

NOTICE

Notice is hereby given that the Extraordinary General Meeting ("EGM") of IIFL Asset Management Limited ("Company") be held on December 22, 2021 at 12.30 P.M at 1st Floor, IIFL Centre, Kamala City, Lower Parel, Mumbai- 400013 to transact the following business:

Special Business:

Item No. 1: APPROVAL AND ADOPTION OF RESTATED ARTICLES:

To consider, and if thought fit, to pass, with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 14 and other applicable provisions of the Companies Act, 2013, the amended and restated Articles of Association, as circulated to the members be and is hereby approved for alteration of the Articles of Association (AOA) of the Company by replacing the existing set of Articles of Association with new set of Articles of Association to align with the requirements of Companies Act, 2013 and the rules framed thereunder;

RESOLVED FURTHER THAT the Restated Articles of Association (AOA) of the Company shall replace the existing set of Articles of Association of the Company with immediate effect, subject to the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director of the Company or the Company Secretary be and is hereby severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, including but not limited to making the necessary application(s)/filing(s) with the Registrar of Companies (ROC) or with the Securities and Exchange Board of India (SEBI) or any other regulatory authority to complete the procedure for adoption of new set of Articles of Association of the Company and do all necessary things as may be required at the instance of Registrar of Companies or the Securities and Exchange Board of India (SEBI) or any other regulatory authority and to comply with all other requirements in this regard."

By Order of the Board



Chinmay Joshi

Company Secretary

Mem No: - A22935

Address: 6th Floor, IIFL Centre, Kamala City,
Lower Parel, Mumbai – 400013.

Date: December 22, 2021

Place: Mumbai

IIFL ASSET MANAGEMENT LIMITED

Corporate & Registered Office:

6th Floor, IIFL Centre, Kamala City, Senapati Bapat Marg,
Lower Parel, Mumbai – 400 013

TEL: (91-22) 4876 5600 | FAX: (91-22) 4875 5606

SECRETARIAL@IIFLW.COM

(IIFL Wealth Group)
www.iiflamc.com



NOTES: -

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY SHOULD BE A MEMBER OF THE COMPANY.
2. THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. THE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT 2013 IS ANNEXED HEREWITH.

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CIN: U74900MH2010PLC201113



EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT"):

The existing set of Articles of Association (AOA) of the Company have to be amended and aligned in line with the provisions of Companies Act, 2013 and the rules framed thereunder. Hence, it is proposed to adopt new set of Articles of Association in substitution of the existing Articles of Association of the Company.

A special Resolution under Section 14 and other applicable provisions of the Companies Act, 2013 is therefore proposed at item No. 1 of the accompanying Notice.

The copies of the revised Articles of Association are available for inspection at the Registered Office.

The Board recommends passing of this resolution as special resolution for approval of the members of the Company.

None of the Directors or Key Managerial Personnel (KMP's) of the Company in any way, concerned or interested in the said resolution. None of the relatives of the directors are interested in the resolution.

By the Order of the Board
For IIFL Asset Management Limited

A handwritten signature in black ink, appearing to read "Chinmay Joshi", is written over the printed name.

Chinmay Joshi

Company Secretary

Membership No: A22935

Address: 6th Floor, IIFL Centre, Kamala City,
Lower Parel, Mumbai – 400013.

Date- December 22, 2021

Place- Mumbai

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ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slips on request.

Master Folio No:	
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NAME AND ADDRESS OF SHAREHOLDER: _____

NAME OF PROXYHOLDER: _____

NO. OF SHARES HELD: _____

I hereby record my presence at the EXTRA-ORDINARY GENERAL MEETING of the Members of **IIFL ASSET MANAGEMENT LIMITED** held on December 22, 2021, at 12:30 P.M at IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013.

Signature of the Shareholder or Proxy _____

Notes:

(1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.

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Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U74900MH2010PLC201113

Name of the Company: **IIFL Asset Management Limited**

Registered Office: 6th Floor, IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013

Name of the Member(s):
Registered address:
E-mail Id:
Folio No. / Client Id:
DP ID:

I/We _____ being member(s) of _____ shares of the above named company, hereby appoint

Name: _____
Address: _____
E-mail ID: _____
Signature: _____ or failing him _____

Name: _____
Address: _____
E-mail ID: _____
Signature: _____ or failing him _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the _____ EXTRA-ORDINARY GENERAL MEETING of the company, to be held on the December 22, 2021, Wednesday at 12:30 P.M. at IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. Approve and adopt amended and restated articles of association.

Signed this _____ day of _____ 2021
Signature of Shareholder: _____
Signature of Proxy holder(s): _____

Affix revenue stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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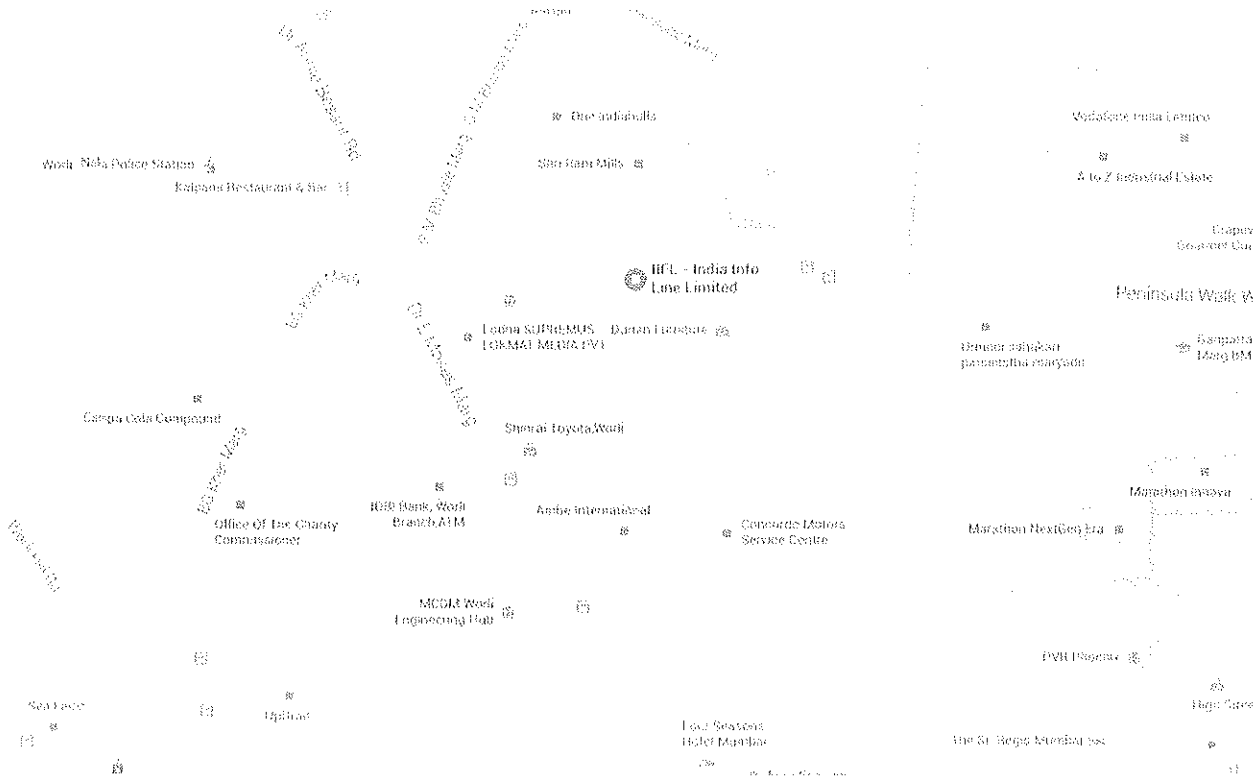
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IIFL ASSET MANAGEMENT

Route Map



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