

September 30, 2019

<p>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 542772</p>	<p>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</p>
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Dear Sir/Madam,

**Sub: Proceedings of the 12<sup>th</sup> Annual General Meeting of the Company held on September 30, 2019.**

Pursuant to regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of the proceedings of the 12<sup>th</sup> Annual General Meeting of the Company 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 is enclosed as “Annexure A”.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For IIFL Wealth Management Limited

  


Ashutosh Naik  
Company Secretary  
Membership No: A15067  
Mumbai

**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

## Annexure A

### Summary of the proceedings of the 12<sup>th</sup> Annual General Meeting of IIFL Wealth Management Limited held on Monday, September 30, 2019 at 12 Noon.

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

Day, Date and Time: Monday, September 30, 2019 at 12 Noon.

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

The Company Secretary requested Mr. Nilesh Vikamsey, Chairman of the Board to take the Chair.

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

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

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

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

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

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

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

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

The following items of business as per the Notice of the AGM dated August 21, 2019 were transacted at the meeting:

Item No.	Item Description	Resolution Type	Result
1.	Approval of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year 2018-19 along with the reports of the Board of Directors and Auditors thereon.	Ordinary	Passed with requisite majority
2.	Appointment of Mr. Sandeep Naik (DIN: 02057989) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Passed with requisite majority
3.	Appointment of Mr. Shantanu Rastogi (DIN: 06732021) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Passed with requisite majority
4.	Re-appointment of Mr. Nilesh Vikamsey (DIN: 03247753) as an Independent Director of the Company.	Special	Passed with requisite majority
5.	Re-appointment of Mr. Karan Bhagat (DIN: 00031213) as a Managing Director of the Company.	Special	Passed with requisite majority
6.	Re-appointment of Mr. Yatin Shah (DIN: 03231090) as a Whole-time Director of the Company.	Special	Passed with requisite majority
7.	Re-appointment of Dr. S. Narayan (DIN: 00094081) as an Independent Director of the Company.	Special	Passed with requisite majority
8.	Approve IIFLW ESOP - 2019 of the Company.	Special	Passed with requisite majority
9.	Approve the implementation of IIFLW ESOP – 2019, inter-alia, through trust.	Special	Passed with requisite majority
10.	Approve grant of stock options to the employees of the subsidiary companies.	Special	Passed with requisite majority

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11.	Approve grant of stock options equal to or exceeding 1% of the issued share capital.	Special	Passed with requisite majority
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