

December 18, 2020

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

Sub: Proceedings of the 36th Annual General Meeting of Religare Enterprises Limited

Dear Sir(s),

This is in continuation of our earlier announcements dated November 12, 2020 and November 24, 2020.

In this regard, we would like to inform that pursuant to the provisions of General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs ('MCA Circulars') and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and Companies (Management and Administration) Rules 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 36th Annual General Meeting ("AGM") of Religare Enterprises Limited ("the Company") was duly held on Thursday, December 17, 2020 at 04:00 P.M. (IST) through video conferencing/other Audio-Visual Means (VC/OAVM) to transact the businesses mentioned in the Notice of the AGM dated November 11, 2020.

Further, pursuant to Regulation 30 read with Part A of the Schedule - III of SEBI Listing Regulations, please find enclosed herewith the proceeding of the AGM.

Furthermore, pursuant to Regulation 44 of the SEBI Listing Regulations read with Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, voting results of the businesses transacted at the AGM along with report of the scrutinizer shall be submitted in due course of time.

This is for your information and records.

**Thanking You,
For Religare Enterprises Limited**


**Reena Jayara
Company Secretary**



Encl.: As above

Proceeding of the 36th Annual General Meeting of Religare Enterprises Limited ("REL/the Company")

The 36th Annual General Meeting ("AGM") of the Company was held on Thursday, December 17, 2020 at 04:00 P.M. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'), in this regard, and other social distancing norms in view of the global outbreak of the COVID-19 pandemic. In accordance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.

The Company Secretary welcomed the Members to the Meeting and requested Dr. Rashmi Saluja, Executive Chairperson of the Company to commence the proceedings of the Meeting. Dr. Rashmi Saluja took the Chair and welcomed the members to the AGM. Since, the requisite quorum was present; the Chairperson called the meeting to order and thereafter commenced the proceedings of the Meeting.

The Chairperson further introduced other directors attending the meeting & informed the shareholders that Mr. Malay Kumar Sinha, Non-Executive Independent Director and Chairperson of Stakeholders Relationship Committee and Nomination & Remuneration Committee, Mrs. Vijayalakshmi Rajaram Iyer, Chairperson of the Audit & Governance Committee and Mrs. Sabina Vaisoha, Independent Director were attending the AGM through VC. The directors present were also asked to introduce themselves. She further apprised that other 2 Directors Mr. Siddharth Dinesh Mehta and Mr. Sushil Chandra Tripathi have expressed their inability to attend the meeting due to other pre-occupations.

It was further informed that the representative of M/s S.S. Kothari & Co., Statutory Auditors and M/s PI & Associates, Secretarial Auditors were also present at the meeting.

Members were also informed that the certificate from the Statutory Auditors in compliance with SEBI (Share Based Employee Benefits) Regulations, 2014, the Statutory Registers, Register of Directors and Key Managerial Personnel and their shareholdings and other documents are available for inspection electronically by the members during the meeting.

The Chairperson then informed the members that pursuant to the applicable provisions of the Act, Rules enacted thereunder read with the SEBI Listing Regulations, the Company has provided remote e-voting facility to the members to cast their vote on AGM agenda items between Monday, December 14, 2020 (9.00 A.M. IST) to Wednesday, December 16, 2020 (5.00 P.M. IST) in proportion to their shareholding as on cut-off date i.e. December 10, 2020. Further, she also informed that the members, who have not casted their vote via remote e-voting can exercise their right to vote through e-voting through Insta-Poll after the conclusion of the AGM.

The Chairperson then made a speech apprising on the businesses and performance of the Company and its subsidiaries during the financial year 2019-20 and COVID-19 measures.



The notice dated November 11, 2020 and Annual Report for the FY ended 2019-20 were taken as read. The Chairperson informed the members that the Auditors Report on Standalone Financial Statements of the Company for the FY ended March 31, 2020 doesn't contain any qualification. She further informed that there were certain qualifications made by Statutory Auditors in the Consolidated Auditor's Report and by the Secretarial Auditors in the Secretarial Audit Report. Thereafter, the qualifications made by the Auditors along with the Management response thereon were read out at the meeting along with citing reference to the Directors Report.

The Chairperson further informed that Mr. Ankush Agarwal, Partner (Membership No. F9719 & COP No. 14486) or failing him Mr. Shailesh Kumar Singh, Partner (Membership No. F8619 & COP No. 16235) of M/s. MAKS & CO., Practicing Company Secretaries, were appointed as Scrutinizer for the purpose of scrutinizing the voting process facilitated through remote e-voting and e-voting.

Then the Chairperson read out the businesses to be transacted at the AGM as below:

1. Adoption of Audited Financial Statements of the Company (including Consolidated Financial Statements) and the Reports of the Board of Directors and the Auditors thereon for the Financial Year ended March 31, 2020;
2. Appointment of Mr. Siddharth Dinesh Mehta (DIN: 02665407), who retires by rotation and being eligible, offers himself for re-appointment;
3. Grant of Options under Religare Enterprises Limited Employee Stock Option Plan 2019 ("REL ESOP 2019 / Scheme") to the employees equivalent to or exceeding 1% of the current issued share capital of the Company;
4. Revision of remuneration of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company;
5. Sale, disposal and leasing of assets exceeding 20% of the assets of the material subsidiary (ies) of the Company

On the invitation of the Chairperson, Members who had registered themselves as speakers, were invited one by one to ask questions or express their views. The Chairperson responded to the queries of the Members and provided clarifications. Post question and answer session, the Chairperson thanked the Members for their attendance and participation at the AGM.

Thereafter, it was announced that the voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company and KFin Technologies Pvt Limited within 48 hours of conclusion of the meeting. The e-voting through instapoll was opened for 15 minutes for the shareholders attending the meeting and who have not casted their vote through remote e-voting. The meeting concluded at 5.05 p.m. (IST).

Thanking You,
For **Religare Enterprises Limited**


Reena Jayara
Company Secretary

