

**Annexure "2"**  
**FORM NO. MGT - 9**  
**EXTRACT OF ANNUAL RETURN**  
**AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2023**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

<b>I. REGISTRATION AND OTHER DETAILS:</b>	
CIN	U72200MH1989PLC166901
Registration Date	January 5, 1988
Name of the Company	ICICI Venture Funds Management Company Limited
Category / Sub-Category of the Company	Company having Share Capital
Address of the Registered office and contact details	ICICI Venture House, Ground Floor, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025. Tel. No. 022 – 6655 5050
Whether listed company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	3i Infotech Limited, Tower # 5, 3rd to 6th Floor, International Infotech Park, Vashi, Navi Mumbai - 400 703. Tel. No. 022 - 6792 8070

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Asset Management Services	65999	57.4%
2	Others	74999	42.6%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
ICICI Bank Limited, ICICI Bank Tower, Near Chakli Circle, Old Padra Road, Vadodara, Gujarat – 390007	L65190GJ1994PLC021012	Holding	100%	2(46)

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. *Promoters</b>									
(1) Indian									
a) Individual/HUF									
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp.									
e) Banks / FI	999,994	6	1,000,000	100%	999,994	6	1,000,000	100%	-
f) Any Other									
<b>Sub-total (A) (1):-</b>	999,994	6	1,000,000	100%	999,994	6	1,000,000	100%	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals									
b) Other – Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
<b>Sub-total (A) (2):-</b>	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	999,994	6	1,000,000	100%	999,994	6	1,000,000	100%	-
	-	-	-	-	-	-	-	-	-

<b>B. Public Shareholding</b> <b>1. Institutions</b> a) Mutual Funds  b) Banks / FI c) Central Govt d) State Govt(s) e) Venture Capital Funds f) Insurance Companies g) FII's h) Foreign Venture Capital Funds i) Others (specify) – unlisted public companies <b>Sub-total (B)(1):-</b> <b>2. Non-Institutions</b> a) Bodies Corp. i) Indian ii) Overseas b) Individuals i) Individual shareholders holding nominal share capital upto ₹ 1 lakh ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh c) Others (specify) <b>Sub-total (B)(2):-</b> Total Public Shareholding (B)=(B)(1)+(B)(2)									
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	NA								
<b>Grand Total (A+B+C)</b>	<b>999,994</b>	<b>6</b>	<b>1,000,000</b>	<b>100%</b>	<b>999,994</b>	<b>6</b>	<b>1,000,000</b>	<b>100%</b>	<b>NIL</b>

**ii) Shareholding of Promoters :**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	ICICI Bank Limited (along with its nominees)	1,000,000	100%	-	1,000,000	100%	-	-
	Total	1,000,000	100%	-	1,000,000	100%	-	-

**iii) Change in Promoters' Shareholding (please specify, if there is no change) – No change in the Promoters' Shareholding in the Company**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	1,000,000	100%	1,000,000	100%
	Date wise Increase / Decrease in Promoters Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Not Applicable			
	At the End of the year	1,000,000	100%	1,000,000	100%

iv) *Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):*

Sl. No.		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
	At the beginning of the Year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-

v) *Shareholding of Directors and Key Managerial Personnel:*

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Directors and KMP</b>				
	At the beginning of the year	<b>None of the Directors hold shares in the Company. KMP is not applicable to the Company.</b>			
	Date wise Increase / Decrease in Shareholding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year				

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ million)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	-	-	-
• Reduction	-	-	-	-
<b>Net Change</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Amount (₹)		Total Amount (₹)
		Mr. Mohit Batra, Executive Director (WTD)	*Mr. Puneet Nanda Managing Director & CEO –	
	<b>Names of Directors</b>			
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,94,31,550	4,12,10,402	7,06,41,952
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	5,78,461	9,28,908	15,07,369
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option *			
3	Sweat Equity	-	-	
4	Commission - as % of profit - others, specify...	-	-	
5	Others, please specify – (Retirals & Other benefits)	45,40,983	39,96,402 -	85,37,385
	<b>Total (A)</b>	<b>3,45,50,994</b>	<b>4,61,35,712</b>	
	Ceiling as per the Act			

\*Mr. Puneet Nanda, Managing Directors & CEO has been granted stock options by ICICI Bank in FY2022, pursuant to ICICI Bank's Employee Stock Option Scheme.

**B. Remuneration to other directors:-**

Amount (₹)

Sl. No.	Particulars of Remuneration	Name of the Director		Total Amount
		Mr. Sridar Iyengar	Mr. Marti Subrahmanyam	
	1. Independent Directors ➤ Fee for attending board / committee meetings ➤ Commission ➤ Others, please specify	6,80,000	3,80,000	10,60,000
	Total (1)	6,80,000	3,80,000	10,60,000
	2. Other Non-Executive Directors ➤ Fee for attending board / committee meetings ➤ Commission ➤ Others, please specify			Nil
	Total (2)			Nil
	Total (B)=(1+2)			10,60,000

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD – Not Applicable**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
					Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-



**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>		<b>Nil</b>			
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>		<b>Nil</b>			
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>		<b>Nil</b>			
Penalty					
Punishment					
Compounding					