

Business Responsibility Report

[As per Regulation 34 (2) (f) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. Corporate Identity Number (CIN) of the Company

L67120MH1995PLC086241

2. Name of the Company

ICICI Securities Limited

3. Registered address

ICICI Centre, H. T. Parekh Marg, Churchgate, Mumbai – 400020

4. Website

www.icicisecurities.com

5. E-mail id

investors@icicisecurities.com

6. Financial Year reported

2017-18

7. Sector(s) that the Company is engaged in (industrial activity code-wise)

Broking – 66120

Merchant Banking and distribution of financial products - 66190

8. List three key products/services that the Company manufactures/provides (as in balance sheet)

The Company is engaged in the business of investment banking, institutional broking, retail broking and financial product distribution.

9. Total number of locations where business activity is undertaken by the Company

(a) Number of International Locations (Provide details of major 5)

The Company has a branch in Muscat (Oman) and a subsidiary in United States. The United States subsidiary has a branch in Singapore.

(b) Number of National Locations

In India, the company has a network of around 200 ICICI direct branches across 75 cities, 5400+ sub -brokers, authorised persons, IFAs, and IAs.

10. Markets served by the Company – Local/State/National/International

The Company serves customers in national and international locations.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1. Paid up Capital (INR)

₹ 1,610.7 million

2. Total Turnover (INR)

₹ 18,568 million

3. Total profit after taxes (INR)

₹ 5,533.6 million

4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)

The Company has spent ₹ 91.6 million or approximately 2% of its average net profits of the last three financial years ending March 31, 2015, March 31, 2016 and March 31, 2017 towards CSR activities in the FY 2018. Appropriate disclosures as prescribed under the Companies Act, 2013 have been made in the Annual Report for the year ended March 31, 2018 (fiscal 2018).

5. List of activities in which expenditure in 4 above has been incurred:-

- Promoting sustainable livelihood through vocational skill development projects through the ICICI Foundation for Inclusive Growth.
- Promoting financial literacy and basic financial planning to junior personnel in defense and other allied uniform services.
- Providing means to a sustainable livelihood to women through skill development.
- Healthcare through Vision Foundation.
- Promoting education through Research projects undertaken by IIT (Madras).

SECTION C: OTHER DETAILS**1. Does the Company have any Subsidiary Company/ Companies?**

Yes

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)

No

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]

No

SECTION D: BR INFORMATION**1. Details of Director/Directors responsible for BR****(a) Details of the Director/Director responsible for implementation of the BR policy/policies**

- DIN Number: 00074885
- Name: Ajay Saraf
- Designation: Executive Director

b) Details of the BR Head:

Sr. No.	Particulars	Details
1	DIN Number (if applicable)	N.A.
2	Name	Ripujit Chaudhuri
3	Designation	Head – Risk
4	Telephone Number	+91-22-40701480
5	E-mail	ripujit.chaudhuri@icicisecurities.com

2. Principle-wise (as per NVGs) BR Policy / policies (Reply in Y / N):

The National Voluntary Guidelines (NVGs) on Social, Environmental and Economic Responsibilities of Business released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility.

These briefly are as under:

P1	Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.
P2	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
P3	Businesses should promote the well being of all employees.
P4	Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.
P5	Businesses should respect and promote human rights.
P6	Businesses should respect, protect and make efforts to restore the environment.
P7	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
P8	Businesses should support inclusive growth and equitable development.
P9	Businesses should engage with and provide value to their customers and consumers in a responsible manner.

The principle wise responses are mentioned in the Annexure to this report.

3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year

Will be done by the board on half-yearly basis going forward.

(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company will publish the BR Report annually. The hyperlink for viewing the report is http://www.icicisecurities.com/CMT/Upload/ArticleAttachments/Business_Responsibility_Report_FY18.pdf.

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/No. Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

The Company is committed to acting professionally, fairly and with integrity in all its dealings. The Company, through the Code of Business Conduct & Ethics, has adopted a 'zero-tolerance' approach to bribery and corruption. The Company has put in place an 'Anti-Bribery and Anti-Corruption Policy', which sets forth obligations on part of every employee for prevention, detection and reporting of any act of bribery or corruption. The Code is applicable to directors and employees of the Company as well as the directors and employees of the subsidiary companies.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

No complaints were received from shareholders in fiscal 2018.

The Company has formulated a Whistle blower policy to enable employees to report about potentially illegal and/or unacceptable practices. It seeks to enable employees to report such practices without fear of victimization and reprisal. The policy aims to administer good governance practices in the Company and to ensure that serious concerns are properly raised and addressed. The policy has been periodically communicated to the employees and also posted on the Company's intranet. A report on the concerns received and the manner in which they are dealt with is periodically reported to the Audit Committee.

The Customer Service Council (CSC) of the Company functions as the Standing Committee on Customer Service. The CSC is chaired by a Working Director. Business Heads and the Heads of related departments are members of the CSC. The CSC focuses on building and strengthening customer service orientation in the Company through initiating various measures including simplifying processes for improvement in customer service levels. The Board of the Company has constituted a Customer Service Committee which reviews the customer service initiatives, oversees the functioning of the CSC and evolves innovative measures for enhancing the quality of customer service and improvement in the overall satisfaction level of customers. Of the 77 complaints outstanding at the beginning of the year April 2017 and 18,777 complaints received during the year April 2017 to March 2018, 18,704 complaints have been resolved.

Principle 2

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company provides a range of investment and trading products and services to cater to all segments of the society.

Apart from the products, we have moved towards digitisation and developed an entirely paperless contract notes and periodic statement generation and delivery process for the customers.

Our employee related systems are digitized too. It also extends to the payment to our employees, vendors and agents too.

About 95% of our transactions happen digitally. All our applications are logged digitally.

The above initiatives and digital processes have not only provided speed and convenience to our customers, vendors and agents, but has also had a positive impact on environment.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

Considering the nature of business of the Company and the products/initiatives referred to above, some of the questions below are not applicable to the Company.

(a) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?

NA

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Please refer to the response under Principle 6.

3. Does the Company have procedures in place for sustainable sourcing (including transportation)?

NA

4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

NA

5. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Considering that the Company is not a manufacturing unit, the waste generated at its offices is managed as per the waste disposal off process. The Company has procedures in place to dispose off e-waste through authorised e-waste vendors.

Principle 3

1. Please indicate the total number of employees:

The Company had 4,215 employees (including contractual employees) at March 31, 2018.

2. Please indicate the total number of employees hired on temporary/contractual/casual basis:

The Company had 35 employees at March 31, 2018

3. Please indicate the number of permanent women employees:

The Company had 954 women employees at March 31, 2018.

4. Please indicate the number of permanent employees with disabilities:

The Company does not specifically track the number of disabled employees. The Company is an equal opportunity employer and treats all employees at par. Based on the income tax declarations which enable claiming income tax deduction for self-disability, the Company had 1 such employee.

5. Do you have an employee association that is recognised by management:

No.

6. What percentage of your permanent employees are members of this recognised employee association?

NA

7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

The Company does not engage in any form of child labour/forced labour/involuntary labour and does not adopt any discriminatory employment practices. The Company has a policy against sexual harassment and a formal process for dealing with complaints of harassment or discrimination. The said policy is in line with relevant Act passed by the parliament in 2013. The Company, through the policy ensures that all such complaints are resolved within defined timelines. During the year, 7 such cases were reported and actioned upon. As on March 31, 2018, nil complaints are pending to be actioned.

8. What percentage of your under mentioned employees were given safety and skill up-gradation training in the last year?

a. Permanent employees

b. Permanent women employees

c. Casual/temporary/contractual employees

d. Employees with disabilities

Employees' health and safety is of prime importance to the Company. The Company conducts robust and periodic training like basic fire safety training and evacuation drills for floor marshals/ERT (Emergency Response Team) for employees across offices. Periodic fire evacuation drills and electrical and fire safety audits were conducted at the office locations as well as large branches, to sensitize employees about fire safety norms and regulations. The Company has tie-ups with vendors to educate and demonstrate use of fire-fighting equipment to ERT members. The Company conducted comprehensive safety training for women employees where they are trained on situation reaction and self-defense and updated on legal provisions relevant to their safety. Also educative content on Health, Safety & Environment (HSE), natural calamities, epidemics, ergonomics, women safety and road safety are circulated on regular intervals on the intranet platform on employee interface.

In the area of Learning & Skill up-gradation, an integrated framework has been institutionalized to nurture and build our employees capabilities to improve performance in their current roles and prepare them for future challenges. These initiatives includes customized campus assimilation programmes, on-boarding and orientation workshops for new hires, regulatory and compliance based knowledge & skill up gradation programs and role specific functional, managerial and leadership interventions for junior, middle and senior level employees. Employees are also provided access to a suite of e-learning programmes which covered about 1764 employees in fiscal 2018. In fiscal 2018, the Company conducted 19 programmes and covered 2101 employees through these learning interventions.

Principle 4

1. Has the company mapped its internal and external stakeholders? Yes/No

Yes

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalised stakeholders?

We serve all sections of society irrespective of their wallet size.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalised stakeholders. If so, provide details thereof, in about 50 words or so.

The company offers low-cost no-frills trading accounts under the Rajiv Gandhi Equity Savings Scheme for the first time equity investors where we don't levy any DP charges for equity holdings upto ₹ 50,000. Similarly, to encourage equity culture for the first time investors employed with select corporate houses, we waive off their annual fees. The Company also undertakes investor education programmes for various sections of societies like students, women from weaker sections of societies, armed forces etc.

Principle 5

1. Does the policy of the company on human rights cover only the company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/NGOs/Others?

The Company's philosophy of non-discrimination among employees, meritocracy and mechanisms for redressal of employee issues applies across the Company.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

Please refer response to question number 2 under Principle 1.

Principle 6

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others.

The aspects outlined under this Principle are not substantially relevant to the Company given the nature of its business. The Company complies with applicable environmental regulations in respect of its premises and operations. Further, the Company participates in initiatives towards addressing environmental issues.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

Yes. As an environmentally responsible corporate, the Company has been striving towards imbuing green sustainable processes, policies and practices. As an organization with strong technology focus with last mile service delivery capability through digital means, much of our operations are now paperless. This capability also means routine activities like contact notes, holding statements, new product brochures etc. are now delivered to customers in electronic form rather than physical.

3. Does the company identify and assess potential environmental risks? Y/N

NA.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

The above question is not applicable to the Company as it is not a manufacturing company.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

The above question is not applicable to the Company as it is not a manufacturing company.

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

The above question is not applicable to the Company as it is not a manufacturing company.

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

There were no outstanding notices at March 31, 2018.

Principle 7

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

- (a) Association of National Exchange Members Of India
- (b) International Market Assessment India Private Limited-CFO
- (c) BSE Broker's Forum
- (d) The Association Of Investment Bankers Of India
- (e) Financial Planning Standards Boards, India

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

No

Principle 8

1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

The Company has articulated its CSR philosophy as supporting the cause of education, health care, skill development and rural development and towards this end, we conduct our CSR activities largely by focus on progressive support for our key CSR initiatives. ICICI Foundation has undertaken initiatives aimed at promoting sustainable livelihood through vocational skill building and promoting education.

We worked on two key programmes, in the current year, in the areas of education and skill development; Mission Samruddhi and Siddhika. Mission Samruddhi aims at providing importance of financial literacy and basic financial planning to junior personnel in defense and other allied uniform services. Siddhika, on the other hand, aims at providing means to a sustainable livelihood to women through skill development.

The Company partnered with Vision Foundation of India to perform eye surgeries in seven states for 500 individuals during the year.

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

The Company partners with different organizations in implementing its various CSR initiatives. Besides ICICI Foundation, the company has partnered with the National Institute of Securities Markets, an educational institute set up by SEBI for imparting financial knowledge in the two programmes, Mission Samruddhi and Siddhika. Furthermore, the company has set up an in-house team for facilitating ground level execution of these programmes.

3. Have you done any impact assessment of your initiative?

Yes. Under Mission Samruddhi, the Company reached out to 9972 junior level personnel from various uniformed forces, at their bases across the country. As part of the pilot for Siddhika, the Company has trained 114 women from locations in Uttar Pradesh and Andhra Pradesh, of which, 14 have passed the NISM exam, thereby, clearing the first step to become Independent Financial Associates. We have assessed that, by partnering with Vision Foundation of India, a non-profit, non-government charitable organization registered under Bombay Public Trust, 1950, for their initiative, Rashtriya Netra Yagna, 500 individuals ailing with eye diseases have been surgically benefitted.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.

During the year, the company spent ₹ 91.6 million in its CSR activities. The project details are highlighted in point number 1.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

We started Mission Samruddhi and Siddhika in FY 2017- 2018 and have worked towards building a sustainable future for the uniformed force personnel, women from lower strata of the society, skill development and individuals suffering from eye related ailments. The Company continues to put efforts in these areas, in the future.

Principle 9

1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.

Of the 77 complaints outstanding at the beginning of the year April 2017 and 18,777 complaints received during the year April 2017 to March 2018, 18704 complaints have been resolved, indicating resolution rate of 99.2%.

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)

NA

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

In the ordinary course of broking business, several customers have disputes with the Company which could result in their filing a civil suit, criminal complaint or a consumer complaint alleging deficiency of services. The Company always strives to have a cordial relationship with its customers and attempts to have an amicable settlement of the dispute but in some cases needs to pursue legal resolution of the same.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

The Company on a continuous basis measures the satisfaction levels of customers transacting across various touch points. As part of this exercise, the customer's feedback and satisfaction levels with the transaction experience are measured. We collect feedback from over 5,000 customers every month. This feedback is then analyzed and the insights from the same are implemented to improve products and processes and enhance our service quality.

The Company also conducts a detailed Customer Satisfaction Study (C-SAT). Existing customers are interviewed telephonically and a detailed interview is done where their feedback regarding the product, service and site experiences are captured.

Annexure

Principle-wise (as per NVGs) BR Policy/policies

(a) Details of compliance (Reply in Y/N)

Sr. Questions No.	P1	P2	P3	P4	P5	P6	P7	P8	P9
1 Do you have a policy / policies for...	Y	Y	Y	Y	Y	N	N	Y	N
2 Has the policy been formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	-	-	Y	-
3 Does the policy conform to any national /international standards? If yes, specify (50 words)	Y	Y	Y	Y	Y	-	-	Y	-
4 Has the policy been approved by the Board?* If yes, has it been signed by MD/ Owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	-	-	Y	-
5 Does the Company have a specified committee of the Board / Director / Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	-	-	Y	-
6 Indicate the link for the policy to be viewed online?	Y	Y	Y	Y	Y	-	-	Y	-
7 Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	-	-	Y	-
8 Does the Company have in-house structure to implement the policy/policies?	Y	Y	Y	Y	Y	-	-	Y	-
9 Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	N	Y	Y	Y	-	-	Y	-
10 Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?#	Y	Y	Y		Y		-	-	-

Note:

P1: Sr No 3-The Company has an Anti Bribery & Anti Corruption Policy, Group Code of Business Conduct and Ethics and Whistle Blower Policy. The Anti-Bribery & Anti-Corruption Policy broadly conforms to the requirements of anti-bribery statutes and the regulatory guidance issued in relation to the same. While the corporate governance requirements prescribed under the Listing Regulations require the Company to have a Code of Conduct, there is no prescribed standard for the same. The Group Code of Business Conduct and Ethics is based on professional and ethical standards which the Company believes all its employees as well as Directors should adopt. The Whistle Blower Policy confirms to the requirements as stipulated by the Companies Act, 2013 and its rules. Sr No 6- The Group Code of Business Conduct and Ethics is available on the website of the Company (www.icicisecurities.com). The other policies are internal documents and accessible only to employees of the organisation.

P2 The Company complies with regulations governing its products and services and has been responsive towards all stakeholders. The Company provides a range of investment and trading products and services to cater to all segments of the society and catering to needs of investors at various stages of lifecycle. The Company has moved towards digitisation and developed entirely paperless contract notes and periodic statements thereby providing speed and convenience to customers and having a positive impact on the environment. As part of its CSR initiative, the Company contributes towards the activities of ICICI Foundation for Inclusive Growth (IFIG) which focuses on the areas of elementary education, sustainable livelihoods, primary healthcare and financial inclusion. The initiatives of IFIG can be viewed on the link www.icicifoundation.org. The Company has a Corporate Social Responsibility Policy (CSR) which can be viewed on the weblink http://www.icicisecurities.com/CMT/UPLOAD/ARTICLEIMAGES/CSR_Policy.pdf. The company has also launched its' own CSR initiatives, "Mission Siddhika" that focuses on spreading financial literacy to the junior level of personnel working in defence and police forces and Samruddhi, that focus on educating and empowering women to be financially independent.

