

August 9, 2019

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sir/Madam,

Sub: Summary of the proceedings of the Annual General Meeting and Declaration of Voting results

This is further to our letter of even date *vide* which we have submitted the Consolidated Report issued by the Scrutinizer.

Pursuant to Regulation 30 read with Schedule III & Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the below mentioned documents:

1. Summary of the proceedings of the Annual General Meeting.
2. Voting results in the prescribed format.

Yours faithfully,
For ICICI Bank Limited


Ranganath Athreya
Company Secretary

Encl : As above

Summary of proceedings of the Twenty-Fifth Annual General Meeting of ICICI Bank Limited held on Friday, August 9, 2019

The Twenty-Fifth Annual General Meeting (AGM) of the Members of the Bank was held on Friday, August 9, 2019 at 11.45 a.m. at Professor Chandravadan Mehta Auditorium, General Education Centre, Opposite D. N. Hall Ground, The Maharaja Sayajirao University, Pratapgunj, Vadodara 390 002.

Mr. Girish Chandra Chaturvedi, Non-Executive (part-time) Chairman of the Bank, chaired the meeting.

The Meeting was attended by 426 Members in person, by proxy and through authorised representatives.

The following Directors were present:

1. Mr. Girish Chandra Chaturvedi, Chairman
2. Mr. S. Madhavan, non-executive Independent Director
3. Ms. Neelam Dhawan, non-executive Independent Director and Chairperson of the Board Governance, Remuneration & Nomination Committee
4. Mr. Radhakrishnan Nair, non-executive Independent Director
5. Ms. Rama Bijapurkar, non-executive Independent Director
6. Mr. B. Sriram, non-executive Independent Director
7. Mr. Uday Chitale, non-executive Independent Director and Chairman of the Audit Committee
8. Mr. Anup Bagchi, Executive Director
9. Mr. Sandeep Bakhshi, Managing Director & Chief Executive Officer
10. Ms. Vishakha Mulye, Executive Director

Mr. Hari L Mundra, non-executive Independent Director and Mr. Lalit Kumar Chandel Government Nominee Director could not attend the AGM due to their personal commitments. Mr. Hari L Mundra, Chairman of the Stakeholders Relationship Committee had authorised Mr. Uday Chitale, Member of the Stakeholders Relationship Committee to attend this Meeting in his absence.

Mr. Sandeep Batra, Executive Director (Designate), Mr. Rakesh Jha, Group Chief Financial Officer, and Mr. Ranganath Athreya, Company Secretary were present at the Meeting.

The authorised representatives of Statutory Auditors and Secretarial Auditors of the Bank were also present at the Meeting.



The requisite quorum being present, the Chairman declared the Meeting to be in order and welcomed the Members. The Chairman thereafter introduced all the officials on the dais and informed that the register of proxies, instruments of proxy, other statutory registers as required under the CA2013, Auditors Report, Secretarial Audit Report and documents referred in the Notice of AGM dated May 6, 2019 were open for inspection by the Members. He informed the Members that as required under Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, a certificate from the statutory auditors of the Bank, stating that the Employee Stock Option Scheme of the Bank has been implemented in accordance with the said regulations, has been obtained by the Bank and was placed at the Meeting.

With the consent of the Members present, the Notice convening the Twenty-Fifth AGM was taken as read. The Chairman informed the Members that there were no qualifications, observations or comments or other remarks in the Auditors Report on the financial transactions or matters, which have any adverse effect on the functioning of the Company. He then requested Mr. Ranganath Athreya to read out the key segments of the Auditors Report. Mr. Athreya read the key segments of the Auditors Report and with the consent of the Members present, the rest of the Auditors Report was taken as read.

The Chairman also informed the Members that there were no qualifications, observations or comments or other remarks in the Secretarial Audit Report which have any material adverse effect on the functioning of the Company. With the consent of the Members present, the Secretarial Audit Report was taken as read.

The Chairman then invited Members to speak and raise queries pertaining to the Agenda of the meeting.

Mr. Sandeep Bakhshi provided requisite clarification and information on the various queries raised by the Members.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the CA2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Bank had extended the Remote e-Voting facility to the Members of the Bank in respect of the business to be transacted at the AGM as set out in the Notice of AGM dated May 6, 2019. The Chairman further informed that the Remote e-Voting facility had commenced at 9.00 a.m. IST on Tuesday, August 6, 2019 and ended on 5.00 p.m. IST on Thursday, August 8, 2019. The Chairman also informed that to facilitate the Members who could not cast their votes through Remote e-Voting, the Bank had provided the facility for electronic voting at the AGM venue.



The Chairman informed the Members that the Board had appointed Mr. Alwyn D'souza of Alwyn D'Souza & Co., Practicing Company Secretaries as the scrutinizer to scrutinize the remote e-voting process and electronic voting at the AGM, in a fair and transparent manner.

The Chairman authorised any Executive Director or the Company Secretary of the Bank to declare the results of the remote e-voting as well as electronic voting done at the AGM venue through announcing the results to the stock exchanges as well as by hosting the results on the website of the Bank and alongwith the consolidated scrutinizer's report and these would be recorded as part of the proceedings of the AGM. The Chairman then thanked the Members for their co-operation and suggestions and declared the meeting as closed.

The following items of business were transacted through remote e-Voting and through electronic voting at the AGM venue:

Ordinary Business:

1. To receive, consider and adopt the financial Statements for the financial year ended March 31, 2019 together with the Reports of the Directors and the Auditors.
2. Declaration of dividend on equity shares.
3. Re-appointment of Mr. Anup Bagchi (DIN:00105962) who retires by rotation and, being eligible, offers himself for re-appointment.
4. Appointment of M/s Walker Chandiook & Co LLP, Chartered Accountants (Registration No. 001076N/N500013) as Statutory Auditors.
5. Appointment of Branch Auditors.

Special Business:

6. Appointment of Mr. Hari L. Mundra (DIN: 00287029) as an Independent Director.
7. Appointment of Ms. Rama Bijapurkar (DIN: 00001835) as an Independent Director.
8. Appointment of Mr. B. Sriram (DIN: 02993708) as an Independent Director.
9. Appointment of Mr. Subramanian Madhavan (DIN: 06451889) as an Independent Director.
10. Appointment of Mr. Sandeep Bakhshi (DIN: 00109206) as a Managing director and Chief Executive Officer and fix his remuneration.



11. Appointment of Mr. Sandeep Batra (DIN: 03620913) as a Director.
12. Appointment of Mr. Sandeep Batra (DIN: 03620913) as a Wholetime Director (designated as Executive Director) and fix his remuneration
13. Revision in remuneration of Mr. N. S. Kannan (DIN: 00066009).
14. Revision in remuneration of Ms. Vishakha Mulye (DIN: 00203578).
15. Revision in remuneration of Mr. Vijay Chandok (DIN: 01545262).
16. Revision in remuneration of Mr. Anup Bagchi (DIN: 00105962).
17. Alterations to Memorandum of Association.
18. Adoption of revised Articles of Association.

Basis the consolidated Scrutinizer's report dated August 9, 2019, all resolutions as set out in the Notice of the AGM dated May 6, 2019 were passed by the Members with requisite majority.



Date of Annual General Meeting

August 09, 2019

Total number of shareholders on cut off date (August 2, 2019)

871,988

No. of shareholders present in the meeting either in person or through proxy

Promoters and Promoter Group :

Not Applicable

Public :

426

No of shareholders who attended the meeting through video conferencing:

Promoters and Promoter Group :

0

Public :

0

Agenda-wise disclosure (to be disclosed separately for each agenda item)

As disclosed below

Resolution required : (Ordinary/Special)

Item No.1 - Adoption of Financial Statements for the financial year ended March 31, 2019

Whether promoter/ promoter group are interested in the agenda/ resolution?

No.

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) $\frac{[(4)/(2)]}{100}$	(7) $\frac{[(5)/(2)]}{100}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,414,741,552	74.63	4,414,741,552	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,414,741,552	74.63	4,414,741,552	-	100.00	-
Public - Non Institutions	E-Voting	539,120,212	24,390,167	4.52	24,374,936	15,231	99.94	0.0624
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	24,390,167	4.52	24,374,936	15,231	99.94	0.06
Total		6,454,738,031	4,439,131,719	68.77	4,439,116,488	15,231	100.00	0.00



Resolution required : (Ordinary/~~Special~~)

Item No.2 - Declaration of dividend on equity shares

Whether promoter/ promoter
group are interested in the No.
agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,424,501,213	74.79	4,424,501,213	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,424,501,213	74.79	4,424,501,213	-	100.00	-
Public - Non Institutions	E-Voting	539,120,212	26,907,259	4.99	26,897,879	9,380	99.97	0.03
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,907,259	4.99	26,897,879	9,380	99.97	0.03
Total		6,454,738,031	4,451,408,472	68.96	4,451,399,092	9,380	100.00	0.00



Resolution required : (Ordinary/Special)

Item No.3 - Re-appointment of Mr. Anup Bagchi (DIN:00105962) who retires by rotation and, being eligible, offers himself for re-appointment

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) $\frac{[(2)/(1)] \times 100}{100}$	(4)	(5)	(6) $\frac{[(4)/(2)] \times 100}{100}$	(7) $\frac{[(5)/(2)] \times 100}{100}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,404,848,449	74.46	4,356,411,829	48,436,620	98.90	1.10
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,404,848,449	74.46	4,356,411,829	48,436,620	98.90	1.10
Public - Non Institutions	E-Voting	539,120,212	26,902,043	4.99	26,856,205	45,838	99.83	0.17
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,902,043	4.99	26,856,205	45,838	99.83	0.17
Total		6,454,738,031	4,431,750,492	68.66	4,383,268,034	48,482,458	98.91	1.09



Resolution required : (Ordinary/Special)

Item No.4 - Appointment of Statutory Auditors

Whether promoter/ promoter
group are interested in the No.
agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) $\frac{[(2)/(1)] \times 100}{}$	(4)	(5)	(6) $\frac{[(4)/(2)] \times 100}{}$	(7) $\frac{[(5)/(2)] \times 100}{}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,405,172,251	74.47	4,206,246,231	198,926,020	95.48	4.52
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,405,172,251	74.47	4,206,246,231	198,926,020	95.48	4.52
Public - Non Institutions	E-Voting	539,120,212	26,902,070	4.99	26,878,618	23,452	99.91	0.09
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,902,070	4.99	26,878,618	23,452	99.91	0.09
Total		6,454,738,031	4,432,074,321	68.66	4,233,124,849	198,949,472	96.61	4.49



Resolution required : (Ordinary/Special)

Item No.5 - Appointment of Branch Auditors

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) $\frac{[(2)/(1)] \times 100}{}$	(4)	(5)	(6) $\frac{[(4)/(2)] \times 100}{}$	(7) $\frac{[(5)/(2)] \times 100}{}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,424,501,213	74.79	4,420,061,096	4,440,117	99.90	0.10
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,424,501,213	74.79	4,420,061,096	4,440,117	99.90	0.10
Public - Non Institutions	E-Voting	539,120,212	26,902,184	4.99	26,879,781	22,403	99.92	0.08
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,902,184	4.99	26,879,781	22,403	99.92	0.08
Total		6,454,738,031	4,451,403,397	68.96	4,446,940,877	4,462,520	99.90	0.10



Resolution required : (Ordinary/Special)

Item No.6 - Ordinary Resolution for appointment of Mr. Hari L. Mundra (DIN:00287029) as an Independent Director

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,309,671,862	72.85	4,253,632,962	56,038,900	98.70	1.30
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,309,671,862	72.85	4,253,632,962	56,038,900	98.70	1.30
Public - Non Institutions	E-Voting	539,120,212	14,288,115	2.65	14,241,048	47,067	99.67	0.33
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,288,115	2.65	14,241,048	47,067	99.67	0.33
Total		6,454,738,031	4,323,959,977	66.99	4,267,874,010	56,085,967	98.70	1.30



Resolution required : (Ordinary/Special)

Item No.7 - Ordinary Resolution for appointment of Ms. Rama Bijapurkar (DIN:00001835) as an Independent Director

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) (((2)/(1))*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,190,028,909	123,995,788	97.13	2.87
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,190,028,909	123,995,788	97.13	2.87
Public - Non Institutions	E-Voting	539,120,212	14,291,302	2.65	14,132,222	159,080	98.89	1.11
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,291,302	2.65	14,132,222	159,080	98.89	1.11
Total		6,454,738,031	4,328,315,999	67.06	4,204,161,131	124,154,868	97.13	2.87



Resolution required : (Ordinary/Special)

Item No.8 - Ordinary Resolution for appointment of Mr. B. Sriram (DIN:02993708) as an Independent Director

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) (((2)/(1)))*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,309,884,426	4,140,271	99.90	0.10
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,309,884,426	4,140,271	99.90	0.10
Public - Non Institutions	E-Voting	539,120,212	14,287,969	2.65	14,251,167	36,802	99.74	0.26
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,287,969	2.65	14,251,167	36,802	99.74	0.26
Total	Total	6,454,738,031	4,328,312,666	67.06	4,324,135,593	4,177,073	99.90	0.10



Resolution required : (Ordinary/Special)

Item No.9 - Ordinary Resolution for appointment of Mr. Subramanian Madhavan (DIN:06451889) as an Independent Director

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) $\frac{[(2)/(1)] \times 100}{}$	(4)	(5)	(6) $\frac{[(4)/(2)] \times 100}{}$	(7) $\frac{[(5)/(2)] \times 100}{}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,192,767,860	121,256,837	97.19	2.81
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,192,767,860	121,256,837	97.19	2.81
Public - Non Institutions	E-Voting	539,120,212	14,287,529	2.65	14,244,313	43,216	99.70	0.30
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,287,529	2.65	14,244,313	43,216	99.70	0.30
Total		6,454,738,031	4,328,312,226	67.06	4,207,012,173	121,300,053	97.20	2.80



Resolution required : (Ordinary/Special)

Item No.10 - Ordinary Resolution for appointment of Mr. Sandeep Bakhshi (DIN: 00109206) as Managing Director and Chief Executive Officer and fix his remuneration

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,311,612,787	72.89	4,311,275,141	337,646	99.99	0.01
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,311,612,787	72.89	4,311,275,141	337,646	99.99	0.01
Public - Non Institutions	E-Voting	539,120,212	26,897,707	4.99	26,865,116	32,591	99.88	0.12
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,897,707	4.99	26,865,116	32,591	99.88	0.12
Total		6,454,738,031	4,338,510,494	67.21	4,338,140,257	370,237	99.99	0.01



Resolution required : (Ordinary/Special)

Item No.11 - Ordinary Resolution for appointment of Mr. Sandeep Batra (DIN:03620913) as Director

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,406,221,824	74.48	4,376,628,337	29,593,487	99.33	0.67
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,406,221,824	74.48	4,376,628,337	29,593,487	99.33	0.67
Public - Non Institutions	E-Voting	539,120,212	26,895,921	4.99	26,849,531	46,390	99.83	0.17
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,895,921	4.99	26,849,531	46,390	99.83	0.17
Total		6,454,738,031	4,433,117,745	68.68	4,403,477,868	29,639,877	99.33	0.67



Resolution required : (Ordinary/~~Special~~)

Item No.12 - Ordinary Resolution for appointment of Mr. Sandeep Batra (DIN : 03620913) as Wholetime Director (designated as Executive Director) and fix his remuneration

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,311,275,141	2,749,556	99.94	0.06
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,311,275,141	2,749,556	99.94	0.06
Public - Non Institutions	E-Voting	539,120,212	26,895,200	4.99	26,846,397	48,803	99.82	0.18
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,895,200	4.99	26,846,397	48,803	99.82	0.18
Total		6,454,738,031	4,340,919,897	67.25	4,338,121,538	2,798,359	99.94	0.06



Resolution required : (Ordinary/Special)

Item No.13 - Ordinary Resolution for revision in remuneration of Mr. N. S. Kannan (DIN: 00066009)

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
Public - Non Institutions	E-Voting	539,120,212	14,284,720	2.65	14,193,576	91,144	99.36	0.64
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,284,720	2.65	14,193,576	91,144	99.36	0.64
Total		6,454,738,031	4,328,309,417	67.06	4,327,880,627	428,790	99.99	0.01



Resolution required : (Ordinary/Special)

Item No.14 - Ordinary Resolution for revision in remuneration of Ms. Vishakha Mulye (DIN: 00203578)

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) $\frac{[(2)/(1)]*100}{}$	(4)	(5)	(6) $\frac{[(4)/(2)]*100}{}$	(7) $\frac{[(5)/(2)]*100}{}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
Public - Non Institutions	E-Voting	539,120,212	14,282,113	2.65	14,190,637	91,476	99.36	0.64
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,282,113	2.65	14,190,637	91,476	99.36	0.64
Total		6,454,738,031	4,328,306,810	67.06	4,327,877,688	429,122	99.99	0.01



Resolution required : (Ordinary/Special)

Item No.15 - Ordinary Resolution for revision in remuneration of Mr. Vijay Chandok (DIN: 01545262)

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
Public - Non Institutions	E-Voting	539,120,212	14,285,014	2.65	14,196,938	88,076	99.38	0.62
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,285,014	2.65	14,196,938	88,076	99.38	0.62
Total		6,454,738,031	4,328,309,711	67.06	4,327,883,989	426,722	99.99	0.01



Resolution required : (Ordinary/Special)

Item No.16 - Ordinary Resolution for revision in remuneration of Mr. Anup Bagchi (DIN: 00106962)

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,314,024,697	72.93	4,313,687,051	337,646	99.99	0.01
Public - Non Institutions	E-Voting	539,120,212	14,287,157	2.65	14,213,524	73,633	99.48	0.52
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	14,287,157	2.65	14,213,524	73,633	99.48	0.52
Total		6,454,738,031	4,328,311,854	67.06	4,327,900,575	411,279	99.99	0.01



Resolution required : (Ordinary/Special)

Item No.17 - Special Resolution for alterations to Memorandum of Association

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) (((2)/(1))*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,424,779,598	74.80	4,359,799,428	64,980,170	98.53	1.47
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,424,779,598	74.80	4,359,799,428	64,980,170	98.53	1.47
Public - Non Institutions	E-Voting	539,120,212	26,895,665	4.99	26,862,577	33,088	99.88	0.12
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,895,665	4.99	26,862,577	33,088	99.88	0.12
Total		6,454,738,031	4,451,675,263	68.97	4,386,662,005	65,013,258	98.54	1.46



Resolution required : (Ordinary/Special)

Item No.18 - Special Resolution for adoption of revised Articles of Association

Whether promoter/ promoter group are interested in the No. agenda/ resolution?

Category	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	5,915,617,819	4,392,962,715	74.26	4,180,171,036	212,791,679	94.47	4.84
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,915,617,819	4,392,962,715	74.26	4,180,171,036	212,791,679	94.47	4.84
Public - Non Institutions	E-Voting	539,120,212	26,895,021	4.99	26,862,422	32,599	99.88	0.12
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	539,120,212	26,895,021	4.99	26,862,422	32,599	99.88	0.12
Total		6,454,738,031	4,419,857,736	68.47	4,207,033,458	212,824,278	95.18	4.82

Details of Invalid Votes	
Category	No. of Votes
Promoter & Promoter Group	Nil
Public Institutions	Nil
Public - Non Institutions	Nil

Percentage figures have been rounded off to nearest decimal.

All the above resolutions have been passed with requisite majority.

Note: Section 12(2) of the Banking Regulation Act, 1949 caps the voting rights of shareholders of a bank upto 15% of the total voting rights of all shareholders. In line with the same, the shareholding of Deutsche Bank Trust Company Americas (DBTCA)(Depository to the ADS holders) which was 1,519,530,051 equity shares and which formed 23.54% of the total equity shares (6,454,738,031 equity shares) as on the cut off date i.e. August 2, 2019 was reckoned only to the extent of 968,210,705 equity shares i.e. 15% of the total equity shares for the purpose of electronic voting. Hence in the column pertaining to number of shares held, the actual number of shares held by DBTCA i.e. 1,519,530,051 equity shares is included and in the number of votes polled, only 15% of the total number of equity shares i.e 968,210,705 equity shares are reckoned

FOR ICICI BANK LIMITED

Vivek Ranjan

VIVEK RANJAN
CHIEF MANAGER

