



## INDOSTAR CAPITAL FINANCE LIMITED

**Registered & Corporate Office:** One Indiabulls Center, 20<sup>th</sup> Floor, Tower 2A, Jupiter Mills Compound,  
Senapati Bapat Marg, Mumbai – 400 013

**Corporate Identity Number:** L65100MH2009PLC268160

**Tel:** +91 22 43157000; **Fax:** +91 22 43157010

**Website:** www.indostarcapital.com; **Email:** investor.relations@indostarcapital.com

### 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]

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

I / We, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint:

- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him;
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him;
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my / our Proxy to attend and vote (on poll) for me / us and on my / our behalf at the **10<sup>th</sup> ANNUAL GENERAL MEETING** of the Company, to be held on **FRIDAY, AUGUST 30, 2019 at 3.00 p.m. (IST)** at **HALL OF CULTURE, NEHRU CENTRE CONFERENCE HALL, DR. ANNIE BESANT ROAD, WORLI, MUMBAI – 400 018** and at any adjournment thereof in respect of such resolutions as are indicated below:

Reso. No.	Ordinary Business
1.	To receive, consider and adopt: (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2019, along with the report(s) of the Board of Directors and the Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 and the report of the Auditors thereon.
2.	To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended March 31, 2019.
3.	To appoint a Director in place of Mr. R. Sridhar (DIN: 00136697), who retires by rotation and, being eligible, offers himself for re-appointment.
Special Business	
4.	Re-appointment of Mr. Bobby Parikh (DIN: 00019437) as a Non-Executive Independent Director of the Company.
5.	Increase in the borrowing limits of the Company to ₹25,000 crore, over and above the aggregate, for the time being, of the paid-up share capital, free reserves and securities premium of the Company.
6.	Issue of Non-Convertible Debentures under Private Placement, during a period of 1 (one) year commencing from the date of passing of the Special Resolution at the 10 <sup>th</sup> Annual General Meeting, not exceeding ₹10,000 crore.
7.	Increase in aggregate limit of investment and holding by Foreign Portfolio Investors in the equity share capital of the Company.
8.	To approve Sale / Assignment / Securitisation of loan receivables of the Company upto ₹5,000 crore in a financial year.
9.	Appointment of Mr. Shailesh Shirali (DIN: 06525626) as a Whole-Time Director of the Company.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2019

Signature of shareholder: \_\_\_\_\_

Signature of proxy holder(s): \_\_\_\_\_



#### NOTE:

**THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND DEPOSITED WITH THE COMPANY AT ITS REGISTERED & CORPORATE OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**