ICICI Home Finance

Notice of 27th Annual General Meeting

Notice is hereby given that the Twenty Seventh Annual General Meeting of the Members of ICICI Home Finance Company Limited will be held on Tuesday, June 23, 2026, at 3:15 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business at shorter notice:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2026 together with the Directors' report and Auditors' report thereon.

2. To appoint a Director in place of Rakesh Jha (DIN: 00042075), who retires by rotation and being eligible, offers himself for re-appointment.

3. To declare final dividend of ₹0.60/- per equity share for the financial year ended March 31, 2026.

4. Approval to fix the remuneration of M/s. Borkar & Muzumdar (FRN: 101569W) and Kalyaniwalla & Mistry LLP (FRN: 104607W/LLP W100166) for FY2027.

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** the approval of members of the Company be and is hereby accorded to fix the remuneration of joint statutory auditors for auditing the accounts of the Company for FY2027 at ₹5,760,000/- for limited review/audit and audit as per requirement of listing regulations under Ind AS including other audits and certification fees being ₹6,252,000/- which includes ₹500,000/- for tax audit, ₹1,500,000/- for certification and ₹4,252,000/- for group reporting. Additionally, Goods and Service Tax and such other taxes, as may be applicable, reimbursement of out-of-pocket expenses and incidental expenses, subject to a maximum of ₹550,000, if any, will be paid by the Company;

   RESOLVED FURTHER THAT any one of the Directors of the Company or Chief Financial Officer or Company Secretary, be and are hereby jointly/severally authorized on behalf of the Company to take such steps as may be necessary in relation to the above and to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution, including intimating to RBI or any other applicable statutory authorities and authorized to issue certified true copy of the resolution as may be required from time to time."

SPECIAL BUSINESS

5. **Appointment of M/s. Parikh & Associates, Company Secretaries as Secretarial Auditors of the Company and fix their remuneration.**

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 62M read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 and other applicable provisions, if any, M/s. Parikh & Associates, Company Secretaries, be and is hereby appointed as Secretarial Auditor for auditing the secretarial and related records of the Company from the conclusion of the 27th Annual General Meeting till the conclusion of Annual General Meeting to be held in the Financial Year ending March 31, 2031 .

RESOLVED further that the remuneration to be paid to the secretarial auditor for auditing the secretarial and related records of the Company for the Financial year 2027 is ₹1,45,000/- (Rupees One Lakh Forty-Five Thousand only) exclusive of GST and such other tax(es), as may be applicable and reimbursement of all out-of-pocket expenses in connection with the Secretarial Audit of the Company.

RESOLVED further that any one of the Directors and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby authorize jointly and/or severally to file the required returns/forms with the Registrar of Companies and other regulatory authorities and to do all such acts, things, deeds as may be required in this connection and to provide a certified true copy of this Resolution and any other related documents in this regard and the same be furnished to the concerned authorities and they be requested to act thereon."

6. **Approval for material Related Party Transactions for subscription by related party(ies) in Bonds/Commercial Papers issued by the Company**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 62K of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Companies Act, 2013 read with rules made thereunder and such other applicable provisions of law, if any, and any amendments, modifications, variations or re-enactments thereof (applicable laws) and the 'Related Party Transactions Policy' of the Company, as may be applicable from time to time and on approval of the Board of Directors and debenture holders of the Company, the Members of the Company do hereby approve and accord approval to the Board of Directors of the Company (hereinafter referred to as Board), which term shall be deemed to include any duly authorized Committee constituted/empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for entering into and/or carrying out and/or continuingwith contracts/arrangements/transaction (whether individual transaction or transactions taken together or series of transactions or otherwise) pertaining to subscription in Bonds/CPs issued by the Company to the Related Parties listed in the explanatory statement annexed to the notice convening this meeting, notwithstanding the fact that the aggregate value of such transactions, to be entered into individually or taken together with previous transactions during financial year ending March 31, 2027, may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, as prescribed under Applicable Laws or any other materiality threshold, as may be applicable from time to time, for each such party, provided however, that the said contracts/arrangements/transactions shall be carried out on an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Members of the Company do hereby approve and accord approval to the Board, to sign and execute all such documents, deeds and writings, including filing the said documents, etc. and do all such acts, deeds and things and take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Members of the Company, do hereby also accord approval to the Board of Directors of the Company, to delegate all or any of its powers herein conferred to any Committee of Directors and/or Director(s) and/or official(s) of the Company/any other person(s) so authorized by it, in accordance with Applicable Laws, to do all such acts, deeds, matters and things and also to execute such documents, writings etc. as may be considered necessary or expedient to give effect to the aforesaid resolution.

By Order of the Board of Directors of
ICICI Home Finance Company Limited

Sd/-

Priyanka Shetty
Company Secretary

Place: Mumbai
Date: April 13, 2026
CIN: U65922MH1999PLC120106

Website: www.icicihfc.com
Email: hfcsecretarial@icicihfc.com
Registered Office:
ICICI Bank Towers,
Bandra-Kurla Complex, Mumbai – 400 051

Notes:

a. Explanatory Statement pursuant to Section 102 of the Act, in respect of Special business set out above is annexed hereto.

b. The Ministry of Corporate Affairs (‘MCA’) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 and subsequent amendments thereof (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting (AGM) through VC/OAVM without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, other applicable regulations and circulars as issued from time to time, the AGM of the Company is being held through VC/OAVM.

c. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

d. Corporate Shareholders (i.e. other than individuals) are required to send a scanned copy of its Board or governing body resolution/authorisation etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote thereat.

e. Members seeking any information with regard to the matters to be placed at the AGM, are requested to write to the Company Secretary through email on priyanka.shetty@icicihfc.com. The same shall be taken up in AGM and replied by the Company suitably.

f. In compliance with the aforesaid MCA Circulars and other applicable regulations, Notice of the AGM is being sent only through electronic mode to the Members. Members may note that the Notice and Annual Report for the year ended March 31, 2026 will also be available on the Company's website www.icicihfc.com

g. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

h. The profile and other relevant details pursuant to Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India in respect of Director seeking re-appointment at this AGM is provided as Annexure I to this Notice.

i. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

j. All the documents referred to in the Notice and Explanatory Statement will be available for inspection through electronic mode to the Members from the date hereof up to the date of the Meeting.

k. The address of the Registered office of the Company shall be deemed venue for the AGM.

Instructions for Members for attending the AGM through VC/OAVM are given below.

1. The Company shall provide VC facility of Teams in order to make it convenient for the Members to attend the Meeting.

2. The Members can attend the meeting through VC from their laptop/mobile. Members are requested to follow the steps mentioned in the file named **'Instructions to Join the Meeting'** which is enclosed with the Notice of 27th AGM. For access through mobile, Members can download **'Teams'** and enter the meeting number/password, to join the meeting.

3. The Members can use the below link/details to join the meeting through video conference facilities of Teams:

   Join Teams Meeting:

   Meeting ID: 487 172 760 929 46

   Passcode: sL9z67SD

4. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.

5. If a poll is demanded during the AGM, then Members are requested to cast their votes on the resolutions by sending an email on priyanka.shetty@icicihfc.com through their registered e-mail address.

6. Members who need assistance before or during the AGM, can contact Priyanka Shetty, Company Secretary on priyanka.shetty@icicihfc.com or +91- 022 40093457.

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 4

The Board of Directors of the Company at its meeting held on April 12, 2025 recommended the re-appointment of M/s. Borkar & Muzumdar (Firm Registration no. 101569W) and M/s. Kalyaniwalla & Mistry LLP (Firm Registration No. 104607W/LLP W100166) as Joint Statutory Auditors of the Company to hold office of the Company from 26th AGM to 28th AGM to be held for FY2027, and the approval of the Members of the Company was obtained in the 26th AGM held on June 23, 2025.

Further, on recommendation of the Audit Committee, the Board and members of the Company had approved remuneration of Joint statutory auditors for auditing the accounts of the Company for FY2026 at ₹5,760,000/- for limited review/audit and audit as per requirement of listing regulations under Ind AS. Further, fees for other audits and certification was fixed at ₹5,160,000/- which includes ₹500,000/- for tax audit, ₹1,500,000/- for certification and ₹3,160,000/- for group reporting. Additionally, Goods and Service Tax and such other taxes, as may be applicable, reimbursement of out-of-pocket expenses and incidental expenses, subject to a maximum of ₹500,000, if any, will be paid. The above fees will be shared equally between the Joint Statutory Auditors.

Further, it is proposed to fix the remuneration of Joint Statutory Auditors, M/s. Borkar & Muzumdar (FRN: 101569W) and Kalyaniwalla & Mistry LLP (FRN: 104607W/LLP W100166) wherein the remuneration of the Joint Statutory Auditors for auditing the accounts of the Company for FY2027 to be fixed at ₹5,760,000/- for limited review/audit and audit as per requirement of listing regulations under Ind AS. Also, fees for other audits and certification to be fixed at ₹6,252,000/- which includes ₹500,000/- for tax audit, ₹1,500,000/- for certification. Further, the fees for group reporting is proposed to be revised from ₹3,160,000 to ₹4,252,000/- due to increase in scope of work required to be carried out with regards to group consolidation financials and reporting's under Standard Auditing Practices (SA600). Additionally, Goods and Service Tax and such other taxes, as may be applicable, reimbursement of out-of-pocket expenses and incidental expenses, is proposed to be revised from ₹5,00,000 to ₹5,50,000 (maximum). The above fees will be shared equally between the Joint Statutory Auditors.

Your Directors recommend the resolution at Item No. 4 of the accompanying Notice for approval of the Members of the Company by way of Ordinary Resolution.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said Resolution.

Item No. 5

Pursuant to provisions of Section 204(1) of the Companies Act, 2013 ('the Act') read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, every listed company and every public company having a paid-up share capital of fifty crore rupees or more; or having a turnover of two hundred fifty crore rupees or more; or having outstanding loans or borrowings from banks or public financial institutions of one hundred crore rupees or more shall enclose an annexure with its Board report, a Secretarial Audit Report, given by a Company Secretary in Practice, in Form No. MR-3.

Further, Regulation 62M read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 requires the Company on the basis of recommendation of board of directors to appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General Meeting:

Pursuant to Section 204 of the Act, it shall be the duty of a Company to give all assistance and facilities to the Company Secretary in Practice, for auditing the secretarial and related records of the Company and the Board report shall explain in full any qualification or observation or other remarks made by the Company Secretary in Practice in his Secretarial Audit Report.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 62M read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, it is proposed to appoint M/s. Parikh & Associates, Company Secretaries, as secretarial auditor of the Company for a period of 5 years from the conclusion of 27th Annual General Meeting till the conclusion of Annual General Meeting to be held in the Financial Year ending March 31, 2031.

M/s. Parikh & Associates, Company Secretaries have confirmed that their aforesaid appointment, if made, would be within the prescribed limits under the Act and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015. M/s. Parikh & Associates, Company Secretaries has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 62M and Regulation 24A of the SEBI Listing Regulations.

Further, the remuneration to be paid to the secretarial auditor for auditing the secretarial and related records of the Company for the Financial year 2027 is ₹1,45,000/- (Rupees One Lakh Forty-Five Thousand only). This amount is exclusive of GST and other applicable taxes. Additionally, the Company shall reimburse all out-of-pocket expenses in connection with the Secretarial Audit. For reference, the remuneration for the FY ending March 31, 2026 was ₹1,35,000/-.

The Consent Letter along with eligibility confirmation from M/s. Parikh & Associates, Company Secretaries for their appointment as Secretarial Auditor of the Company for a period of five financial years viz. FY2027 to FY2031 and profile are enclosed as Annexure II.

Your Directors recommend the resolution at Item No. 5 of the accompanying Notice for approval of the Members of the Company by way of Ordinary Resolution.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said Resolution.

Item No. 6

As per the provisions of Section 188 of the Act, transactions with related parties which are on an arm's length basis and in the ordinary course of business, are exempted from the obligation of obtaining prior approval of shareholders. However, such transactions, if material, require prior approval of shareholders by way of an ordinary resolution as per the requirements of the provisions of Regulation 62K of the SEBI LODR Regulations, notwithstanding the fact that the same are at an arm's length basis and in the ordinary course of business.

As per the amendments to clause (zc) of Regulation 2(1) read with Regulation 62K of the SEBI Listing Regulations, transactions involving transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand will be considered as "related party transactions", and as "material related party transactions", if the transaction to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

In view of the above, approval of the Members is sought for the following:

Particulars	**Details**
Name of the Related Party and Relationship	1. ICICI Lombard General Insurance Company Limited – Fellow Subsidiary 2. ICICI Prudential Life Insurance Company Limited – Fellow Subsidiary
Type of proposed transaction	Subscription by related party(ies) in Bonds and/or CPs issued by the Company.
Value of the proposed transaction (₹ in billions)	₹ 20.0 billion with each related party(ies) at any given point in time.
Material terms and particulars of the proposed transaction	Amount, Rate of Interest/Price, Tenor, Type of instrument amongst others.
Nature of concern or interest (financial/otherwise)	The related party(ies) would subscribe/invest to Bonds and/or CPs issued by the Company in primary or secondary market.
Tenure of the proposed transaction	As may be decided from time to time.
% of the Company's Annual standalone Turnover for immediately preceding financial year (FY2025), that is represented by the value of the proposed transaction	58.09%
If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: • Details of the source of funds in connection with the proposed transaction	Not applicable

• Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, a. nature of indebtedness; b. cost of funds; and c. tenure; • Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security • Purpose for which the funds will be utilized by the ultimate beneficiary of funds pursuant to the related party transaction	Not applicable Not applicable Not applicable
Justification as to why the RPT is in the interest of the listed entity	Nature of transactions are carried out in normal course of business.
Valuation or other external party report	Not applicable
% of the counter-party's annual stand-alone turnover that is represented by the value of the pro-posed RPT (based on-consolidated turnover of FY2025)	1. ICICI Lombard General Insurance Company Limited – Fellow Subsidiary – 60% 2. ICICI Prudential Life Insurance Company Limited – Fellow Subsidiary – 4%

The Company may be required to enter into transactions, as stated in the resolution at Item No. 6 during the year ending 2027, on an arm's length basis and in the ordinary course of business, with Related Parties mentioned in the herein.

These transactions, during the year ending 2027, between the Company on one side and the Parties as mentioned above, separately on the other side, may exceed the revised threshold of "material related party transactions" under the SEBI Listing Regulations i.e. 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, for each such Party. All these transactions will be executed at an arm's length basis and in the ordinary course of business of the Company and/or its related parties.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Company and in any of the entities mentioned above, the respective related parties, are concerned/interested, financially or otherwise in the above resolution.

Based on the information on the proposed transactions, the Audit Committee has approved entering into the said transactions and the Board of the Company has reviewed and recommended that the approval of the Members be also sought for the resolution contained at Item No. 6 herein.

The Board, therefore, recommends the passing of the Ordinary Resolution at Item No. 6 of the Notice, for the approval of the Members.

Where the materiality thresholds for related party transactions, as provided under Regulation 62K of the SEBI Listing Regulations, undergoes any modification or revision, as may be notified by appropriate authority, pursuant to which the requirement for seeking prior approval of shareholders remains no longer applicable with respect to the resolution or any part of the resolution, the resolution or such part of the resolution, as the case may be, shall be deemed infructuous and shall not be considered by the Company during the year ending 2027.

The Members may please note that in terms of provisions of the SEBI Listing Regulations, no related party/ies shall vote to approve the Ordinary Resolution at Item No. 6 of the Notice.

By Order of the Board of Directors of
ICICI Home Finance Company Ltd.

Sd/-
Priyanka Shetty
Company Secretary

Place: Mumbai
Date: April 13, 2026
CIN: U65922MH1999PLC120106
Website: www.icicihfc.com
Email: hfcsecretarial@icicihfc.com
Registered Office: ICICI Bank Towers,
Bandra-Kurla Complex, Mumbai – 400 051

ICICI Home Finance

ANNEXURE I TO ITEM NO. 2 OF THE NOTICE

Pursuant to the Secretarial Standard 2 issued by the Institute of Company Secretaries of India, following information is furnished about the Director proposed to be re-appointed.

1. Rakesh Jha - Director seeking re-appointment at the 27th AGM to be held on June 23, 2026, at 3:15 p.m. [as required under SS-2 on General Meetings]

<table>
<tr><td>Name of the Director</td><td>Rakesh Jha</td></tr>
<tr><td>Age</td><td>54 years</td></tr>
<tr><td>DIN</td><td>00042075</td></tr>
<tr><td>Date of birth</td><td>October 29, 1971</td></tr>
<tr><td>Date of first appointment on Board</td><td>October 13, 2022</td></tr>
<tr><td>Qualification</td><td>B.Tech, MBA</td></tr>
<tr><td>Brief resume including experience</td><td>Mr. Rakesh Jha is an Executive Director on the Board of ICICI Bank since September 2, 2022. He is responsible for the retail, small enterprises and corporate banking businesses of the Bank. He is the Chairperson of the Board of ICICI Lombard General Insurance Company Limited, ICICI Home Finance Company Limited and ICICI Securities Limited. He also serves on the board of ICICI Venture Funds Management Company Limited.

He has been with ICICI since 1996 and has worked in various areas. He was the Group Chief Financial Officer in his previous role with the ICICI Bank Limited.

He has a management degree from the Indian Institute of Management, Lucknow and an engineering degree from the Indian Institute of Technology, Delhi.</td></tr>
<tr><td>Other Directorship/Membership</td><td>ICICI Bank Limited
ICICI Securities Limited
ICICI Lombard General Insurance Company Limited
ICICI Ventures Funds Management Company Limited
ICICI Foundation for Inclusive Growth</td></tr>
<tr><td>Chairmanship/Membership of Committees in companies in which position of Director is held</td><td><table><tr><th>Sr. No.</th><th>Names of the Companies</th><th>Name of the Committee</th><th>Chairperson/ Member</th></tr><tr><td>1</td><td>ICICI Bank Limited* (Listed Company)</td><td>Environmental, Social and Governance & Corporate Social</td><td>Member</td></tr></table></td></tr>
</table>

			Responsibility Committee	
			Customer Service Committee	Member
			Fraud Monitoring Committee	Member
			Identification Committee (Gross Principal Outstanding > Rs. 750.0 million) for identification & classification of wilful defaulters	Member
			Review Committee (Gross Principal Outstanding ≤ Rs. 750.0 million) for identification & classification of wilful defaulters	Member
			Executive Investment Committee	Member
			Committee of Executive Directors	Member
			Asset Liability Management Committee	Member
			Committee of Senior Management	Member

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<tr><td></td><td></td><td>Credit Committee</td><td>Member</td></tr>
<tr><td rowspan="2">2</td><td rowspan="2">ICICI Securities Limited (Low Debt Listed Company)</td><td>Nomination & Remuneration Committee</td><td>Member</td></tr>
<tr><td>Risk Management Committee</td><td>Member</td></tr>
<tr><td rowspan="2">3</td><td rowspan="2">ICICI Lombard General Insurance Company Limited (Listed Company)</td><td>Risk Management Committee</td><td>Member</td></tr>
<tr><td>Board Nomination & Remuneration Committee</td><td>Member</td></tr>
<tr><td rowspan="3">4</td><td rowspan="3">ICICI Venture Funds Management Company Limited (Unlisted Company)</td><td>Audit Committee</td><td>Chairperson</td></tr>
<tr><td>Corporate Social Responsibility Committee</td><td>Chairperson</td></tr>
<tr><td>Nomination & Remuneration Committee</td><td>Member</td></tr>
</table>
</td></tr>
<tr><td>Relationship with other directors, Managers and other Key Managerial Personnel of the Company</td><td>Not related</td></tr>
<tr><td>No. of equity shares held in the Company</td><td>None</td></tr>
<tr><td>No. of board meetings attended during the year</td><td>6/6</td></tr>
<tr><td>Remuneration sought to be paid</td><td>Nil</td></tr>
<tr><td>Remuneration last drawn (fiscal 2025-26)</td><td>Nil</td></tr>
<tr><td>Terms and conditions of appointment/re-appointment</td><td>Liable to retire by rotation</td></tr>
</table>

PARIKH & ASSOCIATES
COMPANY SECRETARIES

April 4, 2026

To,
The Board of Directors
ICICI Home Finance Limited
ICICI Bank Towers, Bandra-Kurla Complex,
Mumbai - 400051

Subject: Detailed Confirmation of Eligibility for Appointment as Secretarial Auditors under the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs/Madam,

We, **Parikh & Associates**, Practicing Company Secretaries, having our office at 111, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Andheri (West), Mumbai - 400053, hereby confirm our eligibility for appointment as Secretarial Auditors of your company for a period of five financial years viz. 2026-2027 to 2030-2031 as per the applicable provisions of:

1. **Section 204 of the Companies Act, 2013** and the rules made thereunder.
2. **Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**.

We confirm our compliance with all the statutory requirements necessary for this appointment, as detailed below:

1. Statutory Qualifications

We are a firm of Practicing Company Secretaries duly registered with the Institute of Company Secretaries of India (ICSI). Our partners and associates hold valid Certificates of Practice issued by ICSI in accordance with the Company Secretaries Act, 1980.

Peer Review and Quality Standards

- Our firm has been Peer Reviewed and Quality Reviewed by ICSI, ensuring adherence to professional standards and practices.
- We maintain robust internal processes to ensure the highest levels of quality and integrity in all engagements.

We meet the criteria as specified in Clause (a) of regulation 24A (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and have not incurred any of disqualifications as specified by the Board.

2. Independence and Objectivity

Neither our firm nor its partners or associates have any direct or indirect interest in the Company, its subsidiaries, associates, or joint ventures as prescribed under Section 204 of the Companies Act, 2013, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are independent of your company and its management and adhere to the principles of independence, as defined under the applicable provisions of law, ensuring impartiality throughout the engagement. There is no conflict of interest with the Company, directors or Key Managerial Personnel in providing services.

A Detailed profile of our Firm is enclosed.

3. Commitment to Confidentiality and Ethics

We assure you of complete confidentiality in all matters related to this assignment. We uphold the ethical standards and professional code of conduct as prescribed by ICSI, ensuring the protection of sensitive company information.

4. Methodology and Approach

The Audit shall be carried out with utmost integrity in terms of this Audit Engagement adhering to the highest level of ethics and standards. The Audit shall be conducted in accordance with the requirements of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Fees

Our fees would be as may be mutually decided.

We thank you for considering our firm for this engagement. Should you require any additional information or clarification, please do not hesitate to contact us.

Yours faithfully,
For **Parikh & Associates**
Practicing Company Secretaries
P/R No. : 7327/2025
Jigyasa Nilesh Ved
Digitally signed by Jigyasa Nilesh Ved
Date: 2026.04.04 15:04:58 +05'30'
Jigyasa N. Ved
Partner

DETAILED PROFILE OF PARIKH & ASSOCIATES

Parikh & Associates
Established: 1987
Headquarters: Mumbai, Maharashtra, India

Core Focus: Comprehensive professional services in corporate law, SEBI regulations, FEMA compliance, and allied fields, delivering strategic solutions to ensure regulatory adherence and operational efficiency.

About the Firm:
Parikh & Associates is a reputed firm of Practicing Company Secretaries with a legacy of excellence spanning over three decades. Renowned for its commitment to quality and precision, the firm has been Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices.

Team Composition:
The firm boasts a strong team of 35 members, including:
- **14 Partners** – Experienced professionals with diverse expertise.
- **11 Qualified Professionals** – Delivering exceptional advisory and execution capabilities.
- **14 Associates and Trainees** – Supporting operational and research endeavors.

Key Services Provided:

1. **Corporate and Secretarial Services:**
    - Advisory on Company Law, mergers, buybacks, and statutory compliance.
    - Secretarial Audits for listed and unlisted companies.
    - Due diligence for mergers, acquisitions, and financing as per RBI guidelines.
    - Liaison with regulatory bodies like MCA, SEBI, and the NCLT.

2. **Stock Exchange Compliance:**
    - Corporate Governance advisory and audits.
    - Certifications under listing agreements.
    - Delisting and compliance with stock exchange regulations.

3. **SEBI Regulations:**
    - Handling matters related to Insider Trading, Takeovers, Open Offers, and Preferential Issues
    - Comprehensive SEBI compliance and liaison services.

4. **FEMA Requirements:**
    - Advisory and compliance for foreign direct investment and securities transactions.
    - Representation before RBI and FIPB.

Clientele:
Parikh & Associates serves a prestigious list of clients, including prominent names such as, Tata Consultancy Services Limited, Tata Steel Limited, Hindustan Unilever Limited, Tata Motors Limited, ICICI Bank Limited, Siemens Limited, Glaxosmithkline Pharmaceuticals Limited and Pfizer Limited. The firm's expertise has earned the trust of industry leaders across sectors like banking, manufacturing, pharmaceuticals, and public utilities.

Infrastructure:
The firm's office is strategically located in Mumbai, the financial hub of India, enabling seamless access to corporate clients and regulatory authorities.

Address:
111, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Andheri (West), Mumbai - 400053.

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Distinctions and Achievements:
- Comprehensive certifications from ICSI for quality and peer review.
- Long-standing relationships with marquee clients.
- Expertise in high-stakes transactions, regulatory approvals, and audits.

Vision:
To be the trusted partner for corporations in navigating the complexities of corporate governance and regulatory frameworks, fostering sustainable growth and compliance.

Mission:
Delivering value-driven, innovative, and client-focused solutions through a commitment to quality, integrity, and professionalism.

For **Parikh & Associates**
Practicing Company Secretaries

Jigyasa Nilesh Ved
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Jigyasa N. Ved
Partner