

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **IIFL Wealth Management Limited**
 2. Quarter ending - **31.03.2020**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive / Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Nilash Vikram	00031213	AABPV3680Q	ID, C & NE D		21-May-2013	25-Aug-2019		67	16-Aug-1964	Yes	30-Sep-2019	7	7	7	2	AC,RC, NRC	
Mr.	Venkataraman Raj	00011919	ADHPR6633G	NE D		17-Jan-2008	17-Jan-2008			27-Jul-1967	NA		4	0	3	1	SC,RC	

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Mr.	Nir ma l Bh an wa rlal Jai n	000 105 35	ABR PJ92 35G	NE D		17 - Ja n- 20 08	17-Jan- 2008			11-Dec- 1966	NA		3	0	1	0	NRC
Ms.	Ge eta Ma thu r	021 395 52	AAK PM7 380D	ID		03 - M ar - 20 15	03-Mar- 2015	61	21-Nov- 1966	Yes	27-Jul- 2015	6	6	5	4	AC,SC, RC,NR C	
Mr.	Ka ran Bh aga t	032 477 53	AEB PB72 49B	ED	M D	27 - Se p- 20 10	27-Jul- 2015		25-Apr- 1977	NA		1	0	0	0	RMC	
Mr.	Yat in Sh ah	032 310 90	AA MPS 4225 K	ED		27 - Se p- 20 10	27-Jul- 2015		27-Jan- 1976	NA		2	0	1	0	SC	
Mr.	Sh ant anu Ra sto gi	067 320 21	AGD PR84 72J	NE D,N D		25 - Fe b- 20 16	25-Feb- 2016		26-Mar- 1979	NA		2	0	2	0	AC,RC	

Mr.	Sa nde ep Nai k	020 579 89	AFE PN67 31J	NE D,N D		25 - Fe b- 20 16	25-Feb- 2016			29-Oct- 1972	NA		1	0	0	0	NRC	
Mr.	Su bba ra ma n Na ray an	000 940 81	ABU PN50 95R	ID		25 - Ju n- 20 19	25-Jun- 2019	9		20-Jun- 1943	No	30-Sep- 2019	5	3	2	2		
Mr.	Pa nka j Vai sh	003 674 24	AAB PV38 25F	ID		22 - Ja n- 20 20	22-Jan- 2020	2		09-Feb- 1962	No		1	1	0	0		
Mr.	Go pal akr ish nan So un dar aja n	052 427 95	AAI PS70 23D	NE D		22 - Ja n- 20 20	22-Jan- 2020			20-May- 1962	NA		1	0	0	0		

Company Remarks	Mrs. Geeta Mathur, was appointed as an Independent Director on March 3, 2015 for a period of 5 years. Further, on January 22, 2020 the Board has reappointed her as an Independent Director subject to shareholders approval, at the ensuing Annual General Meeting. N
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Geeta Mathur	ID	Chairperson	03-Mar-2015	
2	Shantanu Rastogi	NED,ND	Member	25-Feb-2016	
3	Nilesh Vikemsay	ID,C & NED	Member	18-Jun-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Geeta Mathur	ID	Member	14-May-2019	
2	Venkataraman Rajamani	NED	Chairperson	14-May-2019	
3	Yatin Shah	ED	Member	14-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
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No.				Date	
1	Venkataraman Rajamani	NED	Member	14-May-2019	
2	Karan Bhagat	ED	Member	14-May-2019	
3	Nilesh Vikemsay	ID,C & NED	Member	14-May-2019	
4	Shantanu Rastogi	NED	Chairperson	14-May-2019	
5	Geeta Mathur	ID	Member	14-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Geeta Mathur	ID	Chairperson	03-Mar-2015	
2	Nilesh Vikemsay	ID,C & NED	Member	06-May-2015	
3	Nirmal Bhanwarlal Jain	NED	Member	04-Feb-2011	
4	Sandeep Naik	NED,ND	Member	25-Feb-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
21-Oct-2019	21-Jan-2020	Yes	10	4
15-Nov-2019		Yes	6	1

Company Remarks	
Maximum gap between any two consecutive (in number of days)	66

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	21-Oct-2019		Yes	3	2
Audit Committee		22-Jan-2020	Yes	3	2
Stakeholders Relationship Committee		23-Mar-2020	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	92

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

Signature : 
Name : **Ashutosh Naik**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.iiflwealth.com/about_us/overvi
Terms and conditions of appointment of	Yes		https://www.iiflwealth.com/Corporate-
Composition of various committees of	Yes		https://www.iiflwealth.com/Corporate-
Code of conduct of board of directors and	Yes		https://www.iiflwealth.com/Corporate-
Details of establishment of vigil mechanism/	Yes		https://www.iiflwealth.com/Corporate-
Criteria of making payments to non-	Yes		https://www.iiflwealth.com/Corporate-
Policy on dealing with related party	Yes		https://www.iiflwealth.com/Corporate-
Policy for determining 'material' subsidiaries	Yes		https://www.iiflwealth.com/Corporate-
Details of familiarization programs imparted	Yes		https://www.iiflwealth.com/Corporate-
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		https://www.iiflwealth.com/investor-relations-contact-centre
Contact information of the designated	Yes		https://www.iiflwealth.com/investor-
Financial results	Yes		https://www.iiflwealth.com/Investor-
Shareholding pattern	Yes		https://www.nse-ndia.com/companies-listing/corporate-filings-shareholding-pattern
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock	Yes		https://www.iiflwealth.com/Investor-Relations
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		https://www.iiflwealth.com/Investor-News-

Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Yes		https://www.iiflwealth.com/Investor-
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.iiflwealth.com/Corporate-Governance
Materiality Policy as per Regulation 30	Yes		https://www.iiflwealth.com/Corporate-
Dividend Distribution policy as per	Yes		https://www.iiflwealth.com/Corporate-
It is certified that these contents on the	Yes		https://www.iiflwealth.com/Corporate-

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	

<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Not Applicable	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Signature :
Name : **Ashutosh Naik**
Designation : **Company Secretary & Compliance Officer**