

April 28, 2026

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 Fax No.: 22723719/22723121/22722037 BSE Scrip Code: 542773</b>	<b>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 Fax No.: 26598237/ 26598238 NSE Symbol: IIFLCAPS</b>
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**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results and Scrutinizer’s Report of the Postal Ballot of IIFL Capital Services Limited**

Dear Sir(s)/Madam(s),

This is in continuation of our letter dated March 25, 2026, containing the Postal Ballot Notice seeking approval of the Members of the Company for the following resolutions:

1. Increase in Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013
2. Increase in Limits under Section 180(1)(a) of the Companies Act, 2013

In this regard, we hereby submit the following:

- a) Pursuant to Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the Consolidated Scrutinizer’s Report on the remote e-voting process conducted in respect of the aforesaid Postal Ballot is enclosed herewith.
- b) In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the voting results of the Postal Ballot conducted for the resolutions set out in the Postal Ballot Notice dated March 24, 2026, are enclosed as Annexure 2 to the Consolidated Scrutinizer’s Report

On the basis of the Scrutinizer’s Report, we hereby inform that the aforesaid resolutions have been duly passed by the Members with the requisite majority. The voting results along with the Scrutinizer’s Report are available on the Company’s website at [www.iiflcapital.com](http://www.iiflcapital.com) and will also be made available on the website of Central Depository Services (India) Limited at [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For IIFL Capital Services Limited  
(Formerly IIFL Securities Limited)**

**Meghal Shah  
Company Secretary**

**Encl: As above**



**Snehal Shah**

B.Com., FCS, LL.B.  
+91 9821 778811

**Snehal Shah & Associates**

**COMPANY SECRETARIES**

501, Shreeji Arcade Premises, Jn. of S. V. Road & M. G. Road, Kandivalli (West), Mumbai 400067  
Office No. : + 91 97693 51780 | Email: snehalshah\_19@yahoo.com | snehalshahpcs@gmail.com

**SCRUTINIZER'S REPORT ON POSTAL BALLOT**

*[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
**The Chairperson,**  
**IIFL Capital Services Limited**  
*(formerly known as IIFL Securities Limited)*  
IIFL House, Sun Infotech Park,  
Road No. 16V, Plot No. B-23, MIDC,  
Thane Industrial Area, Wagle Estate,  
Thane - 400604

**Subject: Scrutinizer's Report on Shareholders voting through Postal Ballot.**

Dear Sir,

I, CS Snehal Shah, Proprietor of Snehal Shah & Associates, Practicing Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of **IIFL Capital Services Limited** *(formerly known as IIFL Securities Limited)* (hereinafter referred as "the Company") at their meeting held on March 24, 2026, Pursuant to Section 110 read with section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the applicable rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 and subsequent circulars issued by the Ministry of Corporate Affairs, including Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), to scrutinize the postal ballot voting process through remote e-voting in a



fair and transparent manner in respect of the resolutions as mentioned in the Notice of Postal Ballot dated March 24, 2026 proposed to be passed by the shareholders of the Company. The members were requested to convey their assent / dissent through remote e-voting system from 9:00 a.m. (IST) Thursday, March 26, 2026 to 5.00 P.M.(IST) on Friday, April 24, 2026 (hereinafter referred to as "the remote e-voting period").

In accordance with the MCA circulars, the Company has sent the Postal Ballot Notice in electronic form only and no physical copy of Postal Ballot notice, Postal ballot form and pre-paid business reply envelop was required to be sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through remote e-voting system only.

Members of the Company were provided remote e-voting facility through Central Depository Services Limited ("CDSL") whereby they could cast their votes during the remote e-voting period. After the said remote e-voting period, the voting portal had been disabled by CDSL, the service provider.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules made there under and the SEBI Listing Regulations.

My responsibility as a Scrutinizer was restricted to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner and to prepare a Scrutinizer's Report for the votes cast as assent or dissent/favour or against on the resolutions as stated in the notice of the Postal ballot, based on the report generated from e-voting system provided by CDSL.

The Cut-off date for the purpose of identifying the Shareholders/list of beneficial owners who would be entitled to vote on the resolutions for approval of the members was Friday, March 20, 2026.



After receiving the votes cast electronically on Friday, April 24, 2026 i.e., the last date specified for remote e-voting, the votes cast were duly unblocked by me in the presence of Mr. Sachin Bhoir and Mr. Chirag Madia, who were witnesses in accordance with Rule 20 sub rule 4 (xii) of the said Rules.

The documents pertaining to remote e-voting and all other relevant records are kept in our safe custody and be retained until it is approved and signed by the Company Secretary and thereafter shall be handed over to the Company Secretary for safe keeping.

Information with respect to number of members who had cast their votes on the remote e-voting platform till 5.00 P.M.(IST) on Friday, April 24, 2026 is provided as Annexure 1 and the result of total votes cast, whether in favour or against, in accordance with the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that the resolutions were passed with requisite majority.

You are requested to acknowledge the receipt of this report.

Thanking you,

For Snehal Shah & Associates,  
Company Secretaries,



CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820  
UDIN: F006114G000564826

Place: Mumbai  
Date: April 28, 2026

Countersigned by:

For IIFL Capital Services Limited,  
(Formerly known as IIFL Securities Limited)



Meghal Shah  
Company Secretary  
Membership No. A53569  
\*Pursuant to the authority granted



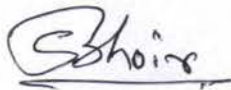
**WITNESSES' CONFIRMATION**

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of postal ballot voting through remote e-voting process of **IIFL Capital Services Limited** (formerly known as *IIFL Securities Limited*) ("the Company"), on the resolutions set out in the Postal ballot Notice dated March 24, 2026, which was held from 9.00 A.M. (IST) on Thursday, March 26, 2026 to 5.00 P.M.(IST) on Friday, April 24, 2026 through remote e-voting, we, Mr. Sachin Bhoir (Self Employed) and Mr. Chirag Madia (Service) hereby confirm our witnessing to the unblocking of votes cast through remote e-voting process.

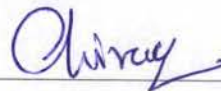
We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:



**Sachin Bhoir**



**Chirag Madia**

Place: Mumbai

Date: April 28, 2026



ANNEXURE - 1

E-voting period of postal ballot	26th March, 2026 to 24th April, 2026
Date of passing of the resolutions through postal ballot	24th April, 2026
Total number of shareholders as on cut off date i.e 20th March 2026 for remote e-voting	68,005
No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot resolutions	303

For Snehal Shah & Associates,  
Company Secretaries,



CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820



Place: Mumbai  
Date: 28th April, 2026

ANNEXURE - 2

1. Resolution details			Increase in borrowing limits under Section 180(1)(c) of the Companies Act, 2013					
Resolution required			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9,61,43,214	8,94,23,714	93.0109	8,94,23,714	0	100.0000	0.0000
	poll		0.0000	0.0000	0.0000	0	0.0000	0.0000
	postal ballot		0.0000	0.0000	0.0000	0	0.0000	0.0000
	<b>Total</b>		<b>9,61,43,214</b>	<b>8,94,23,714</b>	<b>93.0109</b>	<b>8,94,23,714</b>	<b>0</b>	<b>100.0000</b>
Public - Institutions	E-Voting	6,81,57,378	5,95,57,243	87.3819	5,95,57,243	0	100.0000	0.0000
	poll		0.0000	0.0000	0	0	0.0000	0.0000
	postal ballot		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,81,57,378</b>	<b>5,95,57,243</b>	<b>87.3819</b>	<b>5,95,57,243</b>	<b>0</b>	<b>100.00</b>
Public - Non Institutions	E-Voting	14,71,13,202	9,38,16,517	63.7717	9,38,15,038	1,479	99.9984	0.0016
	poll		0	0.0000	0.0000	0	0.0000	0.0000
	postal ballot		0.0000	0.0000	0.0000	0	0.0000	0.0000
	<b>Total</b>		<b>14,71,13,202</b>	<b>9,38,16,517</b>	<b>63.7717</b>	<b>9,38,15,038</b>	<b>1,479</b>	<b>99.9984</b>
<b>Total</b>		<b>31,14,13,794</b>	<b>24,27,97,474</b>	<b>77.9662</b>	<b>24,27,95,995</b>	<b>1,479</b>	<b>99.9994</b>	<b>0.0006</b>



2. Resolution details			Increase in Limits under Section 180(1)(a) of the Companies Act, 2013					
Resolution required			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting poll	9,61,43,214	8,94,23,714	93.0109	8,94,23,714	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
			0	0.0000	0	0	0.00	0.00
	<b>Total</b>	<b>9,61,43,214</b>	<b>8,94,23,714</b>	<b>93.0109</b>	<b>8,94,23,714</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting poll	6,81,57,378	5,95,57,243	87.3819	5,87,53,787	8,03,456	98.6510	1.3490
	Postal Ballot		0	0.00	0	0	0.00	0.00
			0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>6,81,57,378</b>	<b>5,95,57,243</b>	<b>87.3819</b>	<b>5,87,53,787</b>	<b>8,03,456</b>	<b>98.6510</b>	<b>1.3490</b>
Public - Non Institutions	E-Voting poll	14,71,13,202	9,38,16,159	63.7714	9,38,13,970	2,189	99.9977	0.0023
	Postal Ballot		0	0.00	0	0	0.00	0.00
			0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>14,71,13,202</b>	<b>9,38,16,159</b>	<b>63.7714</b>	<b>9,38,13,970</b>	<b>2,189</b>	<b>99.9977</b>	<b>0.0023</b>
<b>Total</b>		<b>31,14,13,794</b>	<b>24,27,97,116</b>	<b>77.9661</b>	<b>24,19,91,471</b>	<b>8,05,645</b>	<b>99.6682</b>	<b>0.3318</b>

For Snehal Shah & Associates,  
Company Secretaries,

*Snehal*

CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820



Place: Mumbai  
Date: 28th April, 2026