

July 28, 2026

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636	The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. NSE Symbol: IIFL
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Subject: Voting Results and Scrutinizer's Report of the 31st Annual General Meeting of IIFL Finance Limited ("the Company")

Dear Sir/Madam,

We wish to inform you that the 31st Annual General Meeting ("AGM") of the Members of the Company was held on Friday, July 24, 2026, at 11:30 a.m. through Video Conferencing.

In this regard, we hereby submit the following:

- a) Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the ("Listing Regulations") on Ordinary/ Special Resolutions specified in the AGM Notice. The detailed voting results consolidating the results of remote e-voting with the results of e-voting during the AGM 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 AGM 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, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively.

Kindly take the same on record and oblige.

Thanking you,

For IIFL Finance Limited

Samrat Sanyal
Company Secretary & Compliance Officer
ACS: 13863
Email Id: 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

NSE IFSC Limited
1201, Brigade International Financial Centre
12th floor, Block-14, Road 1C, Zone -1,
GIFT SEZ, Gandhinagar, Gujarat - 382355

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8th 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 Website: www.iifl.com

Details of Voting Results

Sr. No.	Description	Particulars
1.	Date of AGM	July 24, 2026
2.	Total no. of shareholders on record date (July 17, 2026)	127422
3.	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	2
	Public	65
	Total	67
4.	No. of Shareholders present in the meeting either in person or through proxy*	
	Promoters and Promoter Group	Not Applicable
	Public	
	Total	

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

The following is the summary of items of businesses as per the Notice of the AGM dated June 27, 2026, transacted at the AGM:

Sr. No.	Particulars	Type of Resolution	Result
Ordinary Businesses			
1.	To consider and adopt: (a) The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with the Directors' and Auditors' Reports thereon; and (b) The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with Auditors' Report thereon	Ordinary Resolution	Passed with requisite majority
2.	Appointment of Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director, liable to retire by rotation	Ordinary Resolution	Passed with requisite majority
3.	Appointment of M/s. Shah Gupta & Co., Chartered Accountants, as a Joint Statutory Auditor of the Company and fix their remuneration	Ordinary Resolution	Passed with requisite majority
Special Businesses			
4.	Approval of issuance of Non-Convertible Securities on a private placement basis	Special Resolution	Passed with requisite majority
5.	Approval of payment of commission to Non-Executive Directors of the Company	Special Resolution	Passed with requisite majority
6.	Approval of material related party transactions with IIFL Home Finance Limited	Ordinary Resolution	Passed with requisite majority

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7.	Approval of material related party transactions with IIFL Samasta Finance Limited	Ordinary Resolution	Passed with requisite majority
8.	Approval of material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution	Passed with requisite majority
9.	Approval of material related party transactions with IIFL Management Services Limited	Ordinary Resolution	Passed with requisite majority
10.	Approval of material related party transactions with IIFL Capital Services Limited (<i>formerly known as IIFL Securities Limited</i>)	Ordinary Resolution	Passed with requisite majority
11.	Approval of material related party transactions between IIFL Home Finance Limited and IIFL Capital Services Limited (<i>formerly known as IIFL Securities Limited</i>)	Ordinary Resolution	Passed with requisite majority
12.	Approval of material related party transactions between IIFL Samasta Finance Limited and IIFL Capital Services Limited (<i>formerly known as IIFL Securities Limited</i>)	Ordinary Resolution	Passed with requisite majority
13.	Consideration and approval for the enhancement of borrowing limits of the Company under section 180(1)(c) of the Companies Act, 2013	Special Resolution	Passed with requisite majority
14.	Consideration and approval for the enhancement of limits under Section 180(1)(a) of the Companies Act, 2013	Special Resolution	Passed with requisite majority
15.	Consideration and Approval for the raising of funds through Issue of Equity Shares or Other Eligible Securities by way of Qualified Institutions Placement (QIP), Follow-On Public Offer (FPO) or through any other permissible mode	Special Resolution	Passed with requisite majority

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IIFL Finance Limited								
Resolution Required :Ordinary			1 - To consider and adopt: (a)The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with the Directors' and Auditors' Reports thereon; and (b)The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with Auditors' Report thereon					
			Whether promoter/ promoter group are interested in the agenda/resolution? No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	88052847	65.2658	88052847	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88052847	65.2658	88052847	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	88906710	48.1117	88906670	40	100.0000	0.0000
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906763	48.1117	88906723	40	100.0000	0.0000
Total		425381042	271523166	63.8306	271523126	40	100.0000	0.0000

IIFL Finance Limited								
Resolution Required :Ordinary			2 - Appointment of Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director, liable to retire by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	76648538	56.8128	51717310	24931228	67.4733	32.5267
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76648538	56.8128	51717310	24931228	67.4733	32.5267
Public Non Institutions	E-Voting	184792149	88906708	48.1117	88906668	40	100.0000	0.0000
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906761	48.1117	88906721	40	100.0000	0.0000
Total		425381042	260118855	61.1496	235187587	24931268	90.4154	9.5846

IIFL Finance Limited								
Resolution Required :Ordinary			3 - Appointment of M/s. Shah Gupta & Co., Chartered Accountants, as a Joint Statutory Auditor of the Company and fix their remuneration					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	87850468	208092	99.7637	0.2363
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	87850468	208092	99.7637	0.2363
Public Non Institutions	E-Voting	184792149	88906288	48.1115	88906248	40	100.0000	0.0000
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906341	48.1115	88906301	40	100.0000	0.0000
Total		425381042	271528457	63.8318	271320325	208132	99.9233	0.0767

IIFL Finance Limited								
Resolution Required :Special			4 - Approval of issuance of Non-Convertible Securities on a private placement basis					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	88058560	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	88058560	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	88906288	48.1115	88906248	40	100.0000	0.0000
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906341	48.1115	88906301	40	100.0000	0.0000
Total		425381042	271528457	63.8318	271528417	40	100.0000	0.0000

IIFL Finance Limited								
Resolution Required :Special			5 - Approval of payment of commission to Non-Executive Directors of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	86244832	1813728	97.9403	2.0597
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	86244832	1813728	97.9403	2.0597
Public Non Institutions	E-Voting	184792149	88906278	48.1115	88894053	12225	99.9862	0.0138
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906331	48.1115	88894106	12225	99.9862	0.0138
Total		425381042	271528447	63.8318	269702494	1825953	99.3275	0.6725

IIFL Finance Limited								
Resolution Required :Ordinary			6 - Approval of material related party transactions 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	88058560	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	88058560	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	24353767	13.1790	24342065	11702	99.9519	0.0481
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353820	13.1790	24342118	11702	99.9520	0.0480
Total		425381042	112412380	26.4263	112400678	11702	99.9896	0.0104

IIFL Finance Limited								
Resolution Required :Ordinary			7 - Approval of material related party transactions with IIFL Samasta 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	88058560	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	88058560	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	24353757	13.1790	24342055	11702	99.9519	0.0481
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353810	13.1790	24342108	11702	99.9520	0.0480
Total		425381042	112412370	26.4263	112400668	11702	99.9896	0.0104

IIFL Finance Limited								
Resolution Required :Ordinary			8 - Approval of material related party transactions with IIFL Facilities Services 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	86244832	1813728	97.9403	2.0597
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	86244832	1813728	97.9403	2.0597
Public Non Institutions	E-Voting	184792149	24353767	13.1790	24341552	12215	99.9498	0.0502
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353820	13.1790	24341605	12215	99.9498	0.0502
Total		425381042	112412380	26.4263	110586437	1825943	98.3757	1.6243

IIFL Finance Limited								
Resolution Required :Ordinary			9 - Approval of material related party transactions with IIFL Management Services 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	88058560	65.2700	86244832	1813728	97.9403	2.0597
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88058560	65.2700	86244832	1813728	97.9403	2.0597
Public Non Institutions	E-Voting	184792149	24353767	13.1790	24341552	12215	99.9498	0.0502
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353820	13.1790	24341605	12215	99.9498	0.0502
Total		425381042	112412380	26.4263	110586437	1825943	98.3757	1.6243

IIFL Finance Limited								
Resolution Required :Ordinary			10 - Approval of material related party transactions with IIFL Capital Services Limited (formerly known as IIFL Securities 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	96016492	71.1685	93614051	2402441	97.4979	2.5021
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96016492	71.1685	93614051	2402441	97.4979	2.5021
Public Non Institutions	E-Voting	184792149	24353767	13.1790	24341552	12215	99.9498	0.0502
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353820	13.1790	24341605	12215	99.9498	0.0502
Total		425381042	120370312	28.2971	117955656	2414656	97.9940	2.0060

IIFL Finance Limited								
Resolution Required :Ordinary			11 - Approval of material related party transactions between IIFL Home Finance Limited and IIFL Capital Services Limited (formerly known as IIFL Securities 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	96016492	71.1685	96016492	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96016492	71.1685	96016492	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	24353767	13.1790	24342065	11702	99.9519	0.0481
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353820	13.1790	24342118	11702	99.9520	0.0480
Total		425381042	120370312	28.2971	120358610	11702	99.9903	0.0097

IIFL Finance Limited								
Resolution Required :Ordinary			12 - Approval of material related party transactions between IIFL Samasta Finance Limited and IIFL Capital Services Limited (formerly known as IIFL Securities 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	105674667	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	134914226	96016492	71.1685	96016492	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96016492	71.1685	96016492	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	24353767	13.1790	24342065	11702	99.9519	0.0481
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24353820	13.1790	24342118	11702	99.9520	0.0480
Total		425381042	120370312	28.2971	120358610	11702	99.9903	0.0097

IIFL Finance Limited								
Resolution Required :Special			13 - Consideration and approval for the enhancement of borrowing limits of the Company under section 180(1)(c) of the Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	96016492	71.1685	96016492	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96016492	71.1685	96016492	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	88906288	48.1115	88906248	40	100.0000	0.0000
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906341	48.1115	88906301	40	100.0000	0.0000
Total		425381042	279486389	65.7026	279486349	40	100.0000	0.0000

IIFL Finance Limited								
Resolution Required :Special			14 - Consideration and approval for the enhancement of limits under Section 180(1)(a) of the Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	96016492	71.1685	96016492	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96016492	71.1685	96016492	0	100.0000	0.0000
Public Non Institutions	E-Voting	184792149	88906288	48.1115	88906248	40	100.0000	0.0000
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906341	48.1115	88906301	40	100.0000	0.0000
Total		425381042	279486389	65.7026	279486349	40	100.0000	0.0000

IIFL Finance Limited								
Resolution Required :Special			15 - Consideration and Approval for the raising of funds through Issue of Equity Shares or Other Eligible Securities by way of Qualified Institutions Placement (QIP), Follow-On Public Offer (FPO) or through any other permissible mode					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	105674667	94563556	89.4855	94563556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		94563556	89.4855	94563556	0	100.0000	0.0000
Public Institutions	E-Voting	134914226	96016492	71.1685	55950303	40066189	58.2716	41.7284
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96016492	71.1685	55950303	40066189	58.2716	41.7284
Public Non Institutions	E-Voting	184792149	88906288	48.1115	88905679	609	99.9993	0.0007
	Poll		53	0.0000	53	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		88906341	48.1115	88905732	609	99.9993	0.0007
Total		425381042	279486389	65.7026	239419591	40066798	85.6641	14.3359

NILESH SHAH & ASSOCIATES

Company Secretaries

Consolidated Report of Scrutinizer

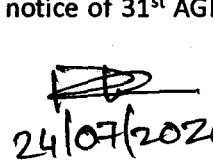
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

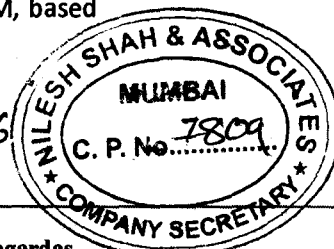
To,
The Chairman of
31st Annual General Meeting of
Shareholders of IIFL Finance Limited
Held on Friday, July 24, 2026
Through Video Conferencing / Other Audio Visual means.

Dear Sir,

We, Nilesh Shah & Associates, Practicing Company Secretaries, represented by Mr. Mahesh Darji, (Membership No. FCS - 7175), Partner, were appointed as the Scrutinizer for the purpose of the remote e-voting process prior to the Annual General Meeting (AGM) and e-voting process during the AGM 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 MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, read with SEBI Circular No. SEBI/ HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, Circular No. SEBI/HO/ DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, Circular No. SEBI/HO/ DDHS/P/CIR/2023/0164 dated October 6, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025 read together with ("SEBI Circulars"), in respect of attached resolutions proposed at the AGM of IIFL Finance Limited held on Friday, July 24, 2026 at 11.30 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 31st AGM of the Members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM 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 31st AGM, based


24/07/2026



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1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

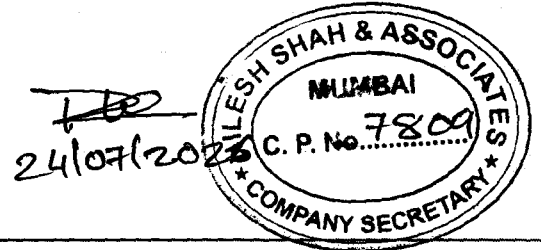
on the reports generated from the e-voting platform / system provided by the MUFG Intime India Private Limited ("MUFG Intime" formerly known as Link Intime India Private Limited), the authorized agency to provide e-voting facilities, engaged by the Company.

As informed to us by the Management, the notice dated June 27, 2026 convening the 31st AGM of the Company through VC/OAVM held on Friday, July 24, 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 Friday, July 17, 2026, were entitled to vote on the resolutions as set out in the notice of said AGM.

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

1. The Company had availed the e-voting facility offered by MUFG Intime for conducting remote e-voting prior to AGM and e-voting during the AGM by the Members of the Company.
2. The remote e-voting prior to AGM period remained open from Monday, July 20, 2026 (09.00 a.m.) (IST) till Thursday, July 23, 2026 (05.00 p.m.) (IST) and MUFG Intime e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier.
4. After the closure of e-voting during the AGM, 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 AGM 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 AGM has been recorded in the separate registers maintained for the purpose.
7. The consolidated result of the voting through remote e-voting and e-voting during the AGM is as per annexure attached herewith.



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Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

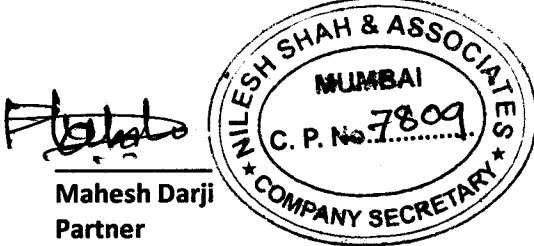
Recommendation:

All the resolutions 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



Mahesh Darji
Partner

Membership No.: FCS 7175

CP No.: 7809

Peer Review No. 7810/ 2026

UDIN: F007175H000936433

Place: Mumbai

Date: 24.07.2026

Countersigned
For IIFL Finance Limited

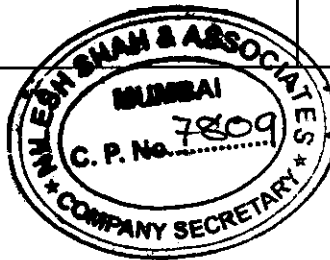
Samrat Sanyal
Company Secretary
ACS: 13863

211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

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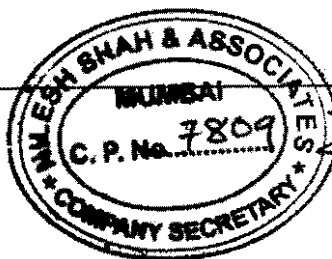
Annexure to the Scrutinizer's Report
Result of Remote E-Voting prior to AGM and E-Voting during the AGM held on 24th July, 2026:

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 (a)	To consider and adopt:	Ordinary Resolution	Remote E-Voting prior to AGM	341	271523073	99.99	2	40	0.01	44	7979466
1 (b)	The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with the Directors' and Auditors' Reports thereon; and		E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	345	271523126	99.99	2	40	0.01	44	7979466
2	The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with Auditors' Report thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	258	235187534	90.42	90	24931268	9.58	44	19383777
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	262	235187587	90.42	90	24931268	9.58	44	19383777



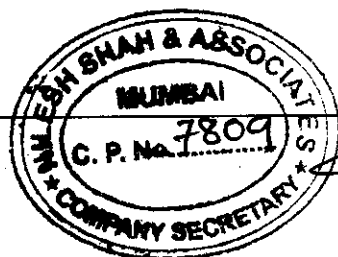
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Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
3	Appointment of M/s. Shah Gupta & Co., Chartered Accountants, as a Joint Statutory Auditor of the Company and fix their remuneration.	Ordinary Resolution	Remote E-Voting prior to AGM	340	271320272	99.92	4	208132	0.08	44	7974175
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	344	271320325	99.92	4	208132	0.08	44	7974175
4	Approval of issuance of Non-Convertible Securities on a private placement basis.	Special Resolution	Remote E-Voting prior to AGM	341	271528364	99.99	2	40	0.01	44	7974175
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	345	271528417	99.99	2	40	0.01	44	7974175
5	Approval of payment of commission to Non-Executive Directors of the Company.	Special Resolution	Remote E-Voting prior to AGM	316	269702441	99.33	27	1825953	0.67	45	7974185
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	320	269702494	99.33	27	1825953	0.67	45	7974185



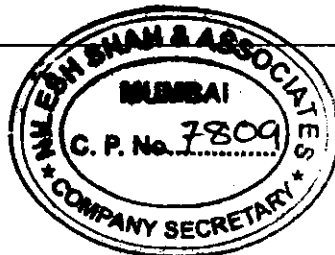
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Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
6	Approval of material related party transactions with IIFL Home Finance Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	331	112400625	99.99	4	11702	0.01	52	167090252
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	335	112400678	99.99	4	11702	0.01	52	167090252
7	Approval of material related party transactions with IIFL Samasta Finance Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	330	112400615	99.99	4	11702	0.01	53	167090262
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	334	112400668	99.99	4	11702	0.01	53	167090262
8	Approval of material related party transactions with IIFL Facilities Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	309	110586384	98.38	26	1825943	1.62	52	167090252
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	313	110586437	98.38	26	1825943	1.62	52	167090252



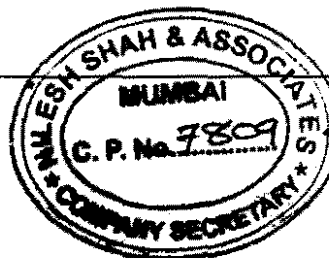
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Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain / Invalid *	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
9	Approval of material related party transactions with IIFL Management Services Limited.	Ordinary Resolution	Remote E-Voting prior to AGM	309	110586384	98.38	26	1825943	1.62	52	167090252
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	314	110586437	98.38	26	1825943	1.62	52	167090252
10	Approval of material related party transactions with IIFL Capital Services Limited (formerly known as IIFL Securities Limited).	Ordinary Resolution	Remote E-Voting prior to AGM	339	117955603	97.99	34	2414656	2.01	14	159132320
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	343	117955656	97.99	34	2414656	2.01	14	159132320
11	Approval of material related party transactions between IIFL Home Finance Limited and IIFL Capital Services Limited (formerly known as IIFL Securities Limited).	Ordinary Resolution	Remote E-Voting prior to AGM	369	120358557	99.99	4	11702	0.01	14	159132320
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	373	120358610	99.99	4	11702	0.01	14	159132320



24/07/2026

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
12	Approval of material related party transactions between IIFL Samasta Finance Limited and IIFL Capital Services Limited (formerly known as IIFL Securities Limited).	Ordinary Resolution	Remote E-Voting prior to AGM	369	120358557	99.99	4	11702	0.01	14	159132320
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	373	120358610	99.99	4	11702	0.01	14	159132320
13	Consideration and approval for the enhancement of borrowing limits of the Company under section 180(1)(c) of the Companies Act, 2013.	Special Resolution	Remote E-Voting prior to AGM	379	279486296	99.99	2	40	0.01	6	16243
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	383	279486349	99.99	2	40	0.01	6	16243
14	Consideration and approval for the enhancement of limits under Section 180(1)(a) of the Companies Act, 2013.	Special Resolution	Remote E-Voting prior to AGM	379	279486296	99.99	2	40	0.01	6	16243
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	383	279486349	99.99	2	40	0.01	6	16243



24/07/2026

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
15	Consideration and Approval for the raising of funds through Issue of Equity Shares or Other Eligible Securities by way of Qualified Institutions Placement (QIP), Follow-On Public Offer (FPO) or through any other permissible mode	Special Resolution	Remote E-Voting prior to AGM	240	239419538	85.66	145	40066798	14.34	6	16243
			E-Voting during the AGM	4	53	100	0	0	0	0	0
			Total	244	239419591	85.66	145	40066798	14.34	6	16243

* These include shares of those 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

Flats

Mahesh Darji

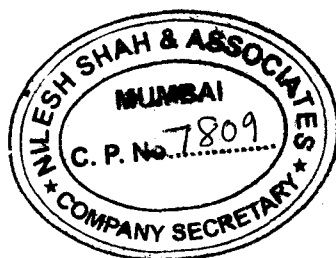
Partner

Membership No.: FCS 7175

CP No.: 7809

Peer Review No. 7810/ 2026

UDIN: F007175H000936433



Place: Mumbai

Date: 24.07.2026