



September 30, 2019

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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Dear Sir/Madam,

Sub: Proceedings of the 24th Annual General Meeting of the Company held on September 30, 2019.

Pursuant to regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of the proceedings of the 24th Annual General Meeting of the Company held on Monday, September 30, 2019 at 10:00 a.m. at Hall of Harmony, Ground Floor, Discovery of India, Nehru Center, Dr. Annie Besant Road, Worli, Mumbai – 400 018 is enclosed as "Annexure A".

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

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

**Gajendra Thakur
Company Secretary
Membership No: A19285
Mumbai**



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, MIDC, Thane Industrial Area, Wagle Estate, Thane – 400604 Tel: (91-22) 25806650. Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com



Annexure A

Summary of the proceedings of the 24th Annual General Meeting of IIFL Finance Limited (Formerly Known as IIFL Holdings Limited) held on Monday, September 30, 2019 at 10:00 a.m.

Venue: Hall of Harmony, Ground Floor, Discovery of India, Nehru Center, Dr. Annie Besant Road, Worli, Mumbai – 400 018

Day, Date and Time: Monday, September 30, 2019 at 10:00 a.m.

The Company Secretary welcomed all the Members present. He informed the Members about the presence of requisite quorum, presence of directors, Secretarial Auditors and representative of Statutory Auditors. He further informed the Members the details of proxies/letters of authority received by the Company. The Members were apprised about the availability of statutory registers and other records for inspection.

The Company Secretary requested the Chairman of the Board to take the Chair.

The Chairman welcomed the Members, the requisite quorum being present, Chairman called the meeting in order. On the request of the Chairman, Managing Director, Mr. R Venkataraman introduced the Directors and others sitting on the dais.

With the permission of the Members, the Chairman took the notice as read.

The Chairman apprised that the Auditors' report does not have any qualifications, observations or comments on financial statements transactions or matters which have any adverse effect on the functioning of the Company.

The Chairman then informed the members present that the Company, in accordance with the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided facility to all the members as on September 23, 2019 ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote electronic voting system provided by the Central Depository Services (India) Limited. The remote e-voting period opened on Wednesday, September 25, 2019 at 9.00 a.m. and concluded on Sunday, September 29, 2019 at 5.00 p.m. The Chairman enlightened the Shareholders the availability of voting by poll through electronic means at the AGM for those present in the meeting and who have not cast their votes through e-voting.

The Chairman preceded towards the agenda items as per the notice and then invited members for clarifications or observations with respect to agenda items. The Chairman gave his clarifications to the queries raised by the Members.

Thereafter, the Members were informed about the appointment of Scrutinizer Mr. Nilesh Shah, Practising Company Secretary as the Scrutinizer for e-voting under Section 108 of the Companies Act, 2013 and also for the Poll conducted at the AGM.

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The voting on the resolutions was conducted through e-voting and Poll. It was announced that the voting results for the aforesaid resolutions would be declared within 48 hours of the conclusion of AGM on receipt of the Scrutinizer's report and the Results/ Scrutinizer's report will be placed on the website of the Company, and the same shall also be submitted to the Stock Exchanges in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman thanked the Members for attending and participating in the Meeting.

The following items of business as per the Notice of the AGM dated September 03, 2019 were transacted at the meeting:

Item No.	Item Description	Resolution Type	Result
1.	Approval of Audited Standalone and Consolidated Financial Statements of the Company for the financial year 2018-19 along with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Passed with requisite majority
2.	Appointment of Mr. Chandran Ratnaswami (DIN: 00109215) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Passed with requisite majority
3.	Approval of issue of Non-Convertible Debentures on private placement.	Special	Passed with requisite majority
4.	Approval of borrowing limits of the Company and creation of charge/security with respect to borrowing.	Special	Passed with requisite majority
5.	Re-appointment of Mr. Nilesh Vikamsey (DIN: 00031213) as an Independent Director of the Company.	Special	Passed with requisite majority
6.	Re-appointment of Mr. A. K. Purwar (DIN: 00026383) as an Independent Director of the Company.	Special	Passed with requisite majority
7.	Re-appointment of Mr. Nirmal Jain (DIN: 00010535) as a Whole-time Director of the Company.	Special	Passed with requisite majority

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8.	Re-appointment of Mr. Venkataraman Rajamani (DIN: 00011919) as a Managing Director of the Company.	Ordinary	Passed with requisite majority
9.	Appointment of Mr. Nagarajan Srinivasan (DIN: 01480303) as a Non- Executive Director of the Company.	Ordinary	Passed with requisite majority
10.	Appointment of Mr. Vijay Kumar Chopra (DIN: 02103940) as an Independent Director of the Company.	Special	Passed with requisite majority
11.	Re-appointment of Ms. Geeta Mathur (DIN: 02139552) as an Independent Director of the Company.	Special	Passed with requisite majority
12.	Approval of material related party transactions with Samasta Microfinance Limited.	Ordinary	Passed with requisite majority
13.	Approval of material related party transactions with IIFL Facilities Services Limited.	Ordinary	Passed with requisite majority
14.	Approval of material related party transactions with IIFL Management Services Limited.	Ordinary	Passed with requisite majority
15.	Approval of material related party transactions with IIFL Securities Limited.	Ordinary	Passed with requisite majority




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