

ICFL/LS/0118/2025-26

August 04, 2025

BSE Limited

Listing Department, 1st Floor,
P J Towers, Dalal Street, Fort,
Mumbai - 400 001.

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code: 541336

Symbol: INDOSTAR

Sub: Outcome of Postal Ballot and other disclosures

Ref.: Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**")

In continuation to our letter reference no. ICFL/LS/0104/2025-26 dated July 04, 2025, regarding the Postal Ballot Notice ("**Notice**") issued to the Members of Indostar Capital Finance Limited (the "**Company**") seeking their approval on re-designation and appointment of Mr. Randhir Singh (DIN: 05353131) as Managing Director designated as Executive Vice Chairman of the Company as set out in the Notice, by way of special resolution to be passed through remote e-voting ("**E-Voting**") only, we are hereby submitting outcome Postal Ballot as below:

The E-Voting period for Postal Ballot commenced on Saturday, July 05, 2025 at 9:00 a.m. (IST) and ended on Sunday, August 03, 2025 at 5:00 p.m. (IST) and thereafter the Scrutinizer, Ms. Ash (ICSI Membership No. 24091) of Mehta & Mehta, Practicing Company Secretaries, submitted the Scrutinizer Report on E-Voting.

Based on the Scrutinizer's Report, it is hereby declared that all the resolution(s) as set out in the Notice have been approved with requisite majority and is deemed to have been passed on August 03, 2025.

In this regard, please find enclosed the following:

- i. Voting results in terms of Regulation 44(3) of the Listing Regulations at **Annexure A**;
- ii. Scrutinizer's Report dated August 04, 2025 on E-Voting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at **Annexure B**;

The voting results along with the Scrutinizer's Report are being hosted on the website of the Company at www.indostarcapital.com and on the website of Central Depository Services (India) Limited at www.evotingindia.com and shall also be made available at the Registered Office and Corporate Office of the Company.

IndoStar Capital Finance Limited

Registered Office: Silver Utopia, 3rd Floor, Unit No 301-A, Opposite P & G Plaza, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400099, India. | T +91 22 4315 7000 | contact@indostarcapital.com | www.indostarcapital.com | CIN: L65100MH2009PLC268160



Please take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For **IndoStar Capital Finance Limited**

Shikha Jain
Company Secretary and Compliance Officer
Membership no. A59686

Encl: a/a

Annexure A

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-designation and appointment of Mr. Randhir Singh (DIN: 05353131) as Managing Director designated as Executive Vice Chairman of the company				
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 on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	99745221	99745221	100.0000	99745221	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	99745221	99745221	100.0000	99745221	0	100.0000	0.0000
Public- Institutions	E-Voting	7498247	346288	4.6183	104935	241353	30.3028	69.6972
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	7498247	346288	4.6183	104935	241353	30.3028	69.6972
Public- Non Institutions	E-Voting	29429532	865835	2.9421	865488	347	99.9599	0.0401
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	29429532	865835	2.9421	865488	347	99.9599	0.0401
Total		136673000	100957344	73.8678	100715644	241700	99.7606	0.2394
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI - 400 018
TEL : +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,

The Company Secretary and Compliance Officer
IndoStar Capital Finance Limited
Off No - 301, Wing A, CTS No 477,
Silver Utopia, Chakala Road,
Opp Proctor and Gamble, Andheri (E), Sahargaon,
Mumbai — 400099

Subject: Scrutinizer's Report on voting process through E-voting for Postal Ballot

Dear Ma'am,

I, **Ms. Ashwini Inamdar** Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **IndoStar Capital Finance Limited ("the Company")** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 and any other relevant circulars and notifications issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India on the resolutions as mentioned in the Notice of Postal Ballot dated Thursday, July 03, 2025 in a fair and transparent manner and do hereby submit the report as under:

1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company *vide* e-mail on Friday, July 04, 2025.
2. The remote e-voting period commenced on Saturday, July 05, 2025 (9:00 A.M. IST) and ended on Sunday, August 03, 2025 (05:00 P.M. IST).



3. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL").
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were registered with the Company/Depository/ Registrar and Transfer Agent - MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) ("MUFG").
5. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, communication of the assent or dissent of the Members took place through the remote e-voting system only.
6. The Members of the Company holding shares as on the "cut off" date i.e., Monday, June 30, 2025 were entitled to vote on the proposed resolution.
7. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders and number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.
8. The related papers with respect to Postal Ballot will be handed over to the Company for safe custody of the same after the Chairman or any person authorized by him, signs the minutes/report of Postal Ballot process.
9. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing resolution contained in the Notice dated Thursday, July 03, 2025 is as follows:

A. Special Resolution – Re-Designation and Appointment of Mr. Randhir Singh (Din: 05353131) as Managing Director designated as Executive Vice Chairman of the Company

Votes in **favour** of the resolution:

Number of members who voted	Number of shares for which votes cast by them	% of total number of valid votes cast
87	10,07,15,644	99.76%

Votes **against** the resolution:

Number of members who voted	Number of shares for which votes cast by them	% of total number of valid votes cast
27	2,41,700	0.24%



Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of shares for which votes cast by them
0	0

The above resolution has been passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.

Thanking You,

For Mehta & Mehta
Company Secretaries
(ICSI Unique Code P1996MH007500)
PR No. 3686/2023


Ashwini Inamdar



Scrutinizer

FCS No: 9409

COP No: 11226

UDIN: F009409G000927381

Place: Mumbai

Date: August 04, 2025

Countersigned by

SHIKHA JAIN
Digitally signed
by SHIKHA JAIN
Date: 2025.08.04
16:19:46 +05'30'

(Person authorized by Chairman)

Shikha Jain

Company Secretary and Compliance Officer

Membership No: A59686

IndoStar Capital Finance Limited

Place: Mumbai

Date: August 04, 2025