Registered and Corporate Office: 4th Floor, KIFS Corporate House (Khandwala House), Nr. Land Mark Hotel, Nr. Neptune House, Iskon-Ambli Road, Bodakdev, Ahmedabad – 380054, Gujarat, India. CIN: L67990GJ1995PLC025234, Tel.: +91 79 69240000 – 09, NBFC RBI Reg.: 01.00007,

Email: cs@kifs.co.in, Website: www.kifsfinance.com

Date: September 29, 2023

To,
The Corporate Relationship Department,
Bombay Stock Exchange,
P. J. Towers, Dalal Street,
Mumbai – 400001, Maharashtra, India.

Scrip code:

535566

Subject:

Voting results and scrutinizer's report for 28th annual general meeting held on Friday,

September 29, 2023

Reference:

Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015

Dear Sir,

With reference to the above captioned subject, this is to inform you that the 28th annual general meeting of the members of the company was held on Friday, September 28, 2023 at 4:00 pm through video conferencing / other audio visual means (VC / OAVM).

All the resolutions contained in the notice of 28th annual general meeting were transacted and passed by the shareholders electronically.

The remote e-voting period began on Tuesday, September 26, 2023 at 9:00 am IST and ended on Thursday, September 28, 2023 at 5:00 pm IST. The company had also conducted e-voting on the day of the meeting to enable members who could not cast their vote through remote e-voting to exercise their voting right.

Based on the results of the remote e-voting and e-voting during AGM, submitted by M/s. Anamika Jajoo & Co., practicing company secretary, Ahmedabad, scrutinizer, the voting results pursuant to regulation 44 of the SEBI listing regulations and as per the format prescribed by the SEBI is attached as **Annexure** - 1 and the scrutinizer's report is attached as **Annexure** - 2 to this letter.

Please also find disclosure under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 viz. brief profile of Mr. Vimal P. Khandwala, director re-appointed by rotation as **Annexure – 3** and brief profile of Mr. Rajesh Gopaldas Parekh (DIN: 09362221) and Mr. Dixit Dipakkumar Shah (DIN: 07826994), appointed as independent directors as **Annexure – 4**.

Kindly take the same on your record.

Thanking you,

FOR KIFS Financial Services Limited

Durgesh D. Soni

(Company Secretary & Compliance Officer - ACS: 38670)

Encl.: As above

Details of voting results pursuant to the provisions of regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of annual general meeting: Friday, September 29, 2023

Total no. of shareholders as on record date i.e. Friday, September 22, 2023: 1,619

No. of shareholders present in the meeting either in person or through proxy: NA

Promoters & promoter group: NA

Public: NA

No. of shareholders who attended the meeting through video conferencing: 15

Promoters & promoter group: 1

Public: 14

Agenda-wise disclosure

The result of the remote e-voting together with that of e-voting conducted during the annual general meeting is as under:



Ordinary businesses

Agenda item no. 1

To receive, consider and adopt the audited financial statements of the company for the financial year ended on March 31, 2023 together with reports of the directors and auditors thereon

Resolution required: Ordinary resolution

Whether promoters / 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 of votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoters & promoter group	E-voting	80,50,000	80,50,000	100.00%	80,50,000	-	100.00%	
	Ballot paper		-	-	-	-	-	-
	Sub total		80,50,000	100.00%	80,50,000	-	100.00%	
Public - institution	E-voting	-	-	-	-	-		
	Ballot paper		-		-	-	-	
	Sub total		-	-	-	-		
Public - non institution	E-voting	27,68,000	18,14,072	65.54%	18,14,072		100.000%	0.000%
	Ballot paper		-	-	-	-	-	
	Sub total		18,14,072	65.54%	18,14,072	-	100.000%	0.000%
	Grand total	1,08,18,000	98,64,072	91.18%	98,64,072		100.000%	0.000%

Details of invalid votes					
Category	No. of votes				
Promoter & promoter group	0				
Public - insitutions	0				
Public - non insitutions	0				

Result

As the number of votes cast in favour of the resolution were more than the number of votes cast against, if any, we report that the ordinary resolution with regard to item no. 1 as set out in the notice of AGM is passed with requisite majority.

To declare a final dividend on equity shares of the company for the financial year ended on March 31, 2023

Resolution required: Ordinary resolution

Whether promoters / 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 of votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100	
Promoters & promoter group	E-voting	80,50,000	80,50,000	100.00%	80,50,000	-	100.00%	-	
	Ballot paper		-	-	-	-	-	*	
	Sub total		80,50,000	100.00%	80,50,000		100.00%		
Public - institution	E-voting	-		-	-	-	-	-	
	Ballot paper		-	-	-	-	-	-	
	Sub total		-		-	-			
Public - non institution	E-voting	27,68,000	18,14,072	65.54%	18,14,072	-	100.000%	0.000%	
	Ballot paper		-	-	-	-	-	-	
	Sub total		18,14,072	65.54%	18,14,072	-	100.000%	0.000%	
	Grand total	1,08,18,000	98,64,072	91.18%	98,64,072	-	100.000%	0.000%	

Details of invalid votes					
Category	No. of votes				
Promoter & promoter group	0				
Public - insitutions	0				
Public - non insitutions	0				

Result

As the number of votes cast in favour of the resolution were more than the number of votes cast against, if any, we report that the ordinary resolution with regard to item no. 2 as set out in the notice of AGM is passed with requisite majority.

To appoint a director in place of Mr. Vimal P. Khandwala (DIN: 00477768), who retires by rotation and being eligible, offers himself for re-appointment **Resolution required:** Ordinary resolution

Whether promoters / promoter group are interested in the agenda / resolution: No

Category	Mode of voting	200000000000000000000000000000000000000	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 of votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100	
Promoters & promoter group	E-voting	80,50,000	80,50,000	100.00%	80,50,000	-	100.00%	-	
	Ballot paper		-	-	-	-	-		
	Sub total		80,50,000	100.00%	80,50,000	-	100.00%		
Public - institution	E-voting	-	-	-	-	-	-	-	
	Ballot paper		-	-		-	-		
	Sub total				-	-		•	
Public - non institution	E-voting	27,68,000	18,14,072	65.54%	18,14,072	-	100.000%	0.000%	
	Ballot paper		-	-	-/	-	-	(-	
	Sub total		18,14,072	65.54%	18,14,072	-	100.000%	0.000%	
	Grand total	1,08,18,000	98,64,072	91.18%	98,64,072	-	100.000%	0.000%	

Details of invalid votes					
Category	No. of votes				
Promoter & promoter group	0				
Public - insitutions	0				
Public - non insitutions	0				

Result

As the number of votes cast in favour of the resolution were more than the number of votes cast against, if any, we report that the ordinary resolution with regard to item no. 3 as set out in the notice of AGM is passed with requisite majority.

Special businesses

Agenda item no. 4

To appoint Mr. Rajesh Gopaldas Parekh (DIN: 09362221) as an independent director

Resolution required: Ordinary resolution

Whether promoters / 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 of votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100	
Promoters & promoter group	E-voting	80,50,000	80,50,000	100.00%	80,50,000	-	100.00%	-	
	Ballot paper		(*	-	-		-	-	
	Sub total		80,50,000	100.00%	80,50,000	-	100.00%	-	
Public - institution	E-voting	-	-		-				
	Ballot paper		+	-	-	-	-		
	Sub total		-	*	-		-		
Public - non institution	E-voting	27,68,000	18,14,072	65.54%	18,14,072	-	100.000%	0.000%	
	Ballot paper		-	-	-	+			
	Sub total		18,14,072	65.54%	18,14,072	-	100.000%	0.000%	
	Grand total	1,08,18,000	98,64,072	91.18%	98,64,072	-	100.000%	0.000%	

Details of invalid votes					
Category	No. of votes				
Promoter & promoter group	0				
Public - insitutions	0				
Public - non insitutions	0				

Result

As the number of votes cast in favour of the resolution were more than the number of votes cast against, if any, we report that the ordinary resolution with regard to item no. 4 as set out in the notice of AGM is passed with requisite majority.

To appoint Mr. Dixit Dipakkumar Shah (DIN: 07826994) as an independent director

Resolution required: Ordinary resolution

Whether promoters / 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 of votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoters & promoter group	E-voting	80,50,000	80,50,000	100.00%	80,50,000	-	100.00%	+
	Ballot paper		-	-	-		1 1	
	Sub total		80,50,000	100.00%	80,50,000	-	100.00%	-
Public - institution	E-voting		-	-	-	-	-	-
	Ballot paper		-	-	-	-	-	-
	Sub total		-	-	-	-	7-	.+:
Public - non institution	E-voting	27,68,000	18,14,072	65.54%	18,14,072	-	100.000%	0.000%
	Ballot paper		-	-	-	- 4	-	-
	Sub total		18,14,072	65.54%	18,14,072	-	100.000%	0.000%
	Grand total	1,08,18,000	98,64,072	91.18%	98,64,072		100.000%	0.000%

Details of invalid votes					
Category	No. of votes				
Promoter & promoter group	0				
Public - insitutions	0				
Public - non insitutions	0				

Being an interested party in the resolution, votes cast by the promoter shareholder have been considered invalid.

Result

As the number of votes cast in favour of the resolution were more than the number of votes cast against, if any, we report that the ordinary resolution with regard to item no. 5 as set out in the notice of AGM is passed with requisite majority.

To approve existing as well as new related party transactions

Resolution required: Ordinary resolution

Whether promoters / 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 (3) = [(2) / (1)] * 100	No. of votes in favour	No. of votes against	% of votes in favour of votes polled (6) = [(4) / (2)] * 100	% of votes against on votes polled (7) = [(5) / (2)] * 100
Ballot paper		-	-	- 1		-	-	
	Sub total			-	-	-	-	*
Public - institution	E-voting	-	-		-	-	-	-
	Ballot paper		-	-	-	+	-	-
	Sub total		-					-
Public - non institution	E-voting	27,68,000	18,14,072	65.54%	18,14,072	-	100.000%	0.000%
	Ballot paper		-		-	-	-	
	Sub total		18,14,072	65.54%	18,14,072	-	100.000%	0.000%
	Grand total	1,08,18,000	18,14,072	16.77%	18,14,072		100.000%	0.000%

Details of invalid votes					
Category	No. of votes				
Promoter & promoter group	80,50,000				
Public - insitutions	0				
Public - non insitutions	0				

Being an interested party in the resolution, votes cast by the promoter shareholder have been considered invalid.

Result

As the number of votes cast in favour of the resolution were more than the number of votes cast against, if any, we report that the ordinary resolution with regard to item no. 6 as set out in the notice of AGM is passed with requisite majority.

For KIFS Financial Services Limited

Rajesh P. Khandwala

(Chairman and Managing Director) - (DIN: 00477673) - Ahmedabad, September 29, 2023



Anamika Jajoo & Co.

Practising Company Secretary

Address: S-506 Venus Parkland, Vejalpur Ahmedabad - 380051, Gujarat (M) 9227705009, E-mail id: anamikajajoo@gmail.com

FORM NO. MGT-13 [REPORT OF SCRUTINIZER]

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman, KIFS Financial Services Limited, Ahmedabad, Gujarat, India.

Dear Sir,

Sub: Consolidated scrutinizer's report on remote e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the annual general meeting, for the 28th annual general meeting of KIFS Financial Services Limited held on Friday, September 29, 2023 at 4.00 p.m. through video conferencing ('VC') / other audio visual means ('OAVM')

I, Anamika Jajoo, Proprietor of M/s Anamika Jajoo & Co., Practicing Company Secretaries, Ahmedabad have been appointed as the scrutinizer by the board of directors of KIFS Financial Services Limited ("the company") to review the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system, on the below mentioned resolutions at the 28th annual general meeting of the equity shareholders of KIFS Financial Services Limited, held on Friday, September 29, 2023 at 4.00 p.m. through video conferencing ('VC') / other audio visual means ('OAVM'), submit my report as under:

The notice dated August 14, 2023, as confirmed by the company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the company through electronic mode to those members whose email addresses are registered with the company / depositories, in compliance with the MCA circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 and all other relevant circulars issued from time to time, collectively referred to as ("MCA circulars") and relevant SEBI circulars.

For, Anamika Jajoo & Co. Practicing Company Secretaries

Anamika Jajoo (Proprietor) ICSI M.No.-A20918 ICSI COP.No.-13859 The company had extended facility of remote e-voting to the members of the company through NSDL from Tuesday, September 26, 2023 at 09.00 a.m. IST to Thursday, September 28, 2023 till 5.00 p.m. IST and the NSDL e-voting platform was blocked thereafter.

The company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The book closure started from Saturday, September 23, 2023 and ended on Friday, September 29, 2023 (both days inclusive). The shareholders of the company holding shares as on September 22, 2023 were entitled to vote on the resolutions as contained in the notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of NSDL (https://www.evoting.nsdl.com) in the presence of two witnesses, who are not in the employment of the company. The e-voting data / results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a scrutinizer's report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of remote e-voting and e-voting during the AGM in respect of the said resolutions:

Ordinary businesses:

Item no. 1: Ordinary resolution:

To receive, consider and adopt the audited financial statements of the company for the financial year ended on March 31, 2023 together with reports of the directors and auditors thereon

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
31	98,64,072	100.00%

For, Anamika Jajoo & Co. Practicing Company Secretaries

Anamika Jajoo (Proprietor) ICSI M.No.-A20

ICSI M.No.-A20918 ICSI COP No.-13859 (2) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them

Item no. 2: Ordinary resolution:

To declare a final dividend on equity shares of the company for the financial year ended on March 31, 2023

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
31	98,64,072	100.00%

(2) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	L L	

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	

Item no. 3: Ordinary resolution:

To appoint a director in place of Mr. Vimal P. Khandwala (DIN: 00477768), who retires by rotation and being eligible, offers himself for re-appointment

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
31	98,64,072	100.00%

For, Anamika Jajoo & Co. Practicing Company Secretaries

Anamika Jajoo (Proprietor) ICSI M.No.-A20918 ICSI COP No.-13859 (2) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
	-	

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	

Special businesses

Item no. 4: Ordinary resolution:

To appoint Mr. Rajesh Gopaldas Parekh (DIN: 09362221) as an independent director

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
31	98,64,072	100.00%

(2) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-		-

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	

Item no. 5: Ordinary resolution

To appoint Mr. Dixit Dipakkumar Shah (DIN: 07826994) as an independent director

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
31	98,64,072	100.00%

For, Anamika Jajoo & Co. Practicing Company Secretaries

Anamika Jajoo (Proprietor) ICSI M.No.-A20918 ICSI COP No.-13859 (2) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	

Item no. 6: Ordinary resolution

To approve existing as well as new related party transactions

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	18,14,072	100.00%

(2) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	80,50,000

Note: Khandwala Commercial Private Limited (Promoter) is interested in the above resolution and has voted in favour of this resolution, so we have not counted their vote in favour and considered invalid vote.

All of the above six (6) resolutions mentioned in the notice of the AGM dated August 14, 2023 as per the details mentioned above stand "PASSED" under remote e-voting and voting conducted during the AGM through e-voting with requisite majority and hence deemed to be passed as on the date of AGM.

For, Anamika Jajoo & Co. Practicing Company Secretaries

Anamika Jajoo (Proprietor) ICSI M.No.-A20918 ICSI COP No.-13859 I hereby confirm that I am maintaining the register received from NSDL electronically in respect of remote e-voting conducted before the AGM and e-voting conducted during the AGM. I shall arrange to hand over these records to the chairman / company secretary of the company for safe keeping, after the chairman signs the minutes.

For Anamika Jajoo & Co. Company Secretaries

> For, Anamika Jajoe & Co. Practicing Company Secretaries

Anamika Jajee (Proprietor)

ICSI M.No.-A20918 ICSI COP No.-13050

Anamika Jajoo (Practicing Company Secretary)

ACS No.: 20918, CP No.: 13859 UDIN: A020918E001129707 Peer Review no. 1987/2022

Date: September 29, 2023

Place: Ahmedabad

We the undersigned witness that the electronic votes were unblocked from the e-voting website of NSDL (https://www.evoting.nsdl.com) in our presence at 4.36 PM on September 29, 2023. We also declare that we are not employees of KIFS Financial Services Limited.

Divya Mansatta

Date: September 29, 2023

Place: Ahmedabad

Pinkal Jagad

Counter Signed

For KIFS Financial Services Limited

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Rajesh P. Khandwala

(Chairman and Managing Director) - (DIN: 00477673)

Ahmedabad, September 29, 2023

Brief profile of Mr. Vimal P. Khandwala, director of the company

At the 28th annual general meeting of the members of the company held on Friday, September 29, 2023, Mr. Vimal P. Khandwala has been re-appointed as a director of the company under the provisions of section 152(6) of the Companies Act, 2013 i.e. appointment of director(s) retiring by rotation.

Mr. Vimal P. Khandwala, executive director of the company appointed since January 25, 2021, holding DIN: 00477768, aged around 53 years (DOB: February 5, 1971), Indian national, is a commerce graduate having experience of over two decades in the field of stock broking, securities trading and other allied capital market related services as well as fund management, hedging, and import export business. He has rich experience in primary market, secondary market, dealing with institutional and non-institutional clients, HNIs, derivatives and arbitrage operations, and financial management.

Mr. Vimal P. Khandwala is brother of Mr. Rajesh P. Khandwala.



Brief profile of Mr. Rajesh Gopaldas Parekh (DIN: 09362221), independent director

At the 28th annual general meeting of the members of the company held on Friday, September 29, 2023, Mr. Rajesh Gopaldas Parekh has been appointed as an independent director of the company for a term of five consecutive years effective from the date of the board meeting in which he was appointed i.e. August 14, 2023, under the provisions of 149, 150, 152, 160 and all other applicable provisions of Companies Act, 2013.

Mr. Rajesh Gopaldas Parekh is a graduate and practicing company secretary (a member of the Institute of Company Secretaries of India) (ICSI) with 30 years standing in the profession. Mr. Rajesh Gopaldas Parekh has wide experience in the field of IPO, legal, finance, import, export, insurance, administration, corporate governance etc. He is also eligible to be appointed as an independent director in terms of requirements of independent directors' database.

Mr. Rajesh Gopaldas Parekh is independent to the company and its directors.

Brief profile of Mr. Dixit Dipakkumar Shah (DIN: 07826994), independent director

At the 28th annual general meeting of the members of the company held on Friday, September 29, 2023, Mr. Dixit Dipakkumar Shah has been appointed as an independent director of the company for a term of five consecutive years effective from the date of the board meeting in which he was appointed i.e. August 14, 2023, under the provisions of 149, 150, 152, 160 and all other applicable provisions of Companies Act, 2013.

Mr. Dixit Dipakkumar Shah is a graduate and a practicing member of the Institute of Company Secretaries of India (ICSI) with 7 years standing in the profession. Mr. Dixit Dipakkumar Shah has wide experience in the field of Companies Act, 2013, SEBI rules and regulations, FEMA and various other corporate laws. He has also cleared online proficiency self-assessment test for appointment as an independent director.

Mr. Dixit Dipakkumar Shah is independent to the company and its directors.

