

**ANNEXURE I**
**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - IIFL Wealth Management Limited
2. Quarter ending - **30<sup>th</sup> September 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.	Nillesh Vikem say	0036801213	AABPV3680Q	ID,C & NED		21-May-2013	30-Sep-2019		73	16-Aug-1964	NA		6	5	8	1	AC,RC, NRC	

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Mr.	Venkataraman Rajamani	000119	AD HP R6 633 G	NED		17-Jan-2008	17-Jan-2008		27-Jul-1967	NA		3	0	4	1	SC,RC	
Mr.	Nirmal Bhawanwarlal Jain	000105	AB RP J92 35 G	NED		17-Jan-2008	17-Jan-2008		11-Dec-1966	NA		2	0	1	0	NRC	
Ms.	Geeta Mathur	02139552	AA KP M7 380 D	ID		03-Mar-2015	11-Sep-2020	67	21-Nov-1966	NA		7	7	9	4	AC,SC,RC,NRC	
Mr.	Karan Bhagat	03247753	AE BP B7 249 B	ED	M D	27-Sep-2010	30-Sep-2019		25-Apr-1977	NA		1	0	0	0	RMC	

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Mr.	Yat in Sha h	0 3 2 3 1 0 9 0	AA MP S42 25 K	NED		27- Sep - 201 0	30- Sep- 2019		27- Jan- 1976	NA		1	0	1	0	SC	
Mr.	Sha nta nu Ras togi	0 6 7 3 2 0 2 1	AG DP R8 472 J	NED, ND		25- Feb - 201 6	25- Feb- 2016		26- Mar- 1979	NA		1	0	2	0	AC,RC	
Mr.	San dee p Nai k	0 2 0 5 7 9 8 9	AF EP N6 731 J	NED, ND		25- Feb - 201 6	25- Feb- 2016		29- Oct- 1972	NA		1	0	0	0	NRC	
Mr.	Sub bar am an Nar aya n	0 0 0 9 4 0 8 1	AB UP N5 095 R	ID		25- Jun - 201 9	25- Jun- 2019	15	20- Jun- 1943	Yes	30- Sep- 2019	4	4	4	2		

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Mr.	Pan kaj Vai sh	0 0 3 6 7 4 2 4	AA BP V3 825 F	ID		22- Jan - 202 0	22- Jan- 2020	8	09- Feb- 1962	NA		1	1	1	0	AC	
Mr.	Go pal akri shn an Sou nda raja n	0 5 2 4 2 7 9 5	AA IPS 702 3D	NED		22- Jan - 202 0	22- Jan- 2020		20- May- 1962	NA		2	0	0	0		

Company Remarks	(i) While calculating the Directorship under Regulation 17A we have considered Equity listed Companies only; nn(ii) Ms. Geeta Mathur, was appointed as an Independent Director on Mar 3, 2015 for a period of 5 yrs. Further, in the Annual General Meeting of the Company dated 11.09.2020 she is re-appointed for a second term of five years by the shareholders
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

## ii. Composition of Committees

### a. Audit Committee

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Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Geeta Mathur	ID	Chairperson	30-Mar-2015	
2	Shantanu Rastogi	NED,ND	Member	25-Feb-2016	
3	Nilesh Vikemsay	ID,C & NED	Member	18-Jun-2013	
4	Pankaj Vaish	ID	Member	22-May-2020	

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	NED	Member	14-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation 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,ND	Chairperson	14-May-2019	
5	Geeta Mathur	ID	Member	14-May-2019	

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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	30-Mar-2015	
2	Nilesh Vikemsay	ID,C & NED	Member	30-Mar-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
11-Jun-2020	13-Aug-2020	Yes	11	4
	14-Aug-2020	Yes	11	4
	19-Aug-2020	Yes	11	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	62

**iv. Meeting of Committees**
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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	11-Jun-2020		Yes	4	3
Audit Committee		13-Aug-2020	Yes	4	3
Audit Committee		14-Aug-2020	Yes	4	3
Audit Committee		19-Aug-2020	Yes	4	3
Risk Management Committee	10-Jun-2020		Yes	5	2
Risk Management Committee		04-Jul-2020	Yes	5	2
Risk Management Committee		15-Jul-2020	Yes	5	2
Risk Management Committee		04-Aug-2020	Yes	5	2
Risk Management Committee		01-Sep-2020	Yes	5	2
Risk Management Committee		24-Sep-2020	Yes	5	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	62

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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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:

**%affirmComments%**

**Name** : **%affirmName%**  
**Designation** : **%affirmDesignation%**

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**ANNEXURE III**
**Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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**Name** : **Ashutosh Naik**  
**Designation** : **Company Secretary**

A handwritten signature in black ink, appearing to read "Ashutosh Naik", with a horizontal line underneath.

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