



April 25, 2024

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
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Subject: Submission of Certificate under Regulation 40(9) and Regulation 61(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2024.

Dear Sir/Madam,

Please find enclosed herewith Certificates under Regulation 40(9) and Regulation 61(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2024.

Kindly take the same on record and oblige.

Thanking you,

For IIFL Finance Limited

Mauli Agarwal
Company Secretary & Compliance Officer
Email Id : csteam@iifl.com
Place: Mumbai

Encl: as above

NILESH SHAH & ASSOCIATES

Company Secretaries

UDIN: F008063F000153637

CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE YEAR ENDED 31.03.2024

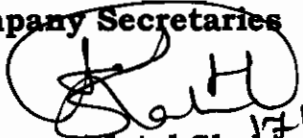
I have examined all ~~Share Transfer Deeds~~, Memorandum of Transfers Registers, files and other documents relating to **IIFL FINANCE LIMITED** (Formerly known as IIFL HOLDINGS LIMITED) maintained by M/s. Link Intime India Private Limited pertaining to transfer of equity shares of the Company for the period from 1st April, 2023 to 31st March, 2024 for the purpose of issuing a Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to IIFL Finance Limited (Formerly known as IIFL HOLDINGS LIMITED) and based on the information provided by the Company and the Registrar, I hereby certify that the Company has not received any request relating to the Transmission, Change of Name, Name Deletion, Sub-division, Consolidation, Duplicate issue of shares, Replacement / Exchange of Certificate, Endorsement for calls/allotment Money during the year ended on 31st March, 2024.

**For Nilesh Shah & Associates
Company Secretaries**

Place: Mumbai

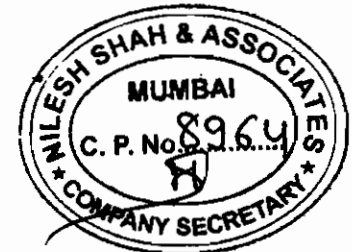
Date: 17.04.2024

Peer Review : 698/2020


(Hetal Shah) 17/4/24

Partner

C. P. No.: 8964



211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

UDIN: F008063F000233552

**CERTIFICATE UNDER REGULATION 61(4) READ WITH 40(9) OF THE SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS,
2015**

FOR THE YEAR ENDED 31.03.2024

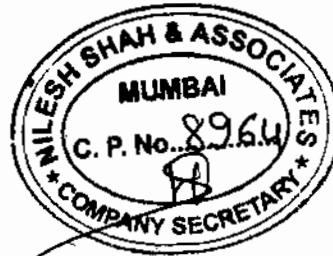
Based on the Information / details provided to us by **IIFL FINANCE LIMITED** (Formerly known as IIFL HOLDINGS LIMITED) (herein after will be referred to as "the Company") and by M/s. Link Intime India Private Limited, the Registrar and Transfer Agent of the Company for the purpose of issuing a Certificate under Regulation 61(4) read with Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from 1st April, 2023 to 31st March, 2024 since there are no Physical holdings of Non-Convertible Debentures of the company, we hereby certify that since all the Debentures issued by the Company are in Demat form, the Company has not received any request for transfer / transmission / transposition / name deletion / sub-division / consolidation, exchange, renewal or endorsement of calls/allotment monies during the year ended on 31st March, 2024.

**For Nilesh Shah & Associates
Company Secretaries**

Place: Mumbai

Date: 24.04.2024

Peer Review : 698/2020




(Hetal Shah) 24/4/24
Partner
C. P. No.: 8964

211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road,
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