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

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

Digitally signed by SAMRAT SANYAL
DN: cn=SAMRAT SANYAL c=IN o=Personal
Reason:
Location:
Date: 2026-07-28 14:59+05:30

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

Annexure A

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

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 *(formerly known as IIFL Securities Limited)*	Ordinary Resolution	Passed with requisite majority
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	Passed with requisite majority
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	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

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

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NILESH SHAH & ASSOCIATES MUMBAI C. P. No. 7809 COMPANY SECRETARY 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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NILESH SHAH & ASSOCIATES
MUMBAI
C. P. No. 7809
COMPANY SECRETARY

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

NILESH SHAH & ASSOCIATES
MUMBAI
C. P. No. 7809
COMPANY SECRETARY

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

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Samrat Sanyal
Company Secretary
ACS: 13863

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) 1 (b)	To consider and adopt: 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 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	341	271523073	99.99	2	40	0.01	44	7979466
			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	Appointment of Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director, liable to retire by rotation.	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**

NILESH SHAH & ASSOCIATES
MUMBAI
C. P. No. 7809
COMPANY SECRETARY

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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**

NILESH SHAH & ASSOCIATES
MUMBAI
C. P. No. 7809
* COMPANY SECRETARY *

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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**

NILESH SHAH & ASSOCIATES
MUMBAI
C. P. No. 7809
COMPANY SECRETARY

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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
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**

NILESH SHAH & ASSOCIATES
MUMBAI
C. P. No. 7809
COMPANY SECRETARY

24/07/2026

SAMRAT SANYAL

Digitally signed by SAMRAT SANYAL
DN: cn=SAMRAT SANYAL c=IN o=Personal
Reason:
Location:
Date: 2026-07-28 15:02+05:30

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

SAMRAT SANYAL

Digitally signed by SAMRAT SANYAL
DN: cn=SAMRAT SANYAL c=IN o=Personal
Reason:
Location:
Date: 2026-07-28 15:02+05:30

Mahesh Darji
Partner
Membership No.: FCS 7175
CP No.: 7809
Peer Review No. 7810/ 2026
UDIN: F007175H000936433

Place: Mumbai
Date: 24.07.2026