

**September 23, 2022**

**The National Stock Exchange of India Ltd.**  
Corporate Communications Department  
“Exchange Plaza”, 5<sup>th</sup> 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 38<sup>th</sup> Annual General Meeting of Religare Enterprises Limited held on September 23, 2022 at 11.30 A.M (IST)**

Dear Sir(s),

This is in continuation of our earlier announcement dated September 01, 2022.

In this regard, we would like to inform you that pursuant to General Circular 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. 02/2022 dated May 05, 2022 (collectively referred to as “MCA Circulars”) issued by the Ministry of Corporate Affairs (“MCA”) read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 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 38<sup>th</sup> Annual General Meeting (“AGM”) of Religare Enterprises Limited was held today i.e. Friday, September 23, 2022 at 11:30 A.M. (IST) through video conferencing/other Audio-Visual Means (VC/OAVM) to transact the businesses mentioned in the Notice of the AGM dated August 16, 2022.

In compliance with Regulation 30 read with Schedule – III of SEBI Listing Regulations, please find enclosed herewith the proceedings of the AGM.

Further, 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

**Regd. Office:** 1407, 14<sup>th</sup> Floor, Chiranjiv Tower, 43, Nehru Place, New Delhi – 110019

**Corporate Office:** Plot No. A – 3,4 & 5, Club 125, Tower B, Sector – 125, Noida – 201301, U.P.

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**Summary of proceeding of the 38<sup>th</sup> Annual General Meeting of Religare Enterprises Limited (“REL/the Company”) held today i.e. September 23, 2022 at 11.30 A.M. (IST)**

The 38<sup>th</sup> Annual General Meeting (“AGM”) of Members of the Company was held on Friday, September 23, 2022 at 11:30 A.M. (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) in compliance with applicable provisions of the Companies Act, 2013 (hereinafter “the Act”) and the Rules made thereunder and the relevant circulars issued by the Ministry of Corporate Affairs (“MCA”) and by the Securities and Exchange Board of India (“SEBI”). 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, Independent Director and Chairperson of Stakeholders Relationship Committee and Nomination & Remuneration Committee, Ms. Vijayalakshmi Rajaram Iyer, Independent Director and Chairperson of the Audit & Governance Committee, Mr. Hamid Ahmed, Independent Director, Mr. Praveen Kumar Tripathi, Independent Director and Mr. Ranjan Dwivedi, Independent Director of the Company were attending the AGM. She also apprised that Mr. Nitin Aggarwal, Group CFO and Ms. Reena Jayara, Company Secretary & Compliance Officer of the Company and Business Heads from the respective verticals were present at the Meeting.

The Chairperson informed that the representatives of M/s S. P. Chopra & Co., 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 and other applicable documents in compliance with provisions of the Act are available for inspection electronically by the members during the meeting.

The Chairperson then informed the members that the Company has provided the remote e-voting facility to the members to cast their vote on AGM agenda item from Monday, September 19, 2022 (9.00 A.M. IST) to Thursday, September 22, 2022 (5.00 P.M. IST) in proportion to their shareholding as on cut-off date i.e. Friday, September 16, 2022. Further, she also informed that the members, who have not casted their vote via remote e-voting and participating in the meeting can exercise their right to vote through e-voting through Insta-Poll during the AGM.

The Chairperson then apprised the shareholders about the businesses and performance of the Company and its subsidiaries.

The Notice of AGM dated August 16, 2022 and the Annual Report for the FY ended 2021-22 were taken as read. The Chairperson informed the members that the Auditors Report on Standalone & Consolidated Financial Statements of the Company for the FY ended March 31, 2022 don't contain

any qualification. Further, it was informed that the Secretarial Auditors Report for the FY ended March 31, 2022 also doesn't contain any qualification.

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 16, 2022.

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, 2022 – **Ordinary Resolution;**
2. \*Appointment of Dr. Rashmi Saluja (DIN: 01715298), who retires by rotation and being eligible, offers herself for re-appointment – **Ordinary Resolution;**
3. Appointment of Mr. Praveen Kumar Tripathi (DIN: 02167497), as Non-Executive Independent Director – **Special Resolution;**
4. Appointment of Mr. Ranjan Dwivedi (DIN: 09185085), as Non-Executive Independent Director – **Special Resolution;**
5. Amendment of the Articles of Association of the Company – **Special Resolution;**
6. \*Revision of remuneration of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company w.e.f April 01, 2022 – **Special Resolution;**
7. \*Re-appointment of Dr. Rashmi Saluja (DIN: 01715298) as Executive Chairperson of the Company w.e.f. February 26, 2023– **Ordinary Resolution;**
8. \*Payment of remuneration on re-appointment to Dr. Rashmi Saluja (DIN: 01715298) as Executive Chairperson of the Company– **Special Resolution.**

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.

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*\*Mr. Malay Kumar Sinha chaired the meeting on the agenda item as Dr. Rashmi Saluja was interested in the item*

Thereafter, it was announced that the e-voting results along with the consolidated Scrutinizer's Report shall be submitted to Stock Exchanges and also be uploaded on the website of the Company and KFin Technologies Limited not later than two working days 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 12.27 p.m. (IST).

**Thanking You,  
For Religare Enterprises Limited**

**Reena Jayara  
Company Secretary**

**Religare Enterprises Limited**

CIN: L74899DL1984PLC146935

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