



TRANSCRIPT OF THE TWENTY-SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ICICI SECURITIES LIMITED HELD ON WEDNESDAY, AUGUST 18, 2021 AT 4:30 P.M. (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS

Mr. Vijay Chandok: Good evening Ladies and Gentlemen. On behalf of the Company, my colleagues and on behalf of the Board of Directors, I welcome you to the Twenty-Sixth Annual General Meeting of the Company.

I would like to take this opportunity to express my sincere gratitude to all the shareholders for their support and for reposing confidence in our Company.

I thank all the shareholders for joining us for this meeting this evening and I hope all of you and your families are safe and in good health.

Seated next to me on my left is Mr. Ajay Saraf, Executive Director. To my right, we have the CFO of the Company, Mr. Harvinder Jaspal and seated to my extreme left is the Company Secretary, Mr. Raju Nanwani. We are all attending this meeting from our office in Mumbai. I now request Mr. Vinod Kumar Dhall, our Chairman, to conduct the meeting. Over to you Chairman Sir.

Mr. Vinod Kumar Dhall: Thank you Vijay. Good Evening Shareholders. I welcome you all to this meeting. This is the second consecutive AGM meeting being held virtually on account of the pandemic. I hope you all are safe and sound. Our Country, and indeed the whole world, is still fighting the virus, and I trust all of you, who are eligible, have taken the vaccine or plan to take it shortly so that as a nation, we can soon overcome this devastating calamity.

In view of the COVID-19 pandemic, the AGM of the Company is being held through VC/OAVM in compliance with the provisions of the Companies Act, 2013, applicable MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

It is now 4:30 p.m. as per the Indian Standard Time. The Company has appointed National Securities Depository Limited ('NSDL') for providing facility to attend the AGM and to vote on the resolutions being considered at the AGM (including remote e-voting). I have been informed that the requisite quorum has joined the meeting and accordingly, I declare the meeting open. The Company has taken all measures feasible under the current circumstances to enable members to participate and vote on items being considered at the AGM. I am pleased to inform you that the Company has provided the facility of live webcast of the proceedings of this AGM. This AGM can, therefore, be viewed live by the members from remote locations by logging into e-voting website of NSDL.

Pursuant to MCA Circulars dated January 13, 2021, May 5, 2020 and April 13, 2020 and SEBI Circulars dated January 15, 2021 and May 12, 2020, the Annual Report and the Notice of the Twenty-Sixth Annual General Meeting have been sent only by electronic mode to those Members whose e-mail addresses were registered with a Company, RTA or Depositories as on July 16, 2021.

In compliance with MCA Circular dated April 8, 2020, the Company had allowed the Members willing to express their views or ask questions during the AGM, to submit questions in advance and/or register themselves as a speaker by sending their request at the Company's e-mail ids investors@icicisecurities.com or IR@icicisecurities.com till 5:00 p.m. IST on Friday, August 13, 2021. The Company has received requests from a few Members and accordingly, only those Members would be allowed to express their views or ask questions during the AGM.

All the Members who have joined the meeting are by default placed on mute mode by the moderator to avoid any disturbance arising from background noise and ensure smooth and seamless conduct of the meeting.

Once the question & answer session starts, the names of the shareholders who have registered as speaker shareholders would be announced one by one. The speaker shareholder will thereafter be unmuted by the moderator.

To start speaking, the shareholders are requested to click the video 'ON' button. If a shareholder is not able to join through the video for any reason, the shareholder can speak through audio mode. While speaking, we would request the speakers to use earphones so that they are clearly audible and any noise in the background is minimized. It is also to be ensured that the Wi-Fi is not connected to any other device, no other background applications are running and there is proper lighting to have good audio and video experience.

If there is any connectivity problem at the speaker's end, we would ask the next speaker to join. Once the connectivity improves, the speaker shareholder will be called again to speak after the other speaker shareholders have completed their turn. During the AGM, if a Member faces any technical issue, please contact the helpline numbers mentioned on Page Number 8 of the Notice of the AGM.

I would now like to introduce my colleague Directors, who are attending the meeting through VC.

We have **Mr. Ashvin Parekh.**

Mr. Parekh is an Independent Director on the Board. He is also the Chairman of the Audit Committee and the Nomination & Remuneration Committee and a Member of the Risk Management Committee.

Mrs. Vijayalakshmi Iyer

Mrs. Iyer is an Independent Director of the Board. She is also the Chairperson of the Stakeholders Relationship Committee and the Risk Management Committee and is a Member of the Audit Committee.

Mr. Anup Bagchi

He is a Non-Executive Non-Independent Director on the Board and a Member of the Nomination & Remuneration Committee.

Mr. Pramod Rao

Mr. Rao is a Non-Executive Non-Independent Director on the Board and a Member of the Audit Committee.

Mr. Subrata Mukherji, Independent Director, is unable to attend this meeting due to unavoidable prior commitments.

Mr. Milind Ranade, Partner of B S R & Co. LLP, the Statutory Auditors of the Company, Mr. Makarand M. Joshi, Partner of Makarand M. Joshi & Co., the Secretarial Auditors of the Company and Mr. Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, the Scrutinizer for this AGM are also present.

Apart from that, the key officials of the Company including the Business/Function Heads of various segments are also present.

I would like to mention that up to the commencement of this meeting, the Company has received Authorized Representation from one shareholder for 24,16,52,692 equity shares.

Members were provided with an option to ask for the documents referred to in the Notice and the Explanatory Statement, till the conclusion of the Meeting. Further, Certificate obtained from the Statutory Auditors of the Company under Regulation 13 of SEBI (Share Based Employee Benefits) Regulations, 2014 is also available for inspection during the meeting.

There are no qualifications, observations or comments of the Statutory Auditors. There are no qualifications, observations or comments of the Secretarial Auditors which have adverse effect on the functioning of the Company. Hence, the reports are not required to be read out at this meeting.

For the benefit of the shareholders, we have arranged an audio visual presentation which would be screened now.

An audio visual presentation relating to the business performance as well as various CSR initiatives of the Company was screened.

Mr. Vinod Kumar Dhall: Thank you for that. I would like to inform you that pursuant to the Companies Act, 2013 read with relevant rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided an opportunity to all its Members to exercise their voting rights through remote e-voting *i.e.* electronic voting from a place other than the venue of the AGM for the items of business to be transacted at the AGM, as specified in the AGM Notice.

Now, I propose to take up the Business of this meeting in accordance with the AGM notice.

Sr. No.	Resolution Description
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.
2.	To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.
3.	To confirm the payment of interim dividend and declare final dividend on equity shares for the financial year ended March 31, 2021.

4.	Appointment of Mr. Anup Bagchi (DIN: 00105962), who retires by rotation and being eligible, offers himself for re-appointment.
5.	Revision in remuneration payable to Mr. Vijay Chandok (DIN: 01545262), the Managing Director & CEO of the Company.
6.	Re-appointment of Mr. Ajay Saraf (DIN: 00074885) as the Executive Director of the Company and payment of remuneration.

The following three resolutions are for Special Resolutions:

7.	Re-appointment of Mr. Ashvin Parekh (DIN: 06559989) as an Independent Director of the Company.
8.	Enhancement of the existing borrowing limit under Section 180 of the Companies Act, 2013.
9.	Enhancement of the existing limit under Section 186 of the Companies Act, 2013.

The Company had provided remote e-voting facility to the Members through the platform of NSDL. This facility was provided from Saturday, August 14, 2021 (9:00 a.m. IST) till Tuesday, August 17, 2021 (5:00 p.m. IST).

We are also extending the facility for the electronic voting for Members attending the meeting who have not already cast their vote by remote e-voting. Members eligible to vote may exercise their right to cast their votes by visiting e-voting website of NSDL.

The Board has appointed Dholakia & Associates LLP, Practicing Company Secretaries as the Scrutinizers. Mr. Bhumitra V Dholakia, Designated Partner of Dholakia & Associates LLP shall act as the Scrutinizer for conducting the e-voting process in a fair and transparent manner and to scrutinize the votes cast at the AGM and through remote e-voting and to submit the Consolidated Report of voting in compliance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Members may kindly give their suggestions, seek clarifications and ask queries, if any, on the agenda items set out in the Notice. I understand that some Members desirous of speaking have already registered their names as speakers. With due respect to other speakers and regard to time constraints, I request each speaker to be brief and restrict their comments to the Agenda of the Notice. Answers to the queries raised by the Members would be provided at the end once all the speakers have raised their queries. I would request the Moderator to call out the names of the speaker shareholders one-by-one.

Moderator: Thank you Sir. This is Hugo Dsouza, your Moderator. All shareholders who are registered to speak *are requested to accept the unmute request sent by the moderator and switch on their camera when your name is announced. With this, I request the first speaker, Ms. Lekha Shah to speak.* Ms. Lekha Shah, please go ahead and speak Ma'am.

Ms. Lekha Shah: Respected Chairman Sir, Board of Directors and my fellow members, Good Evening to all of you. Myself Lekha Shah from Mumbai. First of all, I am very much thankful to our Company Secretary, Raju Bhai, especially Jahnvi Ma'am, for extending very good investor

services and also sending me the Annual Report by e-mail well in time in such a difficult situation, which is full of knowledge, facts and figures in place. So I am very grateful to our Company Secretary, Mr. Raju Sir and Jahnvi Ma'am.

I am sure that our Company's ability to deliver growth and increase their shareholder value in the coming year has been the most this year. I am happy to see all the good deeds you have done during these tough times. I pray to God that he always showers his blessings upon you. I am happy the Company is doing very well in the field of CSR activities also.

Sir, I would like to add a few questions. My first question is, what are we learning from the lockdown and how is the Company implementing those learnings ? My second question is how is our Company operating ? Are we operating from home or they are working from the office ? My third question is how many of the employees were affected by COVID-19 ? My fourth question is are all our Company employees vaccinated against COVID-19 ? So I would like to say I strongly propose all the resolutions for today's meeting and my best wishes always with our Company and its prosperity. Thank you Sir.

Moderator: Thank you Ms. Shah. Thank you so much.

We move on to our next speaker shareholder, Mr. Yusuf Rangwala.

As we are not able to connect with Mr. Rangwala, we will move on to our next speaker and come back to you Mr. Rangwala after a few speakers.

We move on to our next speaker shareholder, Mr. Vinod Agarwal.

Mr. Vinod Agarwal: Respected Chairman Mr. Vinod Dhall, our MD and CEO, Mr. Vijay Chandok, our CS, Mr. Raju Nanwani and our CFO, Mr. Harvinder Jaspal. Good Afternoon to everyone and regards to everyone.

Sir, I have noted that our revenue was ₹ 25 billion and our PAT was ₹ 10 billion, EPS was 31 or 33 rupees and you have given a dividend of ₹ 21.5. It is a very good sign.

My one or two observations are that for CSR activity, you have given ₹ 100 million to the PM CARES Fund and that is the largest outgo on the CSR front of the ₹ 160 million. Next year when the pandemic subsides, this outgo may not be there and your old age spend on CSR is only about ₹ 4 million and only in one city. This initiative could be taken up in other cities also.

Your employee strength was 3,766 and I would like to know what is the attrition rate in that. The Company is doing well, your mutual fund income has increased and your cross selling is 1.78 and even your management of assets for private clients has increased. So, I am happy with all that and revenues have increased and the clients have increased.

Franking charges have decreased to ₹ 46.9 million from ₹ 164.8 million last year. Last year was pandemic year. How could the franking charges have reduced to ₹ 46.9 million from ₹ 164.8 million because if you are opening more clients, you would have needed to have more stamp duty done sir. Now how is this possible ? This is all the other expense fund, which is there. Thank you Sir. I am signing off. I wish the Company all the best for future and keep on increasing the profits and all. Thank you Sir.

Moderator: Thank you very much Mr. Agarwal.

We move on to our next speaker, shareholder Ms. Celestine Elizabeth Mascarenhas.

Ms. Celestine Elizabeth Mascarenhas: Respected Chairman, Mr. Vinod Kumar Dhall, MD & CEO, Mr. Vijay Chandok and others attending this virtually. Honorable Directors, my name is Mrs. C E Mascarenhas. I am attending from Mumbai. First of all, I will thank the Company Secretary, Mr. Raju Nanwani and his team for giving me this platform, registering me and thank you so much.

Now I come to the working. Revenue up. Everything was given in the presentation. Presentation was excellent. Revenue up, PBT, PAT up, EPS also is up to 33.14 as against last year's EPS of 16.83 and an excellent dividend of ₹ 21.5 per share, I think the highest because of the broking activities in this pandemic, I feel it has helped the broking more than any other things. So we have 148 branches, 3,766 employees and 18,400 advisors and some brokers. I would like to know how many from this were affected with COVID and how many recovered and what is the vaccination level where both doses have been completed ?

Next, I come to the awards on page 66, Congratulations for the awards received, keep it up. I am very happy with it. I also appreciate the CSR work done, which is really good and I don't want to expand because of time constraints. Our client base is 5.4 million. We are doing now global investment platform to our customers to invest in five new markets, UK, Japan, Singapore, Hongkong. How much of revenue or profit we will get or we have done some projection ?

Second is, we have expanded the business, scaled up distribution of loan products by adding 12 more offerings like home loan, loan against property, then lease rental discounting, business loan, *etc.*, all this is above our brokerage. So how much income you feel percentage-wise it will add to our revenues ?

Third one, our commodity derivatives trading, where we have added 50,000 customers. So how much income is added ? What is the margin level enjoyed here ? From brokerage or because of huge turnover.

We have partnered with Federal Bank for offering three in one accounts. So little bit insight I want. Why not with our Holding Company, ICICI Bank. What is the reason ? Maybe not allowed by RBI ?

Next one is how much revenue we get by tieing with Max Bupa Health Insurance Company. We have a well-defined Whistleblower Policy. So can you throw some light on how much, how many frauds were detected specially at staff end ?

What is the future roadmap for the next 3 years and Capex programs because for expansion and also COVID in the background, so please throw light. With this, I thank you very much for giving me this occasion to speak and I wish you and your entire team best of health so that we are all ready for fighting against the COVID-3, which will definitely I pray to God which will not come at all, and it will just vanish. With this thank you so much for giving me this opportunity to speak. Thank you again.

Moderator: Thank you very much, Ms. Mascarenhas.

We now move on to our next speaker shareholder, Mr. Arvind Waikar

Mr. Arvind Waikar: My name is Arvind Waikar, attending this virtual AGM of ICICI Securities from Ahmedabad. I think I must thank you from the core of my heart, Jahnavi, for assisting me and guiding me properly to have this meeting in a very successful manner.

At the outset, I would like to congratulate the Management of ICICI Securities for outstanding performance. The client base growth is worth praising in financial year 2021, which further got accelerated in Q1 of financial year 2021-22. Revenue growth of 50%, brand growth of 97% is fantastic. Really speaking words are inadequate to praise you all, the Board of Directors, the Management and the entire staff for doing exceptionally good in such a pandemic situation. I have one more advantage that I am a shareholder of ICICI Securities and plus, I use ICICI Direct for all my investment, trading and portfolio management. Let me just tell you that even ICICI Direct is one of the best and user friendly. I would say tool and the security which I am using, it is much better than HDFC Securities or Kotak Securities, *etc.*

Now, I have two queries for my clarification. Please don't mind it, you know, I may be in a position to slightly maybe on the wrong side, but I find that Zerodha is very aggressively promoting and boasting of their zero brokerage plan and I find them advertising with every Youtuber of stock market. I don't know why ICICI Direct also is not becoming more aggressive in increasing their client base, advertise more digitally. I know you have done it. I am aware that you added 3.9 lakh new clients, highest ever in Q1 and also started digital sourcing engines, but I don't know how do you compare your client addition or growth performance with other Securities service provider like HDFC Securities, Kotak Securities, Motilal Oswal, 5paisa, Zerodha and the number of other things. I want some sort of comparison because it should not happen that we become complacent or happy about our performance.

Second point, how do you plan to increase your profit growth. In financial year 2021, the PAT growth was 97% year-on-year basis and in Q1-2021-22, it was 61% Q-O-Q basis. When you have expanded portfolio like you have now, Home Loan, LAP, LRD, commodity derivatives, *etc.*, will it help you to achieve better growth? How are you planning to further increase the client base or client asset?

The third question, in fact, it is actually regarding the usage of ICICI Securities. I do not find the information regarding the actual receipt of my dividend in my trading activities or report. I find that HDFC Securities is giving this information. Since this dividend is now taxable, I want you should help me or help all the subscribers to get this dividend information on equities or mutual funds held by them. These are my two queries and I again like to thank the entire Management. Thank you so much, Sir.

Moderator: Thank you Mr. Waikar.

We move on to our next registered speaker shareholder. Mr. Srikanth Jhawar.

Mr. Srikant Jhawar: Good Afternoon Sir. My name is Mr. Srikant Jhawar. I am attending this meeting from Hyderabad and with this Video Conferencing, we are finding everything very easy and we are gaining knowledge of everything and we are getting great information and I would give credit to the Secretarial Department and thank them because they provided us the link.

On the similar lines to the shareholder before me, Mr. Arvind, who asked about digital marketing, Angel Broking is doing so many advertisements on Youtube and ISL is doing so many advertisements as well. Why is ICICI Securities lagging behind in this? If we do the ads digitally, then there would be growth in that because the new youngsters are investing by looking at the brand like ICICI Securities and Angel Broking. If we also do something like that,

then that will also be good and our dividend will be maintained and from last year, our share price has grown from ₹ 400 to ₹ 800, which has closed at ₹ 717.

In your Special Resolution when you are borrowing ₹ 110 billion, if you could provide us a bit of information about that. What is this big loan amount of ₹ 11,500 Crore for ? What is the reason for this and instead of this, if you do rights issue or something else is done, it would be fine.

During COVID pandemic in the past year how many demat accounts have we opened so far from all over India and how many sub-brokers and branches are there ? If you could give us some information on that and if you keep Video Conferencing like this, it benefits us as well and we will also get a lot of knowledge from this. Thank you Sir.

Moderator: Thank you very much, Mr. Jhawar.

We come back to Mr. Yusuf Rangwala, who had some problems earlier with connectivity. Hopefully these are now sorted out. Mr. Yusuf Rangwala.

Mr. Yusuf Rangwala: I am very happy with our Company. I am very proud to be a shareholder of this Company. Today our rates are ₹ 700/-. How our rates are going up ?

Sir, I will join the previous speakers. Why you are not advertising ? Like Motilal Oswal are also advertising.

Do you have any tips for SAIL ? I wanted to ask what is your view on Tata Steel and what do you feel how much higher this rate of Tata Steel will go.

I also want to know that last year when we completed 25 years, then you gave us dividend, but not the bonus. I wanted to tell you one thing, I want that you should offer us bonus. (*Meri tu maan le maula mujhe tu bonus dila de*). Nothing more to add and I thank our Company Secretary for giving me a link and also calling me and they are very kind people. I am very happy to be a part of the excellent Company and I pray to God henceforth. I would like to thank Vinod Sir, our Company Secretary, Raju Sir and he is gentleman. I am very happy with Mr. Raju sir. The friendly service that Sir offers us, I am just grateful for that and I don't have any further questions. I have full support. Thank you very much. Jai Hind and Good bye.

Moderator: Thank you very much, Mr. Yusuf Rangwala. That was our last speaker shareholder. With this, we have completed the question session.

I now hand it back to our Chairman to conduct further proceedings of the AGM. Thank you and over to you Sir.

Mr. Vinod Kumar Dhall: Thank you. I know request the MD and CEO, Mr. Vijay Chandok, to reply to the queries raised by the shareholders.

Mr. Vijay Chandok: Thank you, Sir. First and foremost, I would really appreciate and thank the shareholders for actively participating and asking all the questions.

Let me go one by one. Lekha Shah Ma'am, thank you very much for the words of encouragement you have given us, specifically, to the Company Secretary. You also acknowledged that in difficult times, the Company has been able to grow and we kept our eyes on doing all the societal actions that we can take to improve things there. Thank you so much for your prayers and you specifically wanted to know what are the key learnings that the

Company has had from the lockdown related developments. I would say the first and foremost important learning for us is that it is very important to have a backup plan, a BCP, as we call it a Business Continuity Plan because that was really tested for us to its limit. Being a part of the essential services, we had to remain open, the moment lockdown was sort of invoked and we were able to do that sharp at 9:15 a.m., when markets opened on the first day of lockdown. Everyday thereon, we remained open for service. So business continuity was a very big important learning.

The second is, we saw a lot of market volatility during this period. So the importance of risk management, ensuring that we are able to protect the risks of our customers and the risks of the Company using technology and we demonstrated it and we really felt very nice that we have invested in technology to be able to handle these risks very well. For us, there was massive volatility, if you remember during those days. We also learned the importance of cyber risk. We have been investing in cyber risk over the years and as we move from an environment where we are working within the office premises to remote working situation, the risk footprint, the cyber risk footprint, increases and the investment that we have been doing in cyber security processes, audit methodologies, controls, all of that was really put to good use and it has been very helpful and we believe it is very important to continue to strengthen cyber risk and cyber security.

Lastly, this whole pandemic has taught us that human behavior has changed so much. So many people who have been using the traditional methods of commerce and doing business are now doing things digitally. So the importance of investing in digital methods, digitalization, is another very big learning for us and all these areas that are highlighted are areas of big focus and investment for the Company.

You wanted to understand how are we exactly operating just now. We are quite flexible with respect to our operating policies right now, given that the uncertainty continues and therefore, we are operating in a hybrid model. We have a few people who do come to office and this number varies between 15% to 20% approximately on a day. Most of the other people continue to operate in a remote manner and we believe that we will continue with this till we have more certainty on this environment and situation.

You also wanted to know how many people got impacted by COVID. We had two waves, if you remember, there was wave one and wave two. Approximately in each of these two waves, we had in the ballpark of about 250 people each time getting impacted.

Vaccination is a big focus for us and it is not only vaccination for the staff, we have also taken efforts to arrange vaccination for the family members of our staff and today as per the policies that are rolled out by the Government in terms the age and the period of wait, we have completed vaccination for more than 85% of our staff already and we are hopeful that in the next 45 – 60 days, the 84 day wait period would be over and a very large proportion would be completely vaccinated in the Company and we are looking forward to that day actually.

Mr. Vinod Agarwal, you had actually asked or talked about our financial performance, our profits, our EPS and also you appreciated the dividend payout. You wanted to know about the CSR, you mentioned that we have put a very large number 10 Crore rupees which was given to PM Cares Fund and you also remarked that next year, this was not likely to happen and therefore, your suggestion that we should increase our spends on old age in other cities. I just want to tell you, we have already started looking at old age home care projects in beyond just one city, you would see at least three or four cities are under consideration and indeed, we will continue to put attention. It is a stated focus of the Company's CSR policy to look at old age and

the CSR initiatives pertaining to that as a part of our approach. So we will definitely look at that very seriously in our CSR activities.

Attrition rates you wanted to know about our employees. The attrition in the current year has been at about 26%.

You also remarked that while our revenues and clients and various other charges, various other revenue items have grown and gone up quite a bit, how come franking has actually as a charge come down and that is a great question. Here I would say that franking has come down because SEBI has come out with a new mechanism for digitally facilitating customers to transact. So you do not really need to supply your power of attorney where franking was required. We can do it through a mechanism called e-DIS. So it completely eliminates the need for franking and as we digitized our own processes in early part of the year, we moved to this same service being offered through the e-DIS mechanism and as a result, the need for franking came down and that brought down our franking charges. Thank you Sir, for your wishes for the future that you have given us, it means a lot to us. Please keep sending us your wishes. It will certainly add to the encouragement that we received from all our shareholders.

Madam, Celestine Mascarenhas, thank you for your kind words for our Secretarial members as well as our team members. I can see a lot of smiles around the corners of this room and you also spoke about our performance in terms of profits, revenue growth and you did compliment us for this performance. Specifically, you had a comment on dividend payout. Yes, it was the highest dividend for us in our history, where ₹ 21.5 was paid out, including the interim dividend.

You asked a specific question on the COVID and the impact. I have already explained that about 500 of our staff were impacted due to COVID. Many of them have almost recovered now and we are quite thankful that it has been that way.

You also remarked about our awards. Yes, the team keeps a very big focus on customers and we believe that award is only one way in which various stakeholders recognize us, but for us, customer and focus on customer is very important.

You also wanted to understand on the overseas investment. Overseas investment is still, I would say, in early days. It has just been a few months since our launch. If you look at the total AUM that has been garnered through this, it was actually in the ballpark of about \$ 24 million as on June 30, 2021. So we believe we are looking at this not as a short term play but indeed as a long term play and therefore, rather than focusing on a revenue individually on global investments, I think we see this as an additional service that is available to our customers. It will help them diversify. It is good for their portfolio and it is incidentally an added revenue opportunity for the Company.

You spoke about various other products that we have added, particularly the various loan products that we have added. Yes, we are focused on increasing the footprint and as a part of our strategy which we have articulated, we are expanding our product suite beyond savings and investments, into offering services of protection and insurance and also retail loans and towards these retail loans, we have actually disbursed during the year more than almost ₹ 1,400 and plus crore loans, about ₹ 1,430 Crore of loans disbursement and the income has started going up. Last year, it ended at about ₹ 10 Crore for us.

You wanted to understand our progress on derivatives. Yes, in commodity derivatives, we have expanded our network. The number that you quoted 50,000 actually refers to a monthly active number. Actually, we launched our plan called NEO, which is targeted exclusively at traders and

as a consequence, we have more than 100,000 subscribers to NEO today. So, this continues to be a growth area for us. The margins there are very similar to broking and a large part of our revenue comes from equity side and slightly less than 50% of that we make out of equity comes from the derivative side of the business, but along with the equities, derivative also is an area of big growth and apart from NEO, we are also launching lot of products and tools to help traders, which should be coming into the market one by one.

You also wanted to understand and you remarked about the Federal Bank 3-in-1 account tie-up. You wanted to know about the similar tie-up with our parent. In fact, I must say that with ICICI Bank, it is our flagship product. ICICI Bank is the most important partner and it has been with ICICI Bank that we have grown to where we have grown and here I must say that we definitely offer a 3-in-1 service with ICICI Bank and it is one of the oldest and the flagship service of the Company. A very large proportion of our revenue actually is coming from there so very much to your point, we do 3-in-1 services with ICICI Bank and it is the single largest provider of revenue for this Company.

With Max Bupa, we have only started it late part of last year. So the revenue is yet to actually start kicking in. It is only going to start coming from this fiscal year. So this will actually be the first full year of operation.

You also wanted to understand a little bit about the Whistleblower Policy and whether any frauds got sort of reported out of this. Happy to tell you so far no frauds have been detected or sort of reported on account of this Policy and we hope we continue to remain vigilant on this matter and it remains this way.

With respect to your capex comments and questions around the roadmap for capex, last year, we spent on our technology capex of approximately ₹ 37 Crore, we have increased the budget this year and you also wanted to ask how it is going to be going forward. The Board has been giving us a sort of guidance. It will be obviously finalized by the Board in the course of time, but their approach has been to enable the Company to invest whatever is required in technology to remain contemporary, cutting edge and forward in its services and capabilities. Thank you very much for your best wishes offered to us. It means a lot to us.

I am now moving to the next shareholder, Mr. Arvind Waikar. Thank you for your specific words of appreciation for our Secretarial department and thank you for the encouragement you have given to the Management team and you specifically spoke about the fact that we have grown very fast, you complimented our platform. Thank you very much for that. You are also our customer, it is a double relationship and we value that a lot. Thank you for your comments.

You specifically also spoke about Zerodha and the fact that Zerodha is growing by making a lot of expenditure on Youtube and other such digital media and therefore, your question around why ICICI is not doing this. So here I must say that you are very right in saying that you know, Zerodha has been spending a lot of money with respect to advertising and talking about their plans in digital media. Here, I would say that ICICI Securities has started this digital sourcing only four quarters back and we are, therefore, in a way new to this area and these methods of sourcing and whenever we enter into a new area, you will appreciate that there is a learning curve. The discussion that we have internally is that this learning curve we will run very fast with. So that we take very little time to go through the learning curve, we are going through this learning curve and in less than four quarters or just about four quarters, we have been able to triple our monthly run rates. If you compare our monthly run rates of acquisition last year when we started, last quarter of last fiscal year, we already have kind of tripled and we are definitely looking to increase our spends with respect to our digital advertisement. Last year, we spent

about approximately ₹ 10 Crore in FY20. In FY2021, it has already gone up more than four times to ₹ 42 crores and in the current year, we are committing more money than even what we did last year because we are seeing very encouraging outcomes on account of other digital sort of spending and advertisement that we are doing. It is directly impacting our growth positively. We are also focusing a lot on creating properties on our website. So if you go to our website as you are our customer, you will notice that there is a lot of content that has been put into the non-logged in section. Please go through it, a lot of valuable insights and information is available on that.

You also then asked us about what are our plans because we have increased our profits by almost 100% this year and even previous year, there was a growth, so how is it going to continue and how the profit is going to come ? There is basically Sir as we see, four levers for profit growth and we are focused on all four of them. The first one is that for growing profit, we have to grow number of customers. You have seen our quarter one performance, we continue to put our attention on customer acquisition and quick increase of customers in various channels, the ICICI Bank channel and also the digital channel and other channels that we have created. So customer growth is one lever. The second important lever for us is expanding the product suite. There was a remark made by one of the shareholders on the product suite expansion; so more and more products are now available to cross sell to our customers. We are also spending a good amount of attention now on finding ways in which we can deepen relationships. How we can offer more services in a right way, depending on the risk appetite of the customer, the right product to him. I think there is a big focus there. We are using technology and analytics to deepen that and deep dive that appropriately and increase our revenue there and finally, since our approach is all digital or predominantly digital, we believe that we will get the impact of operating leverage. So it is more about revenue increasing and cost increasing at a slower rate, so that we get expansion. So these are the four levers and we are focused on all the four levers to increase profits. We do hope we are able to live up to the expectations, but that is how we are looking at and those are the areas we are looking to focus on.

Specifically, with respect to our site, you also said that you were not able to receive information on dividends in trading activities, whereas in HDFC Securities, you are able to do this. Specifically with respect to making dividend statements available, you are very right. We have actually put this up as 'to do' item and we are implementing the technology capability. So very shortly, you will be able to see dividends on our site as well.

With respect to mutual funds, I think there was another question. You can already view this, it is already available. You can go to the portfolio tab in the consolidated portfolio statement, wherein under income statement of the year, you will be able to see this dividend. It is available for mutual funds as well as for Bonds and Sir, I hope now that we are working on improving things further from your observation that you made, particularly with respect to HDFC having that feature. I hope you will now continue to trade more and more with us. We look forward to that and we will re-double our efforts to provide service.

Sir, you also had a question around how our sourcing has sort of moved *vis-a-vis* other Brokers and you gave the example of I think HDFC Securities. So, I must tell you, we are the fastest growing amongst all these names that you took and we have added more than about approximately 7 lakh new customers last year and you specifically wanted a comparison with HDFC Securities. NSE active client addition of HDFC Securities was below half of our number. That number has even widened when you look at quarter one. So, we are growing even at a faster pace now. All other names that you took are much slower than HDFC. So, it will be a multiple time over the other. So, when you look at ICICI Securities' growth, we have already

moved on to become amongst the fastest growing players, but we are not stopping there. We will want to get even faster. I hope that addresses our direction of thinking.

I will now move to the next shareholder Mr. Jhavar. I think you have specifically spoken about good experience with our Secretarial department and you also spoke about Angel Broking specifically and you wanted to know that why ICICI is not spending the way Angel Broking is spending. Yes, I already addressed this issue as we have started increasing the footprint of spending. Digital spending is a focus area. You will see more spending taking place from ICICI Securities' side. Already compared to the previous year, it has increased from about ₹ 10 Crore kind of annual spend to about ₹ 42 Crore. This year, it is going to be even further. So, it is very much a focus area.

You wanted to know about the borrowing level. The borrowing was about ₹ 4,800 Crore as at June 30 of this year. This borrowing first and foremost is short term and this borrowing is meant largely to cater to our requirements of clients, which is ESOP Finance as well as Margin Trade Finance. So it directly helps our equity business and this borrowing is for that and based on the requirements of the clients and the opportunity in the market, this borrowing has actually gone up because right now, we are seeing a very healthy demand for both ESOP as well as MTF as a product.

Total number of demat accounts how much was opened. Last year in the entire full year, the industry opened about 1.43 crore demat accounts.

There was also a question on sub-broker. So we have a total of about 500 plus sub-brokers, but if you include IFAs and other partners, then that number goes to 18,000 plus.

You wanted to also know how many branches we have. Our branches have been coming down. Currently, we have about 149 branches for the Company.

I will now move to the next shareholder, Mr. Yusuf Rangwala. Thank you for your comments, specifically with respect to Company Secretary. Again Sir, from your side you wanted to know on advertising what is our plans with respect to advertising. I have already said we will be increasing spends there. Already done last year, it is getting done further this year.

Specifically Sir, you wanted to know about Tata Steel and company specific details. This is very much covered by Research. Please look up on the site and you will find through the research site, the views expressed by our Research Analyst on Tata Steel that will be available there.

You also told that we wanted bonus. We can say that from the Board side, we are committed to shareholder value and providing returns to shareholders and the Board from time to time definitely looks at various options that are available and whatever is the right option made available is obviously passed to the shareholders. I think the Board has taken the decision to pass on for last year a very handsome amount of dividend. So you have received the dividend from our side, but we will keep evaluating various options and do what is best as considered by the Board for the shareholders. You ended by praying for us Sir, thank you very much for your prayers and it means a lot to us and continue to keep sending your best wishes for us.

I suppose, Chairman Sir, I have addressed all the queries raised by the shareholders, so I will hand it through the moderator back to you Sir.

Mr. Vinod Kumar Dhall: Thank you Vijay for answering all the questions in a very comprehensive manner and I thank the shareholder speakers for their queries and having raised

those very pertinent issues. The queries have now been answered. This concludes the formal business of the meeting. I would like to thank all the shareholders for their co-operation and active participation in the proceedings by taking the initiative of joining the meeting through VC/OAVM and for valuable suggestions. I declare the meeting as closed.

I authorize any Whole-time Director or Company Secretary or the CFO to declare the results of the remote e-voting as well as the electronic voting done at the AGM today. The e-voting facility will remain open for the next 15 minutes to enable the Members who have not cast their votes earlier through remote e-voting. The results will be announced not later than two working days from the conclusion of the AGM to the Stock Exchanges as well as disseminated on the websites of the Company and NSDL along with the Scrutinizer's Report. The same would be duly recorded as part of the proceedings of the AGM. Further, the transcript of the meeting shall also be posted on the website of the Company.

I now thank all of you for your support and hope you will stay safe and observe all the protocols advised in public interest by the Government. Thank you.

Disclaimer : A few minor edits in the transcript have been made for the purpose of clarity and better reading.