

September 12, 2024

То,	То,
The Manager,	The Manager,
Listing Department,	Listing Department,
BSE Limited,	The National Stock Exchange of India Ltd.,
Phiroze Jeejeebhoy Tower,	Exchange Plaza, 5 <sup>th</sup> Floor, Plot C/1, G Block,
Dalal Street,	Bandra - Kurla Complex, Bandra (E),
Mumbai – 400 001.	Mumbai – 400 051.
BSE Scrip Code: 540776	NSE Symbol: 5PAISA

Dear Sir / Madam,

- Sub: Submission of Voting Results and Scrutinizers Report of the 17<sup>th</sup> (Seventeenth) Annual General Meeting of 5paisa Capital Limited ("the Company"):
- **<u>Ref</u>:** Disclosure under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations") and Section 108 of the Companies Act, 2013 read with rules framed thereunder:

We wish to inform you that the 17<sup>th</sup> (Seventeenth) Annual General Meeting of the Company ("AGM") was duly held on Tuesday, September 10, 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

As required under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations") and Section 108 of the Companies Act, 2013 read with rules framed thereunder, the Company had provided e-voting facility to the Members to cast their votes electronically in respect of all businesses mentioned in the Notice of AGM. Considering the same, Ms. Aparna Joshi, Proprietress of M/s. Aparna Paricharak and Associates (Membership No. 7172 / COP No. 6738), Practicing Company Secretaries, Thane had been appointed as the Scrutinizer for conducting the entire e-voting process in a fair and transparent manner.

As per Scrutinizer's Report, all resolutions contained in the Notice convening the AGM have been duly passed by the Members with requisite majority. In this regard, please find enclosed the following:

- Details of the Voting Results of Remote e-voting and e-voting during the 17<sup>th</sup> (Seventeenth) Annual General Meeting of the Company held on Tuesday, September 10, 2024 pursuant to Regulation 44(3) of the Listing Regulations; and
- 2. Report of the Scrutinizer dated September 11, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizers Report is available on the website of the Company i.e. <u>www.5paisa.com</u> and will also be available on the website of Central Depository Services (India) Limited i.e. <u>www.evotingindia.com</u>.

We request you to kindly take the same on record.

Thanking You,

Yours faithfully,

For 5paisa Capital Limited

Namita Godbole Company Secretary & Compliance Officer Membership No.: A21056 Email: <u>csteam@5paisa.com</u> Encl: As above

### **5paisa Capital Limited**



# As per the report submitted by the Scrutinizer, all the following resolutions proposed at the AGM were passed with requisite majority

Sr. No.	Particulars	Type of Resolution	Result
ORDIN	ARY BUSINESSES		
1.	<ul> <li>To receive, consider and adopt:</li> <li>(a) The Audited Standalone Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and</li> <li>(b) The Audited Consolidated Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Report of the Statutory Auditors thereon.</li> </ul>	Ordinary Resolution	Passed with Requisite Majority
2.	To appoint a Director in place of Mr. Gourav Munjal (DIN: 06360031), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Passed with Requisite Majority
SPECIA	L BUSINESSES		
3.	To re-appoint Mr. Milin Mehta as an Independent Director of the Company.	Special Resolution	Passed with Requisite Majority
4.	To approve appointment and remuneration of Mr. Ameya Agnihotri (DIN: 07680132) as the Whole Time Director of the Company.	Special Resolution	Passed with Requisite Majority
5.	To approve material related party transactions with IIFL Facilities Services Limited.	Ordinary Resolution	Passed with Requisite Majority
6.	To approve material related party transactions with IIFL Finance Limited.	Ordinary Resolution	Passed with Requisite Majority
7.	To approve material related party transactions with IIFL Management Services Limited.	Ordinary Resolution	Passed with Requisite Majority
8.	To approve material related party transactions with IIFL Securities Limited.	Ordinary Resolution	Passed with Requisite Majority
9.	To approve material related party transactions with IIFL Samasta Finance Limited.	Ordinary Resolution	Passed with Requisite Majority
10.	To approve material related party transactions with IIFL Wealth Prime Limited.	Ordinary Resolution	Passed with Requisite Majority
11.	To approve material related party transactions with IIFL Home Finance Limited.	Ordinary Resolution	Passed with Requisite Majority
12.	To approve material related party transactions with Livlong Insurance Brokers Limited (Formerly known as IIFL Insurance Brokers Limited).	Ordinary Resolution	Passed with Requisite Majority
13.	To approve material related party transactions with 360 ONE WAM Limited (Formerly known as IIFL Wealth Management Limited).	Ordinary Resolution	Passed with Requisite Majority
14.	To approve material related party transactions with 5paisa P2P Limited.	Ordinary Resolution	Passed with Requisite Majority
15.	To approve material related party transactions with 5paisa Trading Limited.	Ordinary Resolution	Passed with Requisite Majority

### **5paisa Capital Limited**



16.	To approve material related party transactions with 5paisa	Ordinary Resolution	Passed with
	Corporate Services Limited (Formerly known as 5paisa Insurance		Requisite Majority
	Brokers Limited).		
17.	To approve material related party transactions with 5paisa	Ordinary Resolution	Passed with
	International Securities (IFSC) Limited.		Requisite Majority
18.	To approve offer or invitation to subscribe to the Non-Convertible	Special Resolution	Passed with
	Debentures on private placement basis.		Requisite Majority
19.	To approve payment of remuneration by way of Commission to	Special Resolution	Passed with
	Non-Executive Directors including Independent Directors up to 1%		Requisite Majority
	(one percent) of Net Profit of the Company.		

For 5paisa Capital Limited

Namita Godbole Company Secretary & Compliance Officer Membership No.: A21056 Email: <u>csteam@5paisa.com</u>

### **5paisa Capital Limited**



# Details of the Voting Results of Remote e-voting and e-voting during the 17<sup>th</sup> (Seventeenth) Annual General Meeting of the Company held on Tuesday, September 10, 2024 pursuant to Regulation 44(3) of the Listing Regulations

Resolution Required : (Ordinary) Whether promoter / promoter group are interested in the agenda / resolution ?		<ol> <li>To receive, consider and adopt:         <ul> <li>a) The Audited Standalone Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and</li> <li>b) The Audited Consolidated Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Report of the Statutory Auditors thereon.</li> </ul> </li> <li>No</li> </ol>							
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	
	E-Voting	10230698	9959698	97.3511	9959698	0	100.0000	0.0000	
Promoter	Poll		0	0.0000	0	0	0	0	
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0	
	Total		9959698	97.3511	9959698	0	100.0000	0.0000	
	E-Voting		3222993	47.3828	3222993	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0	
	Total		3222993	47.3828	3222993	0	100.0000	0.0000	
	E-Voting		7900562	55.6872	7900559	3	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0	
	Total		7900562	55.6872	7900559	3	100.0000	0.0000	
Tot	al	31220113	21083253	67.5310	21083250	3	100.0000	0.0000	

### **5paisa Capital Limited**



Resolution Required : (Ordinary) Whether promoter / promoter group are interested in the agenda / resolution ?			2. To appoint a Director in place of Mr. Gourav Munjal (DIN: 06360031), who retires by rotation and being eligible, offers himself for re-appointment. No							
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100		
	E-Voting		9959698	97.3511	9959698	0	100.0000	0.0000		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		9959698	97.3511	9959698	0	100.0000	0.0000		
	E-Voting		3222993	47.3828	3222993	0	100.0000	0.0000		
	Poll		0	0	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0	0	0	0	0		
	Total		3222993	47.3828	3222993	0	100.0000	0.0000		
	E-Voting		7900562	55.6872	7900471	91	99.9988	0.0012		
	Poll		0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total		7900562	55.6872	7900471	91	99.9988	0.0012		
Tot	al	31220113	21083253	67.5310	21083162	91	99.9996	0.0004		



Resolution Required : (Special)			3. To re-appoint Mr. Milin Mehta as an Independent Director of the Company.							
•	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		
	E-Voting		9959698	97.3511	9959698	0	100.0000	0.0000		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		9959698	97.3511	9959698	0	100.0000	0.0000		
	E-Voting		3222993	47.3828	3222993	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		3222993	47.3828	3222993	0	100.0000	0.0000		
	E-Voting		7900562	55.6872	7900447	115	99.9985	0.0015		
	Poll	]	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total		7900562	55.6872	7900447	115	99.9985	0.0015		
Tot	al	31220113	21083253	67.5310	21083138	115	99.9995	0.0005		



Resolution Required : (Special) Whether promoter / promoter group are interested in the agenda / resolution ?			4. To approve appointment and remuneration of Mr. Ameya Agnihotri (DIN: 07680132) as the Whole Time Director of the Company.							
			No	No						
Category	Mode of No. of Voting 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		
	E-Voting	[-]	9959698	97.3511	9959698	0	100.0000	0.0000		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		9959698	97.3511	9959698	0	100.0000	0.0000		
	E-Voting		3222993	47.3828	3145906	77087	97.6082	2.3918		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		3222993	47.3828	3145906	77087	97.6082	2.3918		
	E-Voting		7900562	55.6872	7900526	36	99.9995	0.0005		
	Poll	1	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total		7900562	55.6872	7900526	36	99.9995	0.0005		
Tot	al	31220113	21083253	67.5310	21006130	77123	99.6342	0.3658		



Resolution Required : (Ordinary)			5. To approve material related party transactions with IIFL Facilities Services Limited.							
•	Whether promoter / promoter group are interested in the agenda / resolution ?		Yes							
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		
	E-Voting		0	0.0000	0	0	0	0		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000		
<b>D</b>	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		5793179	85.1684	5793179	0	100.0000	0.0000		
	E-Voting		230432	1.6242	230391	41	99.9822	0.0178		
	Poll	]	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total		230432	1.6242	230391	41	99.9822	0.0178		
Tot	al	31220113	6023611	19.2940	6023570	41	99.9993	0.0007		



Resolution Required : (Ordinary)			6. To approve material related party transactions with IIFL Finance Limited.								
•				Yes							
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			
	E-Voting		0	0.0000	0	0	0	0			
Promoter	Poll	10230698	0	0.0000	0	0	0	0			
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0	0			
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0			
	Total		5793179	85.1684	5793179	0	100.0000	0.0000			
	E-Voting		230432	1.6242	230395	37	99.9839	0.0161			
	Poll		0	0.0000	0	0	0	0			
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0			
	Total		230432	1.6242	230395	37	99.9839	0.0161			
Tot	al	31220113	6023611	19.2940	6023574	37	99.9994	0.0006			



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Resolution Required : (Ordinary)			7. To approve material related party transactions with IIFL Management Services Limited.								
	group are interested in the agenda / resolution ?			Yes							
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			
	E-Voting		0	0.0000	0	0	0	0			
Promoter and	Poll	10230698	0	0.0000	0	0	0	0			
Promoter Group	Postal Ballot		0	0.0000	0	0	0	0			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000			
5.1.1	Poll		0	0.0000	0	0	0	0			
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0			
	Total		5793179	85.1684	5793179	0	100.0000	0.0000			
	E-Voting		230432	1.6242	230393	39	99.9831	0.0169			
	Poll		0	0.0000	0	0	0	0			
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0			
	Total		230432	1.6242	230393	39	99.9831	0.0169			
Tot	al	31220113	6023611	19.2940	6023572	39	99.9994	0.0006			

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Resolution Required : (Ordinary)			8. To approve material related party transactions with IIFL Securities Limited.							
•	Whether promoter / promoter group are interested in the agenda / resolution ?									
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		
	E-Voting		0	0.0000	0	0	0	0		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		5793179	85.1684	5793179	0	100.0000	0.0000		
	E-Voting		230432	1.6242	230393	39	99.9831	0.0169		
<b>D</b>	Poll		0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total		230432	1.6242	230393	39	99.9831	0.0169		
Tot	al	31220113	6023611	19.2940	6023572	39	99.9994	0.0006		



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Resolution Required : (Ordinary)			9. To approve material related party transactions with IIFL Samasta Finance Limited.								
•	group are interested in the agenda /			Yes							
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			
	E-Voting		0	0.0000	0	0	0	0			
Promoter	Poll	10230698	0	0.0000	0	0	0	0			
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0	0			
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0			
	Total		5793179	85.1684	5793179	0	100.0000	0.0000			
	E-Voting		230432	1.6242	230391	41	99.9822	0.0178			
	Poll		0	0.0000	0	0	0	0			
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0			
	Total		230432	1.6242	230391	41	99.9822	0.0178			
Tot	al	31220113	6023611	19.2940	6023570	41	99.9993	0.0007			

# **5paisa Capital Limited**



Resolution Required : (Ordinary)			10. To approve material related party transactions with IIFL Wealth Prime Limited.							
Whether promoter / promoter group are interested in the agenda / resolution ?			Yes							
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		
	E-Voting		0	0.0000	0	0	0	0		
Promoter and	Poll	10230698	0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		5793179	85.1684	5793179	0	100.0000	0.0000		
	E-Voting		230432	1.6242	230193	239	99.8963	0.1037		
	Poll	]	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total	1	230432	1.6242	230193	239	99.8963	0.1037		
Tot	al	31220113	6023611	19.2940	6023372	239	99.9960	0.0040		



Resolution Required : (Ordinary)		11. To approve material related party transactions with IIFL Home Finance Limited.							
•	group are interested in the agenda /		Yes						
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	
	E-Voting		0	0.0000	0	0	0	0	
Promoter	Poll	10230698	0	0.0000	0	0	0	0	
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0	
	Total		0	0.0000	0	0	0.0000	0.0000	
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0	
	Total		5793179	85.1684	5793179	0	100.0000	0.0000	
	E-Voting		230432	1.6242	230155	277	99.8798	0.1202	
	Poll		0	0.0000	0	0	0	0	
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0	
	Total		230432	1.6242	230155	277	99.8798	0.1202	
Tot	al	31220113	6023611	19.2940	6023334	277	99.9954	0.0046	



Resolution Required : (Ordinary)				12. To approve material related party transactions with Livlong Insurance Brokers Limited (Formerly known as IIFL Insurance Brokers Limited).							
•	Whether promoter / promoter group are interested in the agenda / resolution ?			Yes							
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			
	E-Voting		0	0.0000	0	0	0	0			
Promoter	Poll	10230698	0	0.0000	0	0	0	0			
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000			
	Poll	-	0	0.0000	0	0	0	0			
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0			
	Total		5793179	85.1684	5793179	0	100.0000	0.0000			
	E-Voting		230432	1.6242	230193	239	99.8963	0.1037			
	Poll	]	0	0.0000	0	0	0	0			
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0			
	Total	1	230432	1.6242	230193	239	99.8963	0.1037			
Tot	al	31220113	6023611	19.2940	6023372	239	99.9960	0.0040			



Resolution Required : (Ordinary)				13. To approve material related party transactions with 360 ONE WAM Limited (Formerly known as IIFL Wealth Management Limited).							
Whether promoter / promoter group are interested in the agenda / resolution ?			Yes								
Category	Category Mode of Voting		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			
	E-Voting		0	0.0000	0	0	0	0			
Promoter	Poll	10230698	0	0.0000	0	0	0	0			
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0	0			
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0			
	Total		5793179	85.1684	5793179	0	100.0000	0.0000			
	E-Voting		230432	1.6242	230195	237	99.8971	0.1029			
	Poll	]	0	0.0000	0	0	0	0			
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0			
	Total	1	230432	1.6242	230195	237	99.8971	0.1029			
Tot	al	31220113	6023611	19.2940	6023374	237	99.9961	0.0039			



Resolution Re	equired : (Or	dinary)	14. To approve material related party transactions with 5paisa P2P Limited.							
Whether promoter / promoter group are interested in the agenda / resolution ?			Yes							
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		
	E-Voting		0	0.0000	0	0	0	0		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		5793179	85.1684	5793179	0	100.0000	0.0000		
	E-Voting		230432	1.6242	230213	219	99.9050	0.0950		
	Poll	]	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total		230432	1.6242	230213	219	99.9050	0.0950		
Tot	al	31220113	6023611	19.2940	6023392	219	99.9964	0.0036		



Resolution Required : (Ordinary)			15. To approve material related party transactions with 5paisa Trading Limited.							
•	Whether promoter / promoter group are interested in the agenda / resolution ?		Yes							
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		
	E-Voting		0	0.0000	0	0	0	0		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		5793179	85.1684	5793179	0	100.0000	0.0000		
	E-Voting		230432	1.6242	230413	19	99.9918	0.0082		
	Poll	]	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total	1	230432	1.6242	230413	19	99.9918	0.0082		
Tot	al	31220113	6023611	19.2940	6023592	19	99.9997	0.0003		



Resolution Required : (Ordinary)			16. To approve material related party transactions with 5paisa Corporate Services Limited (Formerly known as 5paisa Insurance Brokers Limited).								
-	Whether promoter / promoter group are interested in the agenda / resolution ?			Yes							
Category	Category Mode of Voting		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			
	E-Voting	[-]	0	0.0000	0	0	0	0			
Promoter	Poll		0	0.0000	0	0	0	0			
and Promoter Group	Postal Ballot	10230698	0	0.0000	0	0	0	0			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0	0			
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0			
	Total		5793179	85.1684	5793179	0	100.0000	0.0000			
	E-Voting		230432	1.6242	230413	19	99.9918	0.0082			
	Poll		0	0	0	0	0	0			
Public Non Institutions	Postal Ballot	14187386	0	0	0	0	0	0			
	Total	1	230432	1.6242	230413	19	99.9918	0.0082			
Tot	al	31220113	6023611	19.2940	6023592	19	99.9997	0.0003			



Resolution Re	equired : (Or	dinary)	17. To approve material related party transactions with 5paisa International Securities (IFSC) Limited.							
Whether promoter / promoter group are interested in the agenda / resolution ?			Yes							
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		
	E-Voting	[1]	0	0.0000	0	0	0	0		
Promoter	Poll	-	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot	10230698	0	0.0000	0	0	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		5793179	85.1684	5793179	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		5793179	85.1684	5793179	0	100.0000	0.0000		
	E-Voting		230432	1.6242	230213	219	99.9050	0.0950		
	Poll		0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total	1	230432	1.6242	230213	219	99.9050	0.0950		
Tot	al	31220113	6023611	19.2940	6023392	219	99.9964	0.0036		



Resolution Re	equired : (Spo	ecial)	18. To approve offer or invitation to subscribe to the Non-Convertible Debentures 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		
	E-Voting		9959698	97.3511	9959698	0	100.0000	0.0000		
Promoter	Poll	10230698	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot		0	0.0000	0	0	0	0		
	Total		9959698	97.3511	9959698	0	100.0000	0.0000		
	E-Voting		3222993	47.3828	3222993	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		3222993	47.3828	3222993	0	100.0000	0.0000		
	E-Voting		7900562	55.6872	7900200	362	99.9954	0.0046		
	Poll	]	0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total	1	7900562	55.6872	7900200	362	99.9954	0.0046		
Tot	al	31220113	21083253	67.5310	21082891	362	99.9983	0.0017		



Resolution Required : (Special)			19. To approve payment of remuneration by way of Commission to Non-Executive Directors including Independent Directors up to 1% (one percent) of Net Profit of the Company.							
•	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		
	E-Voting	[-]	9959698	97.3511	9959698	0	100.0000	0.0000		
Promoter	Poll	-	0	0.0000	0	0	0	0		
and Promoter Group	Postal Ballot	10230698	0	0.0000	0	0	0	0		
	Total		9959698	97.3511	9959698	0	100.0000	0.0000		
	E-Voting		3222993	47.3828	3145906	77087	97.6082	2.3918		
	Poll		0	0.0000	0	0	0	0		
Public Institutions	Postal Ballot	6802029	0	0.0000	0	0	0	0		
	Total		3222993	47.3828	3145906	77087	97.6082	2.3918		
	E-Voting		7900562	55.6872	7900133	429	99.9946	0.0054		
	Poll		0	0.0000	0	0	0	0		
Public Non Institutions	Postal Ballot	14187386	0	0.0000	0	0	0	0		
	Total	1	7900562	55.6872	7900133	429	99.9946	0.0054		
Tot	al	31220113	21083253	67.5310	21005737	77516	99.6323	0.3677		

403, Sai Krupa, Shivaji Nagar, Opp. Anandashram Colony, B Cabin, Thane (West) - 400 602 Tel. : (O) 022 2536 3275 E-mail : csapa.office@gmail.com

#### FORM NO. MGT-13

#### Report of the Scrutiniser

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson, **5paisa Capital Limited (CIN: L67190MH2007PLC289249)** IIFL House, Sun Infotech Park, Road No. 16V, B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane – 400604.

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 17<sup>th</sup> Annual General Meeting of 5paisa Capital Limited held on Tuesday, September 10, 2024 at 11.30 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

- 1. I, CS Aparna Joshi (FCS: 7172; COP: 6738), Proprietress of M/s. Aparna Paricharak & Associates, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of 5paisa Capital Limited ("the Company") at its meeting held on Wednesday, April 24, 2024, for the purpose of scrutinizing the remote e-voting and for conducting e-voting at the 17<sup>th</sup> (Seventeenth) Annual General Meeting ("AGM") and ascertaining the requisite majority on remote e-voting and e-voting at AGM, carried out as per the provisions of section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules, 2015 ("the Rules"), on the resolutions contained in the notice of the 17<sup>th</sup> (Seventeenth) Annual General Meeting of the Equity Shareholders of the Company, held on September 10, 2024 at 11.30 a.m. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").
- The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules relating to voting through electronic means and twoway Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') on the resolutions contained in the Notice of the 17<sup>th</sup> (Seventeenth) Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting during the Annual General Meeting are conducted in a fair and transparent manner and to submit the consolidated Scrutinizer's Report of the votes cast "in favour" or "against", if any, to the Chairperson on the resolutions stated in the notice in line with the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.

 The 17<sup>th</sup> AGM of the Company was held on Tuesday, September 10, 2024 at 11.30 a.m. through two way Video Conferencing ('VC') and the voting for the resolutions was transacted as per the Notice convening the 17<sup>th</sup> AGM, which was only through remote



electronic voting process and electronic voting during the 17th AGM in compliance with the applicable provisions of the Act (including any statutory modification or re-enactment thereof) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and the General Circular No. 14/2020 dated 8th April. 2020, the General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, the General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021, the General Circular No. 02/2022 dated 5<sup>th</sup> May, 2022, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19 and General Circular No. 20/2020 dated 5th May, 2020, the General Circular No. 02/2021 dated 13th January, 2021, the General Circular No. 19/2021 dated 8th December, 2021, the General Circular No. 21/2021 dated 14th December, 2021, the General Circular No. 02/2022 dated 5th May, 2022, General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 and the General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 MCA in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR Regulations") read with Circular dated 12th May, 2020, Circular dated 13th May, 2022 and Circular dated 05th January, 2023, and Circular dated 7th October, 2023 in relation to "Limited relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Circular").

- 4. Pursuant to the MCA and SEBI circulars, the Notice of the 17<sup>th</sup> (Seventeenth) Annual General Meeting and the statement setting out material facts under section 102 of the Act in respect of the respective resolutions proposed at the 17<sup>th</sup> (Seventeenth) Annual General Meeting, along with the Annual Report for the financial year 2023-24, was sent in electronic form only to those Members whose email addresses are registered with the Company / Depositories. The Notice calling the 17<sup>th</sup> (Seventeenth) Annual General Meeting had been uploaded on the website of the Company at <a href="https://www.5paisa.com/investor-relations">https://www.5paisa.com/investor-relations</a>. The Notice calling the 17<sup>th</sup> (Seventeenth) Annual General Meeting had been uploaded on the website of the Company at <a href="https://www.5paisa.com/investor-relations">https://www.5paisa.com/investor-relations</a>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited at <a href="https://www.bseindia.com">www.bseindia.com</a> respectively and the notice of the 17<sup>th</sup> (Seventeenth) Annual General Meeting is also available on the website of CDSL (agency for providing the e-voting facility) i.e. <a href="https://www.evotingindia.com">www.evotingindia.com</a>.
- 5. Since the 17<sup>th</sup> (Seventeenth) Annual General Meeting was held pursuant to MCA Circulars pertaining to holding of the meeting through VC or OAVM, physical attendance of the members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for the appointment of proxies by the members was also dispensed with.
- 6. The members attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Act.
- 7. Further to the above, I submit my report as under:
  - (1) The Company has provided the e-voting facility through CDSL on their website <u>www.evotingindia.com</u>. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.



- (2) The notices were sent through email and they contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
- (3) As prescribed in the said Rules, the notice of the Annual General Meeting was published on Saturday, August 17, 2024, in English Newspaper i.e. Business Standard and The Free Press Journal, and in Marathi Newspaper i.e. Nav Shakti and they carried the required information as specified in the said rules.
- (4) The Members holding shares or beneficial interest in the shares, as on Tuesday, September 03, 2024, ("cut-off date"), were entitled to vote on the resolutions stated in the Notice of the 17<sup>th</sup> (Seventeenth) Annual General Meeting of the Company.
- (5) The e-voting was commenced from Thursday, September 05, 2024 (09:00 a.m. IST) and ended on Monday, September 09, 2024 (05:00 p.m. IST) and CDSL e-voting platform was blocked in due time. After the closure of the voting at the 17<sup>th</sup> (Seventeenth) Annual General Meeting, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
- (6) The votes cast under remote e-voting facility were unblocked on September 10, 2024, in the presence of two witnesses, who are not in the employment of the Company.
- (7) The e-voting data was scrutinized by me for verification of votes cast in favour and against of the respective Resolution.

Thereafter, the details containing, *inter alia*, a list of Equity Shareholder(s), who voted "for", or "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <u>https://www.evotingindia.com</u>. The result of the e-voting exercised and the votes casted through electronic voting at the 17<sup>th</sup> (Seventeenth) Annual General Meeting is as under:

<b>Resolution No:</b>	01	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To receive, co	nsider and adopt:	
	(a) The Audite	d Financial Standalone	e Statement(s) of the Company for
	the financia	al year ended March 3	1, 2024, together with the Reports
	of the Boar	d of Directors and the	Statutory Auditors thereon and
	(b) The Audite	d Consolidated Finan	cial Statement(s) of the Company
	for the fina	ancial year ended Ma	arch 31, 2024, together with the
	Report of the	he Statutory Auditors	thereon.

i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	99	2,10,83,240	100.0000
E-voting at AGM	2	10	0.0000
Total	101	2,10,83,250	100.0000



ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	3	0.0000
E-voting at AGM	0	0	0.0000
Total	1	3	0.0000

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	0	0
E-voting at AGM	0	0
Total	0	0

<b>Resolution No:</b>	02	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:			Gourav Munjal (DIN:06360031), eligible, offers himself for re-

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	93	2,10,83,152	99.9996
E-voting at AGM	2	10	0.0000
Total	95	2,10,83,162	99.9996

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	7	91	0.0004
E-voting at AGM	0	0	0
Total	7	91	0.0004

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	0	0
E-voting at AGM	0	0
Total	0	0



<b>Resolution No:</b>	03		R	esolut	ion Typ	e:	S	pecial Resolut	ion		
Resolution:	-	re-appoint mpany	Mr.	Milin	Mehta	as	an	Independent	Director	of	the

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	93	2,10,83,128	99.9995
E-voting at AGM	2	10	0.0000
Total	95	2,10,83,138	99.9995

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	7	115	0.0005
E-voting at AGM	0	0	0
Total	7	115	0.0005

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	0	0
E-voting at AGM	0	0
Total	0	0

<b>Resolution No:</b>	04	<b>Resolution Type:</b>	Special Resolution
Resolution:	To approve appointment and remuneration of Mr. Ameya Agnihotri (DIN:		
	07680132) as the Whole Time Director of the Company.		

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	96	2,10,06,120	99.6342
E-voting at AGM	2	10	0.0000
Total	98	2,10,06,130	99.6342

#### ii. Voted **against** the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	4	77,123	0.3658
E-voting at AGM	0	0	0
Total	4	77,123	0.3658



#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	0	0
E-voting at AGM	0	0
Total	0	0

<b>Resolution No:</b>	05		Reso	olution T	ype:	Ordinary Re	esolut	ion	
Resolution:				related	party	transactions	with	IIFL	Facilities
	Sei	vices Lim	ited						

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	90	60,23,560	99.9991
E-voting at AGM	2	10	0.0002
Total	92	60,23,570	99.9993

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	5	41	0.0007
E-voting at AGM	0	0	0.0000
Total	5	41	0.0007

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	06	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve mate	erial related party trans	sactions with IIFL Finance Limited

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	91	60,23,564	99.9992
E-voting at AGM	2	10	0.0002
Total	93	60,23,574	99.9994



ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-voting	4	37	0.0006
E-voting at AGM	0	0	0.0000
Total	4	37	0.0006

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	07	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve ma Services Limited		nsactions with IIFL Management

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	90	60,23,562	99.9992
E-voting at AGM	2	10	0.0002
Total	92	60,23,572	99.9994

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	5	39	0.0006
E-voting at AGM	0	0	0.0000
Total	5	39	0.0006

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	. 0	0
Total	4	99,59,698



<b>Resolution No:</b>	08		Reso	olution 1	Гуре:	Ordinary R	esolut	tion	
Resolution:		approve nited	material	related	party	transactions	with	IIFL	Securities

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	90	60,23,562	99.9992
E-voting at AGM	2	10	0.0002
Total	92	60,23,572	99.9994

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	5 *	39	0.0006
E-voting at AGM	0	0	0.0000
Total	5	39	0.0006

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

Resolution No:	09		Reso	olution T	ype:	Ordinary Re	esolut	ion	
Resolution:		approve ance Limi		related	party	transactions	with	IIFL	Samasta

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	90	60,23,560	99.9991
E-voting at AGM	2	10	0.0002
Total	92	60,23,570	99.9993

ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	5	41	0.0007
E-voting at AGM	0	0	0.0000
Total	5	41	0.0007



iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	10	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve mat Limited	erial related party trai	nsactions with IIFL Wealth Prime

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	89	60,23,362	. 99.9958
E-voting at AGM	2	10	0.0002
Total	91	60,23,372	99.9960

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	239	0.0040
E-voting at AGM	0	0	0.0000
Total	6	239	0.0040

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	11	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve mat Limited	erial related party trar	sactions with IIFL Home Finance

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	89	60,23,324	99.9952
E-voting at AGM	2	10	0.0002
Total	91	60,23,334	99.9954



ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	277	0.0046
E-voting at AGM	0	0	0.0000
Total	6	277	0.0046

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	··· 0	0
Total	4	99,59,698

<b>Resolution No:</b>	12	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve material related party transactions with Livlong Insurance		
	Brokers Limited	(Formerly known as II	FL Insurance Brokers Limited)

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	89	60,23,362	99.9958
E-voting at AGM	2	10	0.0002
Total	91	60,23,372	99.9960

### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	239	0.0040
E-voting at AGM	0	0	0.0000
Total	6	239	0.0040

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	13 Resolution Type: Ordinary Resolution		
Resolution:	To approve material related party transactions with 360 ONE WAM		
	Limited (Formerly known as IIFL Wealth Management Limited)		



i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	90	60,23,364	99.9959
E-voting at AGM	2	10	0.0002
Total	92	60,23,374	99.9961

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	5	237	0.0039
E-voting at AGM	0	0	0.0000
Total	5	237	0.0039

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	14	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve mate	erial related party tran	sactions with 5paisa P2P Limited

i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	91	60,23,382	99.9962
E-voting at AGM	2	10	0.0002
Total	93	60,23,392	99.9964

ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	4	219	0.0036
E-voting at AGM	0	0	0.0000
Total	4	219	0.0036

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

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<b>Resolution No:</b>	15	Reso	olution 1	Гуре:	Ordinary R	esolu	ution	
Resolution:	To approve Limited	material	related	party	transactions	with	5paisa	Trading

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	92	60,23,582	99.9995
E-voting at AGM	2	10	0.0002
Total	94	60,23,592	99.9997

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	3	19	0.0003
E-voting at AGM	0	0	0.0000
Total	3	19	0.0003

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	16	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:			nsactions with 5paisa Corporate
	Services Limited	I (Formerly known as 5	paisa Insurance Brokers Limited)

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	92	60,23,582	99.9995
E-voting at AGM	2	10	0.0002
Total	94	60,23,592	99.9997

ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	3	19	0.0003
E-voting at AGM	0	0	0.0000
Total	3	19	0.0003



iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	17	<b>Resolution Type:</b>	Ordinary Resolution
Resolution:	To approve material related party transactions with 5paisa International		
	Securities (IFSC	;) Limited	

i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	91	60,23,382	99.9962
E-voting at AGM	2	10	0.0002
Total	93	60,23,392	99.9964

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	4	219	0.0036
E-voting at AGM	0	0	0.0000
Total	4	219	0.0036

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	4	99,59,698
E-voting at AGM	0	0
Total	4	99,59,698

<b>Resolution No:</b>	18 Resolution Type: Special Resolution		
Resolution:	To approve offer or invitation to subscribe to the Non-Convertible		
	Debentures on private placement basis		

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	94	2,10,82,881	99.9983
E-voting at AGM	2	10	0.0000
Total	96	2,10,82,891	99.9983



ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	362	0.0017
E-voting at AGM	0	0	0.0000
Total	6	362	0.0017

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	0	0
E-voting at AGM	0	0
Total	0	0

<b>Resolution No:</b>	19	<b>Resolution Type:</b>	Special Resolution
Resolution:	Executive Dire		on by way of Commission to Non- endent Directors up to 1% (one per

#### i. Voted in favour of the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	90	2,10,05,727	99.6323
E-voting at AGM	2	10	0.0000
Total	92	2,10,05,737	99.6323

#### ii. Voted against the resolution:

Mode of voting	Number of Shareholders Voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	10	77,516	0.3677
E-voting at AGM	0	0	0.0000
Total	10	77,516	0.3677

#### iii. Invalid Votes

Mode of voting	Total Number of Shareholders whose Votes were declared invalid	Total Number of votes cast by them
Remote e-voting	0	0
E-voting at AGM	0	0
Total	0	0

You may accordingly declare the result of the voting by remote e-voting and through electronic voting at the meeting.



The above-mentioned resolutions are deemed to be passed as of the date of the 17<sup>th</sup> AGM.

All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairperson considers, approves and signs the minutes of the 17th (Seventeenth) Annual General Meeting and the same shall be sent/handed over thereafter to the Chairperson / Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Aparna Paricharak & Associates **Practising Company Secretaries** Peer Review No.: 3987/2023



CS Aparna Joshi Proprietress FCS: 7172; COP: 6738 Scrutiniser for remote e-voting and electronic voting at AGM UDIN: F007172F001192708

Place: Thane Dated: 11th September 2024

Witness:

1. Kaute (Ms. Kavita Vangule) 2. Rullin (Swali Kulkami)

Countersigned and received the report on behalf of the Chairman

Namita Godbole Company Secretary

Place: Thane Date: 11th September 2024

