February 24, 2025

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

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

Dear Sir/Madam,

Sub: Declaration of voting results of Postal Ballot alongwith the Scrutinizer's report

Ref: NSE Symbol - ISEC and BSE Scrip Code - 541179

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), as amended from time to time, read with applicable rules made under the Act read with relevant applicable circulars issued by the Ministry of Corporate Affairs ('MCA Circulars'), the Company had sought approval of the Members on the following Resolutions through Postal Ballot by remote *e*-voting process ('remote *e*-voting'/'e-voting') only:

1. Appointment of Mr. T.K. Srirang (DIN: 10594104) as the Managing Director & CEO of the Company (Ordinary Resolution); and

2. Enhancement of the existing borrowing limit under Section 180 of the Companies Act, 2013 (Special Resolution).

The *e*-voting for the purpose of Postal Ballot commenced on Thursday, January 23, 2025 at 9:00 a.m. (IST) and concluded on Friday, February 21, 2025 at 5:00 p.m. (IST).

Dholakia & Associates LLP, Practicing Company Secretaries, the Scrutinizer appointed to scrutinize the Postal Ballot voting process, have submitted their report today. In terms of the report of the Scrutinizer, the resolutions contained in the Postal Ballot Notice dated January 20, 2025 have been approved by the Members with requisite majority.

The resolutions are deemed to have been passed on the last date of voting, *i.e.* Friday, February 21, 2025.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed the following:

1. Voting results in the format prescribed under Regulation 44 of Listing Regulations as provided by KFin Technologies Limited (e-voting agency); and

2. Report of the Scrutinizer on voting by Postal Ballot.

The above information will also be available on the Website of the Company at www.icicisecurities.com.

Kindly take the above on your records and oblige.

Thanking you,

Yours faithfully,
For ICICI Securities Limited

RAJU NANIKRAM NANWANI

Digitally signed by RAJU NANIKRAM NANWANI
Date: 2025.02.24 16:12:36 +05'30'

Raju Nanwani
Company Secretary

Encl.: As above

Company Name	ICICI SECURITIES LIMITED
Date of the ~~AGM/EGM/~~last day of receipt of Postal Ballot forms	February 21, 2025
Total number of shareholders on record date	118530
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/Special)	ORDINARY - Appointment of Mr. T.K. Srirang (DIN: 10594104) as the Managing Director & CEO of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	241682172	241652692	99.9878	241652692	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	64181147	53530240	83.4049	52997936	532304	99.0056	0.9943
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	19206710	1108356	5.7707	1035683	72673	93.4431	6.5568
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	325070029	296291288	91.1469	295686311	604977	99.7958	0.2042

Resolution required: (Ordinary/ Special)	SPECIAL - Enhancement of the existing borrowing limit under Section 180 of the Companies Act, 2013.							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	241682172	241652692	99.9878	241652692	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	64181147	53530240	83.4049	53025551	504689	99.0571	0.9428
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	19206710	1108391	5.7709	1036979	71412	93.5571	6.4428
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	325070029	296291323	91.1469	295715222	576101	99.8056	0.1944

For ICICI Securities Limited

RAJU NANIKRAM NANWANI

Digitally signed by RAJU NANIKRAM NANWANI
Date: 2025.02.24 16:13:04 +05'30'

Raju Nanwani
Company Secretary

Managing Partner
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

Designated Partner
CS Michelle Martin
B.Com, A.C.S, L.L.B

SCRUTINIZER'S REPORT

To,
Mr. Rakesh Jha
Chairman
ICICI Securities Limited

SUB: REPORT ON THE POSTAL BALLOT PROCESS FOR THE RESOLUTIONS AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED JANUARY 20, 2025

Dear Sir,

1. Dholakia & Associates LLP, Company Secretaries ("firm") were appointed as the scrutinizer by the Board of Directors of ICICI Securities Limited ("the Company") on January 20, 2025, to scrutinize the postal ballot voting process (voting by e-voting/remote e-voting) in connection with the subject matter.

2. I, CS Nrupang B. Dholakia, Managing Partner of the firm, submit my report as under:

2.1 The Company completed the despatch of Notice of postal ballot through electronic mode to the Members whose names appeared in the register of members or in the register of beneficial owners maintained by the Depositories as at the close of business hours on Friday, January 10, 2025 ('cut-off date') and whose e-mail IDs were registered with Company/Registrar and Transfer Agent of the Company/Depositories, pursuant to the applicable General Circulars issued by the Ministry of Corporate Affairs for conduct of postal ballot.

2.2 The postal ballot was conducted only through remote e-voting system pursuant to the applicable MCA Circulars, hence, postal ballot forms were not required to be sent by the Company.

2.3 I have received a complete record of votes cast by e-voting mode on Friday, February 21, 2025, from KFin Technologies Limited, the 'e-voting Agency'. The voting period concluded on Friday, February 21, 2025, at 5.00 p.m. (IST).

2.4 Particulars of all the votes cast by electronic mode have been entered in a register separately maintained for the purpose in electronic mode.

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

2.5 I am obligated under section 110 of the Companies Act 2013 and the Rules framed thereunder to retain the postal ballot related data till the time the Company signs the minutes or proceedings. Once a copy of minutes or proceedings is provided, the same will be handed over to the Company.

3. The Members who have abstained from voting in the e-voting have been treated as invalid (details attached in **Annexure - II)**

4. In accordance with the basis of rejection (as per **Annexure - I**) and on proper scrutiny of all the postal ballot votes cast by way of e-voting, I report the result of the postal ballot as under:

RESOLUTION NO. 1 – APPOINTMENT OF MR. T.K. SRIRANG (DIN:10594104) AS THE MANAGING DIRECTOR & CEO OF THE COMPANY – ORDINARY RESOLUTION

(a) Details of voting, as received from the e-voting agency are as follows:

Particulars	**Number of Members who have cast their votes**	**No. of Equity Shares of the nominal value of INR 5/- each (votes cast)**
Total votes received **(members voted)**	880	29,62,95,808
Less: Total number of invalid votes (as per details attached in **Annexure - II)**	15	4,520
Total Number of valid votes (members voted)	**865**	**29,62,91,288**

(b) Details of Voting:

Particulars	**Aggregate of voting**	**No. of Equity Shares of the nominal value of INR 5/- each (votes cast)**	**% of valid votes received**
Total valid votes received (members voted)	**865**	**29,62,91,288**	**100**
Assented to Resolution	775	29,56,86,311	99.80
Dissented to Resolution	90	6,04,977	0.20

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

Managing Partner
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

Designated Partner
CS Michelle Martin
B.Com, A.C.S, L.L.B

RESOLUTION NO. 2 – ENHANCEMENT OF THE EXISTING BORROWING LIMIT UNDER SECTION 180 OF THE COMPANIES ACT, 2013 – SPECIAL RESOLUTION

(a) Details of voting, as received from the e-voting agency are as follows:

Particulars	**Number of Members who have cast their votes**	**No. of Equity Shares of the nominal value of INR 5/- each (votes cast)**
Total votes received **(members voted) ***	880	29,62,95,808
Less: Total number of invalid votes (as per details attached in **Annexure - II)**	17	4,485
Total Number of valid votes (members voted) *	**863**	**29,62,91,323**

(b) Details of Voting:

Particulars	**Aggregate of voting**	**No. of Equity Shares of the nominal value of INR 5/- each (votes cast)**	**% of valid votes received**
Total valid votes received (members voted) *	**863**	**29,62,91,323**	**100**
Assented to Resolution	765	29,57,15,222	99.81
Dissented to Resolution	102	5,76,101	0.19

** Four Members have voted partially in ‘For’ as well as ‘Against’ categories*

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

5. You may accordingly declare the result of the postal ballot voting process.

NRUPANG BHUMITRA DHOLAKIA

Digitally signed by NRUPANG BHUMITRA DHOLAKIA
DN: c=IN, o=Personal, postalCode=400051, st=Maharashtra, serialNumber=F00A47593E8B457DD4E896941E41EA908D75D67D25D19543EB55536991E0399B, cn=NRUPANG BHUMITRA DHOLAKIA
Date: 2025.02.24 13:35:50 +05'30'

CS Nrupang B. Dholakia
Managing Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 C. P. No. 12884

ICSI Unique Code: P2014MH034700
Peer Review Certificate No: 2404/2022
ICSI UDIN: F010032F003989260
Place: Mumbai
Date: February 24, 2025

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

"ANNEXURE-I"

BASIS OF REJECTION

1. Corporate Member/ Institutional Member (other than Individuals, HUF, NRI, *etc.*) has not uploaded scanned copy / hard copy of the relevant Board Resolution / Authority Letter / Power of Attorney, *etc.* or e-mailed at scrutinizer@dholakia-associates.com or not available with us.

2. Board Resolution / Authority Letter / Power of Attorney, *etc.* does not grant power in favour of the person who has exercised voting right.

"ANNEXURE-II"

REPORT FOR INVALID VOTES

RESOLUTION NO. 1 – APPOINTMENT OF MR. T.K. SRIRANG (DIN: 10594104) AS THE MANAGING DIRECTOR & CEO OF THE COMPANY

Sr. No.	Category	No. of Votes (members)	Total number of Invalid votes (Equity share of the Nominal Value of INR 5/- each)
1.	Board Resolution / Power of Attorney not uploaded/sent	NIL	NIL
2.	Abstained from voting	15	4,520
TOTAL		**15**	**4,520**

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

RESOLUTION NO. 2 – ENHANCEMENT OF THE EXISTING BORROWING LIMIT UNDER SECTION 180 OF THE COMPANIES ACT, 2013

Sr. No.	Category	No. of Votes (members)	Total number of Invalid votes (Equity share of the Nominal Value of INR 5/- each)
1.	Board Resolution / Power of Attorney not uploaded/sent	NIL	NIL
2.	Abstained from voting	17	4,485
TOTAL		**17**	**4,485**

RAJU NANIKRAM NANWANI
Digitally signed by RAJU NANIKRAM NANWANI
Date: 2025.02.24 16:13:43 +05'30'

Counter signed by Raju Nanwani, Company Secretary

NRUPANG BHUMITRA DHOLAKIA
Digitally signed by NRUPANG BHUMITRA DHOLAKIA
DN: c=IN, o=Personal, postalCode=400051, st=Maharashtra, serialNumber=F00A47593E8B457DD4E896941E41EA908D75D67D25D19543EB55536991E0399B, cn=NRUPANG BHUMITRA DHOLAKIA
Date: 2025.02.24 13:36:14 +05'30'

CS Nrupang B. Dholakia
Managing Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 C. P. No. 12884

ICSI Unique Code: P2014MH034700
Peer Review Certificate No: 2404/2022
ICSI UDIN: F010032F003989260
Place: Mumbai
Date: February 24, 2025

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR