

February 9, 2024

<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. Tel No.: 2659 8235 NSE Symbol: IIFLSEC</b>	<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel no.: 22721233 BSE Scrip Code: 542773</b>
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**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - Voting Results and Scrutinizer's Report of the Postal Ballot of IIFL Securities Limited.**

Dear Sir(s)/Madam(s),

This is in continuation to our letter dated January 08, 2024, containing the notice of Postal Ballot for seeking approval of the Members of the Company for material related party transactions with FIH Mauritius Investments Ltd.

Further, we hereby submit the following:

a) In terms 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 process of Postal ballot Notice is enclosed herewith.

b) Details of the voting results of the aforesaid Postal Ballot Notice pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on Resolution specified in the Postal Ballot Notice dated January 04, 2024 is enclosed as Annexure 2 to the Consolidated Scrutinizer's Report.

On the basis of the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Resolution with the requisite majority. The Voting Results along with the Scrutinizer's Report is available on the website of the Company i.e. [www.iiflsecurities.com](http://www.iiflsecurities.com) and will also be made available on the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For **IIFL Securities Limited**

**Meghal Shah**  
Company Secretary

Place: Mumbai  
Encl: As above

**IIFL Securities Limited**

Corporate Identity Number: **L99999MH1996PLC132983**

**Regd. Office:** IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400 604

Tel: (91-22) 6272 7000 • Fax: (91-22) 2580 6654 • E-mail: [secretarial@iifl.com](mailto:secretarial@iifl.com) • Website: [www.iiflsecurities.com](http://www.iiflsecurities.com)



**Snehal Shah**

B.Com., FCS, LL.B.  
+91 9821 778811

**Snehal Shah & Associates**

COMPANY SECRETARIES

501, Shreeji Arcade Premises, Jn. of S. V. Road & M. G. Road, Kandivali (West), Mumbai 400067  
Office No. : + 91 97693 51780 | Email: snehalshah\_19@yahoo.com | snehalshahpcs@gmail.com

**SCRUTINIZER'S REPORT ON POSTAL BALLOT**

*[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
**The Chairman,**  
**IIFL Securities Limited**  
IIFL House, Sun Infotech Park,  
Road No. 16V, Plot No. B-23, MIDC,  
Thane Industrial Area, Wagle Estate,  
Thane - 400604

**Subject: Scrutinizer's Report on Shareholders voting through Postal Ballot.**

Dear Sir,

I, CS Snehal Shah, Proprietor of Snehal Shah & Associates, Practising Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of **IIFL Securities Limited** (hereinafter referred as "the Company") in their meeting held on Thursday, January 04, 2024 at 10.30 A.M. (IST).

Pursuant to Section 110 read with section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the applicable rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No.17/2020 dated April 13, 2020, and various subsequent circulars, read with circulars No. 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force and as amended from



time to time), to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner in respect of the resolution as mentioned in the Notice of Postal Ballot dated January 04, 2024 proposed to be passed by the shareholders of the Company. The members were requested to convey their assent / dissent through remote e-voting system from 9.00 A.M. (IST) on Wednesday, January 10, 2024 to 5.00 P.M.(IST) on Thursday, February 08, 2024 (hereinafter referred to as "the remote e-voting period").

In accordance with the MCA circulars, the Company has sent the Postal Ballot Notice in electronic form only and no physical copy of Postal Ballot notice, Postal ballot form and pre-paid business reply envelop was required to be sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through remote e-voting system only.

Members of the Company were provided remote e-voting facility through Central Depository Services Limited ("CDSL") whereby they could cast their votes during the remote e-voting period. After the said remote e-voting period, the voting portal had been disabled by CDSL, the service provider.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules made there under and the SEBI Listing Regulations.

My responsibility as a Scrutinizer was restricted to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner and to prepare a Scrutinizer's Report for the votes cast as assent or dissent/favour or against on the resolution as stated in the notice of the Postal ballot, based on the report generated from e-voting system provided by CDSL.



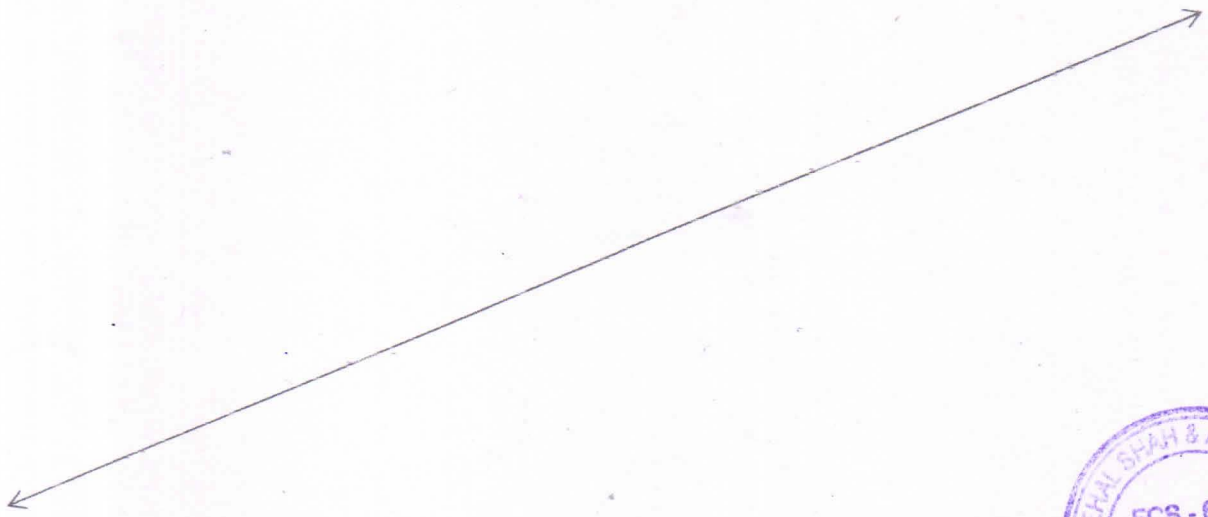
The Cut-off date for the purpose of identifying the Shareholders/list of beneficial owners who would be entitled to vote on the resolution for approval of the members was Friday, January 05, 2024.

After receiving the votes cast electronically on Thursday, February 08, 2024 i.e. the last date specified for remote e-voting, the votes cast were duly unblocked by me in the presence of Mr. Sachin Bhoir and Mr. Niraj Meghani, who were witnesses in accordance with Rule 20 sub rule 4 (xii) of the said Rules.

The documents pertaining to remote e-voting and all other relevant records are kept in our safe custody and be retained until it is approved and signed by the Company Secretary and thereafter shall be handed over to the Company Secretary for safe keeping.

Information with respect to number of members who had cast their votes on the remote e-voting platform till 5.00 P.M.(IST) on Thursday, February 08, 2024 is provided as Annexure 1 and the result of total votes cast, whether in favour or against, in accordance with the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that the resolution was passed with requisite majority.

You are requested to acknowledge the receipt of this report.



**Snehal Shah & Associates**  
Company Secretaries

*Continuous Sheet*

Thanking you,

For **Snehal Shah & Associates,**  
Company Secretaries,

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CHANDRAKANT SHAH  
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**CS Snehal Shah**

Proprietor

M. No. F6114 \* CP 4820

UDIN: F006114E003404883

Place: Mumbai

Date: February 09, 2024

Countersigned by:

For **IIFL Securities Limited,**

**Meghal Shah**

Company Secretary

Membership No. A53569

\*Pursuant to the authority granted

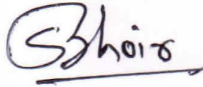
**WITNESSES' CONFIRMATION**

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of postal ballot voting through remote e-voting process of IIFL Securities Limited ("the Company"), on the resolution set out in the Postal ballot Notice dated January 04, 2024, which was held from 9.00 A.M. (IST) on Wednesday, January 10, 2024 to 5.00 P.M.(IST) on Thursday, February 08, 2024 through remote e-voting, we, Mr. Sachin Bhoir (working as a Self Employed) and Mr. Niraj Meghani (working as a Self Employed) hereby confirm our witnessing to the unblocking of votes cast through remote e-voting process.

We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:





**Sachin Bhoir**

**Niraj Meghani**

Place: Mumbai

Date: February 09, 2024



ANNEXURE - 1

E-voting period of postal ballot	10th January, 2024 to 8th February, 2024
Date of passing of the resolution through postal ballot	8th February, 2024
Total number of shareholders as on cut off date i.e January 05, 2024 for remote e-voting	64,265
No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot resolution	286

For Snehal Shah & Associates,  
Company Secretaries,

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NT SHAH

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CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820

Place: Mumbai  
Date: 9th February, 2024



ANNEXURE - 2

1. Resolution details			To approve material related party transactions with FIH Mauritius Investments Limited					
Resolution required			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	postal ballot through remote E-Voting process	9,51,43,214	0	0.00	0	0	0.00	0.00
	poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>9,51,43,214</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Institutions	postal ballot through remote E-Voting process	5,80,48,612	49524871	85.32	4,84,28,762	1096109	97.79	2.21
	poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>5,80,48,612</b>	<b>49524871</b>	<b>85.32</b>	<b>4,84,28,762</b>	<b>1096109</b>	<b>97.79</b>	<b>2.21</b>
Public - Non Institutions	postal ballot through remote E-Voting process	15,40,52,134	1,20,29,686	7.81	1,20,26,273	3,413	99.97	0.03
	poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>15,40,52,134</b>	<b>1,20,29,686</b>	<b>7.81</b>	<b>1,20,26,273</b>	<b>3,413</b>	<b>99.97</b>	<b>0.03</b>
<b>Total</b>		<b>30,72,43,960</b>	<b>6,15,54,557</b>	<b>20.03</b>	<b>6,04,55,035</b>	<b>10,99,522</b>	<b>98.21</b>	<b>1.79</b>

For Snehal Shah & Associates,  
Company Secretaries,

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CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820

Place: Mumbai

Date: 9th February, 2024

