

EW/Sec/2023-24/150

September 26, 2023

<b>BSE Limited</b> P J Towers, Dalal Street, Fort, Mumbai - 400 001  <b>Scrip Code: - 532922</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  <b>Symbol: - EDELWEISS</b>
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Dear Sir/ Madam,

**Sub: Proceedings of the 28<sup>th</sup> Annual General Meeting**

This is to inform you that the 28<sup>th</sup> Annual General Meeting of the Company (AGM) was held on September 26, 2023 at 4.00 p.m. through Video Conferencing/ Other Audio Visual Means (VC/OAVM) to transact the business as set out in the Notice convening the AGM.

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the gist of the proceedings of the AGM.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
**For Edelweiss Financial Services Limited**

**Tarun Khurana**  
**Company Secretary**

Encl. as above

**Gist of the proceedings of the 28<sup>th</sup> Annual General Meeting of  
Edelweiss Financial Services Limited held on Tuesday, September 26, 2023**

The 28<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on September 26, 2023 at 4.00 p.m. through Video Conferencing/ Other Audio Visual Means (VC/OAVM) in compliance with the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this behalf from time to time.

The Meeting was Chaired by Mr. Rashesh Shah, Chairman of the Company. All the Directors except Dr. Ashima Goyal were present at the Meeting. The representatives of the Statutory Auditors and Secretarial Auditors of the Company were also present.

The requisite quorum being present, the Chairman called the Meeting to order.

The Chairman informed the Members that the second term of Mr. Biswamohan Mahapatra as an Independent Director ends at the conclusion of this Meeting. He placed on record sincere appreciation of the contribution of Mr. Mahapatra during his tenure as an Independent Director of the Company.

The Chairman also informed that Mr. Himanshu Kaji is retiring by rotation at this AGM and has not sought re-appointment. It was also proposed not to fill the vacancy caused by the retirement of Mr. Kaji. He placed on record sincere appreciation of the contribution by Mr. Kaji during his tenure as an Executive Director.

The Chairman also informed that M/s. S. R. Batliboi & Co. LLP (SRB), Statutory Auditors of the Company would hold office till the conclusion of this AGM. He placed on record sincere appreciation of the contribution of SRB as the Auditors of the Company. The Chairman then informed that the Board of Directors of the Company had recommended the appointment of M/s. Nangia & Co. LLP (Nangia), Chartered Accountants, as the Statutory Auditors of the Company for a term of five years from the conclusion of this AGM. He also briefed the Members on the profile of Nangia.

The Chairman made a presentation on the performance during the financial year ended March 31, 2023, future outlook and priorities.

The Chairman then invited the Members to make their observations, if any, which were suitably replied.

The Chairman briefed on the remote e-voting facility provided to the Members for casting of the votes through electronic means.

The Chairman stated that he is interested in Item No. 3 of the Notice which relates to the re-appointment of Ms. Vidya Shah as Director. The following Resolutions were approved with the requisite majority: -

**Ordinary Business: -**

1. Adoption of the Financial Statements - (Ordinary Resolution): -
  - a) Adoption of the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Board and the Auditors thereon; and
  - b) Adoption of the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.
2. Declaration of Dividend of Rs. 1.25 per share on the equity shares of the face value of Re. 1 each - (Ordinary Resolution)
3. Re-appointment of Ms. Vidya Shah (DIN: 00274831) as Director on retirement by rotation - (Ordinary Resolution)
4. Approved not to fill the vacancy caused by the retirement of Mr. Himanshu Kaji (DIN: 00009438) who retired by rotation at the AGM and did not seek re-appointment - (Ordinary Resolution)
5. Appointment of Statutory Auditors - (Ordinary Resolution)

**Special Business: -**

6. Approval for entering into Material Related Party Transactions - (Ordinary Resolution)
7. Approval for pledging/charging/disposing of asset(s) by the Material Subsidiary - (Special Resolution)
8. Alteration of the Articles of Association by insertion of sub-clause 49(3) after the existing sub-clause 49(2) of the Articles of Association of the Company to comply with the requirements of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - (Special Resolution)

There being no other business, the Chairman declared the Meeting as closed and extended vote of thanks to the Members and the Board Members for attending the AGM.

It was informed that the e-voting facility shall remain open till 15 minutes after the conclusion of the Meeting and the results of the remote e-voting and the e-voting facility extended during the Meeting shall be declared after receipt of the Scrutinizer's Report and the same will be intimated to the Stock Exchanges, NSDL - the service provider and also be uploaded on the website of the Company.

The Meeting concluded at 5:45 p.m. (including the time for e-voting facility).

This proceeding should not be construed as the Minutes of the AGM.

**For Edelweiss Financial Services Limited**

**Tarun Khurana**  
**Company Secretary**