



July 31, 2023

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

Sub: Proceedings of the 28th Annual General Meeting of IIFL Finance Limited (“the Company”) held on Monday, July 31, 2023.

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of the proceedings of the 28th Annual General Meeting of the Company held on Monday, July 31, 2023, at 11:00 a.m. through Video Conferencing is enclosed.

Kindly take the same on record and oblige.

Thanking you,

For IIFL Finance Limited

**Rupal Jain
Company Secretary & Compliance Officer
Place: Mumbai**

Encl: As above

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8th 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



Summary of the proceedings of the 28th Annual General Meeting of IIFL Finance Limited.

Venue: Video Conferencing (VC).

Day, Date and Time: Monday, July 31, 2023, at 11:00 a.m.

Members attending the Meeting: 83 Members were attending the meeting virtually in person/ through authorized representatives.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 ("the Act") was present throughout the meeting.

The Company Secretary welcomed all the Members present at the 28th Annual General Meeting ("the Meeting") of the Company through VC. She informed the Members that in view of the relaxation provided by the Ministry of Corporate Affairs ("MCA") vide its circular dated May 05, 2020, read with circulars dated April 08, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 ("MCA Circulars") permitted holding of the Meeting through VC, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars, the Meeting of the Company is held through VC and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered at the Meeting. She informed the Members about some basic instructions with respect to the participation at the Meeting through VC. She further informed the Members about the presence of all the Directors through VC including Chairman of the Board and the Chairman of the Stakeholders Relationship Committee, Mr. Arun Kumar Purwar, the Chairman of the Audit Committee Mr. Nilesh Vikamsey, the Chairman of the Nomination and Remuneration Committee Mr. Vijay Kumar Chopra and other Directors from their respective locations except Mr. Chandran Ratnaswami who was unable to attend the meeting due to his pre-occupation.

She further informed the Members about the presence of Joint Statutory Auditors and Secretarial Auditor through VC.

She further informed the Members about the appointment of Scrutinizer, Nilesh Shah and Associates Practicing Company Secretaries as the Scrutinizer for remote e-voting and Scrutinizer for the votes casted by Members during the Meeting by e-voting system under Section 108 of the Act.

The Members were apprised about the availability of all the requisite statutory registers and other relevant documents as referred in the Notice and the explanatory statement in electronic mode for inspection by sending an email to the Company.

The Company Secretary requested the Chairman of the Board to take the Chair and proceed with the Meeting.

The Chairman welcomed the Members and the requisite quorum being present, he called the Meeting in order. He then introduced Mr. R Venkataraman, Joint Managing Director and Co-promoter of the Company. On request of the Chairman, Mr. R Venkataraman introduced the Directors and Key Executives of the Company attending the Meeting through VC.

The Company Secretary informed that pursuant to MCA circulars and SEBI circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 the facility to appoint proxy to attend and cast vote on behalf of the Members is not available.

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8th 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



She further informed the Members that the Company had provided facility to all the Members to exercise their votes on the items of business given in the Notice through remote e-voting system provided by Link Intime India Private Limited. The remote e-voting period commenced on Wednesday, July 26, 2023, at 9:00 a.m. (IST) and concluded on Sunday, July 30, 2023, at 5.00 p.m. (IST). She further apprised the Members about the availability of e-voting system during the Meeting for those present at the Meeting and who have not cast their votes through remote e-voting.

With the permission of the Members, the Chairman took the notice along with Annual Report for FY 2022-23 as read.

Thereafter, the Chairman addressed the Members and delivered his speech.

The Chairman then requested Mr. Nirmal Jain, the Managing Director of the Company to address the Members.

The Managing Director addressed the Members with respect to the outlook of the Non-Banking Financial Services Industry along with Company business and growth plan. He then requested the Chairman to continue the proceedings of the Meeting further.

The Chairman apprised that the Joint Statutory Auditors' Report does not have any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company.

He further informed that since the Meeting was being held through VC and the resolutions mentioned in the Notice were already put to vote through e-voting, no proposing or seconding of resolutions was required.

He thereafter moved on to the agenda items as per the Notice dated April 26, 2023, as provided below:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To consider and adopt: (a) The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2023, 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, 2023, together with Auditors report thereon.	Ordinary Resolution
2.	To appoint a Director in place of Mr. R Venkataraman (DIN: 00011919), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
3.	To appoint M/s. Sharp & Tannan Associates as a Joint Statutory Auditors of the Company and fix their Remuneration	Ordinary Resolution
Special Business		
4.	To approve an offer or invitation to subscribe to non-convertible debentures to be issued on a private placement basis	Special Resolution

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8th 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



5.	To amend the Employee Stock Option Plan - 2008	Special Resolution
6.	To approve existing as well as all new material related party transactions with IIFL Home Finance Limited	Ordinary Resolution
7.	To approve existing as well as all new material related party transactions with IIFL Samasta Finance Limited (formerly known as Samasta Microfinance Limited)	Ordinary Resolution
8.	To approve existing as well as all new material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution
9.	To approve existing as well as all new material related party transactions with IIFL Management Services Limited	Ordinary Resolution
10.	To approve existing as well as all new material related party transactions with IIFL Securities Limited	Ordinary Resolution
11.	To approve existing as well as all new material related party transactions with 5Paisa Capital Limited	Ordinary Resolution

The Company Secretary then invited Members who had registered themselves as speakers to ask questions or express their views. Eleven Members who had registered as speaker shareholder expressed their views and raised certain questions on which Mr. Nirmal Jain responded with appropriate answers.

Further, Company Secretary instructed that the e-voting window shall remain open for another 15 minutes after the conclusion of this Meeting and requested the Members who have not already casted their vote through remote e-voting to vote through e-voting system within the said time.

The e-voting on the resolutions was conducted through remote e-voting and e-voting during the Meeting.

It was announced that the voting results for the resolutions would be declared not later than 2 working days of the conclusion of the Meeting and the Results/ Scrutinizer's report will be placed on the website of the Company and the same shall also be submitted to the Stock Exchanges in compliance with the provisions of the Act and Listing Regulations.

The Chairman authorized the Company Secretary to accept, acknowledge and counter sign the Scrutinizers Report in connection with the Meeting and declare the results of the voting in accordance with the requirements prescribed under the applicable laws.

The Chairman thanked the Members for attending and participating at the Meeting and there being no other business, the Meeting was concluded.

The AGM commenced at 11:00 a.m. and concluded at 12:29 p.m. (including the time allowed for e-Voting at the AGM).

For IIFL Finance Limited

Rupal Jain
Company Secretary & Compliance Officer
Place: Mumbai

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8th 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