

August 08, 2025

The National Stock Exchange of India Ltd.
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051

BSE Limited
Corporate Services Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Scrip Symbol: RELIGARE

Scrip Code: 532915

**Sub: Voting Results and Scrutinizer Report of the Extra Ordinary General Meeting of
Religare Enterprises Limited**

Dear Sir/Madam,

Please find enclosed herewith the Voting Results of the e-voting of the Extra Ordinary General Meeting ("EGM") of Religare Enterprises Limited which was held on Friday, August 08, 2025 at 12.00 noon (IST) through video conferencing/other audio visual means as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - A**.

Further, the Consolidated Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the voting of the EGM is enclosed as **Annexure - B**.

This is for your kind information and records.

Thanking You,

For Religare Enterprises Limited

Anuj Jain
Company Secretary & Compliance Officer

Encl. a/a

	RELIGARE ENTERPRISES LIMITED
Date of the AGM/EGM	08-08-2025
Total number of shareholders on record date	81945
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	147

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - Issuance of Warrants Convertible into Equity Shares by way of Preferential Allotment on a Private Placement basis and matters related therewith									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,54,18,218	8,54,18,218	100.0000	8,54,18,218	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,54,18,218	100.0000	8,54,18,218	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	6,24,49,809	3,72,59,900	59.6638	94,00,997	2,78,58,903	25.2308	74.7691	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,72,59,900	59.6638	94,00,997	2,78,58,903	25.2309	74.7691	0	0
Public- Non Institutions	E-Voting	18,27,85,636	4,88,62,736	26.7323	4,88,59,103	3,633	99.9925	0.0074	0	0
	Poll		3,42,252	0.1872	3,42,251	1	99.9997	0.0002	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,92,04,988	26.9195	4,92,01,354	3,634	99.9926	0.0074	0	0
Total	33,06,53,663	17,18,83,106	51.9828	14,40,20,569	2,78,62,537	83.7898	16.2102	0	0	


MAKS & CO.

 Company Secretaries
 FRN: P2018UP067700

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Date: August 08, 2025

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
 The Chairperson
Religare Enterprises Limited
 Regd. Office: 1407, 14th Floor Chiranjiv Tower,
 43, Nehru Place, New Delhi-110019

[CIN: L74899DL1984PLC146935]

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, by Companies (Management and Administration) Amendment Rules, 2015 for the Extraordinary General Meeting of Religare Enterprises Limited held on Friday, August 08, 2025 at 12.00 Noon (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

I, Ankush Agarwal, Partner (Membership No. F9719 & COP. No. 14486) of M/s. MAKS & CO., Company Secretaries (FRN : P2018UP067700), was appointed as the Scrutinizer by the Board of Directors of Religare Enterprises Limited ("Company"), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended, to conduct the Remote e-Voting and e-Voting process in a fair and transparent manner in respect of the below mentioned resolution proposed at the Extraordinary General Meeting ("EGM") of Religare Enterprises Limited ("the Company"), held on August 08, 2025 at 12.00 Noon. (IST) through Video Conferencing (VC)/ Other Audio Visual Means ("VC / OAVM").

The management of the Company is responsible to ensure the compliances of the Act and the Rules thereof on the resolution contained in the Notice of the EGM. My responsibilities as scrutinizer is restricted to make a scrutinizer's report of the votes cast 'For' or 'Against' the resolution stated in the Notice.

REPORT ON SCRUTINY

1. The EGM Notice was circulated by the Company to the shareholders whose email addresses were registered with the Company/Depositories as on Friday, July 11, 2025 for convening of EGM of the Company on Friday, August 08, 2025 at 12.00 Noon (IST) through VC / OAVM to transact the business, as set out in the EGM Notice, in compliance with the applicable provisions of the Act and Rules framed thereunder read with General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India vide circular nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, have permitted the holding of EGM through Video Conferencing/ Other Audio Visual Means ("VC/OAVM"), without the physical presence of members at a common venue. The dispatch of the Notice of EGM through e-mails was completed on Thursday, July 17, 2025.



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2. The Company had sent a corrigendum to the Notice by email on Thursday, July 31, 2025, to the shareholders whose names appear on the Register of Members/list of Beneficial Owners as received from the Depositories on Friday, July 11, 2025 and whose email addresses were registered with the Company/Depositories. As per the Corporate Announcement made by the Company to the Stock Exchanges on July 31, 2025, the cause of corrigendum was as follows:

The Company had filed applications with the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"), for obtaining in-principle approvals in relation to the preferential issue of convertible warrants for which the approval of the shareholders is being sought. Thereafter, the Company received an observation letter from NSE dated July 23, 2025, wherein the Company was directed to rectify / provide additional details through a corrigendum and addendum. This corrigendum and addendum is being issued to notify the amendments/ provide clarifications and additional details with respect to certain disclosures made under the explanatory statement with respect to Item No. 1, which is annexed to the EGM Notice ("Explanatory Statement").

Accordingly, this corrigendum and addendum ("Corrigendum and Addendum") is being issued in continuation to the EGM Notice dated July 11, 2025, together with the Explanatory Statement thereof and this Corrigendum and Addendum shall be deemed to be an integral part of and should be read in conjunction with the original EGM Notice dated July 11, 2025.

3. The Company had availed the Remote e-Voting and e-Voting Facility offered by M/s. KFin Technologies Limited ("KFintech") for conducting Remote e-Voting / e-Voting by the Shareholders of the Company.
4. The Remote e-voting commenced from Tuesday, August 05, 2025 (9.00 A.M. IST) and ended on Thursday, August 07, 2025 (5.00 P.M. IST) and at the end of Remote e-voting period, voting portal of service provider was blocked forthwith.
5. Members who had not casted their vote by Remote e-Voting were allowed to do e-voting at the EGM.
6. As per the Notice of the EGM dated July 11, 2025, the voting rights of the Members were in proportion to the paid-up value of their shares in the total voting capital of the Company as on the Cut-off Date i.e. **Friday, August 01, 2025**. The total voting capital of the Company for determining the voting rights of members as on Cut-off Date 355,653,663 Shares (i.e. including 330,653,663 Equity Shares and 2,50,00,000 Preference Shares), of face value of Rs. 10/- each.

"Members may note that due to non-payment of dividend by the Company for two years on 0.01% 2,50,00,000 Non-cumulative Non-convertible Redeemable Preference Shares ("Preference Shares") of face value of Rs. 10/- (Rupees Ten) each, voting rights have been triggered on the Preference Shares in terms of relevant provisions of the Companies Act, 2013. However, the Company has filed a petition before the Hon'ble National Company Law Tribunal, New Delhi Bench ("NCLT") on June 14, 2019 seeking rectification of Register of Members of the Company by cancellation of said Preference Shares and also sought interim relief with respect to suspension of voting rights and dividend rights attached to the said Preference Shares. The Hon'ble NCLT on September 29, 2021 directed ordering the status quo on the respondents to restrain them from exercising their voting power with the resolution until further order. Further, vide order dated December 16, 2021, it was affirmed by Hon'ble NCLT that interim order will continue. The matter is currently sub-judice. Hence, holders of said Preference Shares will not be entitled to vote on the said resolution."

7. After the closure of e-Voting at the EGM, the report on e-Voting done at the EGM and the votes cast under Remote e-Voting facility prior to the EGM were unblocked in the presence of two witness who are not in employment of the company and were counted.
8. I have scrutinized and reviewed the Remote e-Voting prior and e-Voting during the EGM and votes cast therein based on the data downloaded from the e-Voting system of KFin Technologies Limited.



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9. I now submit my consolidated report as under on the result of the Remote e-Voting prior and e-Voting during the EGM in respect of the following resolution:

S. No.	Type of Resolution	Particular
1	Special Resolution	To Issue Warrants Convertible into Equity Shares by way of Preferential Allotment on a Private Placement basis and matters related therewith.

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING AND E-VOTING DURING THE EGM IS AS UNDER

RESOLUTION NO. 1: SPECIAL RESOLUTION

TO ISSUE WARRANTS CONVERTIBLE INTO EQUITY SHARES BY WAY OF PREFERENTIAL ALLOTMENT ON A PRIVATE PLACEMENT BASIS AND MATTERS RELATED THEREWITH

- (i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
347	14,40,20,569	83.79

- (ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
39	2,78,62,537	16.21

- (iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA



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CONCLUSION

1. Based on the above voting, Resolution No. 1 is passed with requisite majority. Accordingly, I request the Chairperson of the EGM to announce the result of the meeting in accordance with provisions of the Companies Act, 2013 and other applicable laws and regulations.
2. All relevant records of voting will remain in my custody until the Chairperson considers, approves and signs the minutes of the EGM and the same shall be handed over thereafter to the Chairperson.

Thanking you.

Yours Sincerely,

For MAKS & Co.,
Company Secretaries
[FRN P2018UP067700]
Peer Review Certificate No.: 2064/2022

ANKUSH AGARWAL
Digitally signed by
ANKUSH AGARWAL
Date: 2025.08.08
18:18:18 +05'30'

Ankush Agarwal
Partner
Membership No.: F9719
C.P. No: 14486
UDIN: F009719G000968446

Date: 08-08-2025
Place: Noida (U.P.)



Countersigned by:

Anuj Jain
Chairperson/
Authorized Signatory
ANUJ JAIN
COMPANY SECRETARY