - 2.8 All the relevant records of remote e-voting will be e-mailed to Mr. Vikas Mehra, Company Secretary of the Company after the Chairperson considers, approves, and signs the Minutes of the Postal Ballot.
3. The votes cast by Corporate/Institutional Members who have uploaded the scanned certified true copy of the Board Resolution/Authority Letter, etc. or emailed at email ID: [scrutinizer@dholakia-associates.com](mailto:scrutinizer@dholakia-associates.com) or provided by the Company or Registrar and Transfer Agent of the Company or available with us have been considered valid.
  4. The Members who have abstained from voting in the e-voting have been treated as invalid.

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27AAKFD4117D1ZR**

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**CS Michelle Martin**  
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5. On proper scrutiny of all the postal ballot votes cast by way of remote e-voting and relying on the record of votes received from KFintech, I report the result of the postal ballot as under:

**RESOLUTION NO. 1 – SPECIAL RESOLUTION**

**APPOINTMENT OF MR. RAJIVE KUMAR (DIN: 06620110) AS A NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY**

Details of voting, as received from the e-voting agency is as follows:

Particulars	Number of Members who have cast their votes	No. of Equity Shares of the nominal value of Rs. 10/- each (votes cast)
Total votes received (members voted) *	2,430	43,46,65,023
<u>Less:</u> Total number of invalid votes (abstained votes)	31	5,88,315
<b>Total Number of valid votes (members voted) *</b>	<b>2,399</b>	<b>43,40,76,708</b>

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
2,268	43,05,81,920	99.19

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
133	34,94,788	0.81

\*2 Members have voted partially 'For' as well as 'Against' categories.

**Managing Partner**  
**CS Nrupang B. Dholakia**  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
**(COMPANY SECRETARIES)**

**Designated Partner**  
**CS Michelle Martin**  
B.Com, A.C.S, L.L.B

6. You may accordingly declare the result of the postal ballot remote e- voting.

NRUPANG  
BHUMITRA  
DHOLAKIA

Digitally signed by NRUPANG BHUMITRA  
DHOLAKIA  
DN: c=IN, o=Personal, postalCode=400051,  
st=Maharashtra,  
serialNumber=F00A47593E88457DD4E89694  
1E41EA908D75D67D25D19543EB5536991E0  
3998, cn=NRUPANG BHUMITRA DHOLAKIA  
Date: 2024.09.10 17:39:51 +05'30'

**CS Nrupang Bhumitra Dholakia**  
**Managing Partner**  
**Dholakia & Associates LLP**  
**(Company Secretaries)**  
**FCS: 10032 C. P. No. 12884**

**ICSI Unique Code: P2014MH034700**  
**Peer Review Certificate No: 2404/2022**  
**ICSI UDIN: F010032F001188429**  
**Place: Mumbai**  
**Date: September 10, 2024**

**Place: Mumbai**  
**Date: September 10, 2024**

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

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Mumbai – 400051.**

**Tel No. +91 22 35501554. E-Mail: [info@dholakia-associates.com](mailto:info@dholakia-associates.com) LLPIN AAC 9552 GSTIN:  
27AAKFD4117D1ZR**

## Report under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rajive Kumar (DIN:06620110) as a Non-executive, Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	255554473	255550678	99.9985	255550678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		255554473	255550678	99.9985	255550678	0	100.0000
Public-Institutions	E-Voting	204099430	178014416	87.2195	174865307	3149109	98.2310	1.7690
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		204099430	178014416	87.2195	174865307	3149109	98.2310
Public- Non Institutions	E-Voting	33789959	511614	1.5141	165935	345679	32.4336	67.5664
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		33789959	511614	1.5141	165935	345679	32.4336
<b>Total</b>		493443862	434076708	87.9688	430581920	3494788	99.1949	0.8051
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

**For ICICI Lombard General Insurance Company Limited**

**Vikas Mehra**  
Company Secretary