

SEC/845/2024-25

May 14, 2024

The General Manager,
Compliance Dept.
Bombay Stock Exchange Ltd.
P J Towers, Dalal Street,
Mumbai -400001

Dear Sir/Madam,

Subject: Summary of proceedings of the 25th Annual General Meeting

Pursuant to Regulation 51(2) read with Para A of Part B of Schedule III of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and subsequent amendments thereof, please find enclosed the proceedings of the Twenty-Fifth Annual General Meeting of the Members of ICICI Home Finance Company Limited ('the Company') held on Tuesday, May 14, 2024 at 11.00 a.m. at shorter notice through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').

We request you to kindly take the same on record.

Yours faithfully,

For ICICI Home Finance Company Limited

Priyanka Shetty
Company Secretary

Encl: a/a

**Summary of Proceedings of the Twenty-Fifth Annual General Meeting of
ICICI Home Finance Company Limited**

The Twenty-Fifth Annual General Meeting ('AGM'/Meeting) of the Members of ICICI Home Finance Company Limited ('the Company') was held on Tuesday, May 14, 2024 at shorter notice through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The venue for the AGM was ICICI HFC Tower, Andheri Kurla Road, J.B. Nagar, Andheri (E), Mumbai - 400 059.

Mr. Rakesh Jha (DIN: 00042075), Non-Executive Director and Chairman of the Company, chaired the Meeting.

Ms. Priyanka Shetty, Company Secretary, welcomed the Members attending the meeting. She further informed that the AGM was conducted in compliance with the circulars issued by Ministry of Corporate Affairs and other applicable regulatory authorities. She then introduced the following Directors who were present at the AGM through VC:

1. Mr. Rakesh Jha (DIN: 00042075), Non-Executive Director and Chairman
2. Mr. G. Gopalakrishna (DIN: 06407040), Independent Director
3. Ms. Sandhya Gadkari Sharma (DIN: 02005378), Non-Executive Independent Woman Director
4. Mr. Atul Arora (DIN: 01999097), Non-Executive Director
5. Ms. Vineeta Rajadhyaksha (DIN: 10483840), Managing Director & CEO

Mr. S. Santhanakrishnan, Audit Committee Chairman was unable to attend the meeting and he authorised Ms. Sandhya Gadkari Sharma, Independent Director and member of the Audit Committee, to represent on his behalf to address the queries of shareholders.

She further introduced Shyamsunder Tailor, Chief Financial Officer and Aditi Joshi, Chief Compliance Officer, who attended the AGM in person at the venue.

She also introduced Mr. Abhay Kamat, representative of M/s. Singhi & Co. and Mr. Amit Hundia, representative of M/s. Mukund M. Chitale & Co., Joint Statutory Auditors. M/s. Parikh & Associates, Secretarial Auditors of the Company were exempted by the Company from attending the AGM in accordance with the provisions of Secretarial Standard – 2.

She informed that the intimation from seven Members holding 1,203,527,870 equity shares, appointing authorised representatives under Section 113 of the Companies Act, 2013, ("Act") were received and all the authorised representatives attended the meeting through VC from their respective locations. The consent to hold the meeting at a shorter notice was also received from the members.

The Chairman extended a warm welcome and expressed his gratitude to all the employees of the Company for their contribution during the year. He further expressed deep

ICICI Home Finance Company Limited
Registered Office:
ICICI Bank Towers,
Bandra-Kurla Complex
Mumbai-400 051, India.

Corporate Office:
ICICI HFC Tower
Andheri Kurla Road, J.B Road
Andheri (E), Mumbai-400 059

Tel.: (091-022) 40093231
Website-www.icicifhc.com
CIN: U65922MH1999PLC120106

appreciation to the front line sales team, who have been engaging with the customers and achieving milestones with all sincerity and dedication.

The requisite quorum as per the Act, being present, the Chairman called the AGM to order.

He further informed that the AGM was being held through video conferencing, therefore, there was no requirement for appointment of proxies, and accordingly the facility for appointment of proxies by the Members was not available.

The Chairman informed the Members that the Company has kept available the Register of Directors, Key Managerial Personnel and their shareholding and all the other documents referred to in the AGM Notice and the Explanatory Statement annexed thereto for online inspection. He further informed that the Statutory Audit Report and the Secretarial Audit Report for the financial year ended March 31, 2024, do not contain any qualifications, reservations, adverse remarks or disclaimers and both the reports were taken as read.

The Chairman apprised the Members about the operational and business performance of the Company. He further sought the shareholders' permission to take the notice convening the meeting as read and accordingly the same was taken as read.

The Chairman thanked the Members for their co-operation, active participation in the AGM by taking the initiative of joining the meeting through VC/OAVM. He then declared the AGM as closed.

The following items of business were transacted during the AGM:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2024 together with the Directors' report and Auditors' report thereon as an Ordinary Resolution;
2. To appoint a Director in place of Mr. Rakesh Jha (DIN: 00042075), who retires by rotation and being eligible, offers herself for re-appointment as an Ordinary Resolution;
3. To declare final dividend on equity shares for the financial year ended March 31, 2024 as an Ordinary Resolution;
4. To consider and if thought fit to appoint M/s. Borkar & Muzumdar (FRN: 101569W) and Kalyaniwalla & Mistry LLP (FRN: 104607W/LLP W100166) as Joint Statutory Auditors of the Company as an Ordinary Resolution.

Special Business:

ICICI Home Finance Company Limited
Registered Office:
ICICI Bank Towers,
Bandra-Kurla Complex
Mumbai-400 051, India.

Corporate Office:
ICICI HFC Tower
Andheri Kurla Road, J.B Road
Andheri (E), Mumbai-400 059

Tel.: (091-022) 40093231
Website-www.icicifc.com
CIN: U65922MH1999PLC120106

5. Fixing overall Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013 as Special Resolution;
6. Fixing of Limits for creation of charge/security on the assets upto an amount of ₹320.00 billion to secure its borrowings
7. Issue of Non-Convertible Debentures (NCDs) under Private Placement as Special Resolution;
8. Adoption of Table F of Schedule I of Companies Act, 2013 with respect to Articles of Association of the Company Special Resolution;
9. Approval for material Related Party Transactions for subscription by related party(ies) in Bonds/Commercial Papers issued by the Company as an Ordinary Resolution;
10. Payment of Profit related Commission to Independent Directors as an Ordinary Resolution;
11. Appointment of Vineeta Rajadhyaksha (DIN: 10483840) as a Managing Director and Chief Executive Officer (MD & CEO) of the Company as a Special Resolution.

For ICICI Home Finance Company Limited

Priyanka Shetty
Company Secretary