

April 30, 2020

General Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001

Vice President
Listing Department
National Stock Exchange of India Limited
'Exchange Plaza',
Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051

Dear Sir/Madam,

Subject: Compliance Certificate under Regulation 7(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Pursuant to Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company confirms that it has complied with the activities pertaining to share transfers, both in physical and electronic mode. In this regard, the Company has appointed KFin Technologies Private Limited, as Registrar and Transfer Agent ('KFIN' or 'RTA') for providing requisite services. The certificate issued by the authorised representative of KFIN, confirming compliance, is enclosed pursuant to the provisions of aforementioned regulation.

You are requested to kindly take the same on records.

Thanking you.

Yours sincerely,

For ICICI Prudential Life Insurance Company Limited



Vyoma Manek
Company Secretary
ACS 20384

COMPLIANCE CERTIFICATE

THIS IS TO CERTIFY that, KFIN TECHNOLOGIES PRIVATE LIMITED (KFIN) is providing Registry and Share Transfer services to ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED and having the valid agreement in the form of Memorandum of Understanding (MOU).

FURTHER CERTIFIED that KFIN:

- a. Holds and continues to hold requisite certificate as Category I Registrar & Share Transfer Agent vide SEBI Registration No. INR000000221 issued by Securities Exchange Board of India (SEBI).
- b. Handling all activities in relation to physical share transfer facility and maintaining related documents/correspondence for all the transactions in physical in respect of the Company as per the regulations.
- c. Maintaining the data in respect of investors holding shares in electronic form (Demat) as received from the depositories for a minimum period of one year.

THIS CERTIFICATE is issued in compliance of Regulation 7(3) of the provisions of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.

For KFIN TECHNOLOGIES PRIVATE LIMITED

M R V Subrahmanyam
Head Operations - Corporate Registry

Place : Hyderabad
Date :29/04/2020

KFin Technologies Private Limited

(Formerly known as "Karvy Fintech Private Limited")

Registered & Corporate Office

Selenium Building, Tower-B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India, 500032.

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