



IIFL WEALTH MANAGEMENT LIMITED

CIN : U74140MH2008PLC177884

Regd. Office – IIFL Centre, Kamala Mills, Senapati Bapat Marg, Lower Parel (West), Mumbai (MH) – 400 013

Tel: (91-22) 4876 5600 ; Fax: (91-22) 4646 4706

E-mail: secretarial@iiflw.com ; Website: www.iiflwealth.com

POSTAL BALLOT FORM

Sr. No.:

1. Registered Address of the Sole/First Named Shareholder :
2. Name(s) of Joint-Holder(s), if any :
3. Registered Folio No./ DP ID No./Client ID No.* (*Applicable to investors holding shares in dematerialized form) :
4. Number of Shares held :

I/We hereby exercise my/our vote in respect of the resolution(s) to be passed through postal ballot for the business stated in the Notice of Postal Ballot dated November 20, 2019, issued by the Company by sending my/our assent/dissent to the said resolutions by placing the tick mark(√) in the appropriate column below:

Item No	Description	No of Equity Shares	I/We assent (agree) to the resolution	I/We dissent (disagree) to the resolution
1	Alteration of the Object Clause of the Memorandum of Association of the Company			
2	Transfer of distribution business of the Company to its wholly owned subsidiary, IIFL Wealth Finance Limited			
3	Holding Office or Place of Profit by Mr. Varun Bhagat			

Place :

Date :

Signature of the Shareholders/Beneficial Owner

ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the link <https://www.evotingindia.com>. The electronic voting particulars are set out as follows:

EVSN Electronic Voting Sequence Number	User ID	Password
191119001		

Note: - Please read the instruction printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. A Member can opt for only one mode of voting i.e. either through e-voting or by Postal Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Postal Ballot shall be treated as invalid.
2. A member desiring to exercise vote by postal ballot should complete this postal ballot form and send it to the company in the enclosed postage pre-paid self-addressed envelope. Postage will be borne and paid by the company. However, envelopes containing postal ballots, if sent by courier at the expenses of the registered shareholder will also be accepted.
3. The notice of Postal Ballot is dispatched/e-mailed to the members whose names appear on the Register of the Members as on Friday, November 15, 2019 and voting rights shall be reckoned on the paid up value of the shares registered in the name of the members as on the said date.
4. The self-addressed envelope bears the address of the Company Registrar & Share Transfer Agent and will be kept in safe and will be handed over to the scrutinizer appointed by the Board of Directors of the Company.
5. This form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the company) by the first named shareholder and in his absence, by the next named shareholder.
6. The assent or dissent may be recorded by placing a tick (✓) in the last column against appropriate statement in the table given in Sr. No 5 of the postal ballot form.
7. The votes of a Member will be considered invalid on any of the following grounds:
 - a. unsigned Postal Ballot Forms will be rejected;
 - b. if the Member's signature does not tally;
 - c. if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of Shares held;
 - d. if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - e. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either, the Member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds
8. Duly completed envelopes addressed to the scrutinizer containing the postal ballot form should reach the scrutinizer, Mr. Nilesh Shah, Practising Company Secretary at C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083, not later than 17:00 Hours (IST) December 27, 2019. All postal ballot form received after the above time and date will be treated as if reply/postal ballot form from such shareholders has not been received.
9. In case of shares held by companies, trust, societies etc. the duly completed postal ballot form should be accompanied by a certified true copy of Board Resolution/Authority together with attached specimen signature(s) of the duly authorized signatories.
10. Members are requested not to send any other matter along with the postal ballot form in the enclosed postage pre-paid self-addressed envelope. If any extraneous papers are found, the same will be destroyed by the scrutinizer.
11. In case a Member is desirous of obtaining Postal Ballot in printed form or a duplicate one, the Member may write to the Company or send an e-mail to secretarial@iiflw.com. The Company shall forward the same along with self-addressed pre-paid postage Business Reply Envelope to the Member
12. A shareholder need not use all his votes nor does he need to cast all his votes in the same way.
13. Scrutinizer's decision on the validity of Postal ballot shall be final.
14. Voting through physical Postal Ballot form or e-voting cannot be exercised by a proxy.
15. Members are requested to fill postal ballot form in indelible ink (and avoid filing it by using erasable writing medium/s like pencil).