

December 19, 2022

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

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

Dear Sir/Madam,

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

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

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), as amended from time to time, read with applicable rules made under the Act read with relevant applicable circulars issued by the Ministry of Corporate Affairs ('MCA Circulars'), the Company had sought approval of the Members by Ordinary Resolution for appointment of Mr. Rakesh Jha (DIN: 00042075) as a Non-Executive Non-Independent Director of the Company, through Postal Ballot by remote e-voting process ('remote e-voting'/'e-voting') only.

The e-voting for the purpose of Postal Ballot commenced on Saturday, November 19, 2022 at 9:00 a.m. (IST) and concluded on Sunday, December 18, 2022 at 5:00 p.m. (IST).

Dholakia & Associates LLP, Practicing Company Secretaries, the Scrutinizer appointed to scrutinize the Postal Ballot voting process, have submitted their report today. In terms of the report of the Scrutinizer, the resolution contained in the Postal Ballot Notice dated October 20, 2022 has been approved by the Members with requisite majority.

The resolution is deemed to have been passed on the last date of voting, *i.e.* Sunday, December 18, 2022.

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

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

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) 4070 1000
Fax: (+91 22) 4070 1022

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



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

Kindly take the above on your records and oblige.

Thanking you,

Yours faithfully,

For ICICI Securities Limited

Raju Nanwani
Company Secretary

Encl.: As above

Company Name		ICICI SECURITIES LIMITED						
Date of the AGM/EGM/last day of receipt of Postal Ballot forms		December 18, 2022						
Total number of shareholders on record date		187151						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		-						
Public:		-						
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:		-						
Public:		-						
Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of Mr. Rakesh Jha (DIN: 00042075) as a Non-Executive Non-Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	241652692	241652692	100.0000	241652692	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	44430204	33686130	75.8181	33462220	223910	99.3353	0.6646
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	36739655	717654	1.9533	716511	1143	99.8407	0.1592
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total		322822551	276056476	85.5134	275831423	225053	99.9185	0.0815

For ICICI Securities Limited

RAJU

NANIKRAM

NANWANI

Digitally signed by

RAJU NANIKRAM

NANWANI

Date: 2022.12.19

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Raju Nanwani

Company Secretary

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

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

SCRUTINIZER'S REPORT

To,
Mr. Vinod Kumar Dhall
Chairman
ICICI Securities Limited

SUB: REPORT ON THE POSTAL BALLOT PROCESS FOR THE RESOLUTION AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED OCTOBER 20, 2022

Dear Sir,

1. Dholakia & Associates LLP, Company Secretaries ("firm") were appointed as the scrutinizer by the Board of Directors of ICICI Securities Limited ("the Company") at its meeting held on October 20, 2022 to scrutinize the postal ballot voting process (voting by e-voting/remote e-voting) in connection with the subject matter.
2. I, CS Nrupang B. Dholakia, Designated Partner of the firm, submit my report as under:
 - 2.1 The Company completed the despatch of Notice of postal ballot on November 16, 2022 through electronic mode to the Members whose names appeared in the register of members or in the register of beneficial owners maintained by the Depositories as at the close of business hours on Friday, November 11, 2022 ('cut-off date') and whose e-mail IDs were registered with Company/Registrar and Transfer Agent of the Company/Depositories, pursuant to the applicable General Circulars issued by the Ministry of Corporate Affairs for conduct of postal ballot.
 - 2.2 The postal ballot was conducted only through remote e-voting system pursuant to the above referred Circulars, hence, postal ballot forms were not required to be sent by the Company.
 - 2.3 I have received a complete record of votes cast by e-voting mode on Sunday, December 18, 2022 from KFin Technologies Limited, the 'e-voting Agency'. The voting period concluded on Sunday, December 18, 2022 at 5.00 p.m. (IST).
 - 2.4 Particulars of all the votes cast by electronic mode have been entered in a register separately maintained for the purpose in electronic mode.

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

- 2.5 I am obligated under section 110 of the Companies Act, 2013 and the Rules framed thereunder to retain the postal ballot related data till the time the Company signs the minutes or proceedings. Once the copy of minutes or proceedings is provided, the same will be handed over to the Company.
3. The Members who have abstained from voting in the e-voting have been treated as invalid (details attached in **Annexure - II**)
4. In accordance with the basis of rejection (as per **Annexure - I**) and on proper scrutiny of all the postal ballot votes cast by way of e-voting, I report the result of the postal ballot as under:

RESOLUTION NO. 1 – APPOINTMENT OF MR. RAKESH JHA (DIN: 00042075) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

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

Particulars	Number of Members who have cast their votes	No. of Equity Shares of the nominal value of INR 5/- each (votes cast)
Total votes received	659*	27,60,57,769
Less: Total number of invalid votes (as per details attached in Annexure - II)	8	1,293
Total Number of valid votes	651	27,60,56,476

(b) Details of Voting:

Particulars	Aggregate of voting	No. of Equity Shares of the nominal value of INR 5/- each (votes cast)	% of valid votes received
Total valid votes received	651	27,60,56,476	100
Assented to Resolution	617*	27,58,31,423	99.92
Dissented to Resolution	34*	2,25,053	0.08

* 2 shareholders of the Company have voted partly 'for' and partly 'against' the resolution.

