

March 20, 2026

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Limited, Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. NSE Symbol: IIFL</b>
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**Sub: Voting Results and Scrutinizer's Report of the Extra-Ordinary General Meeting of IIFL Finance Limited (the "Company")**

Dear Sir/Madam,

We wish to inform you that the Extra-Ordinary General Meeting ("EGM") of the Members of the Company was held on Friday, March 20, 2026, at 11:00 a.m., through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

In this regard, we hereby submit the following:

- a) Details of the voting results of the aforesaid EGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the resolution as specified in Notice of the EGM dated February 25, 2026 and to be passed as an Ordinary Resolution. The detailed voting results consolidating the results of remote e-voting and e-voting during the EGM is enclosed herewith as "**Annexure A**".
- b) In term of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated Scrutinizer's Report on the remote e-voting and e-voting during the EGM is enclosed herewith as "**Annexure B**".

The Voting Results along with the Scrutinizer's Report for the aforesaid are available on the website of the Company i.e. [www.iifl.com](http://www.iifl.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.

Kindly take the same on record and oblige.

Thanking you,

**For IIFL Finance Limited**

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**Samrat Sanyal**  
**Company Secretary & Compliance Officer**  
**ACS: 13863**  
**Email Id: [csteam@iifl.com](mailto:csteam@iifl.com)**  
**Place: Mumbai**

*Encl: As above*

**CC:**  
India International Exchange (IFSC) Limited  
The Signature, Building No. 13B, GIFT SEZ,  
GIFT City, Gandhinagar, Gujarat – 382355

**IIFL Finance Limited**

**CIN No.: L67100MH1995PLC093797**

Corporate Office – 802, 8<sup>th</sup> Floor, Hub Town Solaris, N.S. Phadke Marg, Vijay Nagar, Andheri East, Mumbai 400069

Tel: (91-22) 6788 1000 .Fax: (91-22) 6788 1010

Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400604

Tel: (91-22) 41035000. Fax: (91-22) 25806654 E-mail: [csteam@iifl.com](mailto:csteam@iifl.com) Website: [www.iifl.com](http://www.iifl.com)

**Annexure A**
**Details of Voting Results**

Sr. No.	Description	Particulars
1.	Date of EGM	March 20, 2026
2.	Total no. of shareholders on record date (March 13, 2026)	1,33,407
<b>No. of Shareholders attended the meeting through Video Conferencing</b>		
3.	Promoters and Promoter Group	2
	Public	60
	<b>Total</b>	<b>62</b>
<b>No. of Shareholders present in the meeting either in person or through proxy*</b>		
4.	Promoters and Promoter Group	Not Applicable
	Public	
	Total	

\* Since this EGM was held through Video Conferencing, the facility to appoint proxy to attend and cast vote for the members was not available for this EGM.

The following is the summary of item of businesses as per the Notice of the EGM dated February 25, 2026, transacted at the EGM:

Sr. No.	Particulars	Type of Resolution	Result
<b>Special Business</b>			
1.	Consideration and approval of Material Modification to the existing Material Related Party Transaction(s) with IIFL Home Finance Limited.	Ordinary Resolution	Passed with requisite majority

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Resolution Required: Ordinary			1 - To consider and approve Material Modification to the existing Material Related Party Transaction(s) with IIFL Home Finance Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,56,74,667	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public Institutions	E-Voting	15,16,96,430	10,13,47,511	66.81	10,03,44,576	10,02,935	99.01	0.99
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>10,13,47,511</b>	<b>66.81</b>	<b>10,03,44,576</b>	<b>10,02,935</b>	<b>99.01</b>	<b>0.99</b>
Public Non Institutions	E-Voting	16,79,14,121	2,44,72,364	14.57	2,44,72,229	135	100.00	0.00
	Poll		81	0.00	69	12	85.19	14.81
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2,44,72,445</b>	<b>14.57</b>	<b>2,44,72,298</b>	<b>147</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>42,52,85,218</b>	<b>12,58,19,956</b>	<b>29.58</b>	<b>12,48,16,874</b>	<b>10,03,082</b>	<b>99.20</b>	<b>0.80</b>

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**Consolidated Report of Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairperson of  
Extra Ordinary General Meeting of  
Shareholders of IIFL Finance Limited  
Held on Friday, 20th March, 2026  
Through Video Conferencing / Other Audio Visual means

Dear Sir,

We, Nilesh Shah & Associates, Practicing Company Secretaries, represented by Mr. Nilesh Shah, (Membership No. FCS - 4554), Partner, were appointed as the Scrutinizer for the purpose of the remote e-voting process prior to the Extra Ordinary General Meeting (EGM) and e-voting process during the EGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Circulars issued by Ministry of Corporate Affairs ("MCA") dated April 8, 2020, April 13, 2020, May 5, 2020 and various subsequent circulars latest being September 22, 2025 (collectively referred as "MCA Circulars") and SEBI dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and various subsequent Circulars latest being October 03, 2024 read with Master Circular dated January 30, 2026 (collectively referred as "SEBI Circulars"), in respect of resolution proposed at the EGM of IIFL Finance Limited held on Friday, March 20, 2026 at 11.00 A.M. through Video Conferencing / Other Audio Visual means (VC/OAVM).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the EGM of the Members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to EGM and e-voting process at the EGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of EGM, based on the reports generated from the e-voting platform / system provided by the MUFG Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.



# NILESH SHAH & ASSOCIATES

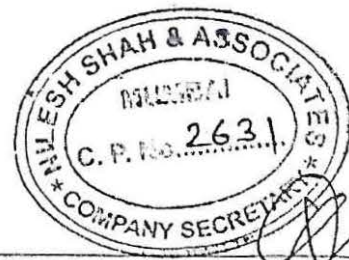
Company Secretaries

As informed to us by the Management, the notice dated February 25, 2026 convening the EGM of the Company through VC/OAVM held on March 20, 2026 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars and SEBI Circulars.

The Members of the Company holding shares on the record date ("Cut off" date) of March 13, 2026 were entitled to vote on the resolutions as set out in the notice of said EGM.

In this regard, we hereby submit our report as under:

1. The Company had availed the e-voting facility offered by MUFG Intime India Private Limited for conducting remote e-voting prior to EGM and e-voting during the EGM by the Members of the Company.
2. The remote e-voting prior to EGM period remained open from Monday, March 16, 2026 at 09.00 a.m. (IST) till Thursday, March 19, 2026 at 05.00 p.m. (IST) and MUFG Intime India Private Limited e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility to the Members present / logged-in at the EGM through VC and who had not cast their vote earlier.
4. After the closure of e-voting during the EGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company.
5. We have scrutinized the votes cast through both remote e-voting and e-voting during the EGM processes for the purpose of this report.
6. The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the EGM has been recorded in the separate registers maintained for the purpose.
7. The consolidated result of the voting through both remote e-voting and e-voting during the EGM is as per annexure attached herewith.



# NILESH SHAH & ASSOCIATES

Company Secretaries

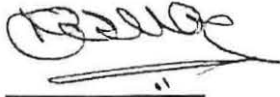
## Recommendation:

The resolution having secured requisite majority of votes, may be considered to have been passed. The Chairman or any Director / Key Managerial Personnel authorized by the Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For Nilesh Shah & Associates  
Practicing Company Secretaries



Nilesh Shah  
Partner  
Membership No.: FCS 4554  
CP No.: 2631  
Peer Review No. 6454 / 2025  
UDIN: F004554G004095113

Place: Mumbai  
Date: 20.03.2026



Countersigned  
For IIFL Finance Limited

  
Samrat Sanyal  
Company Secretary  
ACS: 13863



**Annexure to the Scrutinizer's Report**  
**Result of Remote e-voting prior to EGM and e-voting during the EGM held on Friday, 20th March, 2026:**

Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
1	To consider, and, if thought fit, approve Material Modification to the existing Material Related Party Transaction(s) with IIFL Home Finance Limited.	Ordinary Resolution	Remote E-Voting prior to EGM	292	124816805	99.20	25	1003070	0.80	4	147901
			E-Voting during the EGM	7	69	85.19	1	12	14.81	0	0
			<b>Total</b>	<b>299</b>	<b>124816874</b>	<b>99.20</b>	<b>26</b>	<b>1003082</b>	<b>0.80</b>	<b>4</b>	<b>147901</b>

\* This shares includes shareholders who are not eligible to vote and / or shareholders who have either partially or fully abstained from voting.

For Nilesh Shah & Associates  
 Practicing Company Secretaries



Nilesh Shah  
 Partner  
 Membership No.: FCS 4554  
 CP No.: 2631  
 Peer Review No. 6454 / 2025  
 UDIN: F004554G004095113  
 Place: Mumbai  
 Date: 20.03.2026

