



July 22, 2017

<p><b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel No.: 22721233 Fax No.: 22723719/ 22723121/ 22722037/ 22722041/ 22722061 BSE Scrip Code: 532636</b></p>	<p><b>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. Tel No.: 2659 8235 Fax No.: 26598237/ 26598238 NSE Symbol: IIFL</b></p>
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Dear Sir,

**Sub: Disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 22<sup>nd</sup> Annual General Meeting of IIFL Holdings Limited (the Company).**

We wish to inform you that the 22<sup>nd</sup> Annual General Meeting (“AGM”) of the Shareholders of the Company was held on Saturday, July 22, 2017, at 4.30 p.m., at Hall of Harmony, Nehru Center, Dr. Annie Besant Road, Worli, Mumbai – 400018.

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 04, 2017. The detailed voting results consolidating the results of e-voting with the results of voting through poll at the AGM is enclosed.

All the resolutions were passed with the requisite majority by the Shareholders. The details of votes cast by the shareholders are given in the Annexure. The same shall be treated as compliance with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015.

- 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 voting through Poll is enclosed herewith.



IIFL Holdings Limited (Formerly “India Infoline Limited”)

CIN No.: L74999MH1995PLC093797

Corporate Office – IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 Tel: (91-22) 4249 9000 .Fax: (91-22) 40609049

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: [mail@indiainfoline.com](mailto:mail@indiainfoline.com) Website: [www.indiainfoline.com](http://www.indiainfoline.com)



- c. Pursuant to Regulation 30 read with Para A of part A of schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings of the AGM of the Company.

Please take the same on records and acknowledge.

Thanking you,  
Yours faithfully,  
For IIFL Holdings Limited

**Gajendra Thakur**  
**Company Secretary**

Email: [gajendra.thakur@iifl.com](mailto:gajendra.thakur@iifl.com)



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Sr. No.	Description	Particulars	
1	Date of AGM	July 22, 2017	
2	Total no. of shareholders on record date (July 15, 2017)	32031	
3	No. of Shareholders present in the meeting either in person or through proxy		
	Promoters and Promoter Group	6	
	Public	114	
	<b>Total</b>	<b>120</b>	
4	No. of Shareholders attended the meeting through Video Conferencing		
	Promoters and Promoter Group	Nil	Not arranged
	Public	Nil	
	<b>Total</b>	<b>Nil</b>	



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## IIFL Holdings Limited

1 - To receive, consider and adopt :

(a) the audited standalone financial statement of the Company for the financial year ended March 31, 2017, together with the reports of the Board of Directors and Auditors Report thereon; and

(b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017, together with Auditors Report thereon.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

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		0	0.0000	0	0	0.0000	0.0000
	Poll		92361432	100.0000	92361432	0	100.0000	0.0000
	Postal Ballot	92361432	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>92361432</b>	<b>100.0000</b>	<b>92361432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		39576633	51.2633	39576633	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	77202642	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>39576633</b>	<b>51.2633</b>	<b>39576633</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		79479235	53.5607	79479235	0	100.0000	0.0000
	Poll		9535818	6.4261	9535818	0	100.0000	0.0000
	Postal Ballot	148390982	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>89015053</b>	<b>59.9866</b>	<b>89015053</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>317955056</b>	<b>220953118</b>	<b>69.4919</b>	<b>220953118</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## IIFL Holdings Limited

2 - To appoint a Director in place of Mr. Nirmal Jain (DIN: 00010535), who retires by rotation and being eligible, offers himself for reappointment.

Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?									
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			
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll		92361432	100.0000	41109432	0	44.5093	0.0000			
	Postal Ballot	92361432	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>92361432</b>	<b>100.0000</b>	<b>41109432</b>	<b>0</b>	<b>44.5093</b>	<b>0.0000</b>			
Public Institutions	E-Voting		39704490	51.4289	39704490	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	77202642	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>39704490</b>	<b>51.4289</b>	<b>39704490</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		79479235	53.5607	79479235	0	100.0000	0.0000			
	Poll		9535818	6.4261	9535818	0	100.0000	0.0000			
	Postal Ballot	148390982	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>89015053</b>	<b>59.9868</b>	<b>89015053</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
<b>Total</b>		<b>317955056</b>	<b>221080975</b>	<b>69.5321</b>	<b>169828975</b>	<b>0</b>	<b>76.8175</b>	<b>0.0000</b>			





## IIFL Holdings Limited

3 - To appoint Statutory Auditors and fix their remuneration										
Resolution Required : (Ordinary)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
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		
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		92361432	100.0000	92361432	0	100.0000	0.0000		
	Postal Ballot	92361432	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>92361432</b>	<b>100.0000</b>	<b>92361432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting		39704490	51.4289	39704490	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	77202642	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>39704490</b>	<b>51.4289</b>	<b>39704490</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Non Institutions	E-Voting		79479210	53.5607	79479185	25	100.0000	0.0000		
	Poll		9535818	6.4261	9535818	0	100.0000	0.0000		
	Postal Ballot	148390982	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>89015028</b>	<b>59.9868</b>	<b>89015003</b>	<b>25</b>	<b>100.0000</b>	<b>0.0000</b>		
<b>Total</b>		<b>317955056</b>	<b>221080950</b>	<b>69.5321</b>	<b>221080925</b>	<b>25</b>	<b>100.0000</b>	<b>0.0000</b>		



## IIFL Holdings Limited

4 - To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis.									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		92361432	100.0000	92361432	0	100.0000	0.0000	
	Postal Ballot	92361432	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>92361432</b>	<b>100.0000</b>	<b>92361432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		39605500	51.3007	39506510	98990	99.7501	0.2505	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	77202642	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>39605500</b>	<b>51.3007</b>	<b>39506510</b>	<b>98990</b>	<b>99.7495</b>	<b>0.2505</b>	
Public Non Institutions	E-Voting		79479160	53.5606	79479085	75	99.9999	0.0001	
	Poll		9535818	6.4261	9535818	0	100.0000	0.0000	
	Postal Ballot	148390982	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>89014978</b>	<b>59.9868</b>	<b>89014903</b>	<b>75</b>	<b>99.9999</b>	<b>0.0001</b>	
<b>Total</b>		<b>317955056</b>	<b>220981910</b>	<b>69.5010</b>	<b>220882845</b>	<b>99065</b>	<b>99.9552</b>	<b>0.0448</b>	





**Form No. MGT-13**

**Report of Scrutinizer (Consolidated)**

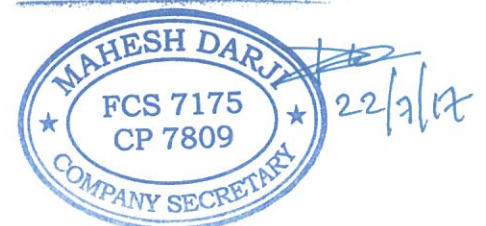
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
**The Chairman of  
22<sup>nd</sup> Annual General Meeting of  
Shareholders of IIFL Holdings Limited**  
Held on Saturday, 22<sup>nd</sup> July, 2017 at Hall of Harmony,  
Nehru Centre, Dr. Annie Besant Road, Worli,  
Mumbai - 400 018

Sir,

I, Mahesh Darji, Practicing Company Secretary (Membership No. FCS- 7175) was appointed as the Scrutinizer for the purpose of the poll taken on the resolutions as per the Annexure attached at the 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of IIFL Holdings Limited held on 22<sup>nd</sup> July, 2017 at 4.30 p.m. at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018. I hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two (2) ballot boxes were kept for polling and the same were locked in my presence with due identification marks placed on the same.
2. The locked ballot boxes were subsequently opened in my presence (along with presence of two witnesses viz. Mr. Gaurav Naik and Mr. Rakesh Achhpal, both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
3. There were no poll papers, which were invalid.
4. The result of the poll (including voting through remote e-voting) is as per annexure attached herewith.
5. The list of equity shareholders who voted 'for' or 'against' and those who abstained from voting for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.





# **Mahesh M. Darji**

Practicing Company Secretary  
B.Com., DBM, LLB, FCS

**Note:** Shareholders had been provided the facility of Remote E-voting also. This report contains the result of consolidated voting (i.e. Remote E-voting and through Poll at AGM) casted by the shareholders.

**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,



**Mahesh Darji**  
**Practicing Company Secretary**  
**Membership No. FCS 7175**  
**CP No. 7809**

Place: Mumbai

Date: 22.07.2017

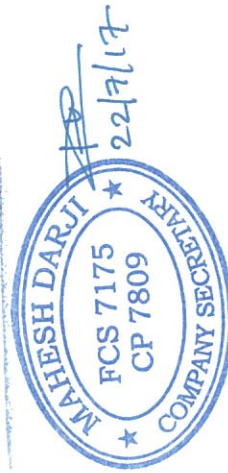
**Annexure to the Scrutinizer's Report**

**Result of Voting (through remote e-voting and physical ballot / poll at AGM):**

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Abstain			
					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Cast	No. of Members Voting	No. of Votes Cast
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes				
1	1 (a)	To consider and adopt: the audited standalone financial statement(s) of the Company for the financial year ended on March 31, 2017, together with the reports of the Board of Directors and Auditors thereon; and	Ordinary	Remote E-Voting	105	119055868	100%	0	0	0%	5	5292254		
	1 (b)	the audited consolidated financial statement of the Company for the financial year ended March 31, 2017, together with the Auditors reports thereon.		Poll at AGM	90	101897250	100%	0	0	0%	0	0		
				<b>Total</b>	<b>195</b>	<b>220953118</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>5</b>	<b>5292254</b>		
2	2	To Appoint a Director In The Place of Mr. Nirmal Jain (DIN: 00010535), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	Remote E-Voting	109	119183725	100%	0	0	0%	1	5164397		
				Poll at AGM	89	50645250	100%	0	0	0%	1	51252000		
				<b>Total</b>	<b>198</b>	<b>169828975</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>2</b>	<b>56416397</b>		



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Abstain			
					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Members Voting	No. of Members Voting	No. of Members Voting
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes				
3	3	To appoint Statutory Auditors and fix their remuneration.	Ordinary	Remote E-Voting	108	119183700	99.99%	1	25	0.01%	1	5164397		
				Poll at AGM	90	101897250	100%	0	0	0	0	0		
				<b>Total</b>	<b>198</b>	<b>221080950</b>	<b>99.99%</b>	<b>1</b>	<b>25</b>	<b>0.01%</b>	<b>1</b>	<b>5164397</b>		
4	4	To approve offer or invitation to subscribe to the Non- Convertible Debentures on private placement basis	Special	Remote E-Voting	101	119084660	99.92%	8	99065	0.08%	1	5164397		
				Poll at AGM	90	101897250	100%	0	0	0	0			
				<b>Total</b>	<b>191</b>	<b>220981910</b>	<b>99.96%</b>	<b>8</b>	<b>99065</b>	<b>0.04%</b>	<b>1</b>	<b>5164397</b>		





Nominal / Face Value per Share Rs. 2.

SR. NO.	FOLIO/ DP-ID	BALLOT PAPER NO.	NAME OF THE SHAREHOLDERS	TOTAL NO. OF SHARES HELD	Resolution No. 1 of Notice			Resolution No. 2 of Notice			Resolution No. 3 of Notice			Resolution No. 4 of Notice		
					Valid			Valid			Valid			Valid		
					FOR	AGAINST	ABSTAIN	FOR	AGAINST	ABSTAIN	FOR	AGAINST	ABSTAIN	FOR	AGAINST	ABSTAIN
1	IN30051310569820	1	LATA BHARAT NEGANDHI	1	1	0	0	1	0	0	1	0	0	1	0	0
2	IN30051320648838	2	SURENDRA S BALLIGA	221	221	0	0	221	0	0	221	0	0	221	0	0
3	IN30226914376200	3	BHAYAKALA NEMKUMAR BHANDARI	200000	200000	0	0	200000	0	0	200000	0	0	200000	0	0
4	IN30226910444344	4	RASHMI GANESH GAVAS	825	825	0	0	825	0	0	825	0	0	825	0	0
5	IN30001110291563	5	SHOBHA ASHOK BHARNE	10	10	0	0	10	0	0	10	0	0	10	0	0
6	IN30373510001518	6	KIRTI SHAH	11	11	0	0	11	0	0	11	0	0	11	0	0
7	1302820000002514	7	SMITA BHARAT SHAH	3	3	0	0	3	0	0	3	0	0	3	0	0
8	IN30226913546559	8	VENKATARAMAN RAJAMANI	19862510	19862510	0	0	19862510	0	0	19862510	0	0	19862510	0	0
9	IN30226910154527	9	ORPHEUS TRADING PVT LTD	300000	300000	0	0	300000	0	0	300000	0	0	300000	0	0
10	IN30226912129059	10	BHARAT AGRAWAL	140500	140500	0	0	140500	0	0	140500	0	0	140500	0	0
11	1202700000216180	11	ANIL CHAMPAKAL PAREKH	1	1	0	0	1	0	0	1	0	0	1	0	0
12	IN30226914569477	12	MILIND RAMESH GANDHI	1000	1000	0	0	1000	0	0	1000	0	0	1000	0	0
13	1204470001259343	13	TUSHAR VIKRAM BOPCHE	1015	1015	0	0	1015	0	0	1015	0	0	1015	0	0
14	1204470000632549	14	KUNAL MUKUND THAKKAR	2100	2100	0	0	2100	0	0	2100	0	0	2100	0	0
15	IN30226910873757	15	ARDENT IMPEX PVT LTD	2700000	2700000	0	0	2700000	0	0	2700000	0	0	2700000	0	0
16	12044700006671851	16	ANIRUDDHA DANGE	2122631	2122631	0	0	2122631	0	0	2122631	0	0	2122631	0	0
17	IN30226910026510	17	R VENKATARAMAN	46922	46922	0	0	46922	0	0	46922	0	0	46922	0	0
18	1204470006299582	18	DHANASHRI RANE	500	500	0	0	500	0	0	500	0	0	500	0	0
19	IN30226914397555	19	PRABODH AGRAWAL	121019	121019	0	0	121019	0	0	121019	0	0	121019	0	0
20	IN30226910061129	20	ANIL NELSON MASCARENHAS	64401	64401	0	0	64401	0	0	64401	0	0	64401	0	0
21	1204470005635492	21	NITIN CHHABRA	4600	4600	0	0	4600	0	0	4600	0	0	4600	0	0
22	IN30226914021361	22	NIPUN GOEL	1346169	1346169	0	0	1346169	0	0	1346169	0	0	1346169	0	0
23	IN30226910067159	23	PINKESH KANTILAL SONI	1115	1115	0	0	1115	0	0	1115	0	0	1115	0	0
24	IN30226910326403	24	KEYUR KIRIT SHAH	50	50	0	0	50	0	0	50	0	0	50	0	0
25	IN30226910118388	25	JANVI DEVAING DESAI	13250	13250	0	0	13250	0	0	13250	0	0	13250	0	0
26	IN30226914643040	26	ABHISHEK NEMKUMAR BHANDARI	200000	200000	0	0	200000	0	0	200000	0	0	200000	0	0
27	IN30018313304347	27	VIKAS CHANDRAKANT DAKWE	15	15	0	0	15	0	0	15	0	0	15	0	0
28	IN30099910044886	28	LEKHA SATISH SHAH	1	1	0	0	1	0	0	1	0	0	1	0	0
29	1204470000634945	29	ANUPAM GUPTA	1000	1000	0	0	1000	0	0	1000	0	0	1000	0	0
30	IN30051323257325	30	MEENA MAHESHBHAI NARIELWALA	1	1	0	0	1	0	0	1	0	0	1	0	0
31	1204470001714587	31	HARSHAVARDHAN SHRIRISHNA DOLE	88100	88100	0	0	88100	0	0	88100	0	0	88100	0	0
32	1205140000090218	32	CELESTINE ELIZABETH MASCARENHAS	14	14	0	0	14	0	0	14	0	0	14	0	0
33	IN30226914700571	33	RAIKUMAR PANDEY	50	50	0	0	50	0	0	50	0	0	50	0	0
34	IN30099910044878	34	SATISH JAYANTILAL SHAH	1	1	0	0	1	0	0	1	0	0	1	0	0
35	IN30197510000014	35	TUSHAR D.SODHA	50	50	0	0	50	0	0	50	0	0	50	0	0
36	IN30226912128940	36	DEVENDRA KUMAR TIWARI	565	565	0	0	565	0	0	565	0	0	565	0	0
37	IN30088814261023	37	HEMI LEKHRAJ TULJANI	500	500	0	0	500	0	0	500	0	0	500	0	0
38	IN30226910324957	38	SANGEETA MAHABHESHWAR KOLAMBKAR	1395	1395	0	0	1395	0	0	1395	0	0	1395	0	0
39	IN30226911922444	39	GAJENDRA SINGH	9400	9400	0	0	9400	0	0	9400	0	0	9400	0	0
40	IN30226914490962	40	RAMESH VALLABHJI VORA	31656	31656	0	0	31656	0	0	31656	0	0	31656	0	0
41	IN30051310127907	41	ANIL BABUBHAI MEHTA	2	2	0	0	2	0	0	2	0	0	2	0	0
42	1204470007894226	42	BHAVIN ROHIT RAJPUT	500	500	0	0	500	0	0	500	0	0	500	0	0
43	IN30226913843379	43	ASHISH TRIVEDI	240	240	0	0	240	0	0	240	0	0	240	0	0
44	1302820000002155	44	BHARAT MULCHAND SHAH	6	6	0	0	6	0	0	6	0	0	6	0	0
45	IN30051307894848	45	SANGEETA BABUBHAI MEHTA	2	2	0	0	2	0	0	2	0	0	2	0	0
46	IN3022691443985	46	PARINDAM CHANDA	9280	9280	0	0	9280	0	0	9280	0	0	9280	0	0


  
 FCS 7175  
 CP 7809  
 COMPANY SECRETARY  
 22/1/17



## Nominal / Face Value per Share Rs. 2.

SR. NO.	FOLIO/ DP-ID	BALLOT PAPER NO.	NAME OF THE SHAREHOLDERS	TOTAL NO. OF SHARES HELD	Resolution No. 1 of Notice			Resolution No. 2 of Notice			Resolution No. 3 of Notice			Resolution No. 4 of Notice		
					Valid			Valid			Valid			Valid		
					FOR	AGAINST	ABSTAIN	FOR	AGAINST	ABSTAIN	FOR	AGAINST	ABSTAIN	FOR	AGAINST	ABSTAIN
47	IN30051319606398	47	SHEELA MEHTA	1	1	0	0	1	0	0	1	0	0	1	0	0
48	IN30226914514998	48	MANDAR RAMESH DEOKAR	1000	1000	0	0	1000	0	0	1000	0	0	1000	0	0
49	IN30226911907436	49	VASUDEV JAGANNATH NUGGEHALI	2100000	2100000	0	0	2100000	0	0	2100000	0	0	2100000	0	0
50	IN30226913710256	50	MAMTA DIGVIJAY SINGH	100	100	0	0	100	0	0	100	0	0	100	0	0
51	IN30074910245013	51	MADHUKAR DAHYABHAI MISTRY	30	30	0	0	30	0	0	30	0	0	30	0	0
52	1203760000175438	52	RAJENDRAPRASAD DEVPRASAD JOSHI	5	5	0	0	5	0	0	5	0	0	5	0	0
53	1203760000174206	53	PRIYESH R JOSHI	5	5	0	0	5	0	0	5	0	0	5	0	0
54	IN30051323071026	54	RONALD FERNANDES	5	5	0	0	5	0	0	5	0	0	5	0	0
55	IN30226910312058	55	LALIT DUBEY	100	100	0	0	100	0	0	100	0	0	100	0	0
56	IN30226910327092	56	ADITYA PRATAP SINGH SISODIA	23856	23856	0	0	23856	0	0	23856	0	0	23856	0	0
57	IN30226911918450	57	H NEMKUMAR	2105700	2105700	0	0	2105700	0	0	2105700	0	0	2105700	0	0
58	1204470000203241	58	RUPALI RAJESH MAHADIK	20	20	0	0	20	0	0	20	0	0	20	0	0
59	IN30226914378588	59	DEVESH SANJAY AGARWAL	11000	11000	0	0	11000	0	0	11000	0	0	11000	0	0
60	IN30226910321975	60	ASHWIN HARISH WADIA	4300	4300	0	0	4300	0	0	4300	0	0	4300	0	0
61	IN30226914679385	61	CHINTAN MUKESH KOTAK	1000	1000	0	0	1000	0	0	1000	0	0	1000	0	0
62	1204470007832743	62	RONIL NARENDRA BANDARKAR	150	150	0	0	150	0	0	150	0	0	150	0	0
63	IN30267933212289	63	KISHANLAL D MAHAJAN	1	1	0	0	1	0	0	1	0	0	1	0	0
64	IN30226913078563	64	SHEFALI RISHIKESH JOSHI	2500	2500	0	0	2500	0	0	2500	0	0	2500	0	0
65	IN30226914372887	65	VIRAL K CHHADVA	11000	11000	0	0	11000	0	0	11000	0	0	11000	0	0
66	1204470004949838	66	AVI VISHAN MEHTA	10000	10000	0	0	10000	0	0	10000	0	0	10000	0	0
67	1204470000794018	67	VISHWAMURALI IYER	30000	30000	0	0	30000	0	0	30000	0	0	30000	0	0
68	1204470000000097	68	NAYAN LALIT PANCHAL	500	500	0	0	500	0	0	500	0	0	500	0	0
69	IN30226910873600	69	ORPHEUS TRADING PVT LTD	1000000	1000000	0	0	1000000	0	0	1000000	0	0	1000000	0	0
70	IN30267933212254	70	SHAKUNTLADEVI K MAHAJAN	1	1	0	0	1	0	0	1	0	0	1	0	0
71	IN30090710302963	71	JASHWANTI PRATAP SINH NEGAANDHI	1	1	0	0	1	0	0	1	0	0	1	0	0
72	IN30122510229836	72	CHRISTOPHER CARNEIRO ALPHONSO	74	74	0	0	74	0	0	74	0	0	74	0	0
73	1204470007461775	73	TANWAR HEMIKA	500	500	0	0	500	0	0	500	0	0	500	0	0
74	IN30267933314087	74	VASUDHA VIKAS DAKWE	4	4	0	0	4	0	0	4	0	0	4	0	0
75	1201750000083651	75	DINESH GOPALDAS BHATIA	10	10	0	0	10	0	0	10	0	0	10	0	0
76	IN30226912040832	76	NARENDRA DESHMAL JAIN	55500	55500	0	0	55500	0	0	55500	0	0	55500	0	0
77	IN30226910325481	77	UTKARSH MEWALAL PRAJAPATI	17900	17900	0	0	17900	0	0	17900	0	0	17900	0	0
78	IN30226914502868	78	PAYAL MAHESH SOMANI	250	250	0	0	250	0	0	250	0	0	250	0	0
79	IN30226912454838	79	DINESH MAHABIRPRASAD TANWAR	500	500	0	0	500	0	0	500	0	0	500	0	0
80	IN30226910329799	80	SANDEEP JITENDRA BHATT	23050	23050	0	0	23050	0	0	23050	0	0	23050	0	0
81	IN300450146663311	81	AMAR KIRTI AMBANI	55055	55055	0	0	55055	0	0	55055	0	0	55055	0	0
82	IN30226910328956	82	AMAR KIRTI AMBANI	272000	272000	0	0	272000	0	0	272000	0	0	272000	0	0
83	1204470007681863	83	VALERIAN DOLPHIE BARBOZA	12500	12500	0	0	12500	0	0	12500	0	0	12500	0	0
84	IN30048414056667	84	VALERIAN DOLPHIE BARBOZA	55000	55000	0	0	55000	0	0	55000	0	0	55000	0	0
85	IN30226911343757	85	MADHU N JAIN	17000000	17000000	0	0	17000000	0	0	17000000	0	0	17000000	0	0
86	IN30226913171169	86	NIRMAL BHANWARLAL JAIN	51252000	51252000	0	0	51252000	0	0	51252000	0	0	51252000	0	0
87	IN30226910033296	87	ADITI ATHAVANKAR	200000	200000	0	0	200000	0	0	200000	0	0	200000	0	0
88	1204720002659937	88	ARUN KUMAR PURWAR	100000	100000	0	0	100000	0	0	100000	0	0	100000	0	0
89	120277000008733	89	KRANTI R SINHA	115000	115000	0	0	115000	0	0	115000	0	0	115000	0	0
90	IN30159546168552	90	NILESH SHIVJI VIKAMSEY	165000	165000	0	0	165000	0	0	165000	0	0	165000	0	0
			Total	101897250	101897250	0	0	50645250	0	0	51252000	0	0	101897250	0	0







**Summary of the proceedings of the 22<sup>nd</sup> Annual General Meeting of IIFL Holdings Limited held on July 22, 2017**

**Venue:** Hall of Harmony, Nehru Center, Dr. Annie Besant Road, Worli, Mumbai – 400018

**Time:** 4.30 p.m.

The Company Secretary welcomed all the Shareholders present. He informed the Shareholders the quorum of directors, presence of Statutory Auditors and presence of requisite quorum. He further informed the Shareholders the proxies and letters of authority received by the Company. The shareholders were apprised about the availability of statutory registers for inspection.

The requisite quorum being present, the Company Secretary requested the Chairman of the Board to take the chair.

The Chairman welcomed the Shareholders. On the request of the Chairman, Managing Director, Mr. R Venkataraman introduced the Director sitting on the dais.

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

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

The Chairman enlightened the Shareholders the availability of voting by poll for those present in the meeting and who have not cast their votes through e-voting. This time the Company has engaged Central Depository Services (India) Limited for conducting the e-voting. The e-voting period opened on Wednesday, July 19, 2017 at 9.00 a.m. and concluded on July, 21, 2017 at 5.00 p.m.

The Chairman proceeded 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 reply on the basis of queries and enquiries raised by the Members.

Thereafter, the poll was demanded and the Members were informed by the Chairman about the appointment of Scrutinizer Mr. Mahesh Darji, Practising Company Secretary as the Scrutinizer for e-voting under Section 108 of the Companies Act, 2013 and also for the Poll process at the AGM.

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 Company website and also be forwarded to the Stock Exchange's in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015.

IIFL Holdings Limited  
CIN : L74999MH1995PLC093797

Corporate Office – IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 Tel: (91-22) 4249 9000 .Fax: (91-22) 40609049  
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







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

The following items of business as per the Notice of the AGM were transacted at the meeting:

Item No.	Item Description	Resolution Type	Result
1	Approval of Standalone and Consolidated Financial Statements of the Company for the financial year 2016-17 along with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Passed with requisite majority
2	Appointment of Mr. Nirmal Jain (DIN: 00010535) as Director, who retires by rotation and, being eligible, offers himself for reappointment.	Ordinary	Passed with requisite majority
3	Appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration Number 117366W / W100018) as Statutory Auditors of the Company to hold office from the conclusion of 22 <sup>nd</sup> Annual General Meeting (AGM) till the conclusion of the 27 <sup>th</sup> AGM of the Company to be held in the year 2022 subject to the ratification by members at every AGM till 27 <sup>th</sup> AGM.	Ordinary	Passed with requisite majority
4	Approval of offer or invitation to subscribe to the Non-Convertible Debentures on private placement basis up to a limit of Rs. 2,000 Crores.	Special	Passed with requisite majority



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