

September 11, 2020

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel No.: 22721233 BSE Scrip Code: 542772	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. Tel No.: 2659 8235 NSE Symbol: IIFLWAM
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Dear Sir/Madam,

Sub: Compliance of Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”)

This is to inform you that the 13th Annual General Meeting (“AGM”) of IIFL Wealth Management Limited was held on Friday, September 11, 2020 at 11.00 A.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Shareholders at a common venue, which concluded at 11.50 A.M. (IST).

In this regard, please find enclosed proceedings of the AGM pursuant to SEBI Listing Regulations.

This is for your information and you are requested to bring this to the notice of your constituents.

Thanking you,
For **IIFL Wealth Management Limited**



Ashutosh Naik
Company Secretary

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

PROCEEDINGS OF THE 13TH ANNUAL GENERAL MEETING OF
IIFL WEALTH MANAGEMENT LIMITED

The 13th Annual General Meeting (“AGM”) of the Members of IIFL Wealth Management Limited (the “Company”) was held on Friday, September 11, 2020 through Video Conferencing(VC)/ Other Audio Visual Means (OAVM). The said AGM commenced at 11.00 A.M.(IST) and concluded at 11.50 A.M. (IST).

The Company Secretary welcomed all the Members present through VC. He informed the members that in view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) vide its circular dated May 05, 2020 read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide circular dated May 12, 2020 (“SEBI Circular”) permitted the holding of the Annual General Meeting (“the Meeting”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), MCA Circulars and SEBI Circular, the Meeting of the Company was held through VC and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered in the AGM. He informed the Members about basic instructions with respect to the participation at the AGM through VC. He further informed the Members about the presence of Directors, and representative of Statutory Auditors. The Members were apprised about the availability of all the requisite statutory registers and other relevant documents as referred in the Notice and the explanatory statement in electronic mode.

Mr. Nilesh Vikamsey, Chairman of the Board, Chaired the Meeting and welcomed the Members of the Company. With the requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the Meeting was being held through VC/ OAVM.

Mr. Karan Bhagat, Managing Director introduced the Directors to the Members.

The Chairman informed that the 13th AGM Notice and Annual Report for the financial year 2019-20 had been sent electronically to those members whose email ids were registered with the Company/RTA or Depository Participants. Thereafter, the Notice convening the 13th AGM of the Company was taken as read.

Further, the Chairman informed that there were no qualification(s), observation(s) or comment(s) of the Statutory Auditors or the Secretarial Auditors in their Report(s) for the year ended March 31, 2020 and the same were taken as read.

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It was informed that in view of the COVID-19 pandemic and as per the Circulars issued by MCA and SEBI, the AGM was being held electronically and hence the facility of appointing proxy was not applicable. The members were informed that in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided to the Members the facility to cast their votes electronically on all resolutions set forth in the Notice convening the 13th AGM of the Company.

The remote e-voting platform was kept open for voting from Tuesday, September 8, 2020 at 9:00 A.M. and ended on Thursday, September 10, 2020 at 5:00 P.M. Further, the members who had not casted their votes earlier through remote e-voting were requested to cast their vote electronically during the course of the AGM. The Company Secretary also informed that the Company had engaged the services of CDSL for the remote e-voting and voting through electronic voting system at the AGM and had also appointed Mr. Nilesh Shah, Partner, Nilesh Shah & Associates, Company Secretaries as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner.

The Chairman then delivered his speech to the Members of the Company.

The following businesses, as per the Notice convening the 13th AGM of the Company, dated June 11, 2020, were considered at the AGM:

Sr. No.	Particulars	Type of Resolution
Ordinary Business:		
1	To consider and adopt the audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2020 and audited consolidated financial statements of the Company together with the report of the Auditors thereon for the financial year ended March 31, 2020.	Ordinary
2	To Appoint a Director in place of Mr. Karan Bhagat (DIN: 03247753), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
3	To appoint a Director in place of Mr. Yatin Shah (DIN: 03231090), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
4	To Re-appoint M/s. Deloitte Haskins & Sells LLP., Chartered Accountants, Statutory Auditors of the Company.	Ordinary

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Special Business:		
5	To re-appoint Ms. Geeta Mathur (DIN: 02139552) as an Independent Director of the Company.	Special
6	To appoint Mr. Pankaj Vaish (DIN:00367424) as an Independent Director of the Company.	Ordinary
7	To appoint Mr. Gopalakrishnan Soundarajan (DIN:05242795) as a Director of the Company.	Ordinary

The Chairman preceded towards the agenda items as per the Notice and then invited Members who had registered themselves as speakers, to ask questions or express their views. The Members who had registered as speakers expressed their views and raised a few questions. Thereafter Mr. Karan Bhagat, Managing Director of the Company responded to the queries/suggestions of the Members.

The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and comments. He informed the Members that the e-voting process will continue for the next 15 minutes after the meeting and thereafter he declared the Meeting as closed.

Vote of Thanks was given to the Chair by the Shareholder.

It was announced that the voting results for the 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.



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