



ICICI Lombard General Insurance Company Limited

ICICI Lombard General Insurance Company Limited ("our Company" or "the Company") was incorporated at Mumbai on October 30, 2000 as ICICI Lombard General Insurance Company Limited, a public limited company under the Companies Act, 1956, as amended. Our Company obtained the certificate of commencement of business on January 11, 2001 issued by the Registrar of Companies, Mumbai (the "RoC"). For details relating to the change in the registered office of our Company, see "History and Certain Corporate Matters" on page 178 of the Draft Red Herring Prospectus.

Registered Office: ICICI Lombard House, 414, Veer Savarkar Marg, Near Siddhivinayak Temple, Prabhadevi, Mumbai 400 025; **Tel:** (91 22) 6196 1100; **Fax:** (91 22) 6196 1323; **Corporate Office:** 15th Floor, Tower B, Peninsula Business Park, Lower Parel, Mumbai 400013; **Tel:** (91 22) 6196 1100; **Fax:** (91 22) 6196 1323; **Contact Person:** Vikas Mehra, Company Secretary and Compliance Officer **E-mail:** investors@icicilombard.com; **Website:** https://www.icicilombard.com; **Corporate Identity Number:** U67200MH2000PLC129408 **IRDAI Registration Number:** 115; **Date of Registration:** August 3, 2001

THE PROMOTER: ICICI BANK LIMITED

PUBLIC OFFER OF UP TO 86,247,187 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED FOR CASH AT A PRICE OF ₹ [-] PER EQUITY SHARE, THROUGH AN OFFER FOR SALE OF UP TO 31,761,478 EQUITY SHARES BY ICICI BANK LIMITED ("ICICI BANK" OR THE "PROMOTER SELLING SHAREHOLDER") AND UP TO 54,485,709 EQUITY SHARES BY FAL CORPORATION ("FAL" OR THE "INVESTOR SELLING SHAREHOLDER" AND TOGETHER WITH THE PROMOTER SELLING SHAREHOLDER, THE "SELLING SHAREHOLDERS"), AGGREGATING UP TO ₹ [-] MILLION ("OFFER"), INCLUDING A RESERVATION OF UP TO 4,312,359 EQUITY SHARES FOR PURCHASE BY ICICI BANK SHAREHOLDERS (AS DEFINED IN "DEFINITIONS AND ABBREVIATIONS") FOR CASH AT A PRICE OF ₹ [-] PER EQUITY SHARE AGGREGATING UP TO ₹ [-] MILLION ("ICICI BANK SHAREHOLDERS RESERVATION PORTION"). THE OFFER WOULD CONSTITUTE [-]% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL AND THE NET OFFER SHALL CONSTITUTE [-]% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

THE FACE VALUE OF THE EQUITY SHARES IS ₹10 EACH. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE GLOBAL CO-ORDINATORS AND BOOK RUNNING LEAD MANAGERS ("GCBRLMS") AND THE BOOK RUNNING LEAD MANAGERS ("BRLMS") AND WILL BE ADVERTISED IN ALL EDITIONS OF [-], ALL EDITIONS OF [-] AND [-] EDITION OF [-] (WHICH ARE ENGLISH, HINDI AND MARATHI NEWSPAPERS, MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE THE REGISTERED OFFICE OF OUR COMPANY IS LOCATED), EACH WITH WIDE CIRCULATION AT LEAST FIVE WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") FOR THE PURPOSE OF UPLOADING ON THEIR WEBSITES.

Corrigendum: Notice to Investors ("Notice")

This Notice is with reference to the draft red herring prospectus dated July 14, 2017 filed by our Company with Securities and Exchange Board of India ("SEBI") on July 14, 2017 in relation to the Offer (the "**Draft Red Herring Prospectus**"). The Investors may note the following:

The following items included in the Restated Financial Statements disclosed in the Draft Red Herring Prospectus shall stand modified in the manner indicated in the table below: (i) the deferred tax expense / income, profit after tax, balances brought forward / carried forward and basic and diluted EPS for the previous five financial years, and (ii) the reserves and surplus / debit balance in profit and loss account, and deferred tax asset / liability as of March 31, 2013, March 31, 2014, March 31, 2015 and March 31, 2016. These modifications were identified by the Company while undertaking the exercise of restatement of audited financial statements of the Company for the quarter ended June 30, 2017 to be included in the Red Herring Prospectus.

A. Changes to Profit and Loss Items

Particulars	Figures as reported in the DRHP (except basic and diluted earnings per share, ₹ in million)					Revised restated figures (except basic and diluted earnings per share, ₹ in million)				
	for the year ended March 31					for the year ended March 31				
	2017	2016	2015	2014	2013	2017	2016	2015	2014	2013
Deferred tax (Income)/ Expense	563.0	(257.1)	(620.1)	(180.4)	(287.3)	365.8	(269.9)	(617.3)	133.7	(14.0)
Profit after tax	6,221.0	5,040.7	5,858.2	5,514.8	3,801.0	6,418.2	5,053.5	5,855.4	5,200.7	3,527.7
Balance of Profit / (Loss) brought forward from last year	12,742.1	9,316.2	4,514.0	(1,000.8)	(4,801.8)	12,544.9	9,106.2	4,306.8	(893.9)	(4,421.6)
Balance carried forward to Balance sheet	17,072.3	12,742.1	9,316.2	4,514.0	(1,000.8)	17,072.3	12,544.9	9,106.2	4,306.8	(893.9)
Basic earnings per share of ₹ 10 face value	₹ 13.88	₹ 11.28	₹ 13.16	₹ 12.40	₹ 8.70	₹ 14.32	₹ 11.30	₹ 13.15	₹ 11.70	₹ 8.08
Diluted earnings per share of ₹ 10 face value	₹ 13.81	₹ 11.20	₹ 13.05	₹ 12.27	₹ 8.59	₹ 14.25	₹ 11.23	₹ 13.04	₹ 11.57	₹ 7.98

B. Changes to Balance Sheet Items

Particulars	Figures as reported in the DRHP (₹ in million)					Revised restated figures (₹ in million)				
	At March 31, 2017	At March 31, 2016	At March 31, 2015	At March 31, 2014	At March 31, 2013	At March 31, 2017	At March 31, 2016	At March 31, 2015	At March 31, 2014	At March 31, 2013
Sources of funds										
Reserves and Surplus	32,741.4	28,078.9	24,598.9	19,689.8	14,216.4	32,741.4	27,881.7	24,388.9	19,482.6	14,216.4
Application of funds										
Deferred tax asset	872.3	1,435.3	1,178.2	558.1	377.7	872.3	1,238.1	968.2	350.9	484.6
Debit balance in profit and loss account	-	-	-	-	1,000.8	-	-	-	-	893.9

The aforementioned figures appear, inter alia, in sections "Summary of Financial Information" and "Financial Statements" on pages 72, 74, 75, 224, 225, 229 and 230 of the Draft Red Herring Prospectus. Please note that the abovementioned figures stand modified (in the manner indicated above) in all the places where they appear in the Draft Red Herring Prospectus. Further, as a result of the above, certain other figures and ratios (which were derived using these figures) included in the Restated Financial Statements in the Draft Red Herring Prospectus shall also stand modified.

There is no change in the audited financial statements reported in the annual reports for the financial years ended March 31, 2017, March 31, 2016, March 31, 2015, March 31, 2014 and March 31, 2013. Further, there is no change in any of the amounts till profit before tax in the Restated Summary Statement of Profit & Loss Account in the Restated Financial Statements forming part of the Draft Red Herring Prospectus.

The Draft Red Herring Prospectus shall be read in conjunction with this Notice. The information in this Notice supplements the Draft Red Herring Prospectus and supersedes the information in the Draft Red Herring Prospectus to the extent inconsistent with the information in the Draft Red Herring Prospectus. The Draft Red Herring Prospectus accordingly stands amended to the extent stated hereinabove.

Relevant changes shall be reflected in the Red Herring Prospectus and the Prospectus as and when registered with the RoC and filed with SEBI and the Stock Exchanges.

Unless otherwise specified, all capitalized terms used herein shall have the same meaning ascribed to such terms in the Draft Red Herring Prospectus. For further details, please refer to the Draft Red Herring Prospectus.

For **ICICI Lombard General Insurance Company Limited**
On behalf of the Board of Directors

Place: Mumbai
Date: August 22, 2017

Sd/-
Company Secretary and Compliance Officer

Our Company is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the Draft Red Herring Prospectus with Securities and Exchange Board of India. The Draft Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, the websites of the GCBRLMs at www.ml-india.com, www.icicisecurities.com and www.iiflcap.com respectively and the BRLMs at www.india.claa.com, www.edelweissfin.com and www.jmfl.com, and the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com. Any potential investor should note that investment in Equity Shares involves a high degree of risk. For details, potential investors should refer to the section "Risk Factors" in the Red Herring Prospectus. Investors should not refer to the Draft Red Herring Prospectus filed with SEBI for making any investment decision. This announcement is not an offer of securities for sale in the United States. Any securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended ("U.S. Securities Act"), or any state securities laws of the United States, and may not be offered or sold in the United States absent registration under or an applicable exemption from, or in a transaction not subject to the registration requirements under, the U.S. Securities Act and applicable state securities laws of the United States. There is no intention to register any securities referred to herein in the United States or to make a public offering of the securities in the United States. Nothing in this communication shall constitute an offer to sell or the solicitation of an offer to buy securities in any jurisdiction in which such offer or sale would be unlawful.

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