ICICI Securities

August 27, 2022

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: Voting results of the Twenty-Seventh Annual General Meeting and combined report issued by the Scrutinizer

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

The Twenty-Seventh Annual General Meeting ('AGM'/'Meeting') of the Members of ICICI Securities Limited ('the Company') was held on Friday, August 26, 2022 at 4:30 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').

Pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided facility to the Members to exercise their voting rights through electronic voting (remote *e*-voting) for the items of business as detailed in the Notice of the AGM dated July 21, 2022.

The Company had appointed National Securities Depository Limited ('NSDL') for providing facility to attend the AGM through VC/OAVM and to vote on the resolutions being considered at the AGM (including remote *e*-voting). The remote *e*-voting facility was provided to the Members of the Company holding shares as on the cut-off date *i.e.* Friday, August 19, 2022. The remote *e*-voting period commenced on Monday, August 22, 2022 at 9.00 a.m. (IST) and ended on Thursday, August 25, 2022 at 5.00 p.m. (IST). The Company extended the facility for electronic voting during the AGM for those Members who were present at the AGM but had not cast their votes by remote *e*-voting through NSDL.

Accordingly, please find attached the following disclosures:

1. Voting results in the format prescribed under Regulation 44 of Listing Regulations (as submitted by the Registrar and Transfer Agent *i.e.* KFin Technologies Limited, based on the voting results provided by the agency which had provided voting facility *i.e.* NSDL); and

2. Scrutinizer's combined report on remote *e*-voting and electronic voting during the AGM, pursuant to Section 108 of the Act and the rules thereunder.

ICICI Securities

Based on the Scrutinizer's combined report dated August 27, 2022, all the resolutions as set out in the Notice of the AGM dated July 21, 2022 were passed by the Members with requisite Majority.

Request you to please take the above information on records.

Thanking you,

Yours faithfully,
For ICICI Securities Limited

RAJU NANIKRAM NANWANI
Digitally signed by RAJU NANIKRAM NANWANI
Date: 2022.08.27 18:20:43 +05'30'

Raju Nanwani
Company Secretary

Encl.: As above

	ICICI SECURITIES LIMITED
Date of the AGM/EGM	26-08-2022
Total number of shareholders on record date	195953
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	73

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	12,09,586	3.2859	11,76,671	32,915	97.2788	2.7211	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		12,12,409	3.2936	11,79,489	32,920	97.2847	2.7153	0	0
	Total	32,27,83,991	27,49,58,583	85.1835	27,49,25,663	32,920	99.9880	0.0120	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,79,585	3.2044	11,77,199	2,386	99.7977	0.2022	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,82,408	3.2121	11,80,017	2,391	99.7978	0.2022	0	0
	Total	32,27,83,991	27,49,28,582	85.1742	27,49,26,191	2,391	99.9991	0.0009	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of interim dividend and declare final dividend on equity shares for the financial year ended March 31, 2022.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,21,03,662	72.4361	3,21,03,662	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,21,03,662	72.4361	3,21,03,662	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,79,681	3.2047	11,78,305	1,376	99.8833	0.1166	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,82,504	3.2124	11,81,123	1,381	99.8832	0.1168	0	0
	Total	32,27,83,991	27,49,38,858	85.1774	27,49,37,477	1,381	99.9995	0.0005	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Ajay Saraf (DIN: 00074885), who retires by rotation and being eligible, offers himself for re-appointment.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,41,834	51,648	99.8390	0.1609	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,41,834	51,648	99.8391	0.1609	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,54,188	3.1354	11,47,262	6,926	99.3999	0.6000	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,57,011	3.1431	11,50,085	6,926	99.4014	0.5986	0	0
	Total	32,27,83,991	27,49,03,185	85.1663	27,48,44,611	58,574	99.9787	0.0213	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of B S R & Co. LLP, Chartered Accountants, as the Statutory Auditors 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,78,786	3.2022	11,73,334	5,452	99.5374	0.4625	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,609	3.2099	11,76,157	5,452	99.5386	0.4614	0	0
	Total	32,27,83,991	27,49,27,783	85.1739	27,49,22,331	5,452	99.9980	0.0020	0	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration payable to Mr. Vijay Chandok (DIN: 01545262), 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,81,832	11,650	99.9636	0.0363	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,81,832	11,650	99.9637	0.0363	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,78,590	3.2017	11,60,608	17,982	98.4742	1.5257	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,413	3.2094	11,63,431	17,982	98.4779	1.5221	0	0
	Total	32,27,83,991	27,49,27,587	85.1739	27,48,97,955	29,632	99.9892	0.0108	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration payable to Mr. Ajay Saraf (DIN: 00074885), the Executive Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,81,832	11,650	99.9636	0.0363	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,81,832	11,650	99.9637	0.0363	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,53,895	3.1346	11,35,722	18,173	98.4250	1.5749	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,56,718	3.1423	11,38,545	18,173	98.4289	1.5711	0	0
	Total	32,27,83,991	27,49,02,892	85.1662	27,48,73,069	29,823	99.9892	0.0108	0	0

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Subrata Mukherji (DIN: 00057492) as an Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,14,50,181	6,43,301	97.9955	2.0044	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,14,50,181	6,43,301	97.9955	2.0045	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,78,616	3.2018	11,71,692	6,924	99.4125	0.5874	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,439	3.2095	11,74,515	6,924	99.4139	0.5861	0	0
	Total	32,27,83,991	27,49,27,613	85.1739	27,42,77,388	6,50,225	99.7635	0.2365	0	0

Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Ms. Vijayalakshmi Iyer (DIN: 05242960) as an Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	2,01,48,073	1,19,45,409	62.7793	37.2206	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	2,01,48,073	1,19,45,409	62.7793	37.2207	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,78,449	3.2013	11,71,679	6,770	99.4255	0.5744	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,272	3.209	11,74,502	6,770	99.4269	0.5731	0	0
	Total	32,27,83,991	27,49,27,446	85.1738	26,29,75,267	1,19,52,179	95.6526	4.3474	0	0

Resolution No.	10									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Dr. Gopichand Katragadda (DIN: 02475721) as an Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,77,883	3.1998	11,72,301	5,582	99.5260	0.4739	0	0
	Poll		2,823	0.0077	2,823	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,80,706	3.2075	11,75,124	5,582	99.5272	0.4728	0	0
	Total	32,27,83,991	27,49,26,880	85.1736	27,49,21,298	5,582	99.9980	0.0020	0	0

Resolution No.	11									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Prasanna Balachander (DIN: 02257744) as a Non-Executive Non-Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,76,071	17,411	99.9457	0.0542	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,76,071	17,411	99.9457	0.0543	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,78,862	3.2024	11,72,473	6,389	99.4580	0.5419	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,685	3.2101	11,75,291	6,394	99.4589	0.5411	0	0
	Total	32,27,83,991	27,49,27,859	85.1739	27,49,04,054	23,805	99.9913	0.0087	0	0

Resolution No.	12									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,16,78,083	4,15,399	98.7056	1.2943	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,16,78,083	4,15,399	98.7057	1.2943	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,79,224	3.2034	11,66,616	12,608	98.9308	1.0691	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,82,047	3.2111	11,69,434	12,613	98.9330	1.0670	0	0
	Total	32,27,83,991	27,49,28,221	85.1741	27,45,00,209	4,28,012	99.8443	0.1557	0	0

Resolution No.	13									
Resolution required: (Ordinary/ Special)	SPECIAL - Enhancement of the existing limit under Section 186 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,14,45,303	6,48,179	97.9803	2.0196	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,14,45,303	6,48,179	97.9803	2.0197	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,79,175	3.2033	11,73,191	5,984	99.4925	0.5074	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,998	3.211	11,76,009	5,989	99.4933	0.5067	0	0
	Total	32,27,83,991	27,49,28,172	85.1740	27,42,74,004	6,54,168	99.7621	0.2379	0	0

Resolution No.	14									
Resolution required: (Ordinary/ Special)	ORDINARY - Material related party transaction(s) for credit facilities.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,78,608	3.2018	11,74,065	4,543	99.6145	0.3854	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,81,431	3.2095	11,76,883	4,548	99.6150	0.3850	0	0
	Total	32,27,83,991	3,32,74,913	10.3087	3,32,70,365	4,548	99.9863	0.0137	0	0

Resolution No.	15									
Resolution required: (Ordinary/ Special)	ORDINARY - Material related party transaction(s) for placing of deposits.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	3,20,93,482	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,79,380	3.2039	11,74,893	4,487	99.6195	0.3804	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,82,203	3.2116	11,77,711	4,492	99.6200	0.3800	0	0
	Total	32,27,83,991	3,32,75,685	10.3090	3,32,71,193	4,492	99.9865	0.0135	0	0

Resolution No.	16									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval and adoption of 'ICICI Securities Limited - Employees Stock Unit Scheme - 2022'.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	2,38,02,612	82,90,870	74.1664	25.8335	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	2,38,02,612	82,90,870	74.1665	25.8335	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,45,110	3.1108	11,34,321	10,789	99.0578	0.9421	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,47,933	3.1185	11,37,139	10,794	99.0597	0.9403	0	0
	Total	32,27,83,991	27,48,94,107	85.1635	26,65,92,443	83,01,664	96.9801	3.0199	0	0

Resolution No.	17									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of grant of Units to the eligible employees of Subsidiaries of the Company under 'ICICI Securities Limited - Employees Stock Unit Scheme - 2022'.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	24,16,52,692	24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,43,19,974	3,20,93,482	72.4131	2,37,86,212	83,07,270	74.1153	25.8846	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,20,93,482	72.4131	2,37,86,212	83,07,270	74.1154	25.8846	0	0
Public- Non Institutions	E-Voting	3,68,11,325	11,45,858	3.1128	11,33,848	12,010	98.9518	1.0481	0	0
	Poll		2,823	0.0077	2,818	5	99.8228	0.1771	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,48,681	3.1205	11,36,666	12,015	98.9540	1.0460	0	0
	Total	32,27,83,991	27,48,94,855	85.1637	26,65,75,570	83,19,285	96.9736	3.0264	0	0

For ICICI Securities Limited

RAJU NANIKRAM NANWANI

Digitally signed by RAJU NANIKRAM NANWANI
Date: 2022.08.27 18:15:17 +05'30'

Raju Nanwani
Company Secretary

Designated Partners
CS Vishvesh Girishchandra Bhagat
B.Com; LL.B (Gen.); ACS; FIII
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Combined Report of Scrutinizer for Remote e-Voting and e-Voting during AGM

To,
Mr. Vinod Kumar Dhall
Chairman
ICICI Securities Limited

Report on voting for the 27th Annual General Meeting held on Friday, August 26, 2022 at 4:30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Combined Scrutinizer's Report on voting through Remote e-voting and electronic voting during the AGM in terms of provisions of the Companies Act, 2013 (herein after referred to as "Act") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dholakia & Associates LLP, Company Secretaries ("the firm") were appointed as the Scrutinizer by the Board of Directors of **ICICI Securities Limited ("the Company")** pursuant to Section 108 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the electronic voting during the Annual General Meeting (e-Voting) for the resolutions contained in the Notice of 27th Annual General Meeting of the Company ("Meeting" /"AGM") I, **CS Nrupang B. Dholakia, Designated Partner of the firm**, submit combined report as under:

1. The AGM was held in compliance with the MCA Circulars regarding holding of the AGM through VC/OVAM without the physical presence of the Members at a common venue. The Company has confirmed that the Notice of the AGM along with the Annual Report for the financial year 2021-22 has been sent on August 2, 2022 only through electronic mode to those Members whose e-mail addresses were registered with the Company, RTA or Depositories in compliance with the applicable MCA Circulars and SEBI Circulars. Further, the Company has also sent physical copies of the Annual Report and the Notice of the AGM to those members who had requested for the same.

2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Voting (which includes remote e-Voting and the electronic voting during the AGM) by the Members on the resolutions proposed in the Notice convening the 27th AGM of the Company was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a combined scrutinizer's report on the voting to the Chairman on the resolutions.

3. The voting facility both for e-voting prior to the AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by National Securities Depository Limited ('NSDL').

4. The Members of the Company as on the "cut-off" date i.e. Friday, August 19, 2022 were entitled to vote on the resolutions.

5. The remote e-voting period commenced on Monday, August 22, 2022 at 9:00 a.m. (IST) and concluded on Thursday, August 25, 2022 5:00 p.m. (IST).

6. The e-voting during the AGM was conducted online on the website of NSDL i.e. www.evoting.nsdl.com.

7. The facility to vote through electronic voting system as stated in point 6 above had also been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-Voting.

8. After the closure of the e-voting post 15 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of NSDL i.e. www.evoting.nsdl.com on Friday, August 26, 2022 in the presence of two witnesses i.e. Mr. Lalit Shah and Mr. Vidyut Vasavada who are not in the employment of the Company.

9. I hereby submit a combined scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 27th AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM

and votes cast therein relying on the data downloaded by me from the electronic voting system of NSDL.

10. The Votes cast by Corporate/Institutional Members who have e-mailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: scrutinizer@dholakia-associates.com with a copy marked to evoting@nsdl.co.in or have uploaded on the website of NSDL i.e. www.evoting.nsdl.com or provided by the Company or Registrar and Share Transfer Agent of the Company have been considered valid.

11. Members who had exercised their vote through Remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.

12. **The Combined Result (Remote e-Voting + e-Voting during the AGM) is as under:**

1. **Item No 1: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution).**

Particulars	**Number of Members who cast vote**	**No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)**
A. Remote e-Voting		
Total Votes received	1,237	27,49,55,760
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,237**	**27,49,55,760**

B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,244	27,49,58,583
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,244**	**27,49,58,583**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,212	27,49,22,845	99.99
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,218	**27,49,25,663**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
25	32,915	0.01
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
26	**32,920**	**0.01**

2. Item No 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Auditors thereon (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,235	27,49,25,759
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,235**	**27,49,25,759**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL

Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,242	27,49,28,582
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,242**	**27,49,28,582**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,211	27,49,23,373	99.99
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1217	**27,49,26,191**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
24	2,386	0.01
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
25	**2,391**	**0.01**

3. **Item No 3: To confirm the payment of interim dividend and declare final dividend on equity shares for the financial year ended March 31, 2022 (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,242	27,49,36,035
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,242**	**27,49,36,035**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,249	27,49,38,858
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,249**	**27,49,38,858**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,227	27,49,34,659	99.99
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,233	**27,49,37,477**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
15	1,376	0.01
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
16	**1,381**	**0.01**

4. **Item No 4: Appointment of Mr. Ajay Saraf (DIN: 00074885), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,233	27,49,00,362
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,233**	**27,49,00,362**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,240	27,49,03,185
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,240**	**27,49,03,185**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,162	27,48,41,788	99.98
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,169	**27,48,44,611**	**99.98**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
71	58,574	0.02
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
71	**58,574**	**0.02**

5. **Item No 5: Re-appointment of B S R & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,234	27,49,24,960
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,234**	**27,49,24,960**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,241	27,49,27,783
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,241**	**27,49,27,783**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,179	27,49,19,508	99.99
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,186	**27,49,22,331**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
55	5,452	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
55	**5,452**	**0.01**

6. **Item No 6: Revision in remuneration payable to Mr. Vijay Chandok (DIN: 01545262), the Managing Director & CEO of the Company (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,232	27,49,24,764
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,232**	**27,49,24,764**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,239	27,49,27,587
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,239**	**27,49,27,587**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,114	27,48,95,132	99.99
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,121	**27,48,97,955**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
118	29,632	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
118	**29,632**	**0.01**

7. **Item No 7: Revision in remuneration payable to Mr. Ajay Saraf (DIN: 00074885), the Executive Director of the Company (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,230	27,49,00,069
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,230**	**27,49,00,069**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,237	27,49,02,892
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,237**	**27,49,02,892**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,108	27,48,70,246	99.99
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,115	**27,48,73,069**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
122	29,823	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
122	**29,823**	**0.01**

8. **Item No 8: Re-appointment of Mr. Subrata Mukherji (DIN: 00057492) as an Independent Director of the Company (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,232	27,49,24,790
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,232**	**27,49,24,790**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,239	27,49,27,613
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,239**	**27,49,27,613**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,152	27,42,74,565	99.76
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,159	**27,42,77,388**	**99.76**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
80	6,50,225	0.24
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
80	**6,50,225**	**0.24**

9. **Item No 9: Re-appointment of Ms. Vijayalakshmi Iyer (DIN: 05242960) as an Independent Director of the Company (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,233	27,49,24,623
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,233**	**27,49,24,623**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,240	27,49,27,446
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,240**	**27,49,27,446**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,095	26,29,72,444	95.65
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,102	**26,29,75,267**	**95.65**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
138	1,19,52,179	4.35
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
138	**1,19,52,179**	**4.35**

10. **Item No 10: Appointment of Dr. Gopichand Katragadda (DIN: 02475721) as an Independent Director of the Company (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,231	27,49,24,057
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,231**	**27,49,24,057**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,238	27,49,26,880
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,238**	**27,49,26,880**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,174	27,49,18,475	99.99
B. e-Voting during the AGM		
7	2,823	100
C. Combined (A+B)		
1,181	**27,49,21,298**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
57	5,582	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
57	**5,582**	**0.01**

11. **Item No 11: Appointment of Mr. Prasanna Balachander (DIN: 02257744) as a Non-Executive Non-Independent Director of the Company (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,234	27,49,25,036
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,234**	**27,49,25,036**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,241	27,49,27,859
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,241**	**27,49,27,859**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,171	27,49,01,236	99.99
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,177	**27,49,04,054**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
63	23,800	0.01
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
64	**23,805**	**0.01**

12. **Item No 12: Enhancement of the existing borrowing limit under Section 180 of the Companies Act, 2013 (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,231	27,49,25,398
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,231**	**27,49,25,398**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,238	27,49,28,221
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,238**	**27,49,28,221**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,151	27,44,97,391	99.84
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,157	**27,45,00,209**	**99.84**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
80	4,28,007	0.16
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
81	**4,28,012**	**0.16**

13. **Item No 13: Enhancement of the existing limit under Section 186 of the Companies Act, 2013 (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,230	27,49,25,349
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,230**	**27,49,25,349**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,237	27,49,28,172
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,237**	**27,49,28,172**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,153	27,42,71,186	99.76
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,159	**27,42,74,004**	**99.76**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
77	6,54,163	0.24
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
78	**6,54,168**	**0.24**

14. Item No 14: Material related party transaction(s) for credit facilities (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,230	3,32,72,090
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,230**	**3,32,72,090**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,237	3,32,74,913
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,237**	**3,32,74,913**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,183	3,32,67,547	99.99
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,189	**3,32,70,365**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
47	4,543	0.01
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
48	**4,548**	**0.01**

15. **Item No 15: Material related party transaction(s) for placing of deposits (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,232	3,32,72,862
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,232**	**3,32,72,862**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,239	3,32,75,685
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,239**	**3,32,75,685**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,190	3,32,68,375	99.99
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,196	**3,32,71,193**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
42	4,487	0.01
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
43	**4,492**	**0.01**

16. **Item No 16: Approval and adoption of 'ICICI Securities Limited - Employees Stock Unit Scheme - 2022' (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,229	27,48,91,284
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,229**	**27,48,91,284**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,236	27,48,94,107
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,236**	**27,48,94,107**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,057	26,65,89,625	96.98
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,063	**26,65,92,443**	**96.98**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
172	83,01,659	3.02
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
173	**83,01,664**	**3.02**

17. **Item No 17: Approval of grant of Units to the eligible employees of Subsidiaries of the Company under 'ICICI Securities Limited - Employees Stock Unit Scheme - 2022' (Special Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	1,229	27,48,92,032
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,229**	**27,48,92,032**
B. e-Voting during the AGM		
Total Votes received	7	2,823
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**2,823**
C. Combined (A+B)		
Total Votes received	1,236	27,48,94,855
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1,236**	**27,48,94,855**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1,048	26,65,72,752	96.97
B. e-Voting during the AGM		
6	2,818	99.82
C. Combined (A+B)		
1,054	**26,65,75,570**	**96.97**

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
181	83,19,280	3.03
B. e-Voting during the AGM		
1	5	0.18
C. Combined (A+B)		
182	**83,19,285**	**3.03**

13. You may, accordingly, declare the results based on the above combined outcome of the Remote e-Voting and e-Voting during AGM.

Designated Partners
CS Vishvesh Girishchandra Bhagat
B.Com; LL.B (Gen.); ACS; FIII
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

14. All the relevant records of Remote e-Voting and e-voting during AGM will be e-mailed to Mr. Raju Nanwani, Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

NRUPANG BHUMITRA DHOLAKIA

CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
CP No: 12884

Place: Mumbai
Date: 27th August, 2022
UDIN: F010032D000859606

Counter signed by Raju Nanwani, Company Secretary

RAJU NANIKRAM NANWANI

Digitally signed by RAJU NANIKRAM NANWANI
Date: 2022.08.27 18:03:28 +05'30'