

August 31, 2023

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| The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 Fax No.: 22723719/22723121/22722037 BSE Scrip Code: 542773 | 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 NSE Symbol: IIFLSEC |
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Dear Sir/Madam,

**Sub: Proceedings of the 28th Annual General Meeting of the Company held on Thursday,
August 31, 2023**

We wish to inform you that the 28th Annual General Meeting (“AGM”) of the Shareholders of the Company was held on Thursday, August 31, 2023 at 11.00 am, through Video Conferencing / Other Audio Visual Means. In this regard, pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings of the AGM of the Company as annexed.

Please take the same on record and acknowledge.

Thanking You,

Yours faithfully,

For **IIFL Securities Limited**

**Meghal Shah
Company Secretary**

Encl: As above



Proceedings of the 28th Annual General Meeting of the Company held on August 31, 2023

The 28th Annual General Meeting (“AGM”) of the Members of IIFL Securities Limited (“the Company”) was held on Thursday, August 31, 2023 through Video Conferencing / Other Audio Visual Means (VC/OAVM) as per the Notice dated April 24, 2023 issued by the Company in this regard. 58 shareholders attended the AGM through VC/OAVM.

Ms. Meghal Shah, the Company Secretary, attending the meeting from Mumbai, welcomed all the Members present at the meeting. It was informed that as per Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, the AGM was being conducted through Video Conferencing. It was informed that the Members attending the AGM through Video Conferencing shall be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

Further, as the meeting was conducted through Video Conferencing, the proxy related procedures were dispensed with in line with the regulatory requirements.

It was informed that the soft copy of the Annual Report for FY 2022-23, along with the Notice convening the AGM, had been sent to all the Shareholders of the Company, whose e-mail addresses were registered with the RTA or with the Depository Participants. Further, the Company had also provided a temporary facility of registering the email address with the RTA to facilitate attendance at the AGM and e-voting, as well as, to receive the Notice and Annual Report of the Company.

It was further informed that the Notice and the Annual Report for FY 2022-23 could be viewed on the website of the Company, as well as, NSE and BSE. Further, Members seeking to inspect the Statutory Registers required under the relevant provisions of the Companies Act, 2013 and the Rules made thereunder could make a formal request to the Company Secretary by giving their folio number/ DP ID on secretarial@iifl.com

Further, the Company Secretary introduced all the Directors present at the meeting. In compliance with the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Chairperson of Audit Committee, Nomination and Remuneration Committee and the Stakeholders’ Relationship Committee were present at the meeting. It was informed that the Chief Financial Officer, Scrutinizer, as well as, the Statutory Auditors and Secretarial Auditors were present through Video Conference.

Thereafter, the Company Secretary requested the Chairman to take the Chair and proceed with the meeting.

Mr. R. Venkataraman, Chairman and Managing Director, took the Chair and as the requisite quorum was present, called the meeting to order.

With the permission of the Members, the Notice convening the meeting along with the Annual Financial Statements and the Report of the Directors along with their Annexures, as well as, the Secretarial Audit Report were taken as read. The Statutory Auditors' Report and its annexures were also taken as read, considering there were no qualifications or adverse observations/comments on the financial transactions or matters having an adverse impact on the Company's functioning.

Thereafter, the Chairman presented a brief overview of the Company.

Further, Mr. Ronak Gandhi, Chief financial Officer, highlighted on the performance of the Company during the year under review.

The Chairman thereafter moved on to the agenda items as per the Notice dated April 24, 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. (b) The audited consolidated financial statement(s) of the Company for the financial year ended March 31, 2023, together with Auditors report thereon. | Ordinary |
| 2. | To appoint a Director in place of Mr. Narendra Jain (DIN: 01984467), who retires by rotation and being eligible, offers himself for re-appointment | Ordinary |
| Special Business | | |
| 3. | To approve sale/disposal of asset(s) of the material subsidiary. | Special |
| 4. | To approve material related party transactions with IIFL Finance Limited | Ordinary |
| 5. | To approve material related party transactions with IIFL Home Finance Limited. | Ordinary |
| 6. | To approve material related party transactions between IIFL Facilities Services Limited, a wholly owned subsidiary company, with IIFL Finance Limited | Ordinary |
| 7. | To approve material related party transactions between IIFL Management Services Limited, a wholly owned subsidiary company, with IIFL Finance Limited | Ordinary |
| 8 | To approve offer or invitation to subscribe to the Non-Convertible Debentures on private placement basis | Special |



He then invited queries/questions from the Members who had registered themselves as speakers. The Chairman responded to the questions raised by the Members adequately.

Further, it was informed that pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 & Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility to shareholders of the Company to cast their votes electronically on the resolutions proposed in the AGM. The e-voting facility had been opened during the period from, Saturday, August 26, 2023 (9.00 a.m IST) up to Wednesday, August 30, 2023 (5.00 p.m IST). The Chairman further informed the Shareholders about the availability of e-voting system during the AGM for those present in the meeting and who have not cast their votes through remote e-voting.

Thereafter, the Chairman thanked the Members for continued support to the Company and declared the meeting as concluded.

Ms. Meghal Shah, Company Secretary, proposed a vote of thanks to the Chair.

The voting results for the business transacted at the meeting shall be submitted to the Stock Exchanges upon receipt of the Scrutinizer's Report.

Kindly take the same on record.

For **IIFL Securities Limited**

Meghal Shah
Company Secretary