

January 9, 2024

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	The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel no.: 22721233 BSE Scrip Code: 542773
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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 December 6, 2023, wherein it was informed that the Board of Directors of the Company at their meeting held on October 17, 2023 had approved appointment of Mr. Nemkumar H as Additional Director and Whole-Time Director (Key Managerial Personnel) of the Company subject to requisite approvals.

In this regard, we wish to inform you that the shareholders of the Company have approved the following appointment through Postal Ballot:

Sr. No.	Description of Resolutions
1	Appointment of Mr. Nemkumar H (DIN: 00350448) as Director of the Company
2	Appointment of Mr. Nemkumar H (DIN: 00350448) as a Whole-Time Director of the Company

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 Resolutions specified in the Postal Ballot Notice dated October 17, 2023 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 Resolutions 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 and will also be made available on the website of Central Depository Services (India) Limited i.e. 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 • Website: www.iiflsecurities.com



Snehal Shah & Associates

COMPANY SECRETARIES

Snehal Shah

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+91 9821 778811

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 Tuesday, October 17, 2023 at 4: 30 P.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 resolutions as mentioned in the Notice of Postal Ballot dated 17th October, 2023 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 Friday, December 8, 2023 to 5.00 P.M.(IST) on Saturday, January 6, 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 all the resolutions 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 resolutions for approval of the members was Friday, December 1, 2023.

After receiving the votes cast electronically on Saturday, January 6, 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 Saturday, January 6, 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 resolutions were passed with requisite majority.

You are requested to acknowledge the receipt of this report.

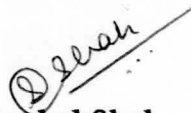


Snehal Shah & Associates
Company Secretaries

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Thanking you,

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


CS Snehal Shah
Proprietor
M. No. F6114 * CP 4820
UDIN: F006114E003148385



Place: Mumbai
Date: 8th January, 2024

Countersigned by:

For **IIFL Securities Limited,**

Meghal Shah
Company Secretary
Membership No. A53569
*Pursuant to the authority granted



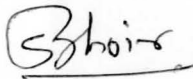
WITNESSES' CONFIRMATION

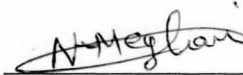
In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of postal ballot voting through remote e-voting process of IIFL Securities Limited ("the Company"), on all resolutions set out in the Postal ballot Notice dated October 17, 2023, which was held from 9.00 A.M. (IST) on Friday, December 8, 2023 to 5.00 P.M.(IST) on Saturday, January 6, 2024 through remote e-voting, we, Mr. Sachin Bhoir (working as a Self Employed) and Mr. Niraj Meghani (working at 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: 8th January, 2024



ANNEXURE - 1

E-voting period of postal ballot	8th December, 2023 to 6th January, 2024
Date of passing of the resolution through postal ballot	6th January, 2024
Total number of shareholders as on cut off date i.e December 01, 2023 for remote e-voting	65,832
No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot resolution	278

For Snehal Shah & Associates,
Company Secretaries,

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

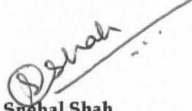
Place: Mumbai
Date: 8th January, 2024



ANNEXURE - 2

1. Resolution details			To appoint Mr. Nemkumar H (DIN: 00350448) as Director of the Company					
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 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	8,92,23,714	93.78	8,92,23,714	0	100.00	0.00
	poll		0	0.00	0	0	0.00	0.00
	Total		9,51,43,214	8,92,23,714	93.78	8,92,23,714	0	100.00
Public - Institutions	postal ballot through remote E-Voting process	5,73,54,950	4,00,61,975	69.85	3,98,35,489	226486	99.43	0.57
	poll		0	0.00	0	0	0.00	0.00
	Total		5,73,54,950	4,00,61,975	69.85	3,98,35,489	226486	99.43
Public - Non Institutions	postal ballot through remote E-Voting process	15,34,85,822	8,82,02,031	57.47	8,82,00,689	1,342	100.00	0.00
	poll		0	0.00	0	0	0.00	0.00
	Total		15,34,85,822	8,82,02,031	57.47	8,82,00,689	1,342	100.00
Total		30,59,83,986	21,74,87,720	71.08	21,72,59,892	2,27,828	99.90	0.10

For Snehal Shah & Associates,
Company Secretaries,

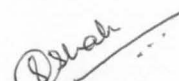

CS Snehal Shah
Proprietor
M. No. F6114 * CP 4820



Place: Mumbai
Date: 8th January, 2024

2. Resolution details			To appoint Mr. Nemkumar H (DIN: 00350448) as a Whole-Time Director of the Company					
Resolution required			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Votes Cast	% of Votes cast on outstanding	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	8,92,23,714	93.78	8,92,23,714	0	100.00	0.00
	poll		0	0.00	0	0	0.00	0.00
	Total	9,51,43,214	8,92,23,714	93.78	8,92,23,714	0	100.00	0.00
Public - Institutions	postal ballot through remote E-Voting process	5,73,54,950	4,00,61,975	69.85	3,20,38,284	8023691	79.97	20.03
	poll		0	0.00	0	0	0.00	0.00
	Total	5,73,54,950	4,00,61,975	69.85	3,20,38,284	8023691	79.97	20.03
Public - Non Institutions	postal ballot through remote E-Voting process	15,34,85,822	8,82,02,031	57.47	8,82,00,644	1,387	100.00	0.00
	poll		0	0.00	0	0	0.00	0.00
	Total	15,34,85,822	8,82,02,031	57.47	8,82,00,644	1,387	100.00	0.00
Total		30,59,83,986	21,74,87,720	71.08	20,94,62,642	80,25,078	96.31	3.69

For Snehal Shah & Associates,
Company Secretaries,


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



Place: Mumbai
Date: 8th January, 2024