



May 21, 2019

To,

**The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001
Tel no.: 22721233
Fax No.: 22723719
BSE Scrip Code: 532636**

**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 Fax No.: 26598237/ 26598238
NSE Symbol: IIFL**

Dear Sir/ Madam,

Sub: Intimation of Change in Directors.

As informed to exchanges vide our update dated May 13, 2019 in relation to Composite Scheme of Arrangement, the demerger of the Securities business undertaking and wealth business undertaking of the Company has become effective from May 13, 2019. Post that demerger, the Company is only having investment in India Infoline Finance Limited, the NBFC subsidiary of the Company registered with RBI.

In view of above and considering the proposed merger of India Infoline Finance Limited with the Company, the Board has approved/noted following changes in the Directors effective from May 21, 2019 through resolution passed by circulation:

1. Mr. V.K. Chopra, Independent Director and Chairman of India Infoline Finance Limited is appointed as an Additional Director in the capacity of an Independent Director of the Company subject to approval of Shareholders of the Company.

Brief profile of Mr. Chopra is as follows:

Vijay Kumar Chopra is a fellow member of the Institute of Chartered Accountants of India. He was the whole-time member of SEBI for two years; prior to that he has been a career banker and has held several senior positions during his 36 years of experience in banking industry. Some of his accomplishments include being the Chairman and Managing Director in Corporation Bank and SIDBI, 3 years as Executive Director in Oriental Bank of Commerce and 31 years in various capacities at Central Bank of India.

2. Mr. Nagarajan Srinivasan, a Non Executive Director of India Infoline Finance Limited is appointed as an additional Director in the capacity of an Non-Executive Director of the Company.

IIFL Holdings Limited

CIN No.: L74999MH1995PLC093797

Corporate Office – IIFL Centre, Kamala City, SenapatiBapat Marg, Lower Parel, Mumbai – 400013 Tel: (91-22) 4249 9000 .Fax: (91-22) 40609049
Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane – 400604 Tel: (91-22) 25806650. Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com



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Brief profile of Mr. N. Srinivasan is as follows:

Mr. Nagarajan Srinivasan holds a M.A. (Economics) from Madras University and a post graduate in Business Administration from Warwick School of Business. He serves as the MD & Head-Asia at CDC India. In his current role, he is responsible for overseeing and advising CDC group on its investments in the region focusing on direct equity investments and debt/ structured finance. In his career of over 30 years in investing and financial services, he has served as a director on the boards of multiple companies.

3. Due to aforesaid reorganization and to facilitate aforesaid appointment of Directors of India Infoline Finance Limited on the Board of the Company, Mr. Kranti Sinha and Mr. S. Narayan, Independent Directors, have resigned from the Board.

However, Mr. Kranti Sinha and Mr. S. Narayan will continue as Independent Directors of various other subsidiaries/ IIFL Group Companies.

In compliance with para (7B) of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2018, the copies of resignation letters having detailed reasons of resignations and their confirmation that there is no other material reasons are enclosed herewith.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For IIFL Holdings Limited


Gajendra Thakur

Company Secretary

Encl: As above



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May 21, 2019

The Board of Directors,
IIFL Holdings Limited

Dear Sirs,

I hereby resign from the Board of IIFL Holdings Limited w.e.f. May 21, 2019 to facilitate appointment of Directors of India Infoline Finance Limited on the Board of the Company due to proposed re-organization of the I IFL Group whereby India Infoline Finance Limited is merging into the Company and majority of its Directors are getting appointed on the Board.

I hereby confirm that there is no other material reason of my resignation. I will be continuing as an Independent Director of other IIFL Group Companies/Subsidiaries.

I thank the Board and wish the Company success with all their future endeavors.



Kranti Sirha

Din: 00001643

May 21, 2019

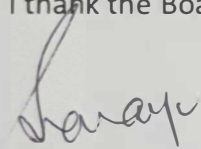
The Board of Directors,
IIFL Holdings Limited

Dear Sirs,

I hereby resign from the Board of IIFL Holdings Limited w.e.f. May 21, 2019 to facilitate appointment of Directors of India Infoline Finance Limited on the Board of the Company due to proposed re-organization of the IIFL Group whereby India Infoline Finance Ltd is merging into the Company and majority of its Directors are getting appointed on the Board.

I hereby confirm that there is no other material reason of my resignation. I will be continuing as an Independent Director of other IIFL Group Companies/Subsidiaries.

I thank the Board and wish the Company success with all their future endeavors.



S Narayan

Din: 00094081