



July 01, 2021

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636	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. NSE Symbol: IIFL
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Sub: Disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 — 26th Annual General Meeting of IIFL Finance Limited (Formerly known as IIFL Holdings Limited) ("the Company")

We wish to inform you that the 26th Annual General Meeting ("AGM") of the Members of the Company was held on Wednesday, June 30, 2021, at 2.00 p.m. through Video Conferencing.

In this regard, we hereby submit the following:

- a) Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on ordinary/ special resolutions specified in the AGM Notice dated May 06, 2021. The detailed voting results consolidating the results of remote e-voting with the results of e-voting during the AGM is enclosed.

All the resolutions were passed with the requisite majority by the Members. The details of votes casted by the Members are given in the Annexure.

- b) In term of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated Scrutinizer's Report on the remote e-voting and e-voting during the AGM is enclosed herewith.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company i.e. www.iifl.com and will also be made available on the website of Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in>

Kindly take the same on record and oblige.

Thanking you,
Yours Faithfully,

**For IIFL Finance Limited
(Formerly known as IIFL Holdings Limited)**

**Sneha Patwardhan
Company Secretary**

CC: Singapore Exchange Securities Trading Limited 2, Shenton Way, #02-02, SGX Centre 1
Singapore -068 804

**IIFL Finance Limited (formerly known as IIFL Holdings Limited)
CIN No.: L67100MH1995PLC093797**

Corporate Office – 802, 8th Floor, Hub Town Solaris, N.S. Phadke Marg, Vijay Nagar, Andheri East, Mumbai 400069
Tel: (91-22) 6788 1000 .Fax: (91-22) 6788 1010

Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400604 Tel: (91-22) 41035000. Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com

Sr. No.	Description	Particulars
1	Date of AGM	June 30,2021
2	Total no. of shareholders on record date (June 23, 2021)	40646
3	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	8
	Public	88
	Total	
4	No. of Shareholders present in the meeting either in person or through proxy*	
	Promoters and Promoter Group	Not Applicable
	Public	
	Total	

* Since this AGM was held through Video Conferencing, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM.

The following is the summary of items of business as per the Notice of the AGM dated May 06, 2021 transacted at the AGM:

Item No	Item Description	Resolution Type	Result
1.	To consider and adopt: (a) audited standalone financial statement(s) of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors thereon. (b) audited consolidated financial statement(s) of the Company for the financial year ended March 31, 2021, together with the Auditor Report thereon.	Ordinary Resolution	Passed with requisite majority
2.	To consider and approve re-appointment of Mr. Venkataraman Rajamani (DIN: 00011919) as Director who retires by rotation.	Ordinary Resolution	Passed with requisite majority
3.	To consider and approve an offer or invitation to subscribe to non-convertible debentures on private placement basis.	Special Resolution	Passed with requisite majority
4.	To consider and approve increase in investment limits for Non Resident Indians and Overseas Citizens of India.	Special Resolution	Passed with requisite majority

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5.	To consider and approve payment of commission to Non-Executive Directors of the Company.	Ordinary Resolution	Passed with requisite majority
6.	To consider and approve material related party transactions with Samasta Microfinance Limited.	Ordinary Resolution	Passed with requisite majority
7.	To consider and approve material related party transactions with IIFL Facilities Services Limited.	Ordinary Resolution	Passed with requisite majority
8.	To consider and approve material related party transactions with IIFL Management Services Limited.	Ordinary Resolution	Passed with requisite majority
9.	To consider and approve material related party transactions with IIFL Securities Limited.	Ordinary Resolution	Passed with requisite majority
10.	To consider and approve material related party transactions with IIFL Wealth Prime Limited.	Ordinary Resolution	Passed with requisite majority
11.	To consider and approve material related party transactions with IIFL Wealth Portfolio Managers Limited.	Ordinary Resolution	Passed with requisite majority
12.	To consider and approve material related party transactions with IIFL Investor Advisor and Trustee Services Limited.	Ordinary Resolution	Passed with requisite majority

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IIFL Finance Limited

Resolution Required : (Ordinary)		1 - To consider and adopt:						
		(a) audited standalone financial statement(s) of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors thereon.						
		(b) audited consolidated financial statement(s) of the Company for the financial year ended March 31, 2021, together with the Auditor Report 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	94547490	94547490	100.0000	94547490	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		94547490	100.0000	94547490	0	100.0000	0.0000
Public Institutions	E-Voting	83528588	45217940	54.1347	45217940	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		45217940	54.1347	45217940	0	100.0000	0.0000
Public Non Institutions	E-Voting	200898512	178018753	88.6113	178018752	1	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		178018753	88.6113	178018752	1	100.0000	0.0000
Total		378974590	317784183	83.8537	317784182	1	100.0000	0.0000

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)		2 - To consider and approve re-appointment of Mr. Venkataraman Rajamani (DIN: 00011919) as Director who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Not Interested- except Mr. Venkataraman Rajamani and his relatives						
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
Promoter and Promoter Group	E-Voting	94547490	74363058	78.6515	74363058	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		74363058	78.6515	74363058	0	100.0000	0.0000
Public Institutions	E-Voting	83528588	45443313	54.4045	39473492	5969821	86.8631	13.1369
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45443313	54.4045	39473492	5969821	86.8631	13.1369
Public Non Institutions	E-Voting	200898512	178018753	88.6113	178018752	1	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		178018753	88.6113	178018752	1	100.0000	0.0000
Total		378974590	297825124	78.5871	291855302	5969822	97.9955	2.0045

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Special)		3 - To consider and approve an offer or invitation to subscribe to 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
Promoter and Promoter Group	E-Voting	94547490	94547490	100.0000	94547490	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		94547490	100.0000	94547490	0	100.0000	0.0000
Public Institutions	E-Voting	83528588	45443313	54.4045	44719384	723929	98.4070	1.5930
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45443313	54.4045	44719384	723929	98.4070	1.5930
Public Non Institutions	E-Voting	200898512	178018753	88.6113	178018752	1	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		178018753	88.6113	178018752	1	100.0000	0.0000
Total		378974590	318009556	83.9132	317285626	723930	99.7724	0.2276

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Special)		4 - To consider and approve increase in investment limits for Non Resident Indians and Overseas Citizens of India.						
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	94547490	94547490	100.0000	94547490	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		94547490	100.0000	94547490	0	100.0000	0.0000
Public Institutions	E-Voting	83528588	45443313	54.4045	45443313	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		45443313	54.4045	45443313	0	100.0000	0.0000
Public Non Institutions	E-Voting	200898512	178018753	88.6113	178018752	1	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		178018753	88.6113	178018752	1	100.0000	0.0000
Total		378974590	318009556	83.9132	318009555	1	100.0000	0.0000

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)			5 - To consider and approve payment of commission to Non-Executive Directors 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]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	94547490	94547490	100.0000	94547490	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		94547490	100.0000	94547490	0	100.0000	0.0000
Public Institutions	E-Voting	83528588	45443313	54.4045	45443313	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		45443313	54.4045	45443313	0	100.0000	0.0000
Public Non Institutions	E-Voting	200898512	177758753	88.4819	177758752	1	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		177758753	88.4819	177758752	1	100.0000	0.0000
Total		378974590	317749556	83.8446	317749555	1	100.0000	0.0000

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)			6 - To consider and approve material related party transactions with Samasta Microfinance 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
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)			7 - To consider and 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]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)		8 - To consider and approve material related party transactions with IIFL Management 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
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)			9 - To consider and approve material related party transactions with IIFL Securities 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]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)		10 - To consider and 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]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)		11 - To consider and approve material related party transactions with IIFL Wealth Portfolio Managers 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
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

IIFL Finance Limited

Resolution Required : (Ordinary)			12 - To consider and approve material related party transactions with IIFL Investor Advisor and Trustee 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]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	94547490	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	83528588	63703641	76.2657	47933762	15769879	75.2449	24.7551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		63703641	76.2657	47933762	15769879	75.2449	24.7551
Public Non Institutions	E-Voting	200898512	88775337	44.1891	88775336	1	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		88775337	44.1891	88775336	1	100.0000	0.0000
Total		378974590	152478978	40.2346	136709098	15769880	89.6577	10.3423

Note - E-voting includes remote e-voting and e-voting during the Annual General Meeting.

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

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 Chairperson of
26th Annual General Meeting of
Shareholders of IIFL Finance Limited
(Formerly known as IIFL Holdings Limited)
Held on Wednesday, 30th June, 2021
Through Video Conferencing / Other Audio Visual means

Dear Sir,

We, 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 MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 05, 2020 and MCA General Circular No. 02/2021 dated January 13, 2021 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in respect of attached resolutions proposed at the AGM of IIFL Finance Limited held on Wednesday, 30th June, 2021 at 02.00 P.M. 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 of the 26th 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 to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of 26th AGM, based on the reports generated from the e-voting platform / system provided by the Link Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.



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.: _____

As informed to us by the Management, the notice dated May 06, 2021 convening the 26th AGM of the Company through VC/OAVM held on June 30, 2021 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 read with SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular number 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 June 23, 2021 were entitled to vote on the resolutions as set out in the notice of said AGM.

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

1. The Company had availed the e-voting facility offered by Link Intime India Private Limited for conducting remote e-voting prior to AGM and e-voting during the AGM by the Members of the Company.
2. The remote e-voting prior to AGM period remained open from Friday, June 25, 2021 (09.00 a.m.) till Tuesday, June 29, 2021 (05.00 p.m.) and Link Intime India Private Limited e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility for 15 minutes to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier.
4. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both 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 both remote e-voting and e-voting during the AGM processes for the purpose of this report.
6. The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the AGM has been recorded in the separate registers maintained for the purpose.
7. The result of the voting through both remote e-voting and e-voting during the AGM is as per annexure attached herewith.



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 may accordingly declare the result of voting.

Thanking you,

Yours truly,

For Nilesh Shah & Associates
Practicing Company Secretaries



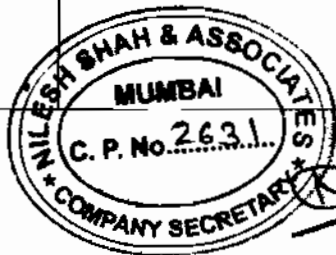
Nilesh Shah
Partner
Membership No. FCS 4554
CP No. 2631
UDIN: F004554C000566258



Place: Mumbai
Date: 1st July, 2021

Annexure to the Scrutinizer's Report
Result of Remote e-voting prior to AGM and e-voting during the AGM:

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid	
					No. of Member s 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	1 (a)	To consider and adopt: The audited standalone financial statement(s) of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors thereon; and	Ordinary Resolution	Remote E-Voting prior to AGM	194	317439424	99.99%	1	1	0.01%	4	18519794
				E-Voting during the AGM	6	344758	100%	0	0	0%	0	0
	Total	200		317784182	99.99%	1	1	0.01%	4	18519794		
2	2	To appoint a Director in place of Mr. Venkataraman Rajamani (DIN: 00011919) who retire by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Remote E-Voting prior to AGM	150	291510544	97.99%	43	5969822	2.01%	6	38478853
				E-Voting during the AGM	6	344758	100%	0	0	0%	0	0
				Total	156	291855302	97.99%	43	5969822	2.01%	6	38478853



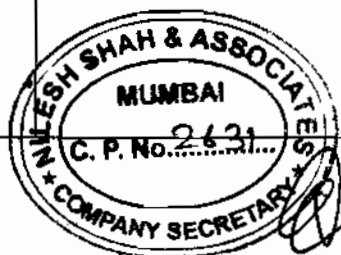
Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
3	3	To approve an offer or invitation to subscribe to non-convertible debentures on private placement basis.	Special Resolution	Remote E-Voting prior to AGM	185	316940868	99.77%	12	723930	0.23%	3	18294421
				E-Voting during the AGM	6	344758	100%	0	0	0%	0	0
				Total	191	317285626	99.77%	12	723930	0.23%	3	18294421
4	4	To approve increase in investment limits for Non-Resident Indians and Overseas Citizens of India.	Special Resolution	Remote E-Voting prior to AGM	195	317664797	99.99%	1	1	0.01%	3	18294421
				E-Voting during the AGM	6	344758	100%	0	0	0%	0	0
				Total	201	318009555	99.99%	1	1	0.01%	3	18294421
5	5	To approve payment of commission to Non-Executive Directors of the Company.	Ordinary Resolution	Remote E-Voting prior to AGM	194	317499797	99.99%	1	1	0.01%	4	18459421
				E-Voting during the AGM	5	249758	100%	0	0	0%	1	95000
				Total	199	317749555	99.99%	1	1	0.01%	5	18554421



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					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
6	6	To approve material related party transactions with Samasta Microfinance Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999
7	7	To approve material related party transactions with IIFL Facilities Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999
8	8	To approve material related party transactions with IIFL Management Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					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
9	9	To approve material related party transactions with IIFL Securities Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999
10	10	To approve material related party transactions with IIFL Wealth Prime Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999
11	11	To approve material related party transactions with IIFL Wealth Portfolio Managers Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					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
12	12	To approve material related party transactions with IIFL Investor Advisor and Trustee Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	118	136609340	89.65%	58	15769880	10.35%	22	183579999
				E-Voting during the AGM	4	99758	100%	0	0	0%	2	245000
				Total	122	136709098	89.66%	58	15769880	10.34%	24	183824999



01/07/2024