



April 12, 2019

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Certificate from the Compliance Officer of the Company and the authorised representative of the Transfer Agent for half year ended March 31, 2019.

Request you to take the same on records.

Thanking you.

Yours sincerely,

For ICICI Prudential Life Insurance Company Limited

Vyoma Manek
Company Secretary
ACS 20384

Encl.: As above

COMPLIANCE CERTIFICATE

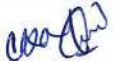
THIS IS TO CERTIFY that, KARVY FINTECH PRIVATE LIMITED (KFPL) is providing Registry and Share Transfer services to ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED and having the valid agreement in the form of Memorandum of Understanding (MOU).

FURTHER CERTIFIED that KFPL:

- 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 KARVY FINTECH PRIVATE LIMITED


Authorized Signatory

Place : Hyderabad
Date : 02/04/2019



for ICICI Prudential Life Insurance Company Ltd.


Vyoma Manek
Company Secretary

U72400TG2017PTC117649

Karvy Fintech Private Limited (KFPL)
(Formerly known as KCPL Advisory Services Private Limited)

Registered & Corporate Office

"Karvy Selenium Tower-B", Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500032, Telangana.
Ph : +91 40 6716 2222, 3321 1000 | www.karvyfintech.com | CIN : ~~U67200TG2017PTC117649~~