

**2<sup>nd</sup> Extraordinary General Meeting of IIFL Wealth Management Limited**  
**of FY 22-23 held on December 29, 2022**

- **Mr. Rohit Bhasse - Company Secretary - IIFL Wealth Management Limited:**
- Good evening ladies and gentlemen. Dear members, it is 4 p.m. of 29<sup>th</sup> December, 2022 and it is time to commence the meeting. First and foremost, I wish good health and a very happy new year to each one of you and to your family members. On behalf of the board of directors and the management of IIFL Wealth Management Limited, I Rohit Bhasse – Company Secretary, welcome you to the 2<sup>nd</sup> Extraordinary General Meeting of IIFL Wealth Management Limited for FY 2022-23, being held through video conferencing/other audio-visual means. In view of the circulars issued by the Ministry of Corporate Affairs and SEBI read with applicable Secretarial Standards, we are holding this meeting through video conferencing / other audio-visual means. Further, the Company has made necessary arrangement with CDSL to provide the facility for voting through remote e-voting and e-voting during the meeting and also for participation in the meeting through video conferencing and other audio-visual means on first-come, first-serve basis. All the members who have joined this meeting are by default placed on mute mode by the host to avoid any disturbance arising from the background noise and to ensure smooth and seamless conduct of this meeting.
- Once the Question & Answer session starts, the Chairman will one by one announce the names of the members who have registered themselves as a speaker shareholder. The speaker shareholder will thereafter be unmuted by the host and then the respective speaker shareholders are requested to click the Video On button. We request speaker shareholders to kindly limit their speech to the agenda related to the meeting only. During the meeting, if any member faces any technical issue, they may contact the toll-free helpline number mentioned in the Notice of the meeting, which is 1800 22 5533. I repeat, the toll-free helpline number for resolving any technical issue is 1800 22 5533. In case a shareholder is joining from outside India, please 91 as prefix.
- Further, since the proceedings of the meeting are being recorded, the members are requested to avoid disclosing any sensitive personal information. The directors including the Chairman – Mr. Nilesh Vikamsey, the Chairman of the Audit Committee and Nomination and Remuneration Committee - Ms. Geeta Mathur and other directors, are present through video conferencing from their respective locations, except Mr. Karan Bhagat, Mr. Yatin Shah and Mr. Nirmal Jain, who are unable to attend this meeting due to preoccupation. Representatives of the Statutory Auditors M/s Deloitte Haskins & Sells LLP., Chartered Accountants, the Secretarial Auditors M/s Mehta and Mehta, Practicing Company Secretaries and the Scrutinizer M/s

Nilesh Shah & Associates, are also present at the meeting through video conferencing. The requisite quorum for the meeting is present. All the requisite and relevant documents referred to in the notice and explanatory statement were made available to the members for inspection till the date of this meeting.

- Now I request Mr. Nilesh Vikamsey – Chairman, to take forward the proceedings of the meeting.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Thank you Rohit. Good afternoon ladies and gentlemen. The requisite quorum being present, I call the meeting to order. I welcome all the members to the 2<sup>nd</sup> Extraordinary General Meeting of the Company for FY 2022-23. I hope all of you are safe and in good health. Before proceeding, I would like to introduce my colleagues on the Board. Our Board consists of 10 directors – Myself, Ms. Geeta Mathur, Dr. S. Narayan and Mr. Pankaj Vaish are Independent Directors of the Board. Mr. Nirmal Jain, Mr. R. Venkatraman, Mr. Yatin Shah and Mr. Karan Bhagat form the promoter group. We have Mr. Venkat who has just currently joined us. We have Mr. Rishi Mandawat and Mr. Pavinder Singh as Additional Non-Executive Directors. We also have with us today Sanjay Wadhwa – Chief Financial Officer of the Company joining this meeting through video conferencing facility.
- Members are requested to note that those members who have not registered themselves as speakers with the Company as per the details mentioned in the notice and have any queries, are requested to write on the Question & Answer tab that is available on the screen so that all the valid queries may be addressed together after all speaker shareholders have expressed their views.
- The notice convening the meeting was already sent electronically to those members whose email ids were registered with the Company, RTA or depository participants, and therefore I take the same as read. I thank my fellow board members, our shareholders and our investors for their constant support. Let me assure you, your Company's board remains committed to maintaining high levels of corporate governance. We will continue to capitalize upon emerging opportunities and stay committed to delivering value and sustainable growth to our clients, employees and shareholders.
- Now I request Rohit to take the proceedings forward and brief the members of the Company on the resolutions put to vote on this meeting. The Company has taken adequate steps and efforts to enable members to participate and vote on items being considered in the meeting. Over to you Rohit.
- **Mr. Rohit Bhave - Company Secretary - IIFL Wealth Management Limited:**
- Thank you sir. Members may note that since this meeting is being held through video conferencing pursuant to MCA and SEBI circulars, the facility to appoint proxy to

attend and cast votes on behalf of the members is not applicable and hence the Register of Proxy is not required. Pursuant to the provisions of the Companies Act 2013 read with rules notified thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is required to provide an e-voting facility to its shareholders to enable them to cast their votes electronically for all resolutions to be passed at the general meetings. Accordingly, the Company has provided remote e-voting facility through the platform provided by CDSL to the members and also for the facility to vote during the meeting for the members who are present at the meeting through video conferencing, and have not yet cast their vote by remote e-voting. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Thursday, December 22, 2022, only shall be entitled to avail the facility of e-voting. The remote e-voting commenced on Sunday, December 25, 2022, at 9 a.m. IST and concluded on Wednesday, December 28, 2022, at 5 p.m. IST. Since the meeting is being held through video conferencing and all resolutions mentioned in the Notice have already been put to vote through e-voting, the proposing or seconding of resolutions is not required. With this, I now move the resolutions by calling the brief description of the resolution and take the resolutions as read.

- The statement annexed to the notice in connection with the special businesses contains the objective for which resolutions are proposed to be passed.
- Resolution #1 – To consider and approve the change of name of the Company from IIFL Wealth Management Limited to 360 ONE WAM Limited.
- Resolution #2 – To consider and approve appointment of Mr. Rishi Mandawat as a Non-Executive Director of the Company.
- Resolution #3 - To consider and approve appointment of Mr. Pavninder Singh as a Non-Executive Director of the Company.
- Now I request Mr. Nilesh Vikamsey – Chairman, to take the proceedings forward.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Now I would like to invite the members who had registered themselves as speaker shareholders with the Company, if they need any clarifications or have any observations with respect to the aforesaid items. I request members to restrict their speech queries only to the above listed items which Rohit had read out, as this meeting is specifically meant for the same and not to raise any other matters in any other capacity. I also request other speakers to remain muted till your names are called out.
- The 1<sup>st</sup> speaker for today's session is Bharatbhai Shah. Can we have Mr. Bharat Shah to share...

- **Ms. Smita Shah – Shareholder:**
- Hello. Nileshbhai, can you hear me?
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Yes.
- **Ms. Smita Shah – Shareholder:**
- Thank you. How are you Nileshbhai? All fine?
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Yes, thank you.
- **Ms. Smita Shah – Shareholder:**
- Thank you. Sir, I Smita Shah will speak first and Mr. Bharat Shah will speak later. Respected Chairman – Nileshbhai and other Directors, I’m Smita Shah. Firstly, I thank Rohit ji, Amit ji and the entire Secretarial Team for their good investor service. We’ve never faced a problem so far. The entire team is very hardworking. So, I would like to thank Rohit ji and his entire Secretarial Team. Secondly, this is your 2<sup>nd</sup> EGM in the year end of 2022. So, we won’t speak much, we just have to say Yes or No. Our support has always been with you. With regards to the matters of the EGM, we have always trusted you as you have always thought about the shareholders and the Company. So will full trust, we support all the matters of the resolution today. We have been meeting through video conference for the past 3 years now. Even though we’re not meeting physically, we’re virtually talking. It would be nice to have a physical meeting next year. Since you’re meeting us at the year end, I wish you and everyone all the very best for the New Year in advance. May God fulfill all your wishes. I hope to see you all physically in the AGM next year. Till then, I wish you good health. With all my support, I’d like to thank you. Sir, Mr. Bharat Shah will speak now. Thank you.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Thank you Smitaben.
- **Mr. Bharat Shah – Shareholder:**
- Can you hear me?
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Yes.
- **Mr. Bharat Shah – Shareholder:**

- Hope you're doing well.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Yes.
- **Mr. Bharat Shah – Shareholder:**
- Respected Chairman sir Nileshbhai and other Directors, my name is Bharat Shah and I've been a shareholder from the original issue time. I've been your shareholder since years. The way you have run this Company and the heights you have helped it reach, I thank you for that. I fully support the resolutions. You have always thought about the shareholders and the Company and have taken the Company to new heights. Thank you for that. I wish you health and the Company prosperity in the new year. The Company Secretary Rohit bhai and his team is very hardworking. I would like to thank Mansi ji, Amit Ji and the entire Secretarial Team. They always respect the shareholders, solve our queries, there are very hardworking and give us very good investor service, so I would really like to thank the team. Sir, since we have not met for 3 years, please keep a physical meeting next year, as it would increase our closeness. You have our full support in all the resolutions. Thank you very much sir. Thank you very much. Jai Hind! Jai Shri Krishna! Thank you.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Thank you Bharat bhai. The 3<sup>rd</sup> speaker is Mr. Mukesh Chandiramani who has listed himself. Do we have Mr. Chandiramani? He is not available. Rohit, any other question-answers on the Q&A tab?
- **Mr. Rohit Bhave - Company Secretary - IIFL Wealth Management Limited:**
- CDSL team, is there anything you can see on the chat box? I could see couple of greetings from Ms. Vasudha and Mr. Vikas, but we don't have any queries as such. CDSL team, can you also confirm?
- **CDSL Team:**
- Yes, we're seeing the same.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- If there are no further questions, then I think we'll continue. I believe the only observation of Smitaben and Bharatbhai has is on the physical meeting next year. Let's see how this new COVID wave in China and all impact us, but we'll definitely take this forward. I don't think there are any other questions to be responded to. Sanjay, anything which you noted? Any queries? I don't think Smitaben or Bharatbhai had any questions. Rohit, you can continue.

- **Mr. Rohit Bhase - Company Secretary - IIFL Wealth Management Limited:**
- Now I request members who have not already voted via e-voting system provided by CDSL, to cast their votes via e-voting facility. The instructions for the same are given in the Notice of the meeting. Members are requested to note that those members who have already voted electronically through remote e-voting, are not eligible to vote at the meeting. Members please note that e-voting facility during the meeting is open for next 15 minutes, and members are requested to vote on the proposed Resolutions No. 1, 2 and 3 as set out in the Notice of the meeting. The Company has appointed CS Nilesh Shah, Practicing Company Secretary and Partners of Nilesh Shah & Associates, Company Secretaries as scrutinizers for remote e-voting and also for the votes cast by the members during the meeting by e-voting system, to scrutinize the e-voting process in a fair and transparent manner. The results of the e-voting will be informed to the stock exchanges and will also be uploaded on the Company's website and on the website of CDSL.
- Now I request Nilesh sir to take the proceedings forward.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Thanks Rohit. I believe that all the members who are attending this meeting have voted on the resolutions. If not, the members are requested to vote on the same. I authorize the Company Secretary to accept, acknowledge and countersign the Scrutinizer's Report in connection with the meeting and declare the results of the voting in accordance with the requirements prescribed under the applicable laws. With the completion of the above, I declare the meeting as concluded. Over to you Rohit.
- **Mr. Rohit Bhase - Company Secretary - IIFL Wealth Management Limited:**
- Thank you sir. Now I offer vote of thanks to the Chair on behalf of all the shareholders and the board of directors present at the meeting.
- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Thank you Rohit. I wish a very very Happy New Year to all the shareholders who are present in this meeting, all the directors who are here, and all the executives, Sanjay, Rohit and all the other teams. I also take this opportunity to thank all the shareholders who are taking the time out to join this meeting. I thank all the board members and their other invitees for attending this meeting. With this, I along with the other members of the board and key managerial personnel, would like to conclude and leave the meeting. Thank you.
- **Mr. Rohit Bhase - Company Secretary - IIFL Wealth Management Limited:**
- Thank you sir.

- **Mr. Nilesh Vikamsey - Chairman - IIFL Wealth Management Limited:**
- Thank you Rohit.
  
- ***END OF MEETING***