



May 17, 2024

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra-Kurla-Complex, Bandra (East),
Mumbai - 400 051
NSE Scrip Code: IDFC

The Manager – Listing Department
BSE Limited
1st Floor, P.J. Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 532659

Sub: Intimation under Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Ref: Declaration of voting results in respect of resolution passed at the meeting of the Equity Shareholders of IDFC Limited (“the Company”) convened on May 17, 2024, pursuant to the order dated March 22, 2024 passed by the Hon'ble National Company Law Tribunal, Chennai Bench (“NCLT”) and Declaration of Voting Results pursuant to Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 issued by the Securities and Exchange Board of India (“SEBI Circular”) in respect of the resolution passed by the shareholders of the Company.

Dear Sir/Madam,

This is in connection with our letter dated April 08, 2024 informing that the NCLT convened Meeting of the Equity Shareholders of IDFC Limited (“the Company”) (“Meeting”) is scheduled to be held on **Friday, May 17, 2024, at 10:00 a.m.** (IST) and we had also submitted a copy of the notice of the said meeting along with the explanatory statement and other annexures.

In this connection, we wish to inform you that the Meeting was held on **May 17, 2024, at 10:00 a.m.** (IST) through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') through facility provided by KFin Technologies Limited ('KFinTech') for considering and approving the Composite Scheme of Amalgamation for the amalgamation of: (i) IDFC Financial Holding Company Limited ("**Transferor Company**") into and with IDFC Limited ("**Transferee Company**"/" **Amalgamating Company**"), and; (ii) IDFC Limited into and with IDFC FIRST Bank Limited ("**Amalgamated Company**") and their respective shareholders ("**Scheme**"), under Sections 230 to 232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder.

In this connection and as required under the Listing Regulations, the applicable provisions of the Companies Act, 2013 and SEBI Circular, we are submitting below documents:

1. Summary of the proceedings of the Meeting, enclosed as **Annexure-I**;
2. Combined e-voting results in respect of the Equity Shareholders of the Company in the prescribed format, enclosed as **Annexure-II**;
3. Report on combined e-voting results dated May 17, 2024 issued by the Scrutinizer i.e. Mr. Ramesh Kumar Mallela, in respect of the Equity Shareholders of the Company, enclosed as **Annexure III**.

IDFC Limited

Corporate Office: 906/907, 9th Floor, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai – 400021 Tel: +91 22 22821549

Reg. Office: 4th floor, Capitale Tower, 555, Anna Salai, Thiru Vi Ka Kudiyiruppu, Teynampet, Chennai – 600 018 Tel: +91 (44) 4564 4201, 45644202, 45644223

CIN: L65191TN1997PLC037415 info@idflimited.com www.idflimited.com



The resolution approving the Scheme was passed by requisite majority of the equity shareholders representing more than three-fourth in value of the equity shareholders of the Company voting through remote e-voting and e-voting during the meeting, in terms of the provisions of Sections 230-232 of the Companies Act, 2013.

You are requested to kindly take the above documents on record.

Yours faithfully,
For IDFC Limited

Shivangi Mistry
Company Secretary

Encl.: A/a

IDFC Limited

Corporate Office: 906/907, 9th Floor, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai – 400021 Tel: +91 22 22821549

Reg. Office: 4th floor, Capitale Tower, 555, Anna Salai, Thiru Vi Ka Kudiyiruppu, Teynampet, Chennai – 600 018 Tel: +91 (44) 4564 4201, 45644202, 45644223

CIN: L65191TN1997PLC037415 info@idfclimited.com www.idfclimited.com



Summary of the proceedings of the Meeting

A meeting of the Equity Shareholders of IDFC Limited ("**the Company**") convened under the direction of Hon'ble National Company Law Tribunal, Chennai Bench ("NCLT") was held on **Friday, May 17, 2024, at 10:00 a.m.** through Video Conferencing ("**VC**") or Other Audio-Visual Means ("**OAVM**") through facility provided by KFin Technologies Limited ("**KFintech**") ("**Meeting**") for approving the Composite Scheme of Amalgamation for amalgamation of : i) IDFC Financial Holding Company Limited ("**Transferor Company**") into and with IDFC Limited ("**Transferee Company**"/"**Amalgamating Company**"), and; (ii) IDFC Limited into and with IDFC FIRST Bank Limited ("**Amalgamated Company**") and their respective shareholders ("**Scheme**"), under Sections 230 to 232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder through two-way Video Conference ("VC")/ Other Audio Visual Means ("OAVM") in compliance with the applicable laws including relevant circulars issued by the Ministry of Corporate Affairs, the Securities and exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013 and the rules made thereunder.

96 Equity Shareholders attend the Meeting through VC / OAVM. The requisite Quorum was not present through VC/ OAVM at 10:00 a.m. and hence the Chairperson has adjourned the meeting for 30 (thirty) minutes. The adjourned meeting recommenced at 10:30 a.m. with 96 members present. Thereafter, Mr. Mahendra N Shah welcomed the equity shareholders to the Meeting.

Mr. Mahendra N Shah then confirmed that all the Directors of the Company, Representative of Statutory and Secretarial Auditors were present at the meeting. Mr. Shah thereafter informed that the Company had facilitated the equity shareholders to participate at the said meeting through the VC/OAVM provided by KFin Technologies Limited ("**KFintech**") and that the requisite documents were available for inspection by the equity shareholders till the conclusion of the meeting.

He then invited Mr. Varadharajan (appointed the Hon'ble, Chairperson of the Meeting). Mr. Varadharajan confirmed that the Company had taken adequate steps and all efforts feasible, to enable equity shareholders to participate and vote on the resolutions considered at the NCLT Convened Meeting.

Mr. Varadharajan informed that the Company had provided facility of remote e-voting to its equity shareholders from **Sunday, May 12, 2024**, which commenced from **9:00 a.m.** IST to **Thursday, May 16, 2024** till **5:00 p.m.** IST.



Mr. Varadharajan then invited queries from equity shareholders on the said business.

Thereafter, Mr. Varadharajan invited Mr. Anil Singhvi, Chairman and Independent Director of the Company of the Company to respond to the said queries.

Mr. Singhvi provided detailed responses to all the queries raised by the equity shareholders.

Mr. Mahendra N Shah thereafter concluded the proceedings by placing on record his gratitude to all the equity shareholders of the Company for co-operating with him in the smooth conduct of the meeting. Thereafter, he informed that the equity shareholders who had not cast their vote through the remote e-voting, may cast their vote through the e-voting platform provided by KFinTech within next 30 minutes i.e., up to 11:41 a.m. IST. The meeting, accordingly, was concluded at 11:11 a.m. IST.

The resolution for approval of the Scheme as set out in the Notice dated April 05, 2024, convening the Meeting was transacted through e-voting (remote e-voting and e-voting during the Meeting) and was passed through requisite statutory majority as prescribed under the provisions of the Companies act, 2013 and the SEBI Circulars.

IDFC Limited

Corporate Office: 906/907, 9th Floor, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai – 400021 Tel: +91 22 22821549

Reg. Office: 4th floor, Capitale Tower, 555, Anna Salai, Thiru Vi Ka Kudiyiruppu, Teynampet, Chennai – 600 018 Tel: +91 (44) 4564 4201, 45644202, 45644223

CIN: L65191TN1997PLC037415 info@idfclimited.com www.idfclimited.com

Annexure - II

	IDFC LIMITED
Date of the NCLT Convened Meeting	17-05-2024
Total number of shareholders on record date	697832
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	96

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - Composite Scheme of Amalgamation among IDFC Financial Holding Company Limited ("Transferor Company") AND IDFC Limited ("Transferee Company / Amalgamating Company") WITH IDFC FIRST Bank Limited ("Amalgamated Company") AND their respective shareholders									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	56,49,25,546	41,67,10,418	73.7638	41,10,89,262	56,21,156	98.6510	1.3489	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		41,67,10,418	73.7638	41,10,89,262	56,21,156	98.6511	1.3489	0	0
Public- Non Institutions	E-Voting	1,03,50,58,890	48,08,40,185	46.4553	48,08,32,135	8,050	99.9983	0.0016	0	1,35,272
	Poll		83,400	0.0081	83,400	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,09,23,585	46.4634	48,09,15,535	8,050	99.9983	0.0017	0	135272
Total		1,59,99,84,436	89,76,34,003	56.1027	89,20,04,797	56,29,206	99.3729	0.6271	0	135272

Ramesh Kumar Mallela

FCA | RV (SFA) | Forensic Auditor



Form No. MGT-13
Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with amendments made thereto]

To

Mr. Varadharajan

Chairperson appointed by the Hon'ble National Company Law Tribunal, Chennai bench, Chennai ("NCLT") for the Meeting of Equity Shareholders of IDFC Limited (hereinafter referred to as the "Company") (CIN: L65191TN1997PLC037415) convened pursuant to the Order dated March 22, 2024 passed by the Hon'ble NCLT in Company Scheme Application No. CA(CAA)/2 (CHE)/2024.

Sub: Report of Scrutinizer on Remote E-Voting process and E-Voting by the Equity Shareholders conducted during the NCLT convened Meeting of Equity Shareholders of the Company held on Friday, May 17, 2024 at 10:00 a.m. IST through Two-way Video Conference ("VC")/ Other Audio-Visual Mode ("OAVM") (hereinafter referred to as the "Meeting").

Ref.: Composite Scheme of Amalgamation among IDFC Financial Holding Company Limited ("Transferor Company") and IDFC Limited ("Transferee Company" / "Amalgamating Company") and IDFC FIRST Bank Limited ("Amalgamated Company") and their respective Shareholders ("Scheme") pursuant to the provisions of Section 230-232 of the Companies Act, 2013 ("Companies Act") and other applicable provisions thereof and applicable rules thereunder.

Dear Sir,

I, Ramesh Kumar Mallela, have been appointed by the Hon'ble NCLT *vide* its Order dated March 22, 2024 ("NCLT Order") as Scrutinizer for the purpose of scrutinizing the Remote E-Voting and E-Voting during the Meeting and ascertaining

Address: 12-8-4, Raipeta, Nidadavole – 534301, AP, India
Mobile: +91 93819 31353
Email: rk@charteredramesh.com





the requisite majority on E-voting carried out as per Section 108 of the Companies Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“the **Rules**”) and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, read with amendments made thereto on the business set out in the notice dated April 05, 2024 (“the **Notice**”) convening the Meeting for the purpose of considering the Scheme and approving it.

In accordance with the NCLT Order dated March 22, 2024, the requisite Quorum was not present through VC/ OAVM at 10:00 a.m. and hence the Chairperson has adjourned the meeting for 30 (thirty) minutes. The adjourned meeting recommenced at 10:30 a.m. with 96 members present.

There were queries raised by 10 (ten) member speakers and they were answered by Mr Anil Singhvi (Independent Director of IDFC Limited) and Mr Mahendra N Shah (MD of IDFC Limited).

I hereby submit my consolidated report as follows:

1. Remote E-voting

- 1.1. The Company has availed facility for voting through electronic means (which includes Remote E-Voting and E-Voting during the Meeting of Equity Shareholders) from KFin Technologies Limited (“**KFintech**”).
- 1.2. The Company had provided the remote e-voting facility to the equity shareholders of the Company through KFintech. The Company had uploaded the Notice together with the Explanatory statement and annexures containing the business to be transacted on the website of the Company and KFintech and also on the website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited, to facilitate its equity shareholders to cast their vote through remote e-voting.





- 1.3. The voting period for remote e-voting commenced on Sunday, May 12, 2024, at 9.00 a.m. IST and ended on Thursday, May 16, 2024, at 5.00 p.m. IST. The remote e-voting module was disabled by KFintech for voting thereafter.
- 1.4. The Notice containing the detailed procedure to be followed by the equity shareholders who were desirous of casting their votes electronically as provided under Rule 20 of the Rules read with amendments thereto and MCA circulars were sent to all the equity shareholders whose names were appearing in the register of members/list of beneficial owners as on Friday, March 01, 2024 (i) through electronic mode to those equity shareholders whose e-mail addresses are registered with the KFintech, Registrar and Share Transfer Agent of the Company/ the concerned Depositories as on the said date; and (ii) through courier/ registered post/ speed post, physically, to those Equity Shareholders of the Company who have not registered their e-mail addresses with KFintech / concerned Depositories.
- 1.5. Pursuant to the NCLT Order, the Company has advertised the Notice in the manner and form directed by the Hon'ble NCLT, in one issue each of **Business Line** (All editions) in the English language and **Makkal Kural** (Tamil Nadu editions) on April 09, 2024. Additionally, in compliance with the Master Direction - Amalgamation of Private Sector Banks, Directions, 2016 issued by the RBI, the Company has issued newspaper advertisements once in a week for three consecutive weeks in Business Line (All editions) in the English language and Makkal Kural (Tamil Nadu editions) on April 16, 2024, April 23, 2024, and April 30, 2024.
- 1.6. The institutional equity shareholders who voted on the resolutions sent/uploaded a scanned copy of the relevant board resolution/ authority letter, confirming that they were authorised to vote.
- 1.7. Voting rights of the equity shareholders have been reckoned in proportion to



the equity shares of the paid-up equity share capital of the Company as on the **cut-off date, i.e. Friday, May 10, 2024.**

2. E- voting during the Meeting, for shareholders who had not cast their vote earlier through remote e-voting:

2.1. After the announcement was made by the Chairperson, Equity shareholders attending the Meeting through VC/OAVM and who had not cast their vote earlier through remote e-voting, voted through the electronic voting facility provided by the KFinTech.

2.2. Based on the information and documents provided to me, the Management of the Company had ensured compliance with the requirements of the Companies Act and Rules relating to remote e-voting prior to the Meeting and E-voting during the Meeting on the resolution contained in the Notice of the Meeting.

My responsibility as Scrutinizer for the remote e-voting and e-voting during the Meeting is restricted to making a Scrutinizer's Report of the votes cast in favour, against and / or invalid on the resolution, by the Equity Shareholders.

3. Counting Process

3.1 On completion of voting at the Meeting, KFinTech provided me with the list of equity shareholders present at the Meeting to cast their votes, their holding details and details of votes cast on the resolution.

3.2 I unblocked the votes casted electronically on the e-voting system of KFinTech in the presence of two witnesses, B Ratna Devi and Sushil Kamat, who are not in employment of the Company and/or KFinTech and downloaded the e-voting results. They have signed below in confirmation of the same.

3.3 I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the KFintech e-voting system.

The results of Voting through electronic means (which includes Remote E-Voting and E-Voting during the Meeting of Equity Shareholders) provided by the Company through KFintech is as follows:

SPECIAL BUSINESS: To approve Composite Scheme of Amalgamation among IDFC Financial Holding Company Limited (“Transferor Company”) and IDFC Limited (“Transferee Company” / “Amalgamating Company”) and IDFC FIRST Bank Limited (“Amalgamated Company”) and their respective shareholders under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (“CAA Rules”).

“RESOLVED THAT pursuant to and in accordance with the provisions of Sections 230 - 232 and other applicable provisions of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and any other rules, circulars and notifications made thereunder (including any amendment, statutory modification, variation or re-enactment thereof) as may be applicable; Section 2(1B) of the Income-Tax Act, 1961; the Banking Regulation Act, 1949, the Securities and Exchange Board of India Act, 1992, and the regulations thereunder including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; Competition Act, 2002; and any other applicable laws and regulations, including such other directions, guidelines or regulations issued/notified by the Reserve Bank of India and the Securities and Exchange Board of India which may be applicable, any and all of which as notified or as may be amended from time to time and including statutory replacement or re-enactment thereof, if any; Reserve Bank of India’s Master Direction - Amalgamation of Private Sector Banks, Directions,

2016, the Securities and Exchange Board of India Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 read with SEBI Circular No. SEBI/HO/CFD/SSEP/CIR/P/2022/003 dated January 03, 2022; the approval / no objection letter dated December 26, 2023 issued by the Reserve Bank of India, the no adverse observations letter/ No-objection letter issued by BSE Limited and the National Stock Exchange of India Limited, respectively, both dated November 13, 2023; letter dated October 17, 2023 issued by

the Competition Commission of India approving the combination under Green Channel Route; and subject to the provisions of the Memorandum of Association and Articles of Association of IDFC Limited (“the Company”); and subject to the approval of Hon’ble National Company Law Tribunal, Chennai Bench, Chennai (“NCLT”); and subject to receipt of all other approvals, statutory, governmental, permissions, and third party consents and such other approvals, permissions and sanctions of regulatory and other authorities or tribunals, as may be necessary; and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to mean and include one or more committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Composite Scheme of Amalgamation among IDFC Financial Holding Company Limited and the Company and IDFC FIRST Bank Limited and their respective shareholders (“Scheme”) the draft of which was circulated along with this Notice be and is hereby approved.

RESOLVED FURTHER THAT *the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and/or conditions, if any, which maybe required and/or imposed by the Tribunal while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper.*

RESOLVED FURTHER THAT *the Board may delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company, to give effect to this resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from equity shareholders of the Company“*

I. The result of Remote E-Voting provided by the Company through KFintech, on the resolution is as follows -

(i) Voted in favour of the Resolution:



Number of Equity Shareholders voted through Remote E-Voting	% of the total number of Equity Shareholders voted through Remote E-Voting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
1,987	0.2847%	89,19,21,397	99.37%

(ii) Voted against the Resolution:

Number of Equity Shareholders voted through Remote E-Voting	% of the total number of Equity Shareholders voted through Remote E-Voting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
41	0.00588%	56,29,206	0.627%

(iii) Invalid:

Total number of Equity Shareholders votes cast through Remote E-Voting were found to be Invalid	Total number of votes cast by them
0	0

(iv) Abstained Votes:

Total number of Equity Shareholders votes cast through Remote E-Voting were found to be Abstained	Total number of votes cast by them
12	1,35,272





II. The result of E-Voting facility during the Meeting provided by the Company through KFintech, on the resolution is as follows -

Total number of Equity Shareholders present at the Meeting or by Authorized Representative.	96
Total number of Shares held by the Equity Shareholders present at the Meeting or by Authorized Representative.	1,41,44,270
Total number of Equity Shareholders present at the Meeting or by Authorized Representative who cast their votes by E-voting (other than persons who had cast their votes through Remote E-Voting).	12
Total numbers of votes cast by Equity Shareholders through E-Voting (in terms of shares held).	83,400

(i) Voted in favour of the Resolution:

Number of Equity Shareholders voted through E-Voting during the Meeting	% of the total number of Equity Shareholders voted through E-Voting during the Meeting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
12	0.0017%	83,400	100%

**(ii) Voted against the Resolution:**

Number of Equity Shareholders voted through E-Voting during the Meeting	% of the total number of Equity Shareholders voted through E-Voting during the Meeting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
0	0	0	0

(iii) Invalid/ Abstained Votes:

Total number of Equity Shareholders votes cast through Remote E-Voting were found to be Invalid/ Abstained	Total number of votes cast by them
0	0

III. Consolidated Report on the results of Remote E-Voting and E-Voting facility is as follows -

Particulars	Remote E-Voting		E-Voting at the Meeting		Total	
	Number of Equity Shareholders	Number of Votes cast by them	Number of Equity Shareholders	Number of Votes cast by them	Number of Equity Shareholders	Number of Votes cast by them
Total Valid Votes	2,028	89,75,50,603	12	83,400	2,040	89,76,34,003

Total Votes cast in favour of the Resolution	1,987	89,19,21,397	12	83,400	1,999	89,20,04,797
% of Votes cast in favour	97.98%	99.37%	100%	100%	97.99%	99.37%
Total Votes cast against the Resolution	41	56,29,206	0	0	41	56,29,206
% of Votes cast against	2.02%	0.63%	0%	0%	2.01%	0.63%

4. Result: -

As mentioned in the Notice to the Equity Shareholders, in accordance with the provisions of Sections 230-232 of the Companies Act, the Scheme shall be considered approved by the Equity Shareholders only if the resolution mentioned in the Notice has been approved by majority of persons representing three-fourth in value of the Equity shareholders through e-voting during the Meeting and by remote e-voting.

In view of the above scrutiny, I hereby certify that the above resolution has been passed with requisite statutory majority on **Friday, May 17, 2024**.

Ramesh Kumar Mallela

FCA | RV (SFA) | Forensic Auditor



The electronic data files pertaining to remote e-voting and e-voting conducted at the Meeting are being handed over to the Company Secretary of the Company for safekeeping.

I thank you for the opportunity given to act as a scrutinizer for the above-mentioned electronic voting process of the Company.

Based on the above information, you may accordingly declare the result.

Thanking you

Yours faithfully,



Ramesh Kumar Mallela

[Scrutinizer appointed by the NCLT for the Meeting of the Equity Shareholders]

Date: May 17, 2024

Place: Mumbai

UDIN: 24233060BKEKME1928

Witness 1:

B Ratna Devi

Witness 2:

Sushil Kamat

COUNTER-SIGNED BY:

For IDFC Limited



**Shivangi Mistry
Company Secretary**

Address: 12-8-4, Raipeta, Nidadavole – 534301, AP, India

Mobile: +91 93819 31353

Email: rk@charteredramesh.com