



October 01, 2024

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. NSE Symbol: IIFL</b>
---	--

**Sub: Voting Results and Scrutinizer's Report of the 29<sup>th</sup> Annual General Meeting of IIFL Finance Limited ("the Company")**

Dear Sir/Madam,

We wish to inform you that the 29<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company was held on Monday, September 30, 2024, at 11:30 a.m. through Video Conferencing.

In this regard, we hereby submit the following:

- a) Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on ordinary/special resolutions specified in the AGM Notice dated June 15, 2024. The detailed voting results consolidating the results of remote e-voting with the results of e-voting during the AGM is enclosed herewith.

All the resolutions were passed with the requisite majority by the Members. The details of votes cast by the Members are given in the Annexure.

- b) In term of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated Scrutinizer's Report on the remote e-voting and e-voting during the AGM is enclosed herewith.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company i.e. [www.iifl.com](http://www.iifl.com)

Kindly take the same on record and oblige.

Thanking you,

For IIFL Finance Limited

**Samrat Sanyal**  
**Company Secretary & Compliance Officer**  
**ACS - 13863**  
**Email Id: [csteam@iifl.com](mailto:csteam@iifl.com)**  
**Place: Mumbai**

**IIFL Finance Limited**

**CIN No.: L67100MH1995PLC093797**

Corporate Office – 802, 8<sup>th</sup> Floor, Hub Town Solaris, N.S. Phadke Marg, Vijay Nagar, Andheri East, Mumbai 400069

Tel: (91-22) 6788 1000 .Fax: (91-22) 6788 1010

Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400604

Tel: (91-22) 41035000. Fax: (91-22) 25806654 E-mail: [csteam@iifl.com](mailto:csteam@iifl.com) Website: [www.iifl.com](http://www.iifl.com)

Sr. No.	Description	Particulars
1	Date of AGM	September 30, 2024
2	Total no. of shareholders on record date (September 23, 2024)	1,56,285
3	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	2
	Public	43
	<b>Total</b>	<b>45</b>
4	No. of Shareholders present in the meeting either in person or through proxy*	
	Promoters and Promoter Group	Not Applicable
	Public	
	<b>Total</b>	

\* Since this AGM was held through Video Conferencing, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM.

**The following is the summary of items of businesses as per the Notice of the AGM dated June 15, 2024, transacted at the AGM:**

Item No	Item Description	Resolution Type	Result
1.	To consider and adopt: (a) The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon; and (b) The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2024, together with Auditors report thereon.	Ordinary Resolution	Passed with requisite majority
2.	To appoint a Director in place of Mr. Nirmal Jain (DIN: 00010535), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution	Passed with requisite majority
3.	To appoint M/s G. M. Kapadia & Co., as a Joint Statutory Auditor of the Company and fix their remuneration	Ordinary Resolution	Passed with requisite majority
4.	To approve an offer or invitation to subscribe to non-convertible debentures to be issued on a private placement basis	Special Resolution	Passed with requisite majority
5.	To approve existing as well as new material related party transactions with IIFL Home Finance Limited	Ordinary Resolution	Passed with requisite majority
6.	To approve existing as well as new material related party transactions with IIFL Samasta Finance Limited	Ordinary Resolution	Passed with requisite majority
7.	To approve existing as well as new material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution	Passed with requisite majority
8.	To approve existing as well as new material related party transactions with IIFL Management Services Limited	Ordinary Resolution	Passed with requisite majority

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8<sup>th</sup> Floor, Hub Town Solaris, N.S. Phadke Marg, Vijay Nagar, Andheri East, Mumbai 400069

Tel: (91-22) 6788 1000 .Fax: (91-22) 6788 1010

Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400604

Tel: (91-22) 41035000. Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com



9.	To approve existing as well as new material related party transactions with IIFL Securities Limited	Ordinary Resolution	Passed with requisite majority
10.	To approve existing as well as new material related party transactions with 5Paisa Capital Limited	Ordinary Resolution	Passed with requisite majority
11.	To approve existing as well as new material related party transactions with FIH Mauritius Investments Limited	Ordinary Resolution	Passed with requisite majority

**IIFL Finance Limited**

**CIN No.: L67100MH1995PLC093797**

Corporate Office – 802, 8<sup>th</sup> Floor, Hub Town Solaris, N.S. Phadke Marg, Vijay Nagar, Andheri East, Mumbai 400069

Tel: (91-22) 6788 1000 .Fax: (91-22) 6788 1010

Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400604

Tel: (91-22) 41035000. Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com

## IIFL Finance Limited

			<b>1 - To consider and adopt</b> <b>(a)The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31 2024, together with the reports of the Board of Directors and Auditors thereon and</b> <b>(b)The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31 2024 together with Auditors report thereon.</b>					
Resolution Required :Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	9,45,63,556	89.49	9,45,63,556	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>9,45,63,556</b>	<b>89.49</b>	<b>9,45,63,556</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	15,42,67,288	12,67,49,246	82.16	12,67,49,246	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>12,67,49,246</b>	<b>82.16</b>	<b>12,67,49,246</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Non Institutions	E-Voting	16,43,00,262	8,87,22,259	54.00	8,87,22,047	212	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>8,87,24,559</b>	<b>54.00</b>	<b>8,87,24,347</b>	<b>212</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>31,00,37,361</b>	<b>73.08</b>	<b>31,00,37,149</b>	<b>212</b>	<b>100.00</b>	<b>0.00</b>

## IIFL Finance Limited

<b>Resolution Required :Ordinary</b>			<b>2 - To appoint a Director in place of Mr. Nirmal Jain (DIN: 00010535), who retires by rotation and being eligible, offers himself for re-appointment</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	2,76,00,222	26.12	2,76,00,222	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>2,76,00,222</b>	<b>26.12</b>	<b>2,76,00,222</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,29,131	8,19,570	99.35	0.65
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,29,131</b>	<b>8,19,570</b>	<b>99.35</b>	<b>0.65</b>
Public Non Institutions	E-Voting	16,43,00,262	8,87,22,259	54.00	8,87,21,666	593	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>8,87,24,559</b>	<b>54.00</b>	<b>8,87,23,966</b>	<b>593</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>24,32,73,482</b>	<b>57.34</b>	<b>24,24,53,319</b>	<b>8,20,163</b>	<b>99.66</b>	<b>0.34</b>

## IIFL Finance Limited

Resolution Required :Ordinary		3 - To appoint M/s G. M. Kapadia & Co., as a Joint Statutory Auditor of the Company and fix their remuneration						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	9,45,63,556	89.49	9,45,63,556	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>9,45,63,556</b>	<b>89.49</b>	<b>9,45,63,556</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,69,48,701	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,69,48,701</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Non Institutions	E-Voting	16,43,00,262	8,87,22,259	54.00	8,87,21,638	621	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>8,87,24,559</b>	<b>54.00</b>	<b>8,87,23,938</b>	<b>621</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>31,02,36,816</b>	<b>73.13</b>	<b>31,02,36,195</b>	<b>621</b>	<b>100.00</b>	<b>0.00</b>

## IIFL Finance Limited

Resolution Required :Special		4 - To approve an offer or invitation to subscribe to non-convertible debentures to be issued on a private placement basis						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	9,45,63,556	89.49	9,45,63,556	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>9,45,63,556</b>	<b>89.49</b>	<b>9,45,63,556</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,59,22,693	10,26,008	99.19	0.81
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,59,22,693</b>	<b>10,26,008</b>	<b>99.19</b>	<b>0.81</b>
Public Non Institutions	E-Voting	16,43,00,262	8,87,22,259	54.00	8,87,21,627	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>8,87,24,559</b>	<b>54.00</b>	<b>8,87,23,927</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>31,02,36,816</b>	<b>73.13</b>	<b>30,92,10,176</b>	<b>10,26,640</b>	<b>99.67</b>	<b>0.33</b>

## IIFL Finance Limited

Resolution Required :Ordinary		5 - To approve existing as well as new material related party transactions with IIFL Home Finance Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,106	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,406</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>15,11,15,739</b>	<b>35.62</b>	<b>15,03,23,230</b>	<b>7,92,509</b>	<b>99.48</b>	<b>0.52</b>



## IIFL Finance Limited

Resolution Required :Ordinary		6 - To approve existing as well as new material related party transactions with IIFL Samasta Finance Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		-	-	-	-	-	
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,106	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,406</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>15,11,15,739</b>	<b>35.62</b>	<b>15,03,23,230</b>	<b>7,92,509</b>	<b>99.48</b>	<b>0.52</b>

## IIFL Finance Limited

Resolution Required :Ordinary		7 - To approve existing as well as new material related party transactions with IIFL Facilities Services Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		-	-	-	-	-	
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,106	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,406</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>15,11,15,739</b>	<b>35.62</b>	<b>15,03,23,230</b>	<b>7,92,509</b>	<b>99.48</b>	<b>0.52</b>

## IIFL Finance Limited

Resolution Required :Ordinary		8 - To approve existing as well as new material related party transactions with IIFL Management Services Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		-	-	-	-	-	
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,106	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,406</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>15,11,15,739</b>	<b>35.62</b>	<b>15,03,23,230</b>	<b>7,92,509</b>	<b>99.48</b>	<b>0.52</b>

## IIFL Finance Limited

Resolution Required :Ordinary		9 - To approve existing as well as new material related party transactions with IIFL Securities Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		-	-	-	-	-	
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,106	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,406</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,42,42,217</b>	<b>15,11,15,739</b>	<b>35.62</b>	<b>15,03,23,230</b>	<b>7,92,509</b>	<b>99.48</b>	<b>0.52</b>

## IIFL Finance Limited

Resolution Required :Ordinary		10 - To approve existing as well as new material related party transactions with SPaisa Capital Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		-	-	-	-	-	
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,156	582	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	
	Postal Ballot		-	-	-	-	-	
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,456</b>	<b>582</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		42,42,42,217	15,11,15,739	35.62	15,03,23,280	7,92,459	99.48	0.52

## IIFL Finance Limited

Resolution Required :Ordinary		11 - To approve existing as well as new material related party transactions with FIH Mauritius Investments Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public Institutions	E-Voting	15,42,67,288	12,69,48,701	82.29	12,61,56,824	7,91,877	99.38	0.62
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>12,69,48,701</b>	<b>82.29</b>	<b>12,61,56,824</b>	<b>7,91,877</b>	<b>99.38</b>	<b>0.62</b>
Public Non Institutions	E-Voting	16,43,00,262	2,41,64,738	14.71	2,41,64,106	632	100.00	0.00
	Poll		2,300	0.00	2,300	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>2,41,67,038</b>	<b>14.71</b>	<b>2,41,66,406</b>	<b>632</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		42,42,42,217	15,11,15,739	35.62	15,03,23,230	7,92,509	99.48	0.52

# NILESH SHAH & ASSOCIATES

Company Secretaries

## Consolidated Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman of  
**29<sup>th</sup> Annual General Meeting of  
Shareholders of IIFL Finance Limited**  
Held on Monday, September 30, 2024  
Through Video Conferencing / Other Audio Visual means.

Dear Sir,

We, Nilesh Shah & Associates, Practicing Company Secretaries, represented by Mr. Nilesh Shah, (Membership No. FCS - 4554), Partner, were appointed as the Scrutinizer for the purpose of the remote e-voting process prior to the Annual General Meeting (AGM) and e-voting process during the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, and Circular No. 09/2023 dated September 25, 2023, ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, read with SEBI Circular No. SEBI/ HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, Circular No. SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 read together with ("SEBI Circulars"), in respect of attached resolutions proposed at the AGM of IIFL Finance Limited held on Monday, September 30, 2024 at 11.30 A.M. through Video Conferencing / Other Audio Visual means (VC/OAVM).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 29<sup>th</sup> AGM of the Members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of 29<sup>th</sup> AGM , based on the reports generated from the e-voting platform / system provided by the Link Intime India Private Limited ("Link Intime"), the authorized agency to provide e-voting facilities, engaged by the Company.



211-(Back Side) 2<sup>nd</sup> Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.

Tel : 0220180001 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

01/10



# NILESH SHAH & ASSOCIATES

Company Secretaries

As informed to us by the Management, the notice dated June 15, 2024 convening the 29<sup>th</sup> AGM of the Company through VC/OAVM held on Monday, September 30, 2024 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars and SEBI Circulars.

The Members of the Company holding shares on the record date ("Cut off" date) of Monday, September 23, 2024, were entitled to vote on the resolutions as set out in the notice of said AGM.

In this regard, we hereby submit our report as under:

1. The Company had availed the e-voting facility offered by Link Intime for conducting remote e-voting prior to AGM and e-voting during the AGM by the Members of the Company.
2. The remote e-voting prior to AGM period remained open from Wednesday, September 25, 2024 (09.00 a.m.) till Sunday, September 29, 2024 (05.00 p.m.) and Link Intime e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier.
4. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company.
5. We have scrutinized the votes cast through both remote e-voting and e-voting during the AGM processes for the purpose of this report.
6. The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the AGM has been recorded in the separate registers maintained for the purpose.
7. The consolidated result of the voting through remote e-voting and e-voting during the AGM is as per annexure attached herewith.



211-(Back Side) 2<sup>nd</sup> Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : [nilesh@ngshah.com](mailto:nilesh@ngshah.com)

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.  
Tel.: 9820180091 Email: [nilesh@ngshah.com](mailto:nilesh@ngshah.com); [ngshah.cs@gmail.com](mailto:ngshah.cs@gmail.com)





# NILESH SHAH & ASSOCIATES

Company Secretaries

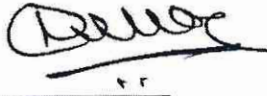
## Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman or any Director/Key Managerial Personnel authorized by the Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For Nilesh Shah & Associates  
Practicing Company Secretaries



Nilesh Shah  
Partner  
Membership No.: FCS 4554  
CP No.: 2631  
UDIN: F0045S4F001404634

Place: Mumbai  
Date: 01.10.2024



Countersigned  
For IIFL Finance Limited

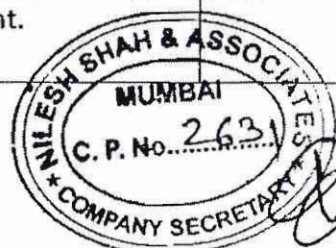


Samrat Sanyal  
Company Secretary & Compliance Officer  
ACS: 13863



**Annexure to the Scrutinizer's Report**  
**Result of Remote e-voting prior to AGM and e-voting during the AGM:**

Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
1 (a)	To consider and adopt: The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon; and	Ordinary Resolution	Remote E-Voting prior to AGM	287	310034849	99.99	10	212	0.01	4	368437
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>290</b>	<b>310037149</b>	<b>99.99</b>	<b>10</b>	<b>212</b>	<b>0.01</b>	<b>4</b>	<b>368437</b>
1 (b)	The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2024, together with Auditors' report thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	277	242451019	99.66	24	820163	0.34	5	67132316
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>280</b>	<b>242453319</b>	<b>99.66</b>	<b>24</b>	<b>820163</b>	<b>0.34</b>	<b>5</b>	<b>67132316</b>



Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
3	To appoint M/s G. M. Kapadia & Co., as a Joint Statutory Auditor of the Company and fix their remuneration	Ordinary Resolution	Remote E-Voting prior to AGM	285	310233895	99.99	13	621	0.01	3	168682
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>288</b>	<b>310236195</b>	<b>99.99</b>	<b>13</b>	<b>621</b>	<b>0.01</b>	<b>3</b>	<b>168682</b>
4	To approve an offer or invitation to subscribe to Non-Convertible Debentures to be issued on a private placement basis.	Special Resolution	Remote E-Voting prior to AGM	278	309207876	99.67	23	1026640	0.33	3	168982
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>281</b>	<b>309210176</b>	<b>99.67</b>	<b>23</b>	<b>1026640</b>	<b>0.33</b>	<b>3</b>	<b>168982</b>
5	To approve existing as well as new material related party transactions with IIFL Home Finance Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	272	150320930	99.48	20	792509	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>275</b>	<b>150323230</b>	<b>99.48</b>	<b>20</b>	<b>792509</b>	<b>0.52</b>	<b>12</b>	<b>15920059</b>





Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
6	To approve existing as well as all new material related party transactions with IIFL Samasta Finance Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	272	150320930	99.48	20	792509	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>275</b>	<b>150323230</b>	<b>99.48</b>	<b>20</b>	<b>792509</b>	<b>0.52</b>	<b>12</b>	<b>15920059</b>
7	To approve existing and all new material related party transactions with IIFL Facilities Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	272	150320930	99.48	20	792509	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>275</b>	<b>150323230</b>	<b>99.48</b>	<b>20</b>	<b>792509</b>	<b>0.52</b>	<b>12</b>	<b>15920059</b>
8	To approve existing as well as all new material related party transactions, with IIFL Management Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	272	150320930	99.48	20	792509	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>275</b>	<b>150323230</b>	<b>99.48</b>	<b>20</b>	<b>792509</b>	<b>0.52</b>	<b>12</b>	<b>15920059</b>



Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
9	To approve existing as well as all new material related party transactions with IIFL Securities Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	272	150320930	99.48	20	792509	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>275</b>	<b>150323230</b>	<b>99.48</b>	<b>20</b>	<b>792509</b>	<b>0.52</b>	<b>12</b>	<b>15920059</b>
10	To approve existing as well as all new material related party transactions with Spaisa Capital Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	273	150320980	99.48	19	792459	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>276</b>	<b>150323280</b>	<b>99.48</b>	<b>19</b>	<b>792459</b>	<b>0.52</b>	<b>12</b>	<b>159290059</b>
11	To approve existing as well as all new material related party transactions with FIH Mauritius Investments Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	272	150320930	99.48	20	792509	0.52	12	159290059
			E-Voting during the AGM	3	2300	100	0	0	0	0	0
			<b>Total</b>	<b>275</b>	<b>150323230</b>	<b>99.48</b>	<b>20</b>	<b>792509</b>	<b>0.52</b>	<b>12</b>	<b>15920059</b>

\* This shares includes shareholders who are not eligible to vote and / or shareholders who have either partially or fully abstained from voting.



*[Signature]*  
01/10/2024

