

May 4, 2021

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

Dear Sir/Madam,

**Subject: Undertaking pursuant to Regulation 57(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

This is with reference to the issuance of 12000 Unsecured, Subordinated, Listed, Rated, Redeemable, Non-Cumulative, Taxable, Non-Convertible Debentures ('NCDs') of ₹ 10 lakhs each aggregating to ₹ 1200 Crores (Rupees Twelve Hundred Crores only) by the Company in November 2020 and listed subsequently on National Stock Exchange of India Limited.

In this regard, pursuant to Regulation 57(2) of SEBI Listing Regulations, we hereby undertake that all the documents and intimations required to be submitted to Axis Trustee Services Limited, the Debenture Trustee, in terms of the Trust Deed and SEBI (Issue and Listing of Debt Securities) Regulations, 2008, in respect of the NCDs, have been complied with.

Thanking you.

Yours sincerely,

**For ICICI Prudential Life Insurance Company Limited**



**Sonali Chandak**  
**Company Secretary**  
**ACS 18108**