

August 09, 2021

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

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

Scrip Symbol: RELIGARE

Scrip Code: 532915

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) read with SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 – Religare Enterprises Limited ("REL / Company")

Dear Sir(s),

We would like to inform you that M/s. S.S. Kothari Mehta & Co., Chartered Accountants (Firm Registration No. 000756N) ("**SSKM**"), existing **Statutory Auditors of Religare Finvest Limited, material wholly owned subsidiary of the Company ("RFL")**, vide letter dated August 09, 2021 have communicated their intention to resign as Statutory Auditors of the Company, since they have completed four years of continuous statutory audit and are ineligible to continue as Statutory Auditors of the Company beyond September 30, 2021 in terms of Reserve Bank of India ("RBI") Circular No. RBI/2021-22/25 dated April 27th 2021 on "Guidelines for appointment of Statutory Central Auditors (SCAs)/Statutory Auditors of Commercial Banks, UCB and NBFCs (including HFCs) ("**RBI Circulars**)".

In this regard, please also note that the Board of Directors of RFL at its meeting held on August 09, 2021 on recommendation of its Audit Committee has approved the appointment of **M/s. S.N. Dhawan & Co LLP, Chartered Accountants** (Firm Registration No. 000050N/N500045) as Statutory Auditors of RFL w.e.f. August 09, 2021 to fill the casual vacancy caused due to the above mentioned resignation of SSKM from the position of statutory auditors of RFL, subject to the approval of the shareholders and to hold the office till the conclusion of next (26th) Annual General Meeting (AGM) of RFL.

The Board of RFL has further recommended for approval of the shareholders at its ensuing 26th AGM, the appointment of M/s S.N. Dhawan & Co LLP, Chartered Accountants, as the Statutory Auditors of RFL for a period of three years from the conclusion of 26th AGM upto the conclusion of 29th AGM of RFL.

The copy of the announcement dated August 09, 2021, submitted by RFL with BSE in terms of SEBI Circular dated October 18, 2019 is annexed herewith.

Religare Enterprises Limited
CIN: L74899DL1984PLC146935

Regd. Office: 1st Floor, P-14, 45/90, P-Block, Connaught Place, New Delhi – 110001
Corporate Office: Prius Global, A – 3,4,5, Sector – 125, Noida, Uttar Pradesh–201301
www.religare.com / investorservices@religare.com

Phone: +91-11- 4002 1400, Fax No.: +91-11- 4002 1401
Phone: +91-120-635 5040, Fax No.: +91-120-635 5248 *



The disclosure as required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular dated September 09, 2015 is also annexed herewith.

This is for your kind information and record.

Thanking you,
For Religare Enterprises Limited



Reena Jayara
Company Secretary



Encl.: as above

August 09, 2021

BSE Limited

Corporate Services Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
BSE Scrip Code: [947888]

Sub: Disclosure under Regulation 51 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) read with SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 - Religare Finvest Limited ("the Company")

Dear Sir(s),

We would like to inform that the Board of Directors of the Company at their meeting held on August 09, 2021 *inter-alia* has decided the following matters:

1. Taken note of the resignation letter dated August 09, 2021 received from **M/s. S.S. Kothari Mehta & Company., Chartered Accountants** (Firm Registration No. 000756N) ("**SSKM**"), existing Statutory Auditors of the Company, communicating their intention to resign as Statutory Auditors of the Company, since they have completed four years of continuous statutory audit and are ineligible to continue as Statutory Auditors of the Company beyond September 30, 2021 in terms of Reserve Bank of India ("RBI") Circular No. RBI/2021-22/25 dated April 27th 2021 on "Guidelines for appointment of Statutory Central Auditors (SCAs)/Statutory Auditors of Commercial Banks, UCB and NBFCs (including HFCs)" ("**RBI Circulars**");

The Audit Committee and the Board of Directors also noted that the Statutory Auditors have not raised any concern or issue and there is no other reason other than as mentioned in the resignation letter.

2. On the recommendation of Audit Committee, approved the appointment of **M/s. S.N. Dhawan & Co LLP, Chartered Accountants** (Firm Registration No. 000050N/N500045) as Statutory Auditors of the Company w.e.f. August 09, 2021 to fill the casual vacancy caused due to the above mentioned resignation of SSKM from the position of statutory auditors of the Company, subject to the approval of the shareholders and to hold the office till the conclusion of next (26th) Annual General Meeting (AGM) of the Company.

The Board has further recommended for approval of the shareholders at the ensuing 26th AGM of the Company, the appointment of M/s S.N. Dhawan & Co LLP, Chartered Accountants, as the Statutory Auditors of the Company for a period of three years from the conclusion of 26th AGM upto the conclusion of 29th AGM.

The disclosures required pursuant to SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 alongwith the resignation letter of SSKM is enclosed herewith as **Annexure-A**.

This is for your kind information and record.

Thanking you,
For Religare Finvest Limited


Punit Arora
Company Secretary
Encl.: as above



SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

Dated: August 09, 2021

To,
The Board of Directors,
Religare Finvest Limited,
First Floor, P-14, 45/90, P-Block,
Connaught Place,
New Delhi –110001

Subject: Resignation as Statutory Auditors of the Company

Dear Sirs,

As you are aware, we were appointed as the statutory auditors of **Religare Finvest Limited** ('the Company') pursuant to the shareholders' resolution dated September 28, 2017 to hold office for a period of five consecutive years, in terms of section 139 of the Companies Act 2013.

This is with reference to the notification of Reserve Bank of India Ref. No. DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021 (the notification) read with Frequently Asked Questions dated June 11, 2021 ('FAQ') and our subsequent discussions for the statutory audit of the financial statements as of and for the year ending March 31, 2022 of the Company.

Considering the requirements of the said RBI Notification read with FAQs, we would be ineligible to continue to be the statutory auditors beyond 30th September 2021, as having already completed four continuous years as statutory auditors of the Company.

In view of the above and as discussed and agreed with the management, we express our inability to continue as the Statutory Auditors of the Company.

Please find attached in **Annexure A**, the information to be obtained by the Company from the auditors for the resignation as required by Securities and Exchange Board of India circular CIR/CFD/CMD1/114/2019 dated October 18, 2019.

We thank the Board of Directors, Audit Committee, Management and staff of the company for the cooperation extended to us during the tenure of our association as the Statutory Auditors of the company and wish the company success in all its endeavors.

Yours faithfully,
For S S Kothari Mehta & Company
Chartered Accountants
Firm Registration No. 000756N

HARISH Digitally signed
by HARISH
GUPTA
Date: 2021.08.09
14:50:51 +05'30'

Harish Gupta
Partner
Membership No. : 098336
Place: New Delhi
Date: August 9, 2021

**SS KOTHARI MEHTA
& COMPANY**
CHARTERED ACCOUNTANTS

Annexure A:

Disclosure of information from the statutory auditor upon resignation

Sr. No.	Particulars	Details
1.	Name of the Company	Religare Finvest Limited
2.	Details of the statutory auditor:	
	a) Name	S S Kothari Mehta & Co. Chartered Accountants
	b) Address	Plot 68, Okhla Phase III, Okhla Industrial Estate, New Delhi, Delhi 110020
	c) Phone Number	011-46708888
	d) Email	h.gupta@sskmin.com
3.	Details of association with the listed entity/material	
	a) Date on which the statutory auditor was appointed:	September 28, 2017
	b) Date on which the term of the statutory auditor was scheduled to expire:	On conclusion of 27 th AGM of company to be held in the year 2022.
	c) Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission	Audit Report for the year ended March 31, 2021 issued on June 18, 2021.
4.	Detailed reasons for resignation:	Reference to the notification of RBI Ref. No. DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021 (the notification) read with Frequently Asked Questions dated June 11, 2021 ('FAQ') we would be ineligible to continue to be the statutory auditors beyond 30 Sept 2021. Please also refer attached resignation letter dated August 9, 2021.
5.	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	Not Applicable
6.	In case the information requested by the auditor was not provided, then following shall be disclosed:	Not Applicable
	a) Whether the inability to obtain sufficient appropriate audit evidence was due to a management - imposed limitation or circumstances beyond the control of the management.	-
	b) Whether the lack of information would have significant impact on the financial statements/results.	-

SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

	c) Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)	-
	d) Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the previous audit/limited review reports were issued.	-
7.	Any other facts relevant to the resignation:	No

Declaration:

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of my firm

Yours faithfully,
For S S Kothari Mehta & Company
Chartered Accountants
Firm Registration No. 000756N

HARISH Digitally signed
by HARISH
GUPTA
GUPTA Date: 2021.08.09
14:51:17 +05'30'

Harish Gupta
Partner
Membership No. : 098336
Place: New Delhi
Date: August 9, 2021

Disclosure as required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular dated September 09, 2015

Particulars	Disclosure
Name of the listed entity/ material subsidiary:	Religare Finvest Limited (wholly owned material subsidiary of REL) (RFL)
Details of the statutory auditor:	S S Kothari Mehta & Co. Chartered Accountants Plot 68, Okhla Phase III, Okhla Industrial Estate, New Delhi, Delhi 110020
Reason for change viz. appointment, resignation, removal, death or otherwise;	In-eligibility to continue to be the statutory auditors of RFL beyond 30 Sept 2021 in terms of the notification of RBI Ref. No. DoS.CO.ARG/SEC.01/08.91.001 /2021-22 dated April 27, 2021 (the notification) read with Frequently Asked Questions dated June 11, 2021 ('FAQ')
Effective date of resignation	August 09, 2021
Brief Profile	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable
Any other facts relevant to the resignation:	Not Applicable

