July 24, 2026

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, 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: Proceedings of the 31st Annual General Meeting of IIFL Finance Limited held on Friday, July 24, 2026

Dear Sir/Madam,

Pursuant to Regulations 30 and 51 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of the proceedings of the 31st Annual General Meeting of IIFL Finance Limited ("the Company") held on Friday, July 24, 2026, at 11:30 a.m. through Video Conferencing is enclosed herewith.

Kindly take the same on record and oblige.

Thanking you,

For IIFL Finance Limited

Samrat Sanyal
Digitally signed by Samrat Sanyal
Date: 2026.07.24 22:05:43 +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
1st Floor, Unit No. 101, The Signature,
Building No. 13B, Road 1C, Zone 1,
GIFT SEZ, GIFT City, Gandhinagar, Gujarat,
India – 382050

NSE IFSC Limited
Unit-1201, 12th Floor, Brigade International Financial Centre, Block-14, Road 1C, Zone-1, GIFT SEZ,
GIFT City, Gandhinagar, Gujarat,
India – 382355

Summary of the proceedings of the 31st Annual General Meeting of the Company

Venue: Video Conferencing ("VC")

Day, Date and Time: Friday, July 24, 2026, at 11:30 a.m.

Members attending the Meeting: 67 Members attended the Meeting through VC.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 ("the Act") was present throughout the meeting.

Mr. Samrat Sanyal, Company Secretary & Compliance Officer, welcomed all the Members present at the 31st Annual General Meeting ("the Meeting") of the Company through VC. In compliance with the provisions of the Act, Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI, the Meeting of the Company was held through VC and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered at the Meeting.

He informed the Members about basic instructions with respect to participation at the Meeting through VC. He further informed the Members about the presence of the Directors including Mr. Bibhu Prasad Kanungo, Chairperson of the Board ("Chairperson"), Mr. Nihar Jambusaria, Chairperson of the Audit Committee and Nomination and Remuneration Committee, Mr. Bijou Kurien, Chairperson of the Stakeholders Relationship Committee and Corporate Social Responsibility Committee and other Directors from their respective locations.

Leave of absence was granted to Mr. Gopalakrishnan Soundarajan, Non-Executive Director who had expressed his inability to attend the AGM due to prior commitments.

He further informed the Members about the presence of representatives of Joint Statutory Auditors and Secretarial Auditor of the Company.

He further informed the Members about the appointment of Scrutinizer, M/s. Nilesh Shah and Associates, Practicing Company Secretaries, as the Scrutinizer for remote e-voting and Scrutinizer for the votes cast by Members during the Meeting by e-voting system, under Section 108 of the Act.

The Members were apprised about the availability of all the requisite statutory registers and other relevant documents as referred in the Notice and the explanatory statement for inspection in electronic mode.

The Company Secretary requested the Chairperson of the Board to take the Chair and proceed with the Meeting.

Mr. Bibhu Prasad Kanungo, Chairperson of the Board welcomed the Members and the requisite quorum being present, he called the Meeting to order. He then introduced Mr. R Venkataraman, Co-Promoter and Joint Managing Director of the Company.

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

At the request of the Chairperson, Mr. R Venkataraman introduced the Directors of the Company and acknowledged the presence of Key Executives of the Company.

The Company Secretary informed that pursuant to various Circulars issued by MCA and provisions of Regulation 44 of Listing Regulations, as amended from time to time, the facility to appoint proxy to attend and cast vote on behalf of the Members was not available.

He further informed the Members that the Company had provided facility to all the Members to exercise their votes on the items of business given in the Notice through remote e-voting system provided by MUFG Intime India Private Limited (*formerly known as Link Intime India Private Limited*). The remote e-voting period commenced on **Monday, July 20, 2026, at 9:00 a.m. (IST)** and concluded on **Thursday, July 23, 2026, at 5:00 p.m. (IST)**. He further apprised the Members about the availability of e-voting system during the Meeting for those present at the Meeting and who had not cast their votes through remote e-voting.

With the permission of the Members, the Chairperson took the Notice of the meeting along with Annual Report for FY 2025-26 as read.

Thereafter, the Chairperson, in his address, reflected on the Company's three-decade journey and highlighted the key developments during the Financial Year 2025–26, including the macroeconomic environment, the Company's business performance, portfolio strengthening initiatives, technology and risk management enhancements, the performance of its key businesses, and its strategic priorities for sustainable growth.

The Chairperson then requested Mr. Nirmal Jain, the Managing Director of the Company to address the Members.

Mr. Nirmal Jain, Managing Director, in his address, highlighted the highlighted the Company's strong operational and financial recovery during FY 2025–26, driven by disciplined growth, improved asset quality, a strengthened risk framework, and the revival of its gold loan franchise. He outlined the Company's focus on secured lending, technology-led transformation, financial inclusion, and robust governance, while acknowledging stakeholder support and reaffirming the Company's commitment to sustainable, responsible, and inclusive growth.

The Chairperson apprised that the Statutory Auditors' Report does not have any qualifications, observations, reservations, adverse remarks or disclaimer on financial transactions or matters which have any adverse effect on the functioning of the Company.

He further informed that since the Meeting was being held through VC and the resolutions mentioned in the Notice were already put to vote through e-voting, no proposing or seconding of resolutions was required.

He thereafter moved on to the agenda items as per the Notice dated June 27, 2026, as provided below:

Sr. No.	Particulars	Type of Resolution
	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
2.	Appointment of Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director, liable to retire by rotation	Ordinary Resolution
3.	Appointment of M/s. Shah Gupta & Co., Chartered Accountants, as a Joint Statutory Auditor of the Company and fix their remuneration	Ordinary Resolution
	Special Businesses	
4.	Approval of issuance of Non-Convertible Securities on a private placement basis	Special Resolution
5.	Approval of payment of commission to Non-Executive Directors of the Company	Special Resolution
6.	Approval of material related party transactions with IIFL Home Finance Limited	Ordinary Resolution
7.	Approval of material related party transactions with IIFL Samasta Finance Limited	Ordinary Resolution
8.	Approval of material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution
9.	Approval of material related party transactions with IIFL Management Services Limited	Ordinary Resolution
10.	Approval of material related party transactions with IIFL Capital Services Limited *(formerly known as IIFL Securities Limited)*	Ordinary Resolution
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
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
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
14.	Consideration and approval for the enhancement of limits under Section 180(1)(a) of the Companies Act, 2013	Special Resolution
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

The Company Secretary then invited Members who had registered themselves as speakers to ask questions or express their views. Out of 16 Members who had registered as speaker shareholder, 10 members participated and expressed their views and raised certain questions which were responded by Mr. Nirmal Jain with appropriate answers.

Further, Mr. Samrat Sanyal, Company Secretary instructed that the e-voting window shall remain open for another 15 minutes after the conclusion of this Meeting and requested the Members who have not already cast their vote through remote e-voting to vote through e-voting system within the said time.

The Chairperson informed the Members that the voting results would be determined based on the aggregation of votes cast through remote e-voting and e-voting during the AGM. He further apprised the Members that the Scrutinizer has verified the remote e-voting and would verify e-voting process conducted during the Meeting and submit the Scrutinizer's Report to the Chairperson in the prescribed manner within two working days from the conclusion of the Meeting.

The Chairperson further authorized Mr. Samrat Sanyal, to accept, acknowledge, and countersign the Scrutinizer's Report and to declare the voting results in accordance with the requirements prescribed under the applicable laws. He further stated that the voting results would be declared not later than two working days from the conclusion of the AGM and that the results along with the Scrutinizer's Report would be uploaded on the Company's website and submitted to the Stock Exchanges, i.e., NSE and BSE, in compliance with the provisions of the Act and the Listing Regulations.

The Chairperson thanked all the Members for attending and participating at the Meeting and there being no other business, the Meeting was concluded.

The AGM commenced at 11:30 a.m. and concluded at 12:50 p.m.

For IIFL Finance Limited

Samrat Sanyal
Digitally signed by Samrat Sanyal
Date: 2026.07.24 22:06:52 +05'30'

Samrat Sanyal
Company Secretary & Compliance Officer
ACS: 13863
Email Id: csteam@iifl.com
Place: Mumbai