

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L74140MH2008PLC177884

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCI8294C

(ii) (a) Name of the company

IIFL WEALTH MANAGEMENT LI

(b) Registered office address

IIFL Centre, Kamala City
Senapati Bapat Marg, Lower Parel
Mumbai
Maharashtra
400013

(c) *e-mail ID of the company

Secretarial@iiflw.com

(d) *Telephone number with STD code

02239585600

(e) Website

<https://www.iiflwealth.com>

(iii) Date of Incorporation

17/01/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National stock Exchange Ltd	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

14/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K7	Financial Advisory, brokerage and Consultancy Services	70
2	K	Financial and insurance Service	K8	Other financial activities	0

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

17

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	IIFL WEALTH DISTRIBUTION SE	U45201MH1995PLC228043	Subsidiary	100

2	IIFL ASSET MANAGEMENT LIM	U74900MH2010PLC201113	Subsidiary	100
3	IIFL WEALTH PRIME LIMITED	U65990MH1994PLC080646	Subsidiary	100
4	IIFL WEALTH PORTFOLIO MAN	U74120MH2011PLC219930	Subsidiary	100
5	IIFL TRUSTEE LIMITED	U74990MH2009PLC193063	Subsidiary	100
6	IIFL INVESTMENT ADVISER AND	U74990MH2010PLC211334	Subsidiary	100
7	IIFL WEALTH SECURITIES IFSC L	U65999GJ2018PLC102974	Subsidiary	100
8	IIFL WEALTH ALTIORE LIMITED	U74999KA2016PLC097306	Subsidiary	100
9	IIFLW CSR FOUNDATION	U80102MH2020NPL336251	Subsidiary	100
10	IIFL WEALTH CAPITAL MARKET	U67190MH2013PLC240261	Subsidiary	100
11	IIFL Asset Management (Mauri		Subsidiary	100
12	IIFL Private Wealth Manageme		Subsidiary	100
13	IIFL Inc.		Subsidiary	100
14	IIFL Capital (Canada) Ltd.		Subsidiary	100
15	IIFL (Asia) Pte. Ltd.		Subsidiary	100
16	IIFL Capital Pte. Ltd.		Subsidiary	100
17	IIFL Securities Pte. Ltd.		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	132,650,000	87,882,770	87,882,770	87,882,770
Total amount of equity shares (in Rupees)	265,300,000	175,765,540	175,765,540	175,765,540

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				

Number of equity shares	132,650,000	87,882,770	87,882,770	87,882,770
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	265,300,000	175,765,540	175,765,540	175,765,540

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	39,519	87,141,523	87181042	174,362,084	174,362,084	
Increase during the year	0	705,055	705055	1,403,456	1,403,456	304,434,928
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	701,728	701728	1,403,456	1,403,456	304,434,928

vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	3,327	3327			
Converted Physical to DEMAT						
Decrease during the year	3,327	0	3327	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	3,327		3327			
Converted Physical to DEMAT						
At the end of the year	36,192	87,846,578	87882770	175,765,540	175,765,540	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE466L01020

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,377,805,489

(ii) Net worth of the Company

24,297,215,188

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	19,424,708	22.1	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others Person Acting in Concert	721,428	0.82	0	
	Total	20,146,136	22.92	0	0

Total number of shareholders (promoters)

14

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	7,563,971	8.61	0	
	(ii) Non-resident Indian (NRI)	2,085,982	2.37	0	
	(iii) Foreign national (other than NRI)	21,214	0.02	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	300,000	0.34	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	21,269,527	24.2	0	
7.	Mutual funds	1,321,514	1.5	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	693,328	0.79	0	
10.	Others Foreign Companies , Altern	34,481,098	39.24	0	

	Total	67,736,634	77.07	0	0
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Total number of shareholders (other than promoters)

20,818

**Total number of shareholders (Promoters+Public/
Other than promoters)**

20,832

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ABS DIRECT EQUITY FUND	STANDARD CHARTERED BANK Sec			20,828	0.02
ABU DHABI INVESTMENT	JPMORGAN CHASE BANK N.A. IND			249,414	0.28
BANK MUSCAT INDIA	HSBC SECURITIES SERVICES 11TH F			1,799,746	2.05
JNL/FRANKLIN TEMPLETON	JPMORGAN CHASE BANK N.A. IND			414,992	0.47
KBC EQUITY FUND	HSBC SECURITIES SERVICES 11TH F			21,241	0.02
OREGON PUBLIC EMPLOYEES	DEUTSCHE BANK AG, DB HOUSE H			906	0
STATE STREET GLOBAL	DEUTSCHE BANK AG, DB HOUSE H			4,034	0
STATE STREET GLOBAL	DEUTSCHE BANK AG, DB HOUSE H			40,516	0.05
STATE STREET MSCI EM	DEUTSCHE BANK AG DB HOUSE, H			15,026	0.02
WORLD EX U.S. TARGET	CITIBANK N.A. CUSTODY SERVICES			4,689	0
AL MEHWAR COMMERCIAL	DEUTSCHE BANK AG, DB HOUSE H			128,156	0.15
ALLIANZ GLOBAL INVEST	JPMORGAN CHASE BANK N.A. IND			1,829	0
ASHOKA INDIA OPPORTUNITIES	HSBC SECURITIES SERVICES 11TH F			67,500	0.08
AURIGIN MASTER FUND	WALKERS CORPRATE LIMITED CAY			8,000	0.01
CAPITAL GROUP CAPITAL	DEUTSCHE BANK AG, DB HOUSE H			1,190	0
EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			4,459	0.01
EMERGING MARKETS FUND	DEUTSCHE BANK AG, DB HOUSE H			16,213	0.02
FIRST STATE INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			6,445	0.01
NORTHERN TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES			35,019	0.04
SUNDARAM INDIA MID-CAP	HSBC SECURITIES SERVICES 11TH F			45,228	0.05

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
WASHINGTON STATE	DEUTSCHE BANK AG, DB HOUSE H			464	0
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			4,888	0.01
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			28	0
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			8,858	0.01
ISHARES INDIA SC MA	CITIBANK N.A. CUSTODY SERVICES			63,408	0.07

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	14	14
Members (other than promoters)	22,415	20,818
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	2	1	3	0.28	12.44
B. Non-Promoter	0	5	0	5	0	0.03
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0.03
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	2	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0

Total	2	9	1	10	0.28	12.47
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Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 13

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Nilesh Vikamsay	00031213	Director	23,571	
Venkataraman Rajamar	00011919	Director	1,349,204	
Nirmal Bhanwarlal Jain	00010535	Director	6,228,856	
Geeta Mathur	02139552	Director	0	
Karan Bhagat	03247753	Managing Director	245,911	
Yatin Shah	03231090	Director	3,356,490	
Shantanu Rastogi	06732021	Nominee director	0	
Sandeep Naik	02057989	Nominee director	0	
Subbaraman Narayan	00094081	Director	0	
Pankaj Vaish	00367424	Director	0	
Gopalakrishnan Soundar	05242795	Director	0	
Amit Bhandari	AMBPB7802Q	Company Secretary	0	
Mihir Nanavati	AABPN3417B	CFO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Amit Bhandari	AMBPB7802Q	Company Secretary	02/02/2021	Appointment
Ashutosh Naik	ABXPN8173B	Company Secretary	14/10/2020	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General meeting	11/09/2020	22,965	53	12.6

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/06/2020	11	11	100
2	13/08/2020	11	11	100
3	14/08/2020	11	11	100
4	19/08/2020	11	11	100
5	28/10/2020	11	11	100
6	25/11/2020	11	10	90.91
7	02/02/2021	11	10	90.91

C. COMMITTEE MEETINGS

Number of meetings held

21

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	10/06/2020	4	4	100
2	Audit Committee	11/06/2020	4	4	100
3	Audit Committee	13/08/2020	4	4	100
4	Audit Committee	14/08/2020	4	4	100
5	Audit Committee	19/08/2020	4	4	100
6	Audit Committee	27/10/2020	4	4	100
7	Audit Committee	01/02/2021	4	4	100
8	Corporate Social Responsibility Committee	11/06/2020	4	4	100
9	Corporate Social Responsibility Committee	25/11/2020	4	2	50

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	Corporate Soc	23/03/2021	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	14/09/2021
								(Y/N/NA)
1	Nilesh Vikams	7	7	100	20	20	100	Yes
2	Venkataramar	7	7	100	9	9	100	Yes
3	Nirmal Bhanwa	7	6	85.71	5	4	80	Yes
4	Geeta Mathur	7	7	100	17	17	100	Yes
5	Karan Bhagat	7	7	100	11	10	90.91	Yes
6	Yatin Shah	7	7	100	1	0	0	Yes
7	Shantanu Ras	7	7	100	15	15	100	Yes
8	Sandeep Naik	7	7	100	5	5	100	Yes
9	Subbaraman M	7	6	85.71	0	0	0	Yes
10	Pankaj Vaish	7	7	100	8	8	100	Yes
11	Gopalakrishna	7	7	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Karan Bhagat	Managing Direct	45,584,606			3,988,769	49,573,375
	Total		45,584,606	0	0	3,988,769	49,573,375

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Mihir Nanavati	Chief Financial Officer	15,142,176	0	5,728,000	693,529	21,563,705
2	Mr. Amit Bhandari	Company Secretary	428,802	0	0	34,124	462,926
3	Mr. Ashutosh Naik	Company Secretary	4,861,036	0	0	0	4,861,036
	Total		20,432,014	0	5,728,000	727,653	26,887,667

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Geeta Mathur	Independent Director	0	1,000,000	0	1,075,000	2,075,000
2	Mr. Nilesh Vikamsey	Independent Director	0	1,000,000	0	1,175,000	2,175,000
3	Dr. Subbaraman Narayanan	Independent Director	0	500,000	0	370,000	870,000
4	Mr. Pankaj Vaish	Independent Director	0	1,000,000	0	870,000	1,870,000
	Total		0	3,500,000	0	3,490,000	6,990,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Mehta and Mehta

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

23905

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

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dated

02/02/2021

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

YATIN
SHAH
Digitally signed by YATIN SHAH
Date: 2021.12.22
12:46:59 +05'30'

DIN of the director

03231090

To be digitally signed by

Rohit
Shrinivas
Bhase
Digitally signed by Rohit Shrinivas Bhase
Date: 2021.12.22
12:47:49 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

21409

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

MGT-8 IIFL-Signed.pdf
List of FII.pdf
List of Committee meetinf.pdf
Roc Letter.pdf

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List of committee meetings of IIFL Wealth Management Limited for FY 2020-2021

S. No.	Type of Meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance Number of members attended	% of attendance
1.	Audit Committee	10/06/2020	4	4	100
2.	Audit Committee	11/06/2020	4	4	100
3.	Audit Committee	13/08/2020	4	4	100
4.	Audit Committee	14/08/2020	4	4	100
5.	Audit Committee	19/08/2020	4	4	100
6.	Audit Committee	27/10/2020	4	4	100
7.	Audit Committee	01/02/2021	4	4	100
8.	Corporate Social Responsibility Committee	11/06/2020	4	4	100
9.	Corporate Social Responsibility Committee	25/11/2020	4	2	50
10.	Corporate Social Responsibility Committee	23/03/2021	4	4	100
11.	Nomination and Remuneration Committee	10/06/2020	4	4	100
12.	Nomination and Remuneration Committee	23/10/2020	4	4	100
13.	Risk Management Committee	10/06/2020	5	5	100
14.	Risk Management Committee	04/07/2020	5	5	100
15.	Risk Management Committee	15/07/2020	5	5	100
16.	Risk Management Committee	04/08/2020	5	5	100
17.	Risk Management Committee	01/09/2020	5	5	100
18.	Risk Management Committee	24/09/2020	5	5	100
19.	Risk Management Committee	23/10/2020	5	5	100
20.	Risk Management Committee	01/02/2021	5	5	100
21.	Stakeholder Relationship Committee	23/03/2021	3	2	66.67

IIFL Wealth Management Limited									
Details in respect of shares held by or on behalf of the Filis/ FPIs.									
Sr. No	Name Of Fil/FPI	Fil/FPI	Folio No/DP Id	Pan No.	Address	Country Of Incorporation	Regn. No. with SEBI / RBI	No. of Share	% of share holding
	ABS DIRECT EQUITY FUND LLC - INDIA 1 SERIES 1	FPI	IN30152430046260	AAGAA7382N	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI		INUSFP060218/ NA	20828	0.0237
2	ABU DHABI INVESTMENT AUTHORITY - WAY	FPI	IN30343810006101	AAACA4380N	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI		INUEFP011117/CIRCULAR NO.533	249414	0.2838
3	BANK MUSCAT INDIA FUND	FPI	IN30014210645352	AADCB4040P	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI		INMUFP205216/A.P. (DIR SERIES) CIRCULAR NO 112	1799746	2.0479
4	JNL/FRANKLIN TEMPLETON INTERNATIONAL 4 SMALL CAP FUND	FPI	IN30343810006782	AABTJ3359E	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI		INUSFP179917/CIRCULAR NO.533	414992	0.4722
5	KBC EQUITY FUND	FPI	IN30014210726315	AAFCK1306F	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI		INBEFP253315/A.P. (DIR SERIES) CIRCULAR NO. 112	21241	0.0242
6	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH 6 DIMENSIONAL FUND ADVISORS LP	FPI	IN30016710135343	AAATO2984K	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUSFP014216/NA	906	0.001
7	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	FPI	IN30016710128284	AAPTS4453E	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUSFP143615/NA	4034	0.0046
8	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	FPI	IN30016710080770	AAJTS4147D	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUSFP023316/NA	40516	0.0461
9	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	FPI	IN30016710055675	AAITS0342K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI		INUSFP022816/NA	15026	0.0171
10	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410074841	AABCW4401F	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0216-16/NA	4689	0.0053
11	AL MEHWAR COMMERCIAL INVESTMENTS LLC - (TREEFISH)	FPI	IN30016710150555	AAQCA8800K	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUEFP046518/NA	128156	0.1458
12	ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF OF ALLIANZGI-FONDS DSPT	FPI	IN30343810014255	AADAA7542B	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI		INGEFP084616/CIRCULAR NO. 533	1829	0.0021
13	ASHOKA INDIA OPPORTUNITIES FUND	FPI	IN30014210764064	AAFCI0605M	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI		INIRFP079418/A.P. (DIR SERIES) CIRCULAR NO 112	67500	0.0768
14	AURIGIN MASTER FUND LIMITED	FPI	IN30371911040274	AAPCA8860L	WALKERS CORPORATE LIMITED CAYMAN CORPORATE CENTRE 27 HOSPITAL ROAD GEORGE TOWN GRAND CAYMAN KY 19008 CAYMAN ISLANDS		INCYFP198617/ NA	8000	0.0091
15	CAPITAL GROUP CAPITAL INCOME BUILDER (CANADA)	FPI	IN30016710152895	AACTC3774H	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INCAFP073218/NA	1190	0.0014
16	EMERGING MARKETS TARGETED VALUE PORTFOLIO	FPI	IN30005410100216	AAFCE2416E	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0735-18/NA	4459	0.0051
17	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	FPI	IN30016710100587	AAAAE2450P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INIRFP027616/NA	16213	0.0184
18	FIRST STATE INVESTMENTS (CVC - FIRST STATE INDIAN SUBCONTINENT ALL-CAP FUND	FPI	IN30016710149704	AADCF3264F	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUKFP039718/NA	6445	0.0073

	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	FPI	IN30005410085015	AACTN1585B	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0952-15/NA	35019	0.0398
					HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI			INSGFP001414/A.P.(DIR SERIES) CIRCULAR NO. 112	45228	0.0515
20	SUNDARAM INDIA MIDCAP FUND	FPI	IN30014210736306	AAMTS8891B	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INUSFP098215/NA	464	0.0005
	WASHINGTON STATE INVESTMENT BOARD MANAGED BY STATE STREET GLOBAL ADVISORS GUARANTEED EDUCATION									
21	TUITION-GET	FPI	IN30016710105044	AAAIW0112B	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0317-16/NA	4888	0.0056
22	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410074905	AABCW4402G	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0827-20/ NA	28	0
23	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410112036	AADTD6744K	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUSFP172517/CIRCULAR NO 533	8858	0.0101
24	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	FPI	IN30343810016679	AAAAE3543M	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-MU-FP-0503-15/NA	63408	0.0722
25	ISHARES INDIA SC MAURITIUS COMPANY	FPI	IN30005410104453	AACCI7987F	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-1649-15/NA	4525	0.0051
26	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	FPI	IN30005410080999	AAATJ9049G	C/O KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS, INFINITY PARK GEN. AK					
27	PREMIER INVESTMENT FUND LIMITED	FPI	IN30317320000220	AACCP9387L	VAIDYA MARG, MALAD E, MUMBAI			INMUFP067016/.	107497	0.1223
28	VIRGINIA RETIREMENT SYSTEM	FPI	IN30016710130865	AAATV3654P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INUSFP158315/NA	2330	0.0027
29	AL MEHWAR COMMERCIAL INVESTMENTS LLC - (WHITING)	FPI	IN30016710149552	AAQCA8800K	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUEFP038918/NA	167000	0.19
30	AMERICAN FUNDS INSURANCE SERIES GLOBAL SMALL CAPITALIZATION FUND	FPI	IN30016710020518	AAATA5708K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUSFP274716/NA	677558	0.771
31	CAPITAL GROUP CAPITAL INCOME BUILDER (LUX)	FPI	IN30343810017245	AAHCC6626L	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INLUFP060018/CIRCULAR NO 533	1279	0.0015
32	CAPITAL GROUP INTERNATIONAL EQUITY FUND (CANADA)	FPI	IN30016710044664	AAATC9692G	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INCAFP213615/NA	124269	0.1414
33	CAPITAL INCOME BUILDER	FPI	IN30343810005814	AABTC1736A	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUSFP183916/CIRCULAR NO.533	516931	0.5882
34	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	FPI	IN30016710049693	AAACC9040K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUSFP083617/NA	26184	0.0298
35	DFA INTERNATIONAL VECTOR EQUITY FUND	FPI	IN30152430049709	AABTD3519Q	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI			INCAFP268815/ NA	1515	0.0017
36	DIMENSIONAL EMERGING MARKETS VALUE FUND	FPI	IN30005410040054	AACCD1578M	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0337-16/N.A.	303667	0.3455
37	DORIC ASIA PACIFIC SMALL CAP (MAURITIUS) LIMITED	FPI	IN30016710049074	AACCD8654J	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INMUFP342716/NA	75878	0.0863
38	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	FPI	IN30016710156689	AACCD1506B	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INUKFP032216/ NA	12739	0.0145

39	FIRST STATE INDIAN SUBCONTINENT FUND	FPI		IN30014210558927	AAATF1850H	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI			INIRFP002917/A.P. (DIR SERIES) CIRCULAR NO 112	406712	0.4628
40	HWIC ASIA FUND CLASS A SHARES	FPI		IN30016710012117	AAACO4504G	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INMUFP286716/EC.CO.FI/2207/11.01.02(15 6)/2000-2001	4051790	4.6104
41	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC-FIRST STATE INVESTMENTS	FPI		IN30016710126231	AADCC1811B	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INCAFP072815/NA	361365	0.4112
42	INTERNATIONAL LIMITED	FPI		IN30343810003801	AAEFC2567J	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUSFP264915/CIRCULAR NO. 533	386833	0.4402
43	CAPITAL GROUP INTERNATIONAL ALL COUNTRIES EQUITY TRUST (US)	FPI		IN30005410032536	AABTC0471C	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0652-14/NA	5336	0.0061
44	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	FPI		IN30005410013410	AACCD1644G	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0314-16/N.A.	154076	0.1753
45	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	FPI		IN30005410017712	AABCE6264C	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0315-16/N.A.	13436	0.0153
46	EMERGING MARKETS CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI		IN30005410105132	AADC13486J	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-IR-FP-2571-16/NA	10269	0.0117
47	ISHARES MSCI EM SMALL CAP UCITS ETF	FPI		IN30016710109545	AAHCM6849F	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INIRFP300816/NA	2847	0.0032
48	MGI EMERGING MARKETS EQUITY FUND-DIMENSIONAL FUND ADVISORS LTD.	FPI		IN30343810015452	AACTP9572E	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INCHFP001517/CIRCULAR NO. 533	12002	0.0137
49	PUB EQUITIES EMERGING MARKETS 1	FPI				STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI			INLUFP072218/.	127603	0.1452
50	SAMARANG UCITS - SAMARANG ASIAN PROSPERITY	FPI		IN30152430046501	ABACS4585N	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI			INNLFPP198216/A.P.(DIR SERIES) CIRCULAR NO 112	6981	0.0079
51	STICHTING PENSIOENFONDS RAIL & OPENBAAR VERVOER	FPI		IN30014210565215	AAJCS3620C	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INAUFP165017/NA	2388	0.0027
52	SUNSUPER SUPERANNUATION FUND	FPI		IN30016710096503	AAKTS6613F	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-2719-16/N.A.	785	0.0009
53	UTAH STATE RETIREMENT SYSTEMS	FPI		IN30005410023614	AAATU2901Q	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUSFP117816/NA	14015	0.0159
54	ALASKA PERMANENT FUND	FPI		IN30016710021055	AADTA7800K	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI			INSGFP032815/A.P.(DIR SERIES) CIRCULAR NO.112	24317	0.0277
55	CLSA GLOBAL MARKETS PTE. LTD. EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	FPI		IN30014210735764	AAFCC6617F	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUSFP172617/CIRCULAR NO 533	98658	0.1123
56	INTERNATIONAL MONETARY FUND - MANAGER A	FPI		IN30343810016687	AAAAE3545P	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-2878-16/ NA	2138	0.0024
57	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	FPI		IN30005410112315	EXEMPTCATG	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-MU-FP-0519-15/NA	12595	0.0143

78	ASHOKA INDIA EQUITY INVESTMENT TRUST PLC	FPI	IN30317320166348	AARCA1003B	KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI BLDG N. 21 2ND FLR ZONE I CUSTODY SERV'S INFINITY PARK GEN A.K.VAIDYA MARG MALAD E MUMBAI			INUKFP042518/ NA	50500	0.0575
79	BAVARIA INDUSTRIES GROUP AG	FPI	IN30317320238372	AAICB3913A	KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI BLDG N. 21 2ND FLR ZONE I CUSTODY SERV'S INFINITY PARK GEN A.K.VAIDYA MARG MALAD E MUMBAI			INGEFP006720/ NA	268217	0.3052
80	BVK PERSONALVORSORGE DES KANTONS ZURICH	FPI	IN30343810014327	AACTB5009N	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INCHFP113016/CIRCULAR NO. 533	4004	0.0046
81	CITY OF NEW YORK GROUP TRUST	FPI	IN30016710030167	AAATC8419K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUSFP213516/NA	36131	0.0411
82	DFA INTERNATIONAL CORE EQUITY FUND	FPI	IN30152430049717	AABTD3438N	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI			INCAFP268915/ NA	3064	0.0035
83	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	FPI	IN30016710128022	AAFCDD1235L	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INIRFP127115/NA	2091	0.0024
84	ISHARES CORE MSCI EM IMI UCITS ETF	FPI	IN30005410105204	AADCI7836E	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-IR-FP-0734-15/NA	76626	0.0872
85	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	FPI	IN30005410009298	AAATL3381R	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-1757- 17/EC.CO.FII/691/11.01.02(723)/2003-04	5863	0.0067
86	POLUS GLOBAL FUND	FPI	IN30134820032456	AAHCP1682K	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI			INMUFP016615/220713/7	10555	0.012
87	SPDR S AND P EMERGING MARKETS ETF	FPI	IN30016710031520	AAGTS4584D	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUSFP131416/NA	7654	0.0087
88	WF ASIAN RECONNAISSANCE FUND LIMITED	FPI	IN30005410078385	AABCW5771E	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-CY-FP-0547-14/NA	2698851	3.071
89	THE EMERGING MARKETS SERIES OF THE DFA INVESTMENT TRUST COMPANY	FPI	IN30005410013250	AAATD7822R	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-US-FP-0338-16/NA	12873	0.0146
90	TT ASIA-PACIFIC EQUITY FUND	FPI	IN30005410093525	AAECT8207N	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			IN-IR-FP-0746-17/NA	65374	0.0744
91	PUB EQUITIES EMERGING MARKETS 2	FPI	IN30343810015477	AACTP9573F	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INCHFP001417/CIRCULAR NO. 533	11074	0.0126
92	PUBLIC EMPLOYEES RETIREMENT SYSTEM TRUSTEE OF THE SHELL CONTRIBUTORY PENSION FUND	FPI	IN30343810012152	AAATP5186E	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUSFP130016/CIRCULAR NO. 533	9657	0.011
93	SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF THE SHELL CONTRIBUTORY PENSION FUND	FPI	IN30343810006941	AAETS177Q	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUKFP044415/CIRCULAR NO.53	3944	0.0045
94	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	FPI	IN30016710047132	AAHTS6002P	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			INUSFP022916/NA	8515	0.0057
95	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	FPI	IN30016710146165	AADCT1007C	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			INUSFP242917/NA	8738	0.0099
96	THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUSTPLC	FPI	IN30343810006598	AAFCS8093R	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			INUKFP236415/CIRCULAR NO. 533	472698	0.5379

97	INDIA PREMIUM FUND	FPI	IN30152430039917	AACCI1262K	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI		INMUFP009714/.	1490	0.0017
98	ISHARES CORE EMERGING MARKETS MAURITIUS CO	FPI	IN30005410105077	AADC1923N	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-MU-FP-0520-15/NA	313426	0.3566
99	ISHARES CORE TOTAL INTERNATIONAL STOCK MAURITIUS CO	FPI	IN30005410105085	AADC1924M	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-MU-FP-0521-15/NA	28491	0.0324
100	JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST	FPI	IN30005410078971	AAATJ9048H	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0382-15/NA	2557	0.0029
101	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	FPI	IN30014210743212	AABTP6710H	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI		INUSFP216615/A.P.(DIR SERIES) CIRCULAR NO.112	1254	0.0014
102	SA EMERGING MARKETS VALUE FUND	FPI	IN30016710041027	AAHTS0854M	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI		INUSFP116216/NA	3625	0.0041
103	SMALLCAP WORLD FUND, INC	FPI	IN30016710020915	AABCS3581L	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI		INUSFP026316/NA	4350654	4.9505
104	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	FPI	IN30016710121383	AAUCS9527P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INIRFP026114/NA	6168	0.007
105	STICHTING SHELL PENSIOENFONDS T.A. WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30343810006932	AACT57576B	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI		INNLF023317/CIRCULAR NO.533	7401	0.0084
106	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST	FPI	IN30005410025384	AACT9049F	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0316-16/NA	9641	0.011
107	COMPANY	FPI	IN30005410013268	AAATD7768G	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0339-16/NA	196217	0.2233

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
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AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **IIFL Wealth Management Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under **for the financial year ended on March 31, 2021**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
 - 1. its status under the Act;
 - 2. maintenance of registers/records & making entries therein within the time prescribed thereof;
 - 3. filing of forms and returns as stated in the annual return with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities~~ within the prescribed time, however the company has filed e-form MGT-14 for appointment of Company Secretary & for issuance of shares through Employee Stock Options and e-form IEPF-2 for statement of unclaimed and unpaid amounts and details of Nodal Officer with payment of additional fees;

Further, as informed by the management, the Company has given necessary intimations to the Ministry of Corporate Affairs ("MCA") with respect to all the ordinary and special resolutions passed at the Annual General Meeting ("AGM") held through Video-Conferencing on September 11, 2020 under e-form MGT-15 within the prescribed timelines.




4. calling/convening/holding meetings of Board of Directors or its Committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. closure of Register of Members/Security holders, as the case may be;
6. advances/loans to its Directors and/or persons or firms or companies referred in section 185 of the Act **(during the financial year under review not applicable to the Company);**
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. ~~issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;~~
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act **(during the financial year under review not applicable to the Company);**
10. ~~declaration/payment of dividend/transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 under The Companies Act, 2013;~~
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of Directors is as per sub-sections (3), (4) and (5) thereof;
12. ~~constitution/appointment/re-appointments/retirement/filling up casual vacancies~~/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. ~~appointment/reappointment/retification/filling up casual vacancies~~ of auditors as per the provisions of Section 139 of the Act;



14. approvals required to be taken from the ~~Central Government, Tribunal, Regional Director, Registrar, Court~~ or such other authorities under the various provisions of the Act;
15. acceptance/renewal/repayment of deposits **(during the financial year under review not applicable to the Company);**
16. borrowings from bank, its Directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable**(during the financial year under review not applicable to the Company);** However, during the financial year under review, the Company has obtained approval of the shareholders to offer and issue Non-Convertible Debentures of the Company on Private Placement basis.
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company **(during the financial year under review not applicable to the Company);**

Note: Due to lockdown under COVID-19, Certification on this Form No. MGT-8 is done on the basis of the documents made available to us in the electronic form (i.e. scanned copies shared via email) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted

For **Mehta & Mehta,**
Company Secretaries,
(ICSI Unique Code P1996MH007500)


Dipti Mehta
Partner



FCS No: 3667
CP No.: 23905

Place: Mumbai
Date: August 18, 2021

UDIN: F003667C000802036