General information about company						
Scrip code	541336					
NSE Symbol	INDOSTAR					
MSEI Symbol	NOTLISTED					
ISIN	INE896L01010					
Name of the entity	IndoStar Capital Finance Limited					
Date of start of financial year	01-04-2023					
Date of end of financial year	31-03-2024					
Reporting Quarter	Yearly					
Date of Report	31-03-2024					
Risk management committee	Applicable					
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities					

					Annexure I						
		A	nnexure I to b	e submitt	ed by listed entity on quar	terly basis					
				I. Composit	ion of Board of Directors						
	Disclosure of notes on composition of board of directors explanatory										
				W	hether the listed entity has a Reg	gular Chairperson	Yes				
	Whether Chairperson is related to MD or CEO No										
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors Category 2 of directors		Category 3 of directors	Date of Birth			
1	Mr	Bobby Parikh	AABPP6062C	00019437	Non-Executive - Independent Director	Chairperson		30-04- 1964			
2	Mr	Dhanpal Jhaveri	AABPJ1709N	02018124	Non-Executive - Non Independent Director	Not Applicable		20-12- 1968			
3	Mr	Hemant Kaul	AAZPK5608H	00551588	Non-Executive - Independent Director	Not Applicable		23-02- 1956			
4	Mrs	Naina Krishna Murthy	AFAPM1115K	01216114	Non-Executive - Independent Director	Not Applicable		15-09- 1971			
5	Mr	Aditya Joshi	AECPJ0882P	08684627	Non-Executive - Non Independent Director	Not Applicable		14-06- 1981			
6	Mr	Vibhor Kumar Talreja	AJGPK9800K	08768297	Non-Executive - Non Independent Director	Not Applicable		09-04- 1979			
7	Mr	Karthikeyan Srinivasan	AJCPK4108L	10056556	Executive Director	Not Applicable		25-07- 1972			
8	Mr	Devdutt Marathe	AJBPM1467H	10294876	Non-Executive - Non Independent Director	Not Applicable		27-08- 1983			

	I. Composition of Board of Directors									
	Disqualification of Directors under section 164 of the Companies Act, 2013									
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status					
1	No				Active					
2	No				Active					
3	No				Active					
4	No				Active					
5	No				Active					
6	No				Active					
7	No				Active					
8	No				Active					

	I. Composition of Board of Directors												
Sr .	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		05-03- 2015	05-03- 2020		108.26	3	3	7	4			
2	NA		02-09- 2010				3	1	4	1			
3	NA		05-02- 2018	05-02- 2023		73.26	2	2	3	1			
4	NA		05-02- 2018	05-02- 2023		73.26	3	3	5	0			
5	NA		10-07- 2020				1	0	2	0			
6	NA		10-07- 2020				1	0	0	0			
7	NA		30-03- 2023				1	0	1	0			
8	NA		08-09- 2023				1	0	1	0			

Au	dit Committe	ee Details					
		Whet	ther the Audit Committee has a F	Regular Chairperson	Yes		
Sr	r DIN Name of Committee members Categ		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019437	19437 Bobby Parikh Non-Executive - Independent Director		Chairperson	05-03-2015		
2	08684627	Aditya Joshi	Non-Executive - Non Independent Director	Member	10-07-2020		
3	00551588	Hemant Kaul Non-Executive - Independent Director		Member	05-02-2018		
4	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	05-02-2018		

No	mination and	l remuneration commi	ttee				
	When	ther the Nomination and	Regular Chairperson	Yes			
Sr DIN Number Name of Committee members Category 1 of directors		Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00551588	Hemant Kaul	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	08684627	Aditya Joshi	Non-Executive - Non Independent Director	Member	10-07-2020		
3	Non-Executive - Independent		Member	05-03-2018			

Sta	akeholders R	elationship Committee					
	W	hether the Stakeholders	Relationship Committee has a F	Regular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02018124	Dhanpal Jhaveri	Non-Executive - Non Independent Director	Chairperson	05-02-2018		
2	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	10-07-2020		
3	00019437	Bobby Parikh	Non-Executive - Independent Director	Member	05-02-2018		
4	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
5	10056556	Karthikeyan Srinivasan	Executive Director	Member	30-03-2023		

Ri	sk Managem	ent Committee					
		Whether the Risk Mar	nagement Committee has a R	egular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00551588	Hemant Kaul	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	08768297	Vibhor Kumar Talreja	Non-Executive - Non Independent Director	Member	10-07-2020		
3	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
4	10056556	Karthikeyan Srinivasan	Executive Director	Member	27-05-2022		
5	999999999	Vinodkumar Panicker	Chief Financial Officer	Member	26-12-2022		Textual Information(1)
6	999999999	Nitin Gyanchandani	Chief Risk Officer	Member	02-08-2023		Textual Information(2)

Sr Text Block						
Textual Information(1)	Mr. Vinod Kumar Panicker was appointed as Chief Financial Officer with effect from 26 December 2023.					
Textual Information(2)	Mr. Nitin Gyanchandani was appointed as Chief Risk Officer with effect from 2 August 2023.					

Co	rporate Socia	al Responsibility Comm	iittee				
	Whethe	er the Corporate Social R	esponsibility Committee has a F	Regular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	00019437	Bobby Parikh	Non-Executive - Independent Director	Member	12-11-2014		
3	02018124	Dhanpal Jhaveri	Non-Executive - Non Independent Director	Member	12-11-2014		
4	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
5	5 10056556 Karthikeyan Srinivasan Executive Director		Member	30-03-2023			

Ot	Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks		

	Annexure 1										
An	Annexure 1										
Ш	III. Meeting of Board of Directors										
Di	Disclosure of notes on meeting of board of directors explanatory										
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*			
1	27-10-2023				Yes	8	6	2			
2	26-12-2023		59		Yes	8	6	2			
3	29-12-2023		2		Yes	8	6	2			
4		08-01-2024	9		Yes	8	6	3			
5		24-01-2024	15		Yes	8	6	2			
6		27-02-2024	33		Yes	8	7	3			
7		27-03-2024	28		Yes	8	5	2			

	Annexure 1									
IV	. Meeting of Committees									
		Disclos	sure of notes o	n meeting of	f committee	s explanatory				
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	27-10-2023				Yes	4	3	2	0
2	Audit Committee	24-01-2024	88			Yes	4	4	3	0
3	Nomination and remuneration committee	23-10-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	22-01-2024	90			Yes	3	3	2	0
5	Risk Management Committee	23-10-2023				Yes	4	4	1	2
6	Risk Management Committee	17-01-2024	85			Yes	4	2	0	2

	Annexure 1					
V.	V. Related Party Transactions					
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.			
1	Whether prior approval of audit committee obtained	NA				
2	Whether shareholder approval obtained for material RPT	Yes				
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes				

	Annexure 1					
VI	Affirmations					
Sr	Subject	Compliance status (Yes/No)				
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes				
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes				
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes				
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes				
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes				
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes				
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes				
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes				

	Annexure 1				
Sr	Subject	Compliance status			
1	Name of signatory	Shikha Jain			
2	Designation	Company Secretary and Compliance Officer			

	Annexure II									
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)									
I. I	I. Disclosure on website in terms of Listing Regulations									
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address						
1	Details of business	Yes		https://www.indostarcapital.com/						
2	Terms and conditions of appointment of independent directors	Yes		https://www.indostarcapital.com/wp-content/uploads/2023/09/code- for-independent-directors-1.pdf						
3	Composition of various committees of board of directors	Yes		https://www.indostarcapital.com/investors-corner/						
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.indostarcapital.com/wp-content/uploads/2023/12/CODE- OF-CONDUCT-FOR-DIRECTORS-AND-EMPLOYEES-1.pdf						
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.indostarcapital.com/wp-content/uploads/2024/02/Vigil- Mechanism-May-2023.pdf						
6	Criteria of making payments to non- executive directors	Yes		https://www.indostarcapital.com/investor-contact/						
7	Policy on dealing with related party transactions	Yes		https://www.indostarcapital.com/wp- content/uploads/2023/09/Related20Transaction20Policy.pdf						
8	Policy for determining 'material' subsidiaries	Yes		https://www.indostarcapital.com/wp- content/uploads/2023/09/Policy20Determining20Subsidiary.pdf						
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.indostarcapital.com/investor-contact/						
10	Email address for grievance redressal and other relevant details	Yes		https://www.indostarcapital.com/investor-contact/						
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.indostarcapital.com/investor-contact/						
12	Financial results	Yes		https://www.indostarcapital.com/investor-contact/						
13	Shareholding pattern	Yes		https://icfprdwebsite.indostarcapital.com/shareholding-pattern/						
14	Details of agreements entered into with the media companies and/or their associates	NA								

			Annexure II					
	Annexure II to be submitted	by listed entity	at the end of the fi	nancial year (for the whole of financial year)				
I. Di	I. Disclosure on website in terms of Listing Regulations							
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address				
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.indostarcapital.com/investor-contact/				
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.indostarcapital.com/investor-contact/				
16	New name and the old name of the listed entity	NA						
17	Advertisements as per regulation 47 (1)	Yes		https://icfprdwebsite.indostarcapital.com/newspaper- advertisement/				
18	Credit rating or revision in credit rating obtained	Yes		https://www.indostarcapital.com/investor-contact/				
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://icfprdwebsite.indostarcapital.com/financial- statements-of-subsidiary-companies/				
20	Secretarial Compliance Report	Yes		https://www.indostarcapital.com/investor-contact/				
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.indostarcapital.com/investor-contact/				
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://icfprdwebsite.indostarcapital.com/investor-contact/				
23	Disclosures under regulation 30(8)	Yes		https://www.indostarcapital.com/investor-contact/				
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://www.indostarcapital.com/wp- content/uploads/2023/09/Statement-of-Deviation-and- Variation.pdf				
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.indostarcapital.com/wp- content/uploads/2023/09/Dividend20Policy-1.pdf				
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.indostarcapital.com/investor-contact/				
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.indostarcapital.com/investor-contact/				
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.indostarcapital.com/investor-contact/				

	Annexure II					
П.	Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.		
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes			
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes			
3	Meeting of Board of directors	17(2)	Yes			
4	Quorum of Board meeting	17(2A)	Yes			
5	Review of Compliance Reports	17(3)	Yes			
6	Plans for orderly succession for appointments	17(4)	Yes			
7	Code of Conduct	17(5)	Yes			
8	Fees/compensation	17(6)	Yes			
9	Minimum Information	17(7)	Yes			
10	Compliance Certificate	17(8)	Yes			

	Annexure II					
II.	Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.		
11	Risk Assessment & Management	17(9)	Yes			
12	Performance Evaluation of Independent Directors	17(10)	Yes			
13	Recommendation of Board	17(11)	Yes			
14	Maximum number of Directorships	17A	Yes			
15	Composition of Audit Committee	18(1)	Yes			
16	Meeting of Audit Committee	18(2)	Yes			
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes			
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes			
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes			
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes			

	Annexure II							
П.	II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.				
21	Role of Nomination and Remuneration Committee	19(4)	Yes					
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes					
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes					
24	Role of Stakeholders Relationship Committee	20(4)	Yes					
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes					
26	Meeting of Risk Management Committee	21(3A)	Yes					
27	Quorum of Risk Management Committee meeting	21(3B)	Yes					
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes					
29	Vigil Mechanism	22	Yes					
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes					

Annexure II II. Annual Affirmations Compliance status (Yes/No/NA) If status is "No" details of non-Regulation Sr Particulars Number compliance may be given here. Prior or Omnibus approval of Audit Committee for all related party transactions 31 23(2), (3)Yes 32 Approval for material related party transactions 23(4) NA Disclosure of related party transactions on consolidated 33 23(9) Yes basis Composition of Board of Directors of unlisted material 24(1) 34 NA Subsidiary Other Corporate Governance requirements with respect to subsidiary of listed entity 24(2),(3),(4), 35 Yes (5) & (6) 36 Alternate Director to Independent Director 25(1) NA 37 Maximum Tenure 25(2) Yes Appointment, Re-appointment or removal of an 38 Independent Director through special resolution or the 25(2A) Yes alternate mechanism 39 Meeting of independent directors Yes 25(3) & (4) Familiarization of independent directors Yes 40 25(7)

Annexure II

II. Annual Affirmations

II.	I. Annual Affirmations						
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.			
41	Declaration from Independent Director	25(8) & (9)	Yes				
42	Directors and Officers insurance	25(10)	Yes				
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes				
44	Memberships in Committees	26(1)	Yes				
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes				
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes				
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes				
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA				
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA				
	Any other information to be provided - Add Notes						

Annexure II				
1	Name of signatory	Shikha Jain		
2	Designation	Company Secretary and Compliance Officer		

	Annexure II					
Ш	II. Affirmations					
Sr	Particulars	Compliance status (Yes/No/NA)				
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes				
	Any other information to be provided					

Annexure II		
1	Name of signatory	Shikha Jain
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

other form of debt availed by		r	1
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information	·	•	Textual Information(2)
II. Affirmations			•
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comisecurities in connection with any loan(s) (or other indirectly by the listed entity to promoter(s), prom relatives), key managerial personnel (including the them are in the economic interest of the company.	Yes	Textual Information(3)	
Name	Vinod Kumar Panicker		
Designation	CFO		
Place	Mumbai		
Date	19-04-2024		

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or No breaches or loss of data or documents during the quarter No		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Shikha Jain
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	19-04-2024