

September 30, 2021

The National Stock Exchange of India Ltd.
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051

BSE Limited
Corporate Services Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Scrip Symbol: RELIGARE

Scrip Code: 532915

Sub: Proceeding of the 37th Annual General Meeting of Religare Enterprises Limited held on September 29, 2021 at 4.00 P.M

Dear Sir(s),

This is in continuation of our earlier announcements dated September 06, 2021 and September 18, 2021.


In this regard, we would like to inform you that pursuant to General Circulars No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA") read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "**the Circulars**"), and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and Companies (Management and Administration) Rules 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 37th Annual General Meeting ("**AGM**") of Religare Enterprises Limited ("**the Company**") was duly held on Wednesday, September 29, 2021 at 04:00 P.M. (IST) through video conferencing/other Audio-Visual Means (VC/OAVM) to transact the businesses mentioned in the Notice of the AGM dated August 28, 2021 read with Addendum dated September 17, 2021 to the Notice of the AGM.

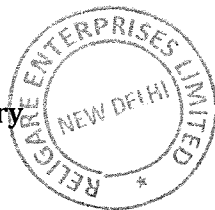
Further, pursuant to Regulation 30 read with Schedule - III of SEBI Listing Regulations, please find enclosed herewith the proceedings of the AGM.

Furthermore, pursuant to Regulation 44 of the SEBI Listing Regulations read with Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, voting results of the businesses transacted at the AGM along with report of the scrutinizer shall be submitted in due course of time.

This is for your information and records.

**Thanking You,
For Religare Enterprises Limited**


Reena Jayara
Company Secretary
Encl.: As above



Religare Enterprises Limited
CIN: L74899DL1984PLC146935

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Summary of proceeding of the 37th Annual General Meeting of Religare Enterprises Limited ("REL/the Company") held on September 29, 2021 at 4.00 P.M

The 37th Annual General Meeting ("AGM") of Members of the Company was held on Wednesday, September 29, 2021 at 04:00 P.M. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Circulars issued by Securities and Exchange Board of India ('SEBI') and as per applicable provisions of the Companies Act, 2013 and the Rules made thereunder and also in view of maintaining social distancing norms amidst the global outbreak of the COVID-19 pandemic. Further, in accordance with the Secretarial Standard on General Meetings ("SS-II") issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the AGM.

The Company Secretary welcomed the Members to the Meeting and requested Dr. Rashmi Saluja, Executive Chairperson of the Company to commence the proceeding of the Meeting. Dr. Rashmi Saluja took the Chair and welcomed the members to the AGM. Since, the requisite quorum was present; the Chairperson called the meeting to order and thereafter commenced the proceedings of the Meeting.

The Chairperson further introduced other directors attending the meeting & informed the shareholders that Mr. Malay Kumar Sinha, Non-Executive Independent Director and Chairperson of Stakeholders Relationship Committee and Nomination & Remuneration Committee, Ms. Vijayalakshmi Rajaram Iyer, Non-Executive Independent Director and Chairperson of the Audit & Governance Committee and Mr. Hamid Ahmed, Non-Executive Independent Director were attending the AGM. She further apprised that Dr. Vijay Shankar Madan, Non-Executive Independent Director and Mr. Siddharth Dinesh Mehta, Non-Executive Non-Independent Vice Chairperson have expressed their inability to attend the meeting due to other pre-occupations.

The Chairperson informed that the representatives of M/s S. P. Chopra & Co., Statutory Auditors, M/s S.S. Kothari Mehta & Co., erstwhile Statutory Auditors and M/s PI & Associates, Secretarial Auditors were also present at the meeting.

Members were also informed that the certificate from the Secretarial Auditors in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 along with the Statutory Registers, Register of Directors and Key Managerial Personnel and their shareholdings and other documents pursuant to Companies Act 2013 are available for inspection electronically by the members during the meeting.

The Chairperson then informed the members that pursuant to the applicable provisions of the Act, Rules enacted thereunder read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI Listing Regulations**), the Company has provided the remote e-voting facility to the members to cast their vote on AGM agenda item between Friday, September 24, 2021 (1.00 P.M. IST) to Tuesday, September 28, 2021 (5.00 P.M. IST) in proportion to their shareholding as on cut-off date i.e. **Wednesday, September 22, 2021**. Further, she also informed that the members, who have not casted their vote via remote e-voting can exercise their right to vote through e-voting through Insta-Poll at the AGM.



The Chairperson then made a speech apprising on the businesses and performance of the Company and its subsidiaries during the financial year 2020-21.

She further apprised the members that the new Board and Management of the Company has filed a petition with Hon'ble NCLT, Delhi seeking cancellation of the 2.5 cr. preference shares issued to RHC Finance Pvt Limited (an erstwhile Promoter Group company) and in interim seeking stay on the voting rights accrued in favour of RHC Finance on same. The matter came up for hearing today and the NCLT has passed a favourable order in favour of the Company and against RHC Finance for stay of voting rights. Further details will be shared once the copy of the order is received by the Company.

The Notice of AGM dated August 28, 2021 read with Addendum dated September 17, 2021 to the Notice of the AGM and the Annual Report for the FY ended 2020-21 were taken as read. The Chairperson informed the members that the Auditors Report on Standalone Financial Statements of the Company for the FY ended March 31, 2021 doesn't contain any qualification. She further informed that there were certain qualifications made by Statutory Auditors in the Consolidated Auditor's Report and by the Secretarial Auditors in the Secretarial Audit Report. Thereafter, the qualifications made by the Auditors along with the Management response thereon were read out at the meeting along with citing reference to the Directors Report.

The Chairperson further informed that Mr. Ankush Agarwal, Partner (Membership No. F9719 & COP No. 14486) or failing him Mr. Shailesh Kumar Singh, Partner (Membership No. F8619 & COP No. 16235) of M/s. MAKS & CO., Practicing Company Secretaries, were appointed as Scrutinizer for the purpose of scrutinizing the voting process facilitated through remote e-voting and e-voting in a fair & transparent manner and submit his report on the resolutions stated in the AGM notice dated August 28, 2021 read with Addendum dated September 17, 2021 to the Notice of the AGM (AGM Notice)

Shareholders were informed about the businesses to be transacted at the AGM as below:

1. Adoption of Audited Financial Statements of the Company (including Consolidated Financial Statements) and the Reports of the Board of Directors and the Auditors thereon for the Financial Year ended March 31, 2021;
2. Appointment of Dr. Rashmi Saluja (DIN: 01715298), who retires by rotation and being eligible, offers herself for re-appointment;
3. Appointment of M/s. S. P. Chopra & Co., Chartered Accountants (FRN 000346N) as Statutory Auditors (a) To fill the casual vacancy & (b) For a period of three years and to fix their remuneration;
4. Appointment of Dr. Vijay Shankar Madan (DIN: 00806142), as Non-Executive Independent Director;
5. Appointment of Mr. Hamid Ahmed (DIN: 09032137) as Non-Executive Independent Director;
6. Revision of remuneration of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company;



7. Approval of the Retention Payout of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company.

Upon invitation from the Chairperson, Members who had registered themselves as speakers were invited one by one to ask questions or express their views. The Chairperson responded to the queries of the Members and provided clarifications. Post question and answer session, the Chairperson thanked the Members for their attendance and participation at the AGM.

Thereafter, it was announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company and KFin Technologies Pvt Limited not later than 48 hours of conclusion of the AGM. The e-voting through instapoll was opened for 15 minutes for the shareholders attending the meeting and who have not casted their vote through remote e-voting. The meeting concluded at 5.05 p.m. (IST).

**Thanking You,
For Religare Enterprises Limited**


**Reena Jayara
Company Secretary**

