

September 30, 2019

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 542772	The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 NSE Symbol: IIFLWAM
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Dear Sir/Madam,

**Sub: Disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 12<sup>th</sup> Annual General Meeting of IIFL Wealth Management Limited ("the Company").**

We wish to inform you that the 12<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of the Company was held on Monday, September 30, 2019, at 12 Noon, at Hall of Harmony, Ground Floor, Discovery of India, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

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 August 21, 2019. The detailed voting results consolidating the results of remote e-voting with the results of voting conducted 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 conducted through Poll is enclosed herewith.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at [www.iiflwealth.com](http://www.iiflwealth.com) and will also be made available on the website of Central Depository Services (India) Limited.



**IIFL WEALTH MANAGEMENT LIMITED**

Corporate & Registered Office:  
IIFL Centre, Kamala City, Senapati Bapat Marg,  
Lower Parel, Mumbai – 400 013  
TEL: (91-22) 4876 5600 | FAX: (91-22) 4875 5606

(An IIFL Group Company)

[www.iiflwealth.com](http://www.iiflwealth.com)

CIN: U74140MH2008PLC177884

Please take the same on records and acknowledge.

Thanking you,  
Yours faithfully,

For IIFL Wealth Management Limited



Ashutosh Naik

Company Secretary

Membership No: A15067

Email: [secretarial@iiflw.com](mailto:secretarial@iiflw.com)



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Sr. No.	Description	Particulars
1	Date of AGM	September 30, 2019
2	Total no. of shareholders on record date ( September 23, 2019)	23,349
3	No. of Shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group	14
	Public	71
	Total	85
4	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	Not Applicable
	Public	
	Total	


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CIN: U74140MH2008PLC177884

# NILESH SHAH & ASSOCIATES

## Company Secretaries

Ref.: \_\_\_\_\_

### Form No. MGT-13

#### Consolidated Report of Scrutinizer

[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  
12<sup>th</sup> Annual General Meeting of  
Shareholders of IIFL Wealth Management Limited  
Held on Monday, 30<sup>th</sup> September, 2019 at Hall of Harmony,  
Nehru Centre, Dr. Annie Besant Road, Worli,  
Mumbai - 400 018

Sir,

We, Nilesh Shah & Associates, Practicing Company Secretaries, represented by Mr. Nilesh Shah, (Membership No. FCS - 4554) were appointed as the Scrutinizer for the purpose of the poll taken on the resolutions (including remote e-voting) as per the Annexure attached at the Twelfth Annual General Meeting of the Equity Shareholders of IIFL Wealth Management Limited held on Monday, September 30, 2019 at 12.00 noon 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, facility of casting vote through electronic means (Insta Voting) was provided by the Company in facilitation with the Registrar and Share Transfer Agent in my presence.
2. The process of voting through electronic means i.e. poll (through Insta Vote Tab Voting) was carried out in my presence along with presence of two witnesses viz. Mr. Gaurav Naik and Mr. Siddharth Mota, both are not in employment of the company and the summary of voting were reconciled with the records maintained by the Company / Registrar and Share Transfer Agent of the Company and the authorizations / Proxies lodged with the Company.
3. The poll (through Insta Vote Tab Voting) which were casted incomplete and/or which were otherwise found defective have been treated as invalid.
4. The result of the poll i.e. voting through electronic means at the Annual General Meeting (including voting through remote e-voting) is as per annexure attached herewith.



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagar Das Road, Andheri (East),  
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East),  
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

# NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: \_\_\_\_\_

5. The list of equity shareholders who voted 'for' or 'against' and those who abstained from voting for each resolution is enclosed.
6. The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

**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 (through Insta Vote Tab Voting) 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,

**For Nilesh Shah & Associates**  
**Practicing Company Secretaries**

  
30/09/2019

Nilesh Shah  
Partner  
Membership No. FCS 4554  
CP No. 2631  
UDIN: F004554A000019305



Place: Mumbai

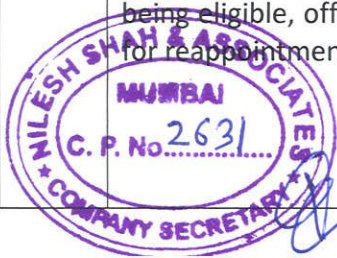
Date: 30/09/2019



**Annexure to the Scrutinizer's Report**

**Result of Voting (through remote e-voting and through electronic means at AGM / Poll):**

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
1	1 (a)	To consider and adopt: the audited standalone financial statement(s) of the Company for the financial year ended on March 31, 2019, together with the reports of the Board of Directors and Auditors thereon; and	Ordinary Resolution	Remote E-Voting	56	33276230	99.99	1	12	0.01	2	3641289
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>141</b>	<b>49632840</b>	<b>99.99</b>	<b>1</b>	<b>12</b>	<b>0.01</b>	<b>2</b>	<b>3641289</b>
2	2	To appoint a director in place of Mr. Sandeep Naik (DIN: 02057989), who retires by rotation and being eligible, offers himself for reappointment	Ordinary Resolution	Remote E-Voting	51	33224441	99.68	7	105567	0.32	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>136</b>	<b>49581051</b>	<b>99.79</b>	<b>7</b>	<b>105567</b>	<b>0.21</b>	<b>1</b>	<b>3587523</b>



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					No. of Member s Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
3	3	To appoint a director in place of Mr. Shantanu Rastogi (DIN: 06732021), who retires by rotation and being eligible, offers himself for reappointment	Ordinary Resolution	Remote E-Voting	51	33224441	99.68	7	105567	0.32	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>136</b>	<b>49581051</b>	<b>99.79</b>	<b>7</b>	<b>105567</b>	<b>0.21</b>	<b>1</b>	<b>3587523</b>
4	4	To re-appoint Mr. Nilesh Vikamsey (DIN: 00031213) as an Independent Director of the Company	Special Resolution	Remote E-Voting	53	33225737	99.69	5	104271	0.31	1	3587523
				Voting at AGM through Electronic means/Poll	84	16333039	100	0	0	0	1	23571
				<b>Total</b>	<b>137</b>	<b>49558776</b>	<b>99.79</b>	<b>5</b>	<b>104721</b>	<b>0.21</b>	<b>2</b>	<b>3611094</b>
5	5	To re-appoint Mr. Karan Bhagat (DIN: 03247753) as a Managing Director of the Company	Special Resolution	Remote E-Voting	57	33329996	99.99	1	12	0.01	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>142</b>	<b>49686606</b>	<b>99.99</b>	<b>1</b>	<b>12</b>	<b>0.01</b>	<b>1</b>	<b>3587523</b>



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
6	6	To re-appoint Mr. Yatin Shah (DIN: 03231090) as a Whole-Time Director of the Company	Special Resolution	Remote E-Voting	57	33329996	99.99	1	12	0.01	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>142</b>	<b>49686606</b>	<b>99.99</b>	<b>1</b>	<b>12</b>	<b>0.01</b>	<b>1</b>	<b>3587523</b>
7	7	To appoint Dr. S. Narayan (DIN: 00031213) as an Independent Director of the Company	Special Resolution	Remote E-Voting	54	33279503	99.85	4	50505	0.15	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>139</b>	<b>49636113</b>	<b>99.90</b>	<b>4</b>	<b>50505</b>	<b>0.10</b>	<b>1</b>	<b>3587523</b>





Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
8	8	To Approve IIFL Wealth ESOP 2019	Special Resolution	Remote E-Voting	47	33131500	99.40	11	198508	0.60	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>132</b>	<b>49488110</b>	<b>99.60</b>	<b>11</b>	<b>198508</b>	<b>0.40</b>	<b>1</b>	<b>3587523</b>
9	9	Implementation of IIFL Wealth – ESOP – 2019, Inter Alia through IIFL Wealth Employee Welfare Benefit Trust	Special Resolution	Remote E-Voting	48	33153560	99.47	10	176448	0.53	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>133</b>	<b>49510170</b>	<b>99.64</b>	<b>10</b>	<b>176448</b>	<b>0.36</b>	<b>1</b>	<b>3587523</b>
10	10	To grant Stock Options to the employees of Subsidiary Company(ies)	Special Resolution	Remote E-Voting	47	33131500	99.40	11	198508	0.60	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				<b>Total</b>	<b>132</b>	<b>49488110</b>	<b>99.60</b>	<b>11</b>	<b>198508</b>	<b>0.40</b>	<b>1</b>	<b>3587523</b>



Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
					No. of Member s Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
11	11	To grant Stock Options equal to or exceeding 1% of the Issued Share Capital of the Company	Special Resolution	Remote E-Voting	47	33131500	99.40	11	198508	0.60	1	3587523
				Voting at AGM through Electronic means/Poll	85	16356610	100	0	0	0	0	0
				Total	132	49488110	99.60	11	198508	0.40	1	3587523



*Dance*  
30/09/2018

## IIFL Wealth Management Limited

Resolution Required : (Ordinary)			1 - TO CONSIDER AND ADOPT: (a) THE AUDITED STANDALONE FINANCIAL STATEMENT(S) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4158458	31.3829	4158458	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4158458</b>	<b>31.3829</b>	<b>4158458</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741658</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49632852</b>	<b>58.3050</b>	<b>49632840</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>





## IIFL Wealth Management Limited

Resolution Required : (Ordinary)			2 - TO APPOINT A DIRECTOR IN PLACE OF MR. SANDEEP NAIK (DIN: 02057989), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT;					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4106669	105555	97.4941	2.5059
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4106669</b>	<b>105555</b>	<b>97.4941</b>	<b>2.5059</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741658</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49581051</b>	<b>105567</b>	<b>99.7875</b>	<b>0.2125</b>





IIFL Wealth Management Limited								
Resolution Required : (Ordinary)			3 - TO APPOINT A DIRECTOR IN PLACE OF MR. SHANTANU RASTOGI (DIN: 06732021), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT;					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4106669	105555	97.4941	2.5059
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4106669</b>	<b>105555</b>	<b>97.4941</b>	<b>2.5059</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741658</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49581051</b>	<b>105567</b>	<b>99.7875</b>	<b>0.2125</b>



## IIFL Wealth Management Limited

Resolution Required : (Special)

4 - TO RE-APPOINT MR. NILESH VIKAMSEY (DIN: 00031213) AS AN INDEPENDENT DIRECTOR OF THE COMPANY;

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

NO

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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4107965	104259	97.5248	2.4752
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4107965</b>	<b>104259</b>	<b>97.5248</b>	<b>2.4752</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5600315	11.0122	5600315	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34718099</b>	<b>68.2682</b>	<b>34718087</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49663047</b>	<b>58.3405</b>	<b>49558776</b>	<b>104271</b>	<b>99.7900</b>	<b>0.2100</b>



IIFL Wealth Management Limited								
Resolution Required : (Special)			5 - TO RE-APPOINT MR. KARAN BHAGAT AS A MANAGING DIRECTOR;					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4212224	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4212224</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741658</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49686606</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>





## IIFL Wealth Management Limited

Resolution Required : (Special)

6 - TO RE-APPOINT MR. YATIN SHAH AS A WHOLE-TIME DIRECTOR;

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

NO

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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4212224	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4212224</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741658</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49686606</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>





## IIFL Wealth Management Limited

Resolution Required : (Special)

7 - TO APPOINT DR. S. NARAYAN, AS AN INDEPENDENT DIRECTOR;

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

NO

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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4161731	50493	98.8013	1.1987
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4161731</b>	<b>50493</b>	<b>98.8013</b>	<b>1.1987</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117772	12	100.0000	0.0000
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741658</b>	<b>12</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49636113</b>	<b>50505</b>	<b>99.8984</b>	<b>0.1016</b>



## IIFL Wealth Management Limited

Resolution Required : (Special)			8 - TO APPROVE IIFLW ESOP – 2019;					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4013732	198492	95.2877	4.7123
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4013732</b>	<b>198492</b>	<b>95.2877</b>	<b>4.7123</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117768	16	99.9999	0.0001
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741654</b>	<b>16</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49488110</b>	<b>198508</b>	<b>99.6005</b>	<b>0.3995</b>



IIFL Wealth Management Limited								
Resolution Required :(Special)			9 - IMPLEMENTATION OF IIFLW- ESOP 2019, INTER ALIA, THROUGH TRUST;					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4035792	176432	95.8114	4.1886
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4035792</b>	<b>176432</b>	<b>95.8114</b>	<b>4.1886</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117768	16	99.9999	0.0001
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741654</b>	<b>16</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49510170</b>	<b>176448</b>	<b>99.6449</b>	<b>0.3551</b>





## IIFL Wealth Management Limited

Resolution Required : (Special)

10 - GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES);

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

NO

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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4013732	198492	95.2877	4.7123
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4013732</b>	<b>198492</b>	<b>95.2877</b>	<b>4.7123</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117768	16	99.9999	0.0001
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741654</b>	<b>16</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49488110</b>	<b>198508</b>	<b>99.6005</b>	<b>0.3995</b>





## IIFL Wealth Management Limited

Resolution Required : {Special}

11 - GRANT STOCK OPTIONS EQUAL TO OR EXCEEDING 1% OF THE ISSUED SHARE CAPITAL.

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

NO

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	21020104	0	0.0000	0	0	0.0000	0.0000
	Poll		10732724	51.0593	10732724	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10732724</b>	<b>51.0593</b>	<b>10732724</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	13250717	4212224	31.7886	4013732	198492	95.2877	4.7123
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4212224</b>	<b>31.7886</b>	<b>4013732</b>	<b>198492</b>	<b>95.2877</b>	<b>4.7123</b>
Public Non Institutions	E-Voting	50855427	29117784	57.2560	29117768	16	99.9999	0.0001
	Poll		5623886	11.0586	5623886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34741670</b>	<b>68.3146</b>	<b>34741654</b>	<b>16</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>85126248</b>	<b>49686618</b>	<b>58.3682</b>	<b>49488110</b>	<b>198508</b>	<b>99.6005</b>	<b>0.3995</b>

