

August 30, 2023

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-Eighth Annual General Meeting and combined report issued by the Scrutinizer

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

The Twenty-Eighth Annual General Meeting ('AGM'/Meeting) of the Members of ICICI Securities Limited ('the Company') was held on Tuesday, August 29, 2023 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 20, 2023.

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. Tuesday, August 22, 2023. The remote e-voting period commenced on Friday, August 25, 2023 at 9.00 a.m. (IST) and ended on Monday, August 28, 2023 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

Member of National Stock Exchange of India Ltd, BSE Ltd and Multi Commodity Exchange of India Ltd.

SEBI Registration: INZ000183631

CIN No.: L67120MH1995PLC086241

ICICI Securities Limited

Registered Office:

ICICI Venture House
Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400025, India
Tel. (91 22) 6807 7100
Fax (91 22) 6807 7803

Corporate Office :

Shree Sawan Knowledge Park, Plot No. D-507,
T.T.C. Ind. Area, M.I.D.C, Turbhe, Navi Mumbai - 400 705
Tel.: (91 22) 6807 7100
Fax: (91 22) 6807 7801

Name of Compliance Officer (Broking Operations) : Ms. Mamta Shetty

Email Address: complianceofficer@icicisecurities.com / Tel. (91 22) 4070 1000

Website Address: www.icicisecurities.com / www.icicidirect.com



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.

Based on the Scrutinizer's combined report dated August 30, 2023, all the resolutions as set out in the Notice of the AGM dated July 20, 2023 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 Nanwani
Company Secretary

Encl.: As above

		ICICI SECURITIES LIMITED							
Date of the AGM/EGM		29-08-2023							
Total number of shareholders on record date		145564							
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:		56							
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, 2023 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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0.0000
Public-Institutions	E-Voting	5,16,89,499	4,80,08,186	92.8780	4,80,08,186	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,80,08,186	92.878	4,80,08,186	0	100.0000	0.0000	0.0000
Public-Non Institutions	E-Voting	2,97,54,849	81,56,827	27.4134	81,32,411	24,416	99.7006	0.2993	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,67,819	27.4503	81,43,403	24,416	99.7011	0.2989	0.0082
Total		32,30,97,040	29,78,28,697	92.1793	29,78,04,281	24,416	99.9918	0.0082	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, 2023 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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting	5,16,89,499	4,80,08,186	92.8780	4,79,66,014	42,172	99.9121	0.0878	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,80,08,186	92.878	4,79,66,014	42,172	99.9122	0.0878	0.0000
Public- Non Institutions	E-Voting	2,97,54,849	81,56,799	27.4133	81,32,383	24,416	99.7006	0.2993	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,67,791	27.4502	81,43,375	24,416	99.7011	0.2989	0.0000
Total		32,30,97,040	29,78,28,669	92.1793	29,77,62,081	66,588	99.9776	0.0224	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, 2023.								
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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting	5,16,89,499	4,80,71,268	93.0001	4,80,71,268	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,80,71,268	93.0001	4,80,71,268	0	100.0000	0.0000	0.0000
Public- Non Institutions	E-Voting	2,97,54,849	81,56,974	27.4139	81,34,355	22,619	99.7227	0.2772	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,67,966	27.4508	81,45,347	22,619	99.7231	0.2769	0.0076
Total		32,30,97,040	29,78,91,926	92.1989	29,78,69,307	22,619	99.9924	0.0076	0

Resolution No.	4								
Resolution required: (Ordinary/Special)	ORDINARY - Appointment of Mr. Prasanna Balachander (DIN: 02257744), 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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,16,89,499	4,73,81,284	91.6652	4,73,77,742	3,542	99.9925	0.0074	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,73,81,284	91.6652	4,73,77,742	3,542	99.9925	0.0075	0
Public- Non Institutions	E-Voting	2,97,54,849	81,56,708	27.4130	1,77,332	79,79,376	2.1740	97.8259	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,67,700	27.4499	1,88,324	79,79,376	2.3057	97.6943	0
Total		32,30,97,040	29,72,01,676	91.9853	28,92,18,758	79,82,918	97.3140	2.6860	0

Resolution No.	5								
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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting	5,16,89,499	3,96,67,680	76.7422	3,79,72,185	16,95,495	95.7257	4.2742	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,96,67,680	76.7422	3,79,72,185	16,95,495	95.7258	4.2742	0
Public- Non Institutions	E-Voting	2,97,54,849	81,56,886	27.4136	81,17,839	39,047	99.5213	0.4786	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,67,878	27.4505	81,28,831	39,047	99.5219	0.4781	0
Total		32,30,97,040	28,94,88,250	89.5979	28,77,53,708	17,34,542	99.4008	0.5992	0

Resolution No.	6								
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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,16,89,499	3,96,67,680	76.7422	3,79,72,185	16,95,495	95.7257	4.2742	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,96,67,680	76.7422	3,79,72,185	16,95,495	95.7258	4.2742	0
Public- Non Institutions	E-Voting	2,97,54,849	81,34,867	27.3396	80,80,465	54,402	99.3312	0.6687	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,45,859	27.3765	80,91,457	54,402	99.3322	0.6678	0
Total		32,30,97,040	28,94,66,231	89.5911	28,77,16,334	17,49,897	99.3955	0.6045	0

Resolution No.	7								
Resolution required: (Ordinary/Special)	ORDINARY - Increase in payment of profit related commission to be paid to the Chairperson of the Board from FY2024 onwards.								
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
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
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		24,16,52,692	100.0000	24,16,52,692	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting	5,16,89,499	3,90,40,778	75.5294	3,61,95,688	28,45,090	92.7125	7.2874	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,90,40,778	75.5294	3,61,95,688	28,45,090	92.7125	7.2875	0
Public- Non Institutions	E-Voting	2,97,54,849	81,56,851	27.4135	1,66,391	79,90,460	2.0398	97.9601	0
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,67,843	27.4504	1,77,383	79,90,460	2.1717	97.8283	0
Total		32,30,97,040	28,88,61,313	89.4039	27,80,25,763	1,08,35,550	96.2489	3.7511	0

Resolution No.	8								
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
Promoter and Promoter Group	E-Voting	24,16,52,692	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public- Institutions	E-Voting	5,16,89,499	4,78,96,635	92.6622	4,78,96,635	0	100.0000	0.0000	1,11,551
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,78,96,635	92.6622	4,78,96,635	0	100.0000	0.0000	1,11,551
Public- Non Institutions	E-Voting	2,97,54,849	81,34,573	27.3386	81,02,418	32,155	99.6047	0.3952	22,000
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,45,565	27.3755	81,13,410	32,155	99.6052	0.3948	22,000
Total	32,30,97,040	5,60,42,200	17.3453	5,60,10,045	32,155	99.9426	0.0574	1,33,551	

Resolution No.	9								
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
Promoter and Promoter Group	E-Voting	24,16,52,692	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public- Institutions	E-Voting	5,16,89,499	4,78,96,635	92.6622	4,78,96,635	0	100.0000	0.0000	1,11,551
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,78,96,635	92.6622	4,78,96,635	0	100.0000	0.0000	1,11,551
Public- Non Institutions	E-Voting	2,97,54,849	81,34,502	27.3384	81,01,996	32,506	99.6003	0.3996	22,000
	Poll		10,992	0.0369	10,992	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		81,45,494	27.3753	81,12,988	32,506	99.6009	0.3991	22,000
Total		32,30,97,040	5,60,42,129	17.3453	5,60,09,623	32,506	99.9420	0.0580	1,33,551

For ICICI Securities Limited

Raju Nanwani
Company Secretary

Designated Partners

CS Vishvesh Girishchandra Bhagat

B.Com; LL.B (Gen.); ACS; FII

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 the Annual General Meeting

To,

Mr. Vinod Kumar Dhall

Chairman

ICICI Securities Limited

Report on voting for the 28th Annual General Meeting (“Meeting”/“AGM”) held on Tuesday, August 29, 2023 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 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 2022-23 has been sent on August 3, 2023 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.

Designated Partners

CS Vishvesh Girishchandra Bhagat

B.Com; LL.B (Gen.); ACS; FII

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)

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 28th 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. Tuesday, August 22, 2023 were entitled to vote on the resolutions.
5. The remote e-voting period commenced on Friday, August 25, 2023 at 9:00 a.m. (IST) and concluded on Monday, August 28, 2023 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 Tuesday, August 29, 2023 in the presence of two witnesses i.e. Mr. Lalit Shah and Mr. Vidyut Vasavada who are not in the employment of the Company.
(Declaration enclosed)
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 28th 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.

Designated Partners**CS Vishvesh Girishchandra Bhagat**

B.Com; LL.B (Gen.); ACS; FIII

CS Nrupang B. Dholakia

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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, 2023 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	7,073	29,78,17,705
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,073	29,78,17,705
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,083	29,78,28,697
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,083	29,78,28,697

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)**(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		
7,047	29,77,93,289	99.99
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
7,057	29,78,04,281	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		
26	24,416	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
26	24,416	0.01

Designated Partners**CS Vishvesh Girishchandra Bhagat**

B.Com; LL.B (Gen.); ACS; FII

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)**

2. **Item No 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023 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	7,072	29,78,17,677
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,072	29,78,17,677
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,082	29,78,28,669
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,082	29,78,28,669

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

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(COMPANY SECRETARIES)

(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		
7,041	29,77,51,089	99.98
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
7,051	29,77,62,081	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		
31	66,588	0.02
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
31	66,588	0.02

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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, 2023 (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	7,081	29,78,80,934
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,081	29,78,80,934
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,091	29,78,91,926
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,091	29,78,91,926

Designated Partners
CS Vishvesh Girishchandra Bhagat
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 (COMPANY SECRETARIES)

(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		
7,058	29,78,58,315	99.99
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
7,068	29,78,69,307	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		
23	22,619	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
23	22,619	0.01

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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4. **Item No 4: Appointment of Mr. Prasanna Balachander (DIN: 02257744), 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	7,067	29,71,90,684
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,067	29,71,90,684
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,077	29,72,01,676
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,077	29,72,01,676

Designated Partners
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(COMPANY SECRETARIES)

(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		
644	28,92,07,766	97.31
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
654	28,92,18,758	97.31

(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		
6,423	79,82,918	2.69
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
6,423	79,82,918	2.69

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)**

5. **Item No 5: 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	7,068	28,94,77,258
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,068	28,94,77,258
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,078	28,94,88,250
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,078	28,94,88,250

Designated Partners
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DHOLAKIA & ASSOCIATES LLP
 (COMPANY SECRETARIES)

(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		
6,972	28,77,42,716	99.40
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
6,982	28,77,53,708	99.40

(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		
96	17,34,542	0.60
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
96	17,34,542	0.60

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)****6. Item No 6: 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	7,066	28,94,55,239
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,066	28,94,55,239
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,076	28,94,66,231
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,076	28,94,66,231

Designated Partners
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DHOLAKIA & ASSOCIATES LLP
 (COMPANY SECRETARIES)

(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		
6,970	28,77,05,342	99.40
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
6,980	28,77,16,334	99.40

(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		
96	17,49,897	0.60
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
96	17,49,897	0.60

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)****7. Item No 7: Increase in payment of profit related commission to be paid to the Chairperson of the Board from FY2024 onwards (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	7,065	28,88,50,321
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,065	28,88,50,321
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,075	28,88,61,313
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	7,075	28,88,61,313

Designated Partners
CS Vishvesh Girishchandra Bhagat
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(COMPANY SECRETARIES)

(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		
577	27,80,14,771	96.25
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
587	27,80,25,763	96.25

(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		
6,488	1,08,35,550	3.75
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
6,488	1,08,35,550	3.75

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)****8. Item No 8: 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	7,067	5,61,64,759
Less: Total Number of Invalid Votes (Related Parties)	5	1,33,551
Total Number of Valid Votes	7,062	5,60,31,208
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,077	5,61,75,751
Less: Total Number of Invalid Votes (Related Parties)	5	1,33,551
Total Number of Valid Votes	7,072	5,60,42,200

Designated Partners
CS Vishvesh Girishchandra Bhagat
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(COMPANY SECRETARIES)

(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		
7,009	5,59,99,053	99.94
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
7,019	5,60,10,045	99.94

(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		
53	32,155	0.06
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
53	32,155	0.06

Designated Partners**CS Vishvesh Girishchandra Bhagat**

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DHOLAKIA & ASSOCIATES LLP**(COMPANY SECRETARIES)****9. Item No 9: 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	7,067	5,61,64,688
Less: Total Number of Invalid Votes (Related Parties)	5	1,33,551
Total Number of Valid Votes	7,062	5,60,31,137
B. e-Voting during the AGM		
Total Votes received	10	10,992
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	10	10,992
C. Combined (A+B)		
Total Votes received	7,077	5,61,75,680
Less: Total Number of Invalid Votes (Related Parties)	5	1,33,551
Total Number of Valid Votes	7,072	5,60,42,129

Designated Partners
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 (COMPANY SECRETARIES)

(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		
7,008	5,59,98,631	99.94
B. e-Voting during the AGM		
10	10,992	100
C. Combined (A+B)		
7,018	5,60,09,623	99.94

(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		
54	32,506	0.06
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
54	32,506	0.06

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; FII

CS Nrupang B. Dholakia

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(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.

**Note: The votes cast by related parties of the Company pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2014 and as disclosed in the Annual Report of the Company for the financial year 2022-2023 have been considered invalid for resolution no. 8 and resolution no. 9 pertaining to approval of related party transactions of the Company.*

Thanking you,

Yours faithfully,

**NRUPANG
BHUMITRA
DHOLAKIA**

Digitally signed by NRUPANG BHUMITRA
DHOLAKIA
DN: c=IN, postalCode=400051, st=MAHARASHTRA,
1=MRUNAL, cn=Personal,
serialNumber=0204739348D457654809641e41e
a920875d87d23d19543d6553d991f03996,
pseudoym=7442022013164458749,
2.5.4.20=5726169951138849936989898482774
5454071848695179c6a024496,
email=NRUPANG@MRUNAL.COM, cn=NRUPANG
BHUMITRA DHOLAKIA, o=7447
Date: 2023.08.30 17:07:23 +05'30'

CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 CP No: 12884

UDIN: F010032E000894597

Place: Mumbai

Date: August 30, 2023

Counter signed by Raju Nanwani, Company Secretary

TO WHOMSOEVER IT MAY CONCERN

We, Lalit Shah and Vidyut Vasavada hereby state that the e-voting (remote e-voting and e-voting at AGM) of **ICICI Securities Limited ("the Company")** for the 28th Annual General Meeting of the Company held on Tuesday, August 29, 2023 at 4.30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") was unblocked from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Mr. Lalit Shah

Office Address: A/302, Sarvodaya CHSL, Nr. EPFO Office, Service Road, Khernagar, Bandra (E), Mumbai - 400051

Signature: _____



Witness 2

Name: Mr. Vidyut Vasavada

Office Address: A/302, Sarvodaya CHSL, Nr. EPFO Office, Service Road, Khernagar, Bandra (E), Mumbai - 400051

Signature: _____

