

September 16, 2021

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001.

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.

BSE Scrip Code: 542772

NSE Symbol: IIFLWAM

Subject: Voting Results of 14th Annual General Meeting of the Company held on September 14, 2021

Dear Sir/Madam,

In continuation of our letter dated September 15, 2021, regarding summary of proceedings of the 14th Annual General Meeting (“**AGM**”) of IIFL Wealth Management Limited, held on Tuesday, September 14, 2021, through video conferencing (“**VC**”) / other audio visual means (“**OAVM**”) in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (“**SEBI**”) and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), we wish to inform you that as per the Scrutinizer’s Report, the Members of the Company have duly approved all the items as set out in the Notice of the AGM, with requisite majority.

The Company had provided remote e-voting facility to its members for voting on the items of business transacted at the AGM and had appointed M/s. Nilesh Shah & Associates, Practicing Company Secretaries, as the Scrutinizer for remote e-voting and e-voting at the AGM.

In this regard, please find enclosed herewith the following:

1.	Voting Results of the AGM pursuant to Regulation 44(3) of the Listing Regulations.	Annexure A
2.	Consolidated Scrutinizer's Report dated September 15, 2021, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the remote e-voting and Voting through electronic voting system at the AGM.	Annexure B

IIFL WEALTH MANAGEMENT LIMITED

Corporate & Registered Office:
IIFL Centre, Kamala City, Senapati Bapat Marg,
Lower Parel, Mumbai – 400 013
TEL: (91-22) 4876 5600 | FAX: (91-22) 4875 5606

The aforesaid results are also uploaded and available on the website of the Company at www.iiflwealth.com. Further, please note that as required under Regulation 34 of the Listing Regulations, the Annual Report of the Company for the Financial Year 2020-21 and the Notice of AGM, has already been submitted with the Stock Exchanges on August 23, 2021.

Kindly take the same on record and oblige.

Thanking you,
For IIFL Wealth Management Limited

Rohit Bhave
Company Secretary
ACS: 21409
Email: secretarial@iiflw.com
Encl.: As above

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Annexure A
Voting Results of the AGM pursuant to Regulation 44(3) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution Required : (Ordinary)			Resolution No. 1 - To consider and adopt financial statements (standalone & consolidated) for the financial year ended March 31, 2021 together with the report of the Board of Directors and the Auditors thereon;					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	20146136	20146136	100.0000	20146136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20146136	100.0000	20146136	0	100.0000	0.0000
Public Institutions	E-Voting	23818537	17978794	75.4824	17978794	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17978794	75.4824	17978794	0	100.0000	0.0000
	E-Voting	44423726	29408538	66.2001	29408535	3	99.9999	0.0001

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Public Non Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29408538	66.2001	29408535	3	99.9999	0.0001
Total		88388399	67533468	76.4054	67533465	3	99.9999	0.0001

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CIN: L74140MH2008PLC177884

Resolution Required : (Ordinary)			Resolution No. 2 - Re-appointment of Mr. Nirmal Jain (DIN: 00010535) as a director liable to retire by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes, Mr. Nirmal Jain being part of the promoter / promoter group, is interested in his re-appointment as a director liable to retire by rotation					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	20146136	20146136	100.0000	20146136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20146136	100.0000	20146136	0	100.0000	0.0000
Public Institutions	E-Voting	23818537	17916089	75.2191	17362413	553676	96.9096	3.0904
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17916089	75.2191	17362413	553676	96.9096	3.0904
Public Non Institutions	E-Voting	44423726	29408568	66.2001	29408535	33	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29408568	66.2001	29408535	33	99.9999	0.0001
Total		88388399	67470793	76.3344	66917084	553709	99.1793	0.8207

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Resolution Required : (Ordinary)			Resolution No. 3 - Re-appointment of Mr. Venkataraman Rajamani (DIN: 00011919) as a director liable to retire by rotation;					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes, Mr. Venkataraman Rajamani being part of the promoter / promoter group, is interested in his re-appointment as a director liable to retire by rotation					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	20146136	20146136	100.0000	20146136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20146136	100.0000	20146136	0	100.0000	0.0000
Public Institutions	E-Voting	23818537	17916089	75.2191	17418665	497424	97.2236	2.7764
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17916089	75.2191	17418665	497424	97.2236	2.7764
Public Non Institutions	E-Voting	44423726	29408568	66.2001	29408535	33	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29408568	66.2001	29408535	33	99.9999	0.0001
Total		88388399	67470793	76.3344	66973336	497457	99.2627	0.7373

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CIN: L74140MH2008PLC177884

Resolution Required : (Special)			Resolution No. 4 - Issuance of Non-Convertible Debentures upto Rs. 250 Crore on private placement basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	20146136	20146136	100.0000	20146136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20146136	100.0000	20146136	0	100.0000	0.0000
Public Institutions	E-Voting	23818537	18014088	75.6305	18014088	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18014088	75.6305	18014088	0	100.0000	0.0000
Public Non Institutions	E-Voting	44423726	29408568	66.2001	29408535	33	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29408568	66.2001	29408535	33	99.9999	0.0001
Total		88388399	67568792	76.4453	67568759	33	99.9999	0.0001

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CIN: L74140MH2008PLC177884

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

Annexure B

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of
14th Annual General Meeting of
Members of IIFL Wealth Management Limited
Held on Tuesday, 14th September, 2021, at 03:00 p.m. (IST)
Through Video Conferencing / Other Audio Visual means

Sir,

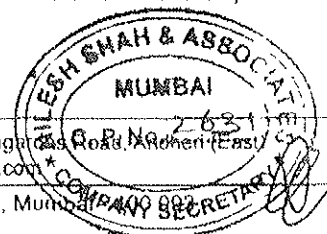
We, M/s. Nilesh Shah & Associates, Practicing Company Secretaries, represented by Mr. Nilesh Shah, (Membership No. FCS - 4554), Partner, were appointed as the Scrutinizer for the purpose of the remote e-voting process prior to the Annual General Meeting ("AGM") and e-voting process during the AGM pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 read with Circulars issued by Ministry of Corporate Affairs ("MCA") dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 (collectively referred as "MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in respect of below mentioned resolutions proposed at the AGM of IIFL Wealth Management Limited held on Tuesday, 14th September, 2021, at 03:00 P.M. (IST) through Video Conferencing / Other Audio Visual means (VC/OAVM).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice for the AGM of the members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the notice of AGM, based on the reports generated from the e-voting platform / system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

As informed to us by the Management, the notice dated 18th May, 2021, convening the AGM of the Company through VC/OAVM held on 14th September, 2021, along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular /

211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagar Road, Andheri (East), Mumbai - 400 069. Tel.: 2820 7824 / 2820 3582 E-mail: nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 082. Tel.: 2836 3419 Email: ngshah.cs@gmail.com



NILESH SHAH & ASSOCIATES

Company Secretaries

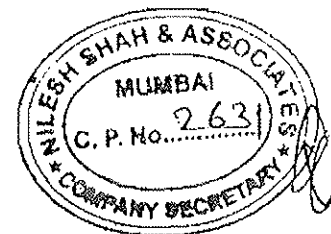
Ref.: _____

SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 (collectively referred as 'MCA Circulars') and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021.

The Members of the Company holding shares on the record date ("Cut off" date) of 7th September, 2021, were entitled to vote on the resolutions as set out in the notice of AGM.

In this regard, we hereby submit my report as under:

1. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited [CDSL] for conducting remote e-voting prior to AGM and e-voting during AGM by the Shareholders of the Company.
2. The remote e-voting prior to AGM period remained open from Thursday, 9th September, 2021 (09:00 a.m. IST) till Monday, 13th September, 2021 (05:00 p.m. IST) and CDSL e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility to the shareholders present / logged-in at the AGM through VC / OAVM and who had not cast their vote earlier.
4. After the closure of remote e-voting at the AGM, we have unblocked the electronic votes for both remote e-voting processes in the presence of two witnesses who are not in the employment of the Company.
5. We have scrutinized the votes cast through remote e-voting and e-voting during AGM, processes for the purpose of this report.
6. The particulars of all the electronic votes cast by the members through remote e-voting and e-voting during AGM processes have been recorded in the separate registers maintained for the purpose.
7. The consolidated result of the voting through remote e-voting and e-voting during AGM processes is as per annexure attached herewith.



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East).
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093.
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____


Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman, or any Director / Key Managerial Person authorised by the Chairman may accordingly declare the result of voting.

Thanking you,

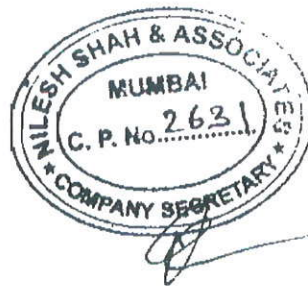
Yours truly,


For Nilesh Shah & Associates
Practicing Company Secretaries


16/09/2021

Nilesh Shah
Partner
Membership No. FCS 4554
CP No. 2631
UDIN: F004554C000954107

Place: Mumbai
Date: 16th September, 2021



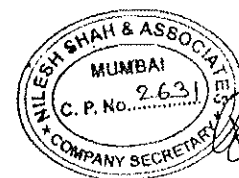
Received &
Accepted:
Rohit Ghose

Acc. No.: A21409

Annexure to the Scrutinizer's Report

Consolidated Result of Remote e-voting prior to AGM and e-voting during the AGM:

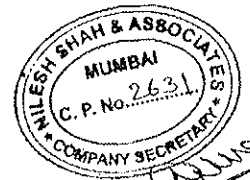
Reso. No./ Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain	
				No. of Members Voting	No. of Votes Cast	% of valid votes *	No. of Members Voting	No. of Votes Cast	% of valid votes *	No. of Members Voting	No. of Votes Cast
1	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31 2021, together with the Directors' and Auditors' Reports thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	145	67527433	99.99%	02	03	0.01%	03	3341238
			E-Voting during the AGM	04	6032	100%	00	00	00	00	00
			Total	149	67533465	99.99%	02	03	0.01%	03	3341238
2	To appoint a Director in place of Mr. Nirmal Jain (DIN: 00010535), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Remote E-Voting prior to AGM	131	66911052	99.18%	17	553709	0.82%	02	3403913
			E-Voting during the AGM	04	6032	100%	00	00	00	00	00
			Total	135	66917084	99.18%	17	553709	0.82%	02	3403913

* Note: The percentage are restricted upto two decimal points.



Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain	
				No. of Members Voting	No. of Votes Cast	% of valid votes *	No. of Members Voting	No. of Votes Cast	% of valid votes *	No. of Members Voting	No. of Votes Cast
3	To appoint a Director in place of Mr. Venkataraman Rajamani (DIN: 00011919), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Remote E-Voting prior to AGM	138	66967304	99.26%	10	497457	0.74%	02	3403913
			E-Voting during the AGM	04	6032	100%	00	00	00	00	00
			Total	142	66973336	99.26%	10	497457	0.74%	02	3403913
4	To Issue of Non-Convertible Debentures on Private Placement Basis.	Special Resolution	Remote E-Voting prior to AGM	146	67562727	99.99%	03	33	0.01%	01	3305914
			E-Voting during the AGM	04	6032	100%	00	00	00	00	00
			Total	150	67568759	99.99%	03	33	0.01%	01	3305914

* Note: The percentage are restricted upto two decimal points.



16/09/2021