

**ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED**

**Corporate Governance Report for Quarter ending December 31, 2017**

<b>I. Composition of Board of Directors</b>										
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>DIN</b>	<b>PAN</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of cessation</b>	<b>Tenure (Years)</b>	<b>No of Directorship in listed entities including this listed entity</b>	<b>No of memberships in Audit/ Stakeholder Committee(s) including this listed entity</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity</b>
Ms.	Chanda Deepak Kochhar	00043617	AABPK9740Q	NED,ND,C & NED	01-Sep-2008			3	0	0
Mr.	Ved Prakash Chaturvedi	00030839	ADTPC3385Q	NED,ID	13-Jul-2016		1	1	0	1
Mr.	Uday Madhav Chitale	00043268	AAAPC8264G	NED,ID	19-Apr-2016		1	3	7	1
Mrs.	Lalita Dileep Gupte	00043559	AAEPG5696C	NED,ID	18-Oct-2016		1	6	6	2
Mr.	Kannan Narayanan Srinivasa	00066009	ABYPN5727C	NED,ND	01-May-2009			4	4	0
Mr.	Suresh Muthukrishna Kumar	00494479	AAGPM9061M	NED,ID	01-Jun-2016		1	1	2	1
Mr.	Ashvin Dhirajlal Parekh	06559989	AADPP5952B	NED,ID	18-Apr-2014		3	2	1	2
Mr.	Bhargav Dasgupta	00047728	AABPD9523A	ED	01-May-2009			1	1	0
Mr.	Alok Kumar Agarwal	03434304	ADCPA8452B	ED	19-Jan-2011			1	0	0
Mr.	Sanjeev Radheyshyam Mantri	07192264	AAFPM0064K	ED	02-May-2015			1	1	0

## **ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED**

### II. Composition of Committees

<b>Audit Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Ashvin Dhirajlal Parekh	NED,ID	Chairperson
2	Kannan Narayanan Srinivasa	NED,ND	Member
3	Lalita Dileep Gupte	NED,ID	Member
4	Uday Madhav Chitale	NED,ID	Member

<b>Stakeholders Relationship Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Suresh Muthukrishna Kumar	NED,ID	Chairperson
2	Sanjeev Radheyshyam Mantri	ED	Member
3	Bhargav Dasgupta	ED	Member
4	Kannan Narayanan Srinivasa	NED,ND	Member

<b>Risk Management Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Ved Prakash Chaturvedi	NED,ID	Member
2	Uday Madhav Chitale	NED,ID	Member
3	Lalita Dileep Gupte	NED,ID	Chairperson
4	Kannan Narayanan Srinivasa	NED,ND	Member
5	Bhargav Dasgupta	ED	Member
6	Ashvin Dhirajlal Parekh	NED,ID	Member
7	Suresh Muthukrishna Kumar	NED,ID	Member

<b>Nomination and Remuneration Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Chanda Deepak Kochhar	NED,ND,C & NED	Member
2	Uday Madhav Chitale	NED,ID	Chairperson
3	Lalita Dileep Gupte	NED,ID	Member
4	Ashvin Dhirajlal Parekh	NED,ID	Member

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<b>Policyholders Protection Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Ashvin Dhirajlal Parekh	NED,ID	Chairperson
2	Ved Prakash Chaturvedi	NED,ID	Member
3	Kannan Narayanan Srinivasa	NED,ND	Member
4	Bhargav Dasgupta	ED	Member

<b>Corporate Social Responsibility Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Uday Madhav Chitale	NED,ID	Chairperson
2	Ved Prakash Chaturvedi	NED,ID	Member
3	Kannan Narayanan Srinivasa	NED,ND	Member
4	Bhargav Dasgupta	ED	Member

<b>Investment Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Kannan Narayanan Srinivasa	NED,ND	Chairperson
2	Bhargav Dasgupta	ED	Member
3	Suresh Muthukrishna Kumar	NED,ID	Member
4	J. V. Prasad	Member	Member
5	S. Gopalakrishnan	Member	Member
6	Gopal Balachandran	Member	Member

**ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED**

<b>III. Meeting of Board of Directors</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
24-Aug-2017	17-Oct-2017	53
19-Jul-2017		
03-Jul-2017		

<b>IV. Meeting of Committees</b>				
<b>Name of the committee</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
Audit Committee	24-Aug-2017	Yes	17-Oct-2017	
Audit Committee		Yes	16-Oct-2017	
Stakeholders Committee		Yes	17-Oct-2017	
Risk Committee	18-Jul-2017	Yes	16-Oct-2017	

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## **ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED**

### **VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Sd/-**

**Name** : **VIKAS MEHRA**  
**Designation** : **Company Secretary**