

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **IIFL Wealth Management Limited**
2. Quarter ending - **March 31 2021**

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 Directors hip in listed entities including this listed entity	No of Independent Directors hip 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.	Nilesh Vikramsey	00031213	AABPV3680Q	ID,C & NED		21-May-2013	30-Sep-2019		79	16-Aug-1964	NA		6	5	9	3	AC,RC,NRC	
Mr.	Venkataraman Rajamani	00011919	ADHPR6633G	NED		17-Jan-2008	17-Jan-2008			27-Jul-1967	NA		3	0	3	1	SC,RC	
Mr.	Nirmal Bhanwarlal Jain	00010535	ABRPJ9235G	NED		17-Jan-2008	17-Jan-2008			11-Dec-1966	NA		2	0	1	0	NRC	
Ms.	Gee	021	AAK	ID		03-	11-		73	21-Nov-	NA		7	7	10	5	AC,RC,NRC	

	ta Mat hur	395 52	PM7 380 D			Mar- 2015	Sep- 202 0			1966							C	
Mr.	Kar an Bha gat	032 477 53	AEB PB7 249B	ED	MD	27- Sep- 2010	30- Sep- 201 9			25-Apr- 1977	NA		2	0	0	0	RMC	
Mr.	Yati n Sha h	032 310 90	AAM PS42 25K	NED		27- Sep- 2010	30- Sep- 201 9			27-Jan- 1976	NA		1	0	1	0	SC	
Mr.	Sha nta nu Ras togi	067 320 21	AGD PR8 472J	NED,ND		25- Feb- 2016	25- Feb- 201 6			26-Mar- 1979	NA		1	0	2	0	AC,RC	
Mr.	San dee p Nai k	020 579 89	AFEP N67 31J	NED,ND		25- Feb- 2016	25- Feb- 201 6			29-Oct- 1972	NA		1	0	0	0	NRC	
Mr.	Sub bar am an Nar aya n	000 940 81	ABU PN5 095R	ID		25- Jun- 2019	25- Jun- 201 9	21	20-Jun- 1943	Yes	30-Sep- 2019	4	4	5	3			
Mr.	Pan kaj Vais h	003 674 24	AAB PV3 825F	ID		22- Jan- 2020	22- Jan- 202 0	14	09-Feb- 1962	NA		1	1	2	0	AC,SC		
Mr.	Gop alak rish nan Sou nda raja n	052 427 95	AAIP S702 3D	NED		22- Jan- 2020	22- Jan- 202 0		20-May- 1962	NA		2	0	1	0			

Company Remarks	(i) While calculating the Directorship under Regulation 17A we have considered Equity listed Companies only; (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

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 Vikamsey	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	Pankaj Vaish	ID	Member	02-Feb-2021	
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
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1	Venkataraman Rajamani	NED	Member	14-May-2019	
2	Karan Bhagat	ED	Member	14-May-2019	
3	Nilesh Vikamsey	ID,C & NED	Member	14-May-2019	
4	Shantanu Rastogi	NED,ND	Chairperson	14-May-2019	
5	Geeta Mathur	ID	Member	14-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Geeta Mathur	ID	Chairperson	30-Mar-2015	
2	Nilesh Vikamsey	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
28-Oct-2020	02-Feb-2021	Yes	10	3
25-Nov-2020		Yes	11	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	68

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	27-Oct-2020		Yes	4	3
Audit Committee	28-Oct-2020		Yes	4	3
Audit Committee		01-Feb-2021	Yes	4	3
Audit Committee		02-Feb-2021	Yes	4	3
Nomination & Remuneration Committee	23-Oct-2020		Yes	4	2
Stakeholders Relationship Committee		23-Mar-2021	Yes	2	1
Risk Management Committee	23-Oct-2020		Yes	5	2
Risk Management Committee		01-Feb-2021	Yes	5	2

Company Remarks	(i) Audit Committee Meeting held on October 27, 2020 was adjourned on October 28, 2020 (i) Audit Committee Meeting held on February 1, 2021 was adjourned on February 2, 2021
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

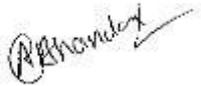
v. **Related Party Transactions**

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

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:

A handwritten signature in black ink, appearing to read "Amit Bhandari", with a checkmark at the end.

Name : **Amit Bhandari**
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	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.iiflwealth.com/services/investment-products
Terms and conditions of appointment of	Yes		https://www.iiflwealth.com/Investor-Relations
Composition of various committees of board of	Yes		https://www.iiflwealth.com/Investor-Relations
Code of conduct of board of directors and senior	Yes		https://www.iiflwealth.com/Investor-Relations
Details of establishment of vigil mechanism/ Whistle	Yes		https://www.iiflwealth.com/Investor-Relations
Criteria of making payments to non-executive	Yes		https://www.iiflwealth.com/Investor-Relations
Policy on dealing with related party transactions	Yes		https://www.iiflwealth.com/Investor-Relations
Policy for determining 'material' subsidiaries	Yes		https://www.iiflwealth.com/Investor-Relations
Details of familiarization programs imparted to	Yes		https://www.iiflwealth.com/Investor-Relations
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		https://www.iiflwealth.com/Investor-Relations
Contact information of the designated officials of the	Yes		https://www.iiflwealth.com/Investor-Relations
Financial results	Yes		https://www.iiflwealth.com/Investor-Relations
Shareholding pattern	Yes		https://www.iiflwealth.com/Investor-Relations
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	Yes		https://www.iiflwealth.com/Investor-Relations
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.iiflwealth.com/Investor-Relations
Credit rating or revision in credit rating obtained by	Yes		https://www.iiflwealth.com/Investor-Relations
Separate audited financial statements of each	Yes		https://www.iiflwealth.com/Investor-Relations
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/Investor-Relations
Materiality Policy as per Regulation 30	Yes		https://www.iiflwealth.com/Investor-Relations
Dividend Distribution policy as per Regulation 43A	Yes		https://www.iiflwealth.com/Investor-Relations
It is certified that these contents on the website of	Yes		https://www.iiflwealth.com/Investor-Relations
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	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 transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	

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




Name : **Amit Bhandari**
Designation : **Company Secretary & Compliance Officer**

Place : **Mumbai**
Date : **14.04.2021**