

Combined Report of Scrutinizer for Remote e-Voting and e-Voting at AGM

To,

Smt. Alice G. Vaidyan

The Chairperson of 46th Annual General Meeting of General Insurance Corporation of India
Held on Wednesday, 5th September, 2018 at 3.00 p.m. at "Y. B. Chavan Auditorium",
Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai - 400 021.

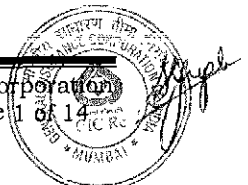
Dear Madam,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **General Insurance Corporation of India ("the Company")** pursuant to Section 108 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the e-Voting at Annual General Meeting (Instapoll-e-voting) for the resolutions contained in the Notice of 46th Annual General Meeting ("the Meeting"& "AGM") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolutions.
2. After the time fixed for the voting by the Chairperson, e-voting at the AGM was provided by the Company and Karvy Computershare Private Limited ("Karvy") was appointed by the Company to provide the said facility.
3. Karvy issued Password slips to the shareholders at the time of entry at the venue of the Meeting after ascertaining that the said shareholder has not exercised his/her vote through Remote e-voting.
4. Karvy provided Tablets to the Members for e-voting at the AGM whereby the votes cast by the shareholders, were electronically registered in the system of Karvy.
5. The e-voting at the AGM was conducted in my presence and in presence of my authorised representatives.
6. The e-voting at the AGM was unblocked at Mumbai by Karvy after the conclusion of the AGM and the Excel File containing the Result was opened in the presence of Mr. Vishvesh G. Bhagat and Mr. Lalit B. Shah who are not in the employment of the Company.(Declaration attached)

Scrutinizer's Report – Combined (Remote e-Voting and e-Voting at AGM) – General Insurance Corporation of India – 46th AGM

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7. The Remote e-Voting commenced on August 31, 2018 (9:00 am) (IST) and was closed on September 4, 2018 (5.00 pm) (IST).
8. The Remote e-Voting Result was unblocked at Mumbai from the website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com after votes cast by e-voting at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Vishvesh G. Bhagat and Mr. Lalit B. Shah who are not in the employment of the Company. **(Declaration attached)**
9. The Votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: gicreagm2018@dholakia-associates.com or have uploaded on the website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com or provided to the Company have been considered valid.
10. Members who had exercised their vote through Remote e-Voting were not allowed to vote at the AGM in compliance with Rule 20(4)(xiii) of Companies (Management and Administration) Rules, 2014.
11. **The Combined Result (Remote e-Voting + Voting at AGM) is as under:**

1. **Item No 1: To receive, consider and adopt the Audited Financial Statements of the Corporation for the financial year ended 31st March, 2018, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	361	1,68,72,50,217
Less: Total Number of Invalid Votes (Refer Point No. 9)	NIL	NIL
Total Number of Valid Votes	361	1,68,72,50,217
B. e-Voting at AGM		
Total Votes received	133	95,477
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	133	95,477



C. Combined (A+B)		
Total Votes received	494	1,68,73,45,694
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	494	1,68,73,45,694

(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
A. Remote e-Voting		
342	1,68,71,31,170	99.99294
B. e-Voting at AGM		
131	55,581	58.21402
C. Combined (A+B)		
473	1,68,71,86,751	99.99058

(ii) Voted against the resolution:

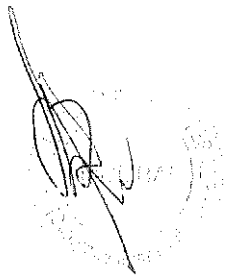
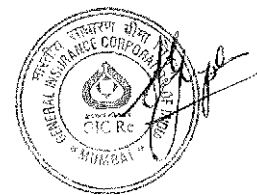
Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
11	804	0.00005
B. e-Voting at AGM		
2	39,896	41.78598
C. Combined (A+B)		
13	40,700	0.00241

(iii) Abstained for the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
8	1,18,243	0.00701
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
8	1,18,243	0.00701

2. Item No 2: To declare the dividend of Rs. 13.5 per equity share for the Financial Year 2017-18, as recommended by the Board of Directors.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	361	1,68,72,50,219
Less: Total Number of Invalid Votes (Refer Point No. 9)	NIL	NIL
Total Number of Valid Votes	361	1,68,72,50,219
B. e-Voting at AGM		
Total Votes received	133	95,477
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	133	95,477
C. Combined (A+B)		
Total Votes received	494	1,68,73,45,696
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	494	1,68,73,45,696

(i) Voted in favour of the resolution:

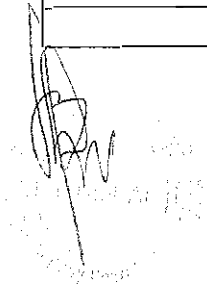
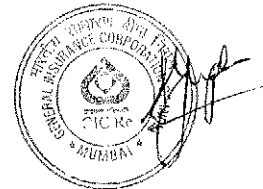
Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
350	1,68,71,52,884	99.99423
B. e-Voting at AGM		
130	55,517	58.14699
C. Combined (A+B)		
480	1,68,72,08,401	99.99186

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
7	698	0.00004
B. e-Voting at AGM		
3	39,960	41.85301
C. Combined (A+B)		
10	40,658	0.00241

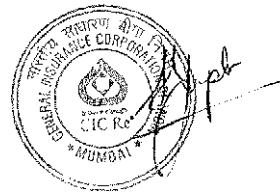
(iii) Abstained for the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
4	96,637	0.00573
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
4	96,637	0.00573

3. Item No 3: To fix the remuneration of Auditors for the year 2018-19

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	361	1,68,72,50,131
Less: Total Number of Invalid Votes (Refer Point No. 9)	NIL	NIL
Total Number of Valid Votes	361	1,68,72,50,131
B. e-Voting at AGM		
Total Votes received	133	95,477
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	133	95,477
C. Combined (A+B)		
Total Votes received	494	1,68,73,45,608
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	494	1,68,73,45,608

(i) Voted in favour of the resolution:

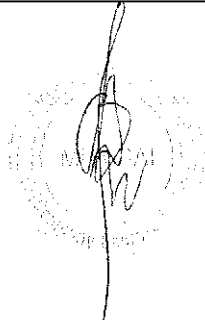
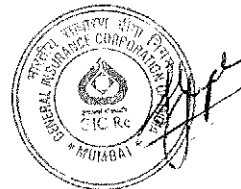
Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
337	1,68,71,50,978	99.99412
B. e-Voting at AGM		
131	55,581	58.21402
C. Combined (A+B)		
468	1,68,72,06,559	99.99176

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
16	1,228	0.00007
B. e-Voting at AGM		
2	39,896	41.78598
C. Combined (A+B)		
18	41,124	0.00244

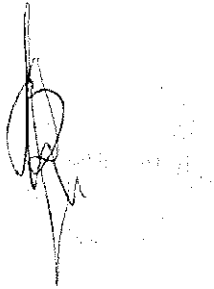
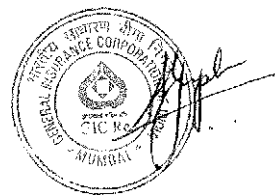
(iii) Abstained for the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
8	97,925	0.00581
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
8	97,925	0.00580

4. Item No 4: To appoint a Director in place of Smt. Alice G. Vaidyan (DIN: 07394437), who retires by rotation and being eligible, offers herself for reappointment.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	361	1,68,72,50,148
Less: Total Number of Invalid Votes (Refer Point No. 9)	NIL	NIL
Total Number of Valid Votes	361	1,68,72,50,148
B. e-Voting at AGM		
Total Votes received	133	95,477
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	133	95,477
C. Combined (A+B)		
Total Votes received	494	1,68,73,45,625
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	494	1,68,73,45,625

(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
A. Remote e-Voting		
321*	1,68,71,37,010	99.99329
B. e-Voting at AGM		
130	55,453	58.07996
C. Combined (A+B)		
451	1,68,71,92,463	99.99092

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
33*	14,829	0.00088
B. e-Voting at AGM		
3	40,024	41.92004
C. Combined (A+B)		
36	54,853	0.00325

(iii) Abstained for the resolution:

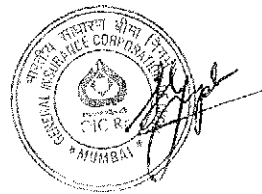
Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
8	98,309	0.00583
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
8	98,309	0.00583

One (1) Member voted 'FOR' and 'AGAINST' partially.



5. Item No 5: Appointment of Smt. Sashikala Muralidharan (DIN: 08036523) as Director of the Corporation.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	361	1,68,72,50,132
Less: Total Number of Invalid Votes (Refer Point No. 9)	NIL	NIL
Total Number of Valid Votes	361	1,68,72,50,132
B. e-Voting at AGM		
Total Votes received	133	95,477
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	133	95,477
C. Combined (A+B)		
Total Votes received	494	1,68,73,45,609
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	494	1,68,73,45,609

(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
A. Remote e-Voting		
318*	1,68,45,94,554	99.84261
B. e-Voting at AGM		
131	55,581	58.21402
C. Combined (A+B)		
449	1,68,46,50,135	99.84025

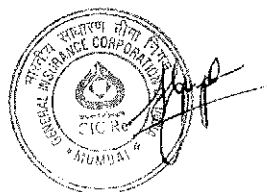
(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
36*	25,57,653	0.15159
B. e-Voting at AGM		
2	39,896	41.78598
C. Combined (A+B)		
38	25,97,549	0.15394

(iii) Abstained for the resolution:

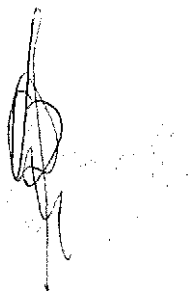
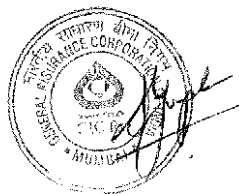
Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
8	97,925	0.00580
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
8	97,925	0.00581

* One (1) Member voted 'FOR' and 'AGAINST' partially.

6. **Item No 6: Appointment of Smt. Usha Ramaswamy (DIN: 08190310) as Director of the Corporation.**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	361	1,68,72,50,132
Less: Total Number of Invalid Votes (Refer Point No. 9)	NIL	NIL
Total Number of Valid Votes	361	1,68,72,50,132
B. e-Voting at AGM		
Total Votes received	133	95,477
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	133	95,477
C. Combined (A+B)		
Total Votes received	494	1,68,73,45,609
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	494	1,68,73,45,609

(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
A. Remote e-Voting		
319*	1,68,45,94,332	99.84260
B. e-Voting at AGM		
131	55,581	58.21402
C. Combined (A+B)		
450	1,68,46,49,913	99.84024

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
35*	25,57,747	0.15159
B. e-Voting at AGM		
2	39,896	41.78598
C. Combined (A+B)		
37	25,97,643	0.15395

(iii) Abstained for the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
9	98,053	0.00581
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
9	98,053	0.00581

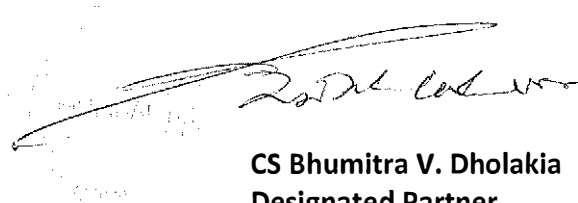
* Two (2) Members voted 'FOR' and 'AGAINST' partially.



12. You may accordingly declare the result of the Remote e-Voting and e-Voting at AGM.
13. The Register of Remote e-Voting and Register of e-voting at AGM will be e-mailed to Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the AGM.

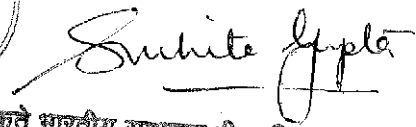
Thanking you,

Yours faithfully,



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai
Date: 6th September, 2018



कृते भारतीय साधारण बीमा निगम मुंबई
For General Insurance Corporation of India



सुचिता गुप्ता
Suchita Gupta
महानिदेशक
General Manager
&
कंपनी सचिव
Company Secretary


TO WHOMSOEVER IT MAY CONCERN

We, Vishvesh G. Bhagat and LALIT B. SHAH hereby state that the Excel Sheet containing the Results of Remote e-Voting of **General Insurance Corporation of India ("the Company")** for the 46th Annual General Meeting of the Company held on Wednesday, 5th September, 2018 at 3.00 p.m. at "Y. B. Chavan Auditorium", Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai - 400 021 was unblocked from the website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: VISHNESH. G. BHAGAT

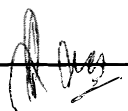
Address: C/12, Parvati Mansion, 214, D.S.D. B Marg
Grant Road Mumbai - 400 027

Signature: 

Witness 2

Name: LALIT B. SHAH

Address: G NED KRISHNA KUNJ KANDIVALI VILLAGE - W
OFF. M. G. ROAD. MUMBAI - 400067

Signature: 


TO WHOMSOEVER IT MAY CONCERN

We, Vishvesh. A. Bhargat and LALIT B SHAH hereby state that the Excel Sheet containing the Results of Instapoll (e-voting at venue), in which Equity Shareholders of **General Insurance Corporation of India ("the Company")** for the 46th Annual General Meeting of the Company held on Wednesday, 5th September, 2018 at 3.00 p.m. at "Y. B. Chavan Auditorium", Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai - 400 021 was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: VISHVESH G BHARGAT

Address: c/12, Parvati, 1st Lane, 214, Ds. D.B. Marg
Grant Road Mumbai - 400 007

Signature: 

Witness 2

Name: LALIT B. SHAH

Address: 5 NEW KRISHNA KUNJ KANDIVALI VILLAGE - W
OFF N.G ROAD - MUMBAI - 400067

Signature: 