

EW/Sec/2022/66

April 27, 2022

BSE Limited P J Towers, Dalal Street, Fort, Mumbai - 400 001. Scrip Code: 532922	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. Symbol: EDELWEISS
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Dear Sir/Madam,

Sub: Disclosure of Voting Results pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Further to our letter dated March 25, 2022, this is to inform you that the members of the Company by way of a Postal Ballot have passed the following Special Resolutions with requisite majority:

1. Re-appointment of Mr. Ashok Kini (DIN: 00812946) as an Independent Director; and
2. Re-appointment of Dr. Ashima Goyal (DIN: 00233635) as an Independent Director.

The Scrutinizer's Report dated April 27, 2022 along with the voting results of the Postal Ballot (voting by electronic means) in respect of the Resolutions contained in the Notice of Postal Ballot dated January 31, 2022, are enclosed in the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

The voting results of the Postal Ballot is being placed on the Website of the Company at www.edelweissfin.com and National Securities Depository Limited, the Electronic Voting Service Provider at www.evoting.nsdl.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Edelweiss Financial Services Limited

Tarun Khurana
Company Secretary

Encl.: as above.

Details of E-voting Results by Postal Ballot process pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of declaration of Postal Ballot Result	April 27, 2022
Total no. of Shareholders on cut-off date (March 18, 2022):	227701
No. of shareholders present in the Meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the Meeting through VC/OAVM: Promoters and Promoter Group: Public:	Not Applicable

Resolution No. 1	
Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Description of Resolution considered	Re-appointment of Mr. Ashok Kini (DIN: 00812946) as an Independent Director

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	307684490	292894490	95.1931	292894490	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		292894490	95.1931	292894490	0	100.0000	0.0000
Public Institutions	E-Voting	319119910	237784945	74.5127	235807775	1977170	99.1685	0.8315
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		237784945	74.5127	235807775	1977170	99.1685	0.8315
Public Non Institutions	E-Voting	316291065	65078385	20.5755	64989436	88949	99.8633	0.1367
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		65078385	20.5755	64989436	88949	99.8633	0.1367
Total		943095465	595757820	63.1705	593691701	2066119	99.6532	0.3468

Resolution No. 2	
Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Description of Resolution considered	Re-appointment of Dr. Ashima Goyal (DIN: 00233635) as an Independent Director

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	307684490	292894490	95.1931	292894490	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		292894490	95.1931	292894490	0	100.0000	0.0000
Public Institutions	E-Voting	319119910	237784945	74.5127	237563366	221579	99.9068	0.0932
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		237784945	74.5127	237563366	221579	99.9068	0.0932
Public Non Institutions	E-Voting	316291065	65088617	20.5787	65019929	68688	99.8945	0.1055
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		65088617	20.5787	65019929	68688	99.8945	0.1055
Total		943095465	595768052	63.1716	595477785	290267	99.9513	0.0487

SCUTINIZER'S REPORT

April 27, 2022

To,
The Chairman, Managing Director & CEO
Edelweiss Financial Services Limited
Edelweiss House, Off CST Road,
Kalina,
Mumbai 400 098



Sub.: Edelweiss Financial Services Limited - Scrutinizer's Report on Postal Ballot (E-voting) Results

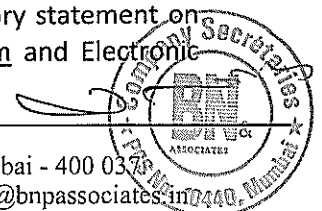
The Board of Directors of Edelweiss Financial Services Limited (*hereinafter referred to as "the Company"*) at their meeting held on 31st January, 2022, have appointed me as the Scrutinizer to conduct and scrutinize the Postal Ballot E- voting process in a fair and transparent manner in respect of all the Resolutions as circulated/ stated in the Postal Ballot Notice dated 31st January, 2022 ('Notice').

In compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (the 'Act'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the Secretarial Standard on the General Meetings ('SS-2') issued by the Institute of Company Secretaries of India read with the Circulars issued by the Ministry of Corporate Affairs in this regard, as referred herein below and any amendments thereto, the Company had provided facility for voting through -electronic means (E-voting) to all the Members of the Company to enable them to cast their votes only through electronically on the items mentioned in the Notice.

The Company has engaged the services of National Securities Depositories of India Ltd (NSDL), as the Electronic Voting Service Provider hereinafter referred to as "NSDL" or "EVSP". Link Intime India Private Limited was the Registrars and Share Transfer Agents, "RTA" for the Company. NSDL had made necessary arrangements to facilitate E-voting by the shareholders of the Company on their website <https://evoting.nsdl.com>. In view of the prevailing pandemic situation and to obviate difficulties faced by the corporates in providing both voting by physical ballot and E-voting, a facility was extended for the members to cast their vote only through E-voting in accordance with the provisions of the General Circulars No.14/2020 dated April 08, 2020 and No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No.10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs, Government of India (the MCA Circulars).

Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required to cast the vote, in electronic form only to all its members who have registered their e-mail addresses with the Company/Registrar & Transfer Agents / Depository Participants. The communication of the assent or dissent of the Members was sought through the E-voting system only. In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down for the shareholders to get their email address registered with the RTA so that they could also participate in the E-voting facility extended by the Company.

The Company and the EVSP had uploaded the Notice together with the explanatory statement on their respective websites viz. www.edelweissfin.com and <https://evoting.nsdl.com> and Electronic



Voting Event Number "119604" ('EVEN') was generated for casting the votes through E-voting mode. The Company and the EVSP have complied with all the necessary formalities specified under the Act, the Rules framed thereunder and the Circulars issued in this regard.

The aforesaid Postal Ballot Notice were dispatched on March 25, 2022 to all the Members of the Company through e-mail who have registered their e-mail addresses as on Friday March 18, 2022 (cut off date).

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the members through postal ballot by e- voting.

My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by EVSP.

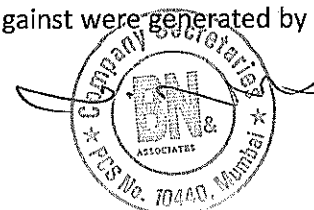
I report that the Notice was sent through e-mail to **2,10,222** members whose email id was registered with the Depositories and as made available with the RTA. The total Number of Members as on the Cut-off date was **2,27,701**. The E-voting period commenced from Monday, March 28, 2022 from 9.00 a.m. IST and ended on Tuesday April 26, 2022 at 5.00 p.m. IST. In respect of 17,479 members whose email id was not available, a Public Notice with regard to the Postal Ballot Notice was published on March 26, 2022 in "Free Press Journal English Newspaper ((Mumbai edition)" "Financial Express", English Newspaper (All India editions), and in "Navshakti, Marathi Newspaper (Mumbai edition)" providing requisite information and contact details of the EVSP for registering email id and queries on E-voting.

The items for which approval of the Members of the Company was sought as stated in the Notice are mentioned hereunder: -

Sr. No.	Type of Resolution	Description of the resolution
1.	<u>As a Special Resolution</u>	Re-appointment of Mr. Ashok Kini (DIN: 00812946) as an Independent Director
2	<u>As a Special Resolution</u>	Re-appointment of Dr. Ashima Goyal (DIN: 00233635) as an Independent Director

SUMMARY OF VOTES CAST

The E-voting process concluded at 5 p.m. on Tuesday April 26, 2022. After the closure of E-voting process the votes cast through E-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. K Venkataraman and Mrs. Saroj Narasimhan witnesses, not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since, E-voting facility was provided by NSDL, the details of the E-voting exercised by the Members were duly compiled by NSDL. The details of the E-voting, the compilation of the Register containing the statement of Member's name, DP id Client Id and/or folio number, number of shares held, number of votes exercised, votes in favour, votes against were generated by NSDL i.e. <https://evoting.nsdl.com> were duly scrutinized.



Out of 2,27,701 Members holding shares as on the cut-off date, i.e. Friday March 18, 2022, 1,449 Members holding 59,57,68,958 shares have exercised their votes through remote E-voting. The details of Postal Ballot results for the items placed for consideration and approval of the Members is given below:

Item No 1: As a Special Resolution

Re-appointment of Mr. Ashok Kini (DIN: 00812946) as an Independent Director

Total no. of Members	2,27,701		
Total no. of Equity Shares	94,30,95,465		
E-voting as per the Postal Ballot Notice	From 9.00 a.m. on Monday March 28, 2022 till 5.00 p.m. on Tuesday April 26, 2022		
		Number of Votes	Number of Shares
Total votes cast through E-voting	A	1,449	59,57,68,958
Less: Invalid E-voting <i>abstained/less voted</i> * refer note below	B	11	11,138
Net E-voting (A-B) considered valid	C	1,438	59,57,57,820

NOTE:

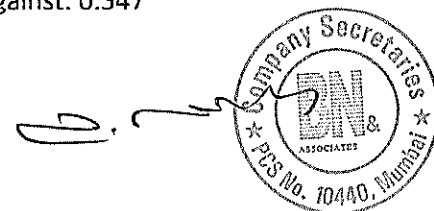
- (i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot
- (ii) A Vote Cast In favour or against is calculated based on the Valid Votes cast through Remote E-voting

Summary of E-voting through Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2) / (1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4) / (2)]*100	% of votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	30,76,84,490	29,28,94,490	95.193	29,28,94,490	Nil	100.00	Nil
Public-Institutional holders	31,91,19,910	23,77,84,945	74.513	23,58,07,775	19,77,170	99.168	0.832
Public-others	31,62,91,065	6,50,78,385	20.575	6,49,89,436	88,949	99.863	0.137
Total	94,30,95,465	59,57,57,820	63.170	59,36,91,701	20,66,119	99.653	0.347

Percentage of votes cast in Favour: 99.653 Percentage of votes cast Against: 0.347

RESULTS: -



As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated January 31, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of voting i.e. Tuesday, April 26, 2022.

Item No 2: As a Special Resolution

Re-appointment of Dr. Ashima Goyal (DIN: 00233635) as an Independent Director

Total no. of Members	2,27,701		
Total no. of Equity Shares	94,30,95,465		
E-voting as per the Postal Ballot Notice	From 9.00 a.m. on Monday March 28, 2022 till 5.00 p.m. on Tuesday April 26, 2022		
		Number of Votes	Number of Shares
Total votes cast through E-voting	A	1,449	59,57,68,958
Less: Invalid E-voting <i>abstained/less voted</i> * refer note below	B	6	906
Net E-voting (A-B) considered valid	C	1,443	59,57,68,052

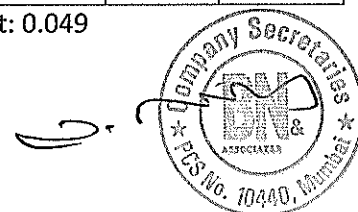
NOTE:

- (ii) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot
- (ii) A Vote Cast In favour or against is calculated based on the Valid Votes cast through Remote E-voting

Summary of E-voting through Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	30,76,84,490	29,28,94,490	95.193	29,28,94,490	Nil	100.00	Nil
Public-Institutional holders	31,91,19,910	23,77,84,945	74.513	23,75,63,366	2,21,579	99.907	0.093
Public-others	31,62,91,065	6,50,88,617	20.579	6,50,19,929	68,688	99.894	0.106
Total	94,30,95,465	59,57,68,052	63.172	59,54,77,785	2,90,267	99.951	0.049

Percentage of votes cast in Favour: 99.951 Percentage of votes cast Against: 0.049



RESULTS: -

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No 2 as set forth in the Postal Ballot Notice dated January 31, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of voting i.e. Tuesday April 26, 2022.

I further report that as per the Postal Ballot Notice dated January 31, 2022 and the Board Resolution dated January 31, 2022 the Chairman or a person authorised by him in writing may declare and confirm the above results of voting by postal ballot in respect of the Resolutions referred, on or before April 28, 2022. The result of the Postal Ballot will be displayed on the website of the Company www.edelweissfin.com and on the website of NSDL <https://evoting.nsdl.com>. The results shall also be forwarded to BSE Limited and National Stock Exchange of India Limited, the exchanges where the equity shares of the Company are listed and in the Company's Registered office the Company will display the results of the Postal Ballot.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records maintained by me including the data as obtained from NSDL, the Service Provider for the E-voting facility extended by them recording the consent or otherwise received from the Members, by E-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of your Company.

Thanking you,

Yours faithfully,

**For BN & Associates
Company Secretaries**



**CS B Narasimhan
(Proprietor)
(FCS no 1303 COP no 10440)**

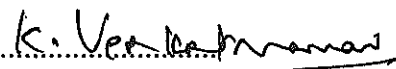


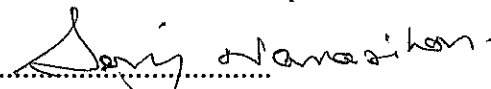
Place: Mumbai

Date: April 27, 2022

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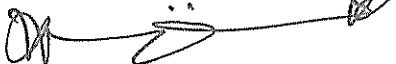
The following were the witnesses to the unblocking of the votes on 26th April 2022

1. 
K. Venkataraman

2. 
Saroj Narasimhan

Received the Report

For Edelweiss Financial Services Limited



**Tarun Khurana
Executive Vice President & Company Secretary**