

#### March 29, 2022

The Manager,
Listing Department,
Listing Department,
Listing Department,

BSE Limited,

The National Stock Exchange of India Ltd.,

Phiroze Jeejeebhoy Tower, Dalal Street,

Exchange Plaza, 5 Floor, Plot C/1, G Block,

Mumbai 400 001 Bandra - Kurla Complex, Bandra (E),

Tel No.: 22721233 Mumbai 400 051

Fax No.: 22723719/22723121/22722037 Tel No.: 2659 8235 Fax No.: 26598237

BSE Scrip Code: 540776 NSE Symbol: 5PAISA

Sub: Result of Postal Ballot and E-voting.

Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

Dear Sir/Madam,

This is further to our letter dated February 24, 2022 enclosing the Postal Ballot Notice along with explanatory statement dated February 16, 2022, which was dispatched to the members of the Company seeking their consent on the following resolutions stated in the said Notice through e-voting:

Sr No	Item Description	Resolution Type	Result
1	To approve material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution	Passed with requisite majority
2	To approve material related party transactions with IIFL Finance Limited	Ordinary Resolution	Passed with requisite majority
3	To approve material related party transactions with IIFL Management Services Limited	Ordinary Resolution	Passed with requisite majority
4	To approve material related party transactions with IIFL Securities Limited	Ordinary Resolution	Passed with requisite majority
5	To approve material related party transactions with IIFL Samasta Finance Limited	Ordinary Resolution	Passed with requisite majority
6	To approve material related party transactions with IIFL Wealth Prime Limited	Ordinary Resolution	Passed with requisite majority
7	To approve material related party transactions with IIFL Home Finance Limited	Ordinary Resolution	Passed with requisite majority
8	To approve material related party transactions with IIFL Insurance Brokers Limited	Ordinary Resolution	Passed with requisite majority
9	To approve material related party transactions with IIFL Wealth Management Limited	Ordinary Resolution	Passed with requisite majority



10	To approve material related party	Ordinary Resolution Pass	ed with requisite
	transactions with 5Paisa P2P Limited	majo	ority
11	To approve material related party	Ordinary Resolution Pass	ed with requisite
	transactions with 5Paisa Trading Limited	majo	ority
12	To approve material related party	Ordinary Resolution Pass	ed with requisite
	transactions with 5Paisa Insurance	majo	ority
	Brokers Limited		

The remote e-voting period as specified in the Notice concluded on Saturday, March 26, 2022 at 5:00 p.m.

In this regard, we are submitting herewith voting results of the Postal Ballot on the said resolutions along with the Report of the Scrutinizer, M/s. Joshi Velankar and Associates, Practicing Company Secretaries, Mumbai.

Based on the Scrutinizer's Report, we wish to inform that the resolutions have been passed by the members of the Company with requisite majority and shall be deemed to have been passed on the last date specified for remote e-voting i.e. March 26, 2022. The details of votes cast by the shareholders are given in the Annexure.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company i.e. <u>www.5paisa.com</u>.

This is for your information and records.

Thanking You, Yours faithfully,

For Spaisa Capital Limited

Namita Godbole Company Secretary

Email ID: csteam@5paisa.com

Encl: as above



### **Details of Voting Results**

Sr Num	Particulars	Details
1.	Date of declaration of postal ballot voting results	Tuesday, March 29, 2022
2.	Voting Start Date	Friday, February 25, 2022
3.	Voting End Date	Saturday, March 26, 2022
4.	Total Number of shareholders on record date	20,532 (as on cut off date i.e. February 11,
		2022)
5.	Number of shareholders present in person or through	
	proxy:	
	Promoter and Promoter Group	N.A.
	Public	N.A.
6.	Number of shareholders attended the meeting through	
	video conferencing Promoter and Promoter Group	
	Promoter and Promoter Group	N.A.
	Public	N.A.

For Spaisa Capital Limited

Namita Godbole Company Secretary

Email ID: csteam@5paisa.com

Encl: as above



Resolution Requi	red : (Ordina	arv)	1 - To approve	material related p	party transacti	ons with IIFI	Facilities Servi	ces Limited
Whether promote interested in the	er/ promote	r group are	Yes	ateriar related		With III E	. delities selvi	
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding	No. of Votes – in	No. of Votes –	% of Votes in favour on votes	% of Votes against on votes
		held [1]	polled [2]	shares [3]={[2]/[1]}	favour [4]	Against [5]	polled [6]={[4]/[	polled [7]={[5]/[
				*100			2]}*100	2]}*100
	E-							
Promoter and Promoter Group	Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	8810698	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
	E- Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll	7313259	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	/313259	0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
	E- Voting		2108650	15.8642	2108543	107	99.9949	0.0051
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	13291861						
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108543	107	99.9949	0.0051
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012

0 ,	ode of oting	No. of	No. of votes	% of Votes Polled on	No. of	No. of	% of Votes in	% of Votes
		shares held [1]	polled [2]	outstanding shares [3]={[2]/[1]}	Votes – in favour [4]	Votes – Against [5]	favour on votes polled [6]={[4]/[	against on votes polled [7]={[5]/[
Promoter E-Vo	oting		0	*100 0.0000 0.0000	0	0	2]}*100 0.0000 0.0000	2]}*100 0.0000 0.0000
and Post Ballo	tal ot	8810698	0	0.0000	0	0	0.0000	0.0000



	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	7313259						
Institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
	E-Voting		2108650	15.8642	2108543	107	99.9949	0.0051
Dublic Non	Poll	13291861	0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Postal							
Ilistitutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108543	107	99.9949	0.0051
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012

Resolution Re	equired : (Ord	inary)	3 - To approve material related party transactions with IIFL Management Services Limited							
	moter/ promo	oter group are	Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[	% of Votes against on votes polled [7]={[5]/[		
		[-]	[-]	*100	[*]	[5]	2]}*100	2]}*100		
Duamatan	E-Voting		0	0.0000	0	0	0.0000	0.0000		
Promoter and Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal	8810698								
	Ballot		0	0.0000	0	0	0.0000	0.0000		
Стоир	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000		
Public	Poll		0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal	7313259								
mstitutions	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		6723948	91.9419	6723948	0	100.0000	0.0000		
	E-Voting		2108650	15.8642	2108543	107	99.9949	0.0051		
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal	13291861								
mstitutions	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		2108650	15.8642	2108543	107	99.9949	0.0051		
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012		



Resolution Re Whether proi	moter/ promo	oter group are	4 - To approve material related party transactions with IIFL Securities Limited 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		
Duamatan	E-Voting		0	0.0000	0	0	0.0000	0.0000		
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal	8810698								
	Ballot		0	0.0000	0	0	0.0000	0.0000		
Group	Total		0	0.0000	0	0	0.0000	0.0000		
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000		
Public	Poll		0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal	7313259								
institutions	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		6723948	91.9419	6723948	0	100.0000	0.0000		
	E-Voting		2108650	15.8642	2108543	107	99.9949	0.0051		
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal	13291861								
institutions	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		2108650	15.8642	2108543	107	99.9949	0.0051		
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012		

Resolution Re Whether proi	moter/ promo	ter group are	5 - To approve Yes	material related p	party transacti	ons with IIFL	Samasta Finar	ice Limited
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]}	[4]	[5]	[6]={[4]/[	[7]={[5]/[
	E-Voting		0	* <b>100</b> 0.0000	0	0	<b>2]}*100</b> 0.0000	<b>2]}*100</b> 0.0000
Promoter	Poll	8810698	0	0.0000	0	0	0.0000	0.0000
and	Postal		3	0.0000			0.0000	0.0000
Promoter	Ballot		0	0.0000	0	0	0.0000	0.0000
Group	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting	7242250	6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	7313259	0	0.0000	0	0	0.0000	0.0000



	Total		6723948	91.9419	6723948	0	100.0000	0.0000
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal							
IIISTITUTIONS	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108543	107	99.9949	0.0051
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012

Resolution Re	equired : (Ord	inary)	6 - To approve	material related p	oarty transacti	ons with IIFL	<b>Wealth Prime</b>	Limited
Whether pro	moter/ promo	oter group are						
interested in	the agenda/re	esolution?	Yes				T	
Category	Mode of						% of	% of
	Voting			% of Votes			Votes in	Votes
				Polled on	No. of	No. of	favour on	against on
		No. of	No. of votes	outstanding	Votes – in	Votes –	votes	votes
		shares held	polled	shares	favour	Against	polled	polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[ 2]}*100	[7]={[5]/[ 2]}*100
Dunnahan	E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal	8810698						
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Dublic	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal	7313259						
IIISTITUTIONS	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
	E-Voting		2108650	15.8642	2108043	107	99.9949	0.0051
Dublic Non	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non	Postal	13291861				_		
Institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108043	107	99.9949	0.0051
Total		29415818	8832598	30.0250	8831991	107	99.9988	0.0012

Whether pro	Resolution Required : (Ordinary) Whether promoter/ promoter group are interested in the agenda/resolution?			7 - To approve material related party transactions with IIFL Home Finance Limited Yes					
Category	Mode of						% of	% of	
	Voting			% of Votes			Votes in	Votes	
				Polled on	No. of	No. of	favour on	against on	
		No. of	No. of votes	outstanding	Votes – in	Votes –	votes	votes	
		shares held	polled	shares	favour	Against	polled	polled	
		[1]	[2]	[3]={[2]/[1]}	[4]	[5]	[6]={[4]/[	[7]={[5]/[	
				*100			2]}*100	2]}*100	
Promoter	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000	



and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter	Postal							
Group	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	7313259						
Institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
	E-Voting		2108650	15.8642	2108543	107	99.9949	0.0051
Dublic Non	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Postal	13291861						
institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108543	107	99.9949	0.0051
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012

Resolution Re	equired : (Ord	inary)	8 - To approve	material related p	party transacti	ons with IIFL	Insurance Bro	kers Limited
	moter/ promo	oter group are	Yes		•			
Category	Mode of Voting	No. of shares held	No. of votes	% 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	E-Voting	ting	0	0.0000	0	0	0.0000	0.0000
and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	8810698	0	0.0000	0	0	0.0000	0.0000
·	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	7313259	0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
Public Non E-Voting	E-Voting		2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot <b>Total</b>	13291861	0 <b>2108650</b>	0.0000 <b>15.8642</b>	0 <b>2108543</b>	0 <b>107</b>	0.0000 <b>99.9949</b>	0.0000 <b>0.0051</b>
Total	iotai	29415818	8832598	30.0267	8832491	107	99.9988	0.0031



Whether pro	Resolution Required : (Ordinary) Whether promoter/ promoter group are interested in the agenda/resolution?		9 - To approve material related party transactions with IIFL Wealth Management Limited  Yes						
Category	Mode of Voting	No. of shares held	No. of votes	% 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	
D	E-Voting		0	0.0000	0	0	0.0000	0.0000	
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000	
and Promoter	Postal	8810698							
	Ballot		0	0.0000	0	0	0.0000	0.0000	
Group	Total		0	0.0000	0	0	0.0000	0.0000	
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000	
Public	Poll		0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal	7313259							
IIISTITUTIONS	Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		6723948	91.9419	6723948	0	100.0000	0.0000	
Public Non	E-Voting	13291861	2108650	15.8642	2108043	107	99.9949	0.0051	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal								
111311111111111111111111111111111111111	Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		2108650	15.8642	2108043	107	99.9949	0.0051	
Total		29415818	8832598	30.0250	8831991	107	99.9988	0.0012	

Resolution Required : (Ordinary) Whether promoter/ promoter group are interested in the agenda/resolution?		10 - To approve	e material related	party transact	tions with 5P	aisa P2P Limite	≥d	
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	E-Voting		0	0.0000	0	0	0.0000	0.0000
and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter	Postal	8810698						
Group	Ballot		0	0.0000	0	0	0.0000	0.0000
Group	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting	7242250	6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	7313259	0	0.0000	0	0	0.0000	0.0000



	Total		6723948	91.9419	6723948	0	100.0000	0.0000
	E-Voting		2108650	15.8642	2108042	108	99.9949	0.0051
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	13291861						
Institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108042	108	99.9949	0.0051
Total		29415818	8832598	30.0250	8831990	108	99.9988	0.0012

Resolution Re	equired : (Ord	inary)	11 - To approve	e material related	party transact	tions with 5P	aisa Trading Li	mited
Whether pro	•	oter group are	Yes	- material related	party transact		<u> </u>	
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[	% of Votes against on votes polled [7]={[5]/[
		[+]	[4]	*100	[7]	[5]	2]}*100	2]}*100
E-Voting		0	0.0000	0	0	0.0000	0.0000	
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter	Postal	8810698						
Group	Ballot		0	0.0000	0	0	0.0000	0.0000
Стоир	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	7313259						
mscitations	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
Public Non	E-Voting		2108650	15.8642	2108042	108	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal	13291861						
11130100113	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108042	108	99.9949	0.0051
Total		29415818	8832598	30.0267	8831990	108	99.9988	0.0012

Resolution Re Whether pro interested in	moter/ promo	oter group are	12 - To approve Limited	e material related	party transact	tions with 5Pa	aisa Insurance	Brokers
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	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000



and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter	Postal							
Group	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		6723948	91.9419	6723948	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	7313259						
IIIStitutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6723948	91.9419	6723948	0	100.0000	0.0000
	E-Voting		2108650	15.8642	2108543	107	99.9949	0.0051
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	13291861						
IIISTITUTIONS	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2108650	15.8642	2108543	107	99.9949	0.0051
Total		29415818	8832598	30.0267	8832491	107	99.9988	0.0012

For Spaisa Capital Limited

Namita Godbole Company Secretary

Email ID: csteam@5paisa.com

Encl: as above

403, Sai Krupa, Shivaji Nagar, Opp. Anandashram Colony, B Cabin, Thane (W) - 400 602 (T) 022 25363275 (E) cs@jvassociates.in

### SCRUTINIZER'S REPORT

To,
The Chairperson,
5paisa Capital Limited
(CIN: L67190MH2007PLC289249)
IIFL House, Sun Infotech Park,
Road No. 16V, B-23, MIDC,
Thane Industrial Area, Wagle Estate,
Thane – 400604.

Scrutinizer's Report on postal ballot process conducted through electronic voting system in accordance with the provisions of section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 read with rule 20 and rule 22 of Companies (Management and Administration) Rules, 2014.

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by **5paisa Capital Limited** ("the Company") seeking consent of its members for the Ordinary Resolutions as contained in the Notice of Postal Ballot dated **16**<sup>th</sup> February, **2022**.

- In terms of provisions 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we, M/s. Joshi Velankar & Associates, Practicing Company Secretaries were appointed as the Scrutinizer by the Company on 16<sup>th</sup> February, 2022 to conduct the Postal Ballot in respect of Ordinary Resolutions as contained in the Notice dated 16<sup>th</sup> February, 2022.
- 2. In terms of section 110 and 108 of the Companies Act, 2013 and other applicable provisions, if any of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/ 2020 dated 8th April, 2020, General Circular No. 17/ 2020 dated 13th April, 2020, General Circular No. 22/ 2020 dated 15th June, 2020, General Circular No. 33/ 2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020 and General Circular No. 10/2021 dated 23th June, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and on account of threat/restrictions posed due to COVID-19 pandemic, the Company has sent the Postal Ballot Notice dated 16th February, 2022 on 24th February, 2022 by email only to the members who have registered their email address with the Company / Depositories.
- As per the MCA circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the notice, Postal Ballot forms and other documents were not dispatched to the members for this Postal Ballot, Accordingly, the communication of the assent and dissent of the members had taken place through the remote e-voting system only.

legn.No.:

- The members of the Company holding equity shares as on the 'cut-off date' i.e. Friday, 11<sup>th</sup> February, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 16<sup>th</sup> February, 2022, through remote e-voting only.
- 5. The Company has published an advertisement on 25<sup>th</sup> February, 2022 in The Free Press Journal, an English Newspaper and in Nav Shakti a vernacular (Marathi) newspaper regarding completion of dispatch of Notice of Postal Ballot dated 16<sup>th</sup> February, 2022 and also specifying therein the matters prescribed in the Rules with regard e-voting. The Postal Ballot Notice is placed on www.5paisa.com, www.bseindia.com, www.nseindia.com and www.evotingindia.com.
- The Company has appointed Central Depository Services Limited (CDSL) for facilitating evoting to enable the Members to cast their votes electronically. The remote e-voting facility was kept open from Friday, 25<sup>th</sup> February, 2022 (9.00 a.m.) to Saturday, 26<sup>th</sup> March, 2022 (5.00 p.m.). The e-voting facility was blocked forthwith thereafter.
- The votes cast by the members electronically were unblocked on Monday, 28<sup>th</sup> March, 2022 in the presence of two witnesses not in employment of the Company. The report of the members' e-voting was downloaded thereafter.
- The electronic votes recorded from Friday, 25<sup>th</sup> February, 2022 (9.00 a.m.) to Saturday, 26<sup>th</sup> March, 2022 (5.00 p.m.), being last date and time fixed by the Company for remote evoting received as available in the CDSL website have been considered in our scrutiny.
- 9. The summary of remote e-voting received of the following resolutions are as under: -

Item No. 1 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Facilities Services Limited.

Particulars	Number of	Valid Votes	Percentage (%)	
	Remote e-voters	Remote e-votes		
Assent	93	88,32,491	99.9988	
Dissent	5	107	0.0012	
	0	0	0.0000	
Not Voted	98	88,32,598	100.0000	
Total		l		

Item No. 2 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Finance Limited.

Particulars	Number of	Valid Votes	Percentage (%)	
	Remote e-voters	Remote e-votes		
Assent	93	88,32,491	99.9988	
Dissent	5	107	0.0012	
Not Voted	0	0	0.0000	
	98	88.32.598	100.0000	
Total	90	8	<u> </u>	

# OS JOSHI VELANKAR & ASSOCIATES

Item No. 3 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Management Services Limited.

Particulars	Number of	Percenters (9/	
Assent	Remote e-voters	Remote e-votes	Percentage (%)
Dissent	93	88,32,491	00.0000
Not Voted	5	107	99.9988
Total	0	0	0.0000
TOTAL	98	88,32,598	100.0000

Item No. 4 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Securities Limited.

Particulars	Number of	Done- I		
	Remote e-voters	Remote e-votes	Percentage (%)	
Assent	93	88,32,491		
Dissent	5		99.9988	
Not Voted		107	0.0012	
Total	0.	0	0.0000	
	98	88,32,598	100.0000	

Item No. 5 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Samasta Finance Limited.

Particulars	Number of Valid Votes		D
A	Remote e-voters	Remote e-votes	Percentage (%)
Assent	93	88,32,491	99.9988
Dissent	5	107	
Not Voted	0	0	0.0012
Total	98	88,32,598	0.0000
		00,02,098	100.0000

Item No. 6 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Wealth Prime Limited.

Particulars	Number of Valid Votes		Paranta (9/)
	Remote e-voters	Remote e-votes	Percentage (%)
Assent	. 92	88,31,991	00.0004
Dissent .	5	107	99.9931
Not Voted	1		0.0012
Total		500	0.0057
//	98	88,32,598	100,0000

Item No. 7 – as an Ordinary Resolution: - To approve material related party transactions with IIFL Home Finance Limited.

Particulars	Number of Valid Votes		Parcontone (8/)
A	Remote e-voters	Remote e-votes	Percentage (%)
Assent	93	88,32,491	OO OOOO
Dissent	5	107	99.9988

Not Voted	0	0	0.0000
Total	98	88,32,598	100 0000

<u>Item No. 8 – as an Ordinary Resolution: -</u> To approve material related party transactions with IIFL Insurance Brokers Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	. 88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0.	0	0.0000
Total	98	88,32,598	. 100.0000

<u>Item No. 9 – as an Ordinary Resolution: -</u> To approve material related party transactions with IIFL Wealth Management Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	92	88,31,991	99.9931
Dissent	5	107	0.0012
Not Voted	1	500	0.0057
Total	98	88,32,598	100.0000

<u>Item No. 10 – as an Ordinary Resolution: -</u> To approve material related party transactions with 5Paisa P2P Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	91	88,31,990	99.9931
Dissent	6	108	0.0012
Not Voted	1	500	0.0057
Total	98	88,32,598	100.0000

Item No. 11 - as an Ordinary Resolution: - To approve material related party transactions with 5Paisa Trading Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	92	88,32,490	99,9988
Dissent	6	108	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000



# JOSHI VELANKAR & ASSOCIATES

Item No. 12 - as an Ordinary Resolution: - To approve material related party transactions with 5Paisa Insurance Brokers Limited

Particulars	Number of Valid Votes		Downsul
Assent	Remote e-voters	Remote e-votes	Percentage (%)
Dissent	93	88,32,491	99.9988
Not Voted	5	107	0.0012
Total	0	0	0.0000
	98	88,32,598	100.0000

- You may accordingly declare the results of the postal ballot process conducted through electronic voting system
- Based on the aforesaid result, we report that, the Ordinary Resolutions as contained in the Notice of Postal Ballot dated 16<sup>th</sup> February, 2022 has been passed with requisite majority.

Regn. No.:

Thanking you,

For Joshi Velankar & Associates Practising Company Secretaries

CS Aparna Joshi

Partner

FCS-7172 CP-6738

Scrutinizer for postal ballot process

conducted through electronic voting system

UDIN: F007172C003231030

Place: Mumbai

Date: 28th March, 2022

Witness:

Vaibhav Suhas Velankar

Neeta Shankar Shetty

Countersigned and received in repor

Namita Godbole

(Company Secretary, 5paisa Capital Limited)