

March 13, 2024

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636	The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. NSE Symbol: IIFL
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Subject: Outcome of the Board Meeting held on March 13, 2024

Dear Sir/Madam,

Pursuant to Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) (as amended from time to time), the Board of Directors of the Company at their meeting held today, *inter-alia* – considered and approved the following:

1. Fund raising for an amount not exceeding Rs. 1,500 Crores (Rupees Fifteen Hundred Crores Only) by way of issue of Equity Shares of the Company (“Equity Shares”), on a right basis (“Right Issue”) to its existing eligible shareholders as on the record date (to be fixed in due course) in accordance with applicable provisions of the Companies Act, 2013, as amended, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws. The detailed terms in relation to the right issue, including but not limiting to issue price, rights entitlement ratio, record date, timing and terms of payment for the purposes of giving effect to the right issue will be determined and intimated in due course. (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure A**”)
2. Raising of funds through Issue of Non-convertible debentures on a private placement basis upto Rs. 500 Crores (Rupees Five Hundred Crores)(The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure B**”)
3. Appointment of Mr. Bijou Kurien (DIN: 01802995), as an Additional (Independent) Director of the Company w.e.f March 13, 2024 (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure C**”).
4. Appointment of Mr. Nihar Niranjana Jambusaria (DIN: 01808733), as an Additional (Independent) Director of the Company w.e.f March 13, 2024 (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure D**”).
5. Re-designation of Mr. Abhiram Bhattacharjee, currently serving as Chief of Staff, as the Chief Operating Officer of the Company w.e.f March 13, 2024 (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure E**”)
6. Appointment of Mr. Shivalingam A. Pillai as Chief Compliance Officer of the Company w.e.f. March 13, 2024 and Ms. Mauli Agarwal stepping down from the current position of Chief Compliance Officer of the Company pursuant to her transition into another role within the organization (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure F & G**”).

IIFL Finance 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

7. Resignation of Ms. Rupal Jain from the post of Company Secretary and Compliance Officer w.e.f March 13, 2024 to pursue higher studies. (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure H**”).
8. Appointment of Ms. Mauli Agarwal as Company Secretary and Compliance Officer of the Company w.e.f. March 13, 2024 (The additional details under regulation 30 of Listing Regulations is enclosed as “**Annexure I**”).

The details as required under the Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are given in the Annexures. The annexures also contain the letters received from Ms. Rupal Jain, Company Secretary and Ms. Mauli Agarwal, Chief Compliance Officer of the Company.

The Meeting of Board of Directors commenced at 02:00 p.m. and concluded at 3.45 p.m.

Kindly take above on record and oblige.

Thanking you,

For IIFL Finance Limited

Kapish Jain
Chief Financial Officer
Email Id: csteam@iifl.com
Place: Mumbai

Encl: a/a

Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Issue of Equity Shares of the Company on rights basis:

Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Equity Shares
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Rights Issue
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Not exceeding Rs. 1,500 Crores (Rupees Fifteen Hundred Crores only)
in case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s)	Not Applicable
in case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s)	Not Applicable
in case of issuance of depository receipts (ADR/GDR) or FCCB the listed entity shall disclose following additional details to the stock exchange(s)	Not Applicable
in case of issuance of debt securities or other non-convertible securities the listed entity shall disclose following additional details to the stock exchange(s)	Not Applicable
any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

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Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Issue of Non-Convertible Debentures on a private placement basis.

Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Non-Convertible Debentures
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Private Placement
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	50,000 Units
Size of the issue;	Rs. 500 Crore
Whether proposed to be listed? If yes, name of the stock exchange(s);	Yes. Proposed to be listed on NSE
Tenure of the instrument - date of allotment and date of maturity;	As set out in the Key Information Document
Coupon/interest offered, schedule of payment of coupon/interest and principal;	As set out in the Key Information Document
Charge/security, if any, created over the assets;	Yes
Special right/interest/privileges attached to the instrument and changes thereof;	As set out in the Key Information Document
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal;	No Such Instance
Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any;	Not applicable
Details of redemption of debentures;	Redemption shall be made at par

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Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Appointment of Mr. Bijou Kurien (DIN: 01802995), as an Additional (Independent) Director of the Company:

Sr. No.	Particulars	Details
a.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment.
b.	Date of appointment/ re-appointment/ cessation (as applicable) & Term of appointment/ re-appointment	Appointed as an Additional Independent Director with effect from March 13, 2024, subject to the approval of shareholders by means of Special Resolution, to hold office up to the date of next general meeting of the Company or three months from the date of appointment, whichever is earlier.
c.	Brief profile (in case of appointment)	<p>Mr. Bijou Kurien is a well-respected consumer leader with over 40 years of experience in building brands, businesses and creating organisations. He has been associated with marquee brands in the fastmoving consumer products, consumer durables and retail industry in India.</p> <p>After receiving his MBA from XLRI Jamshedpur, he joined Hindustan Unilever as a Management Trainee in 1981. During his successful tenure of over six years, he served across various sales and marketing roles. Later, he moved to Titan, India's largest manufacturer and marketer of watches and jewelry.</p> <p>He also created India's largest exclusive brand retail chains. He joined Reliance Industries as the President & CEO of their ambitious Retail venture — Reliance Retail. Currently, he is a member of the Strategic Advisory Board of Premji Invest. He is also serving as an Independent Director on several listed and unlisted</p>

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		companies. Additionally, he advises select consumer product companies and mentors a few start-ups. Bijou has been associated with the India Retail Forum & Retailers Association of India and has significantly contributed to its development. In addition, he is the Mentor of the FICCI National Retail Committee, member of the Advisory Council of the RAI and Governing boards of various academic institutions.
d.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Bijou Kurien is not related to any of the Directors on the Board.
e.	Information required pursuant to BSE Circular no. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018.	Mr. Bijou Kurien is not debarred from holding the office of Director by virtue of any SEBI order or any other such Authority.

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Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Appointment of Mr. Nihar Niranjan Jambusaria (DIN: 01808733), as an Additional (Independent) Director of the Company:

Sr. No.	Particulars	Details
a.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment.
b.	Date of appointment/ re-appointment/ cessation (as applicable) & Term of appointment/ re-appointment	Appointed as an Additional Independent Director with effect from March 13, 2024, subject to the approval of shareholders by means of Special Resolution, to hold office up to the date of next general meeting of the Company or three months from the date of appointment, whichever is earlier.
c.	Brief profile (in case of appointment)	<p>Mr. Nihar Niranjan Jambusaria is a Member of the Institute of Chartered Accountants of India (ICAI).</p> <p>His illustrious career includes serving as the President and Vice President of the ICAI for the year 2021-22 and 2020-21, respectively.</p> <p>Since 1984, Mr. Jambusaria has been a senior partner at N. N. Jambusaria & Co., Chartered Accountants.</p> <p>His consultancy services extend to the renowned Reliance group and various organizations in the private and public sectors.</p> <p>He specializes in Direct Tax, International Tax, Mergers & Acquisitions, FEMA, and Business Restructuring.</p> <p>Previously, Mr. Jambusaria held the position of Senior Vice President at Reliance Industries Ltd. from 2011 to April 2020.</p> <p>His contributions to the field extend beyond the corporate realm. Mr. Jambusaria has served as a Member of</p>

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		the Government Accounting Standards Advisory Board (GASAB) and the Audit Advisory Board of the Comptroller and Auditor General (CAG), highlighting his commitment to excellence and professionalism in the accounting industry.
d.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Nihar Niranjana Jambusaria is not related to any of the Directors on the Board.
e.	Information required pursuant to BSE Circular no. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018.	Mr. Nihar Niranjana Jambusaria is not debarred from holding the office of Director by virtue of any SEBI order or any other such Authority.

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Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023:

Re-designation of Mr. Abhiram Bhattacharjee as Chief Operating Officer the Company

Sr. No.	Particulars	Details
a.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise (Re-designation)	Re-designation
b.	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment	Re-designated as Chief Operating Officer of the Company w.e.f. March 13, 2024 (he was appointed as Chief of Staff w.e.f October 18, 2023)
c.	Brief profile (in case of appointment)	<p>Mr. Abhiram Bhattacharjee, is already a part of Senior Managerial Personnel of the Company, has over 29 years of experience in Investment Banking, Financial Advisory and Commercial Banking.</p> <p>He has contributed for more than a decade and half at Kotak group across investment banking, group strategy and investor relations. Prior to Kotak, he held diverse responsibilities at distinguished companies like Morgan Stanley, Ernst & Young and ICICI Securities.</p> <p>He holds a Bachelor of Technology and Master of Technology from Indian Institute of Technology, Kanpur and a Post Graduate Diploma in Management from Indian Institute of Management, Bangalore.</p>
d.	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable.

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Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/CFDPOD-1/P/CIR/2023/123 dated July 13, 2023:

Appointment of Mr. Shivalingam A. Pillai as Chief Compliance Officer of the Company:

Sr. No.	Particulars	Details
a)	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
b)	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	Appointed as the Chief Compliance Officer of the Company for a period of 3 years w.e.f. March 13, 2024.
c)	Brief profile (in case of appointment)	<p>Mr. Shivalingam A. Pillai is a highly accomplished professional with over 25 years of distinguished experience in financial management, regulatory compliance, and corporate governance. He holds prestigious qualifications as a Chartered Accountant, Company Secretary, and Cost Accountant, underscoring his comprehensive expertise in finance and compliance domains.</p> <p>His prior engagements include companies such as Selfin India Financial Services Pvt Ltd, HDFC Sales Private Limited and Mahindra & Mahindra Financial Services Limited at various designations. Throughout his illustrious career, he has garnered recognition for his exceptional achievements and impactful contributions across diverse organizations.</p> <p>Mr. Pillai possesses a robust skill set encompassing RBI compliances, strategic financial planning, investor relations management, financial control, fundraising initiatives, financial reporting excellence, and strategic business planning. His adeptness extends to orchestrating successful board and committee meetings, facilitating system implementations, and driving process enhancements to optimize operational efficiencies.</p>
d)	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable.

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Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023:

Change in the position of Ms. Mauli Agarwal as Chief Compliance Officer of the Company:

Sr. No.	Particulars	Details
a)	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Transfer
b)	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	Transferred from the current position of Chief Compliance Officer pursuant to her transition into another role within the organization.
c)	Brief profile (in case of appointment)	Not Applicable
d)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

March 12, 2024

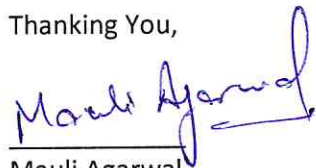
To,
The Board of Directors
IIFL Finance Limited

Dear Sir,

I, Mauli Agarwal, hereby step down from my current position as Chief Compliance Officer at IIFL Finance Limited with effect from March 13, 2024 to take on the role Company Secretary of the Company. This decision is a result of an internal movement within the group that necessitates my transition into another role.

Request you to kindly take note of the same.

Thanking You,



Mauli Agarwal

Place: Mumbai

Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023:

Resignation of Ms. Rupal Jain from the position of Company Secretary of the Company:

Sr. No.	Particulars	Details
e)	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Resignation
f)	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	Resignation from the position of Company Secretary of the Company w.e.f. March 13, 2024 to pursue higher studies.
g)	Brief profile (in case of appointment)	Not Applicable
h)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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March 13, 2024

To,
Board of Directors
IIFL Finance Limited
802, 8th Floor, Hub Town Solaris,
N.S. Phadke Marg,
Vijay Nagar, Andheri East,
Mumbai- 400069

Sub: Resignation from the post of Company Secretary and Compliance Officer

With reference to the captioned subject, I hereby tender my resignation from the post of Company Secretary and Compliance Officer of the Company with immediate effect for pursuing higher studies.

I would like to thank you and the Company for their kind cooperation and support.

Request you to kindly take note of the same and do the needful.

Thanks & Regards,



Rupal Jain
Company Secretary
IIFL Finance Limited
Ecsin - EA038366E000029214

Annexure I

Details as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023:

Appointment of Ms. Mauli Agarwal as Company Secretary & Compliance Officer of the Company:

Sr. No.	Particulars	Details
i)	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
j)	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	Appointment of Ms. Mauli Agarwal as Company Secretary of the Company w.e.f. March 13, 2024
k)	Brief profile (in case of appointment)	<p>Ms. Mauli Agarwal is a qualified Company Secretary and Lawyer with 11 years of post-qualification experience. In her last assignment, she served as the Deputy Vice President - Compliance at Poonawalla Housing Finance Limited, Pune, leading the regulatory compliance function, supporting the Board and Management on specific projects, and presided over the Internal Committee under POSH.</p> <p>She also has held roles as Associate Vice President - Compliance at Northern Arc Capital Limited and Company Secretary (Designated) at Nissan Renault Financial Services India Private Limited. She has been acknowledged for her achievements in various organizations.</p>
l)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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