

**Form No. MGT-7****Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i \*Corporate Identity Number (CIN)

L65100MH2009PLC268160

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	INDOSTAR CAPITAL FINANCE LIMITED	INDOSTAR CAPITAL FINANCE LIMITED
Registered office address	OFF NO - 301, WING A, CTS NO 477,,SILVER UTOPIA, CHAKALA ROAD, OPP PROCTOR AND GAMBLE, ANDHERI (E),Sahargaon,Mumbai,Mumbai,Maharashtra,India,400099	OFF NO - 301, WING A, CTS NO 477,,SILVER UTOPIA, CHAKALA ROAD, OPP PROCTOR AND GAMBLE, ANDHERI (E),Sahargaon,Mumbai,Mumbai,Maharashtra,India,400099
Latitude details	19.10085	19.10085
Longitude details	72.87631	72.87631

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

Photograph.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*7Q

(c) \*e-mail ID of the company

\*\*\*\*\*egal@indostarcapital.com

(d) \*Telephone number with STD code

02\*\*\*\*\*00

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.indostarcapital.com</div>									
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">21/07/2009</div>									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 100px;">1</div>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058							
ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>									
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	100

## III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i \*No. of Companies for which information is to be given

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1			BCP V Multiple Holdings Pte Ltd	Holding	56.2
2	U65990MH2016PTC271587		NIWAS HOUSING FINANCE PRIVATE LIMITED	Subsidiary	100
3	U67100MH2013PTC240676		INDOSTAR ASSET ADVISORY PRIVATE LIMITED	Subsidiary	100

## IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	187500000.00	136097447.00	136097447.00	136097447.00
Total amount of equity shares (in rupees)	1875000000.00	1360974470.00	1360974470.00	1360974470.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	187500000	136097447	136097447	136097447
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	1875000000	1360974470	1360974470	1360974470

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	12500000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	125000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				
Number of preference shares	12500000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in	125000000	0.00	0	0

rupees )				
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**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	0	136079295	136079295.00	1360792950	1360792950	
<b>Increase during the year</b>	0.00	18152.00	18152.00	181520.00	181520.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	18152	18152.00	181520	181520	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00			

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	0.00	136097447.00	136097447.00	1360974470.00	1360974470.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>0</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>NA</div>	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

INE896L01010

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

**Attachments:**

1. Details of shares/Debentures Transfers

**iv Debentures (Outstanding as at the end of financial year)**

**(a) Non-convertible debentures**

\*Number of classes

2

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-convertible debentures-Public	2655854	1000	2655854000.00
Non-convertible debentures-Private Placement	299500	100000	29950000000.00
<b>Total</b>	2955354.00	101000.00	32605854000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures-Private Placement	32480000000	8900000000	11430000000	29950000000.00
Non-convertible debentures-Public	0	2655854000	0	2655854000.00
<b>Total</b>	32480000000.00	11555854000.00	11430000000.00	32605854000.00

**(b) Partly convertible debentures**

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Total</b>				

**(d) Summary of Indebtedness**

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	32480000000.00	11555854000.00	11430000000.00	32605854000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	32480000000.00	11555854000.00	11430000000.00	32605854000.00

**v Securities (other than shares and debentures)**

0



Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

#### V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i \*Turnover

14124155237

ii \* Net worth of the Company

34110119548

#### VI SHARE HOLDING PATTERN

##### A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	99745221	73.29	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	<b>Total</b>	99745221.00	73.29	0.00	0

Total number of shareholders (promoters)

4

#### B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	19939401	14.65	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	1818778	1.34	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	3646335	2.68	0	0.00
7	Mutual funds	15037	0.01	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	8895150	6.54	0	0.00
10	Others	2037525	1.50	0	0.00
	Director Holding				
	<b>Total</b>	36352226.00	26.72	0.00	0

Total number of shareholders (other than promoters)

63839

Total number of shareholders (Promoters + Public/Other than promoters)

63843.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	13694
2	Individual - Male	47000
3	Individual - Transgender	0
4	Other than individuals	3149
	<b>Total</b>	63843.00

**C Details of Foreign institutional investors' (FIIs) holding shares of the company**

9

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COHESION MK BEST IDEAS SUB- TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI	17/06/2020	Cayman Islands	3259247	2.27

DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	11/02/2016	Australia	3705	0.01
THE NORTH CAROLINA SUPPLEMENTAL RETIREMENT PLANS GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	15/12/2015	United States	105853	0.01
EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	09/02/2016	Ireland	10718	0.01
WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	17/10/2019	Ireland	3039	0.01
DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	29/06/2015	United States	6232	0.01
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	15/04/2008	Ireland	13771	0.01
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	31/08/2009	United States	9837	0.01
THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	26/04/1999	United States	233933	0.34

#### VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	70432	63328
Debenture holders	3387	6427

## VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A Promoter</b>	0	0	0	0	0	0
<b>B Non-Promoter</b>	1	7	2	6	0.00	0.00
i Non-Independent	1	4	2	4	0	0
ii Independent	0	3	0	2	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
<b>Total</b>	1	7	2	6	0.00	0.00

\*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

10

### B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
NAINA KRISHNA MURTHY	01216114	Director	0	
ADITYA HEMANT JOSHI	08684627	Director	0	
HEMANT KAUL	00551588	Director	0	
DHANPAL ARVIND JHAVERI	02018124	Director	0	
BOBBY KANUBHAI PARIKH	00019437	Additional Director	0	
RANDHIR SINGH	05353131	Whole-time director	0	
DEV DUTT VINAYAK MARATHE	10294876	Director	0	
KARTHIKEYAN SRINIVASAN	10056556	Whole-time director	100	11/05/2025
JAYESH JAIN	ADIPJ7605D	CFO	0	
SHIKHA JAIN	ATSPJ9538R	Company Secretary	1	

**B (ii) \*Particulars of change in director(s) and Key managerial personnel during the year**

6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
BOBBY KANUBHAI PARIKH	00019437	Additional Director	05/03/2025	Appointment
BOBBY KANUBHAI PARIKH	00019437	Director	04/03/2025	Cessation
VIBHOR KUMAR TALREJA	08768297	Director	03/03/2025	Cessation
RANDHIR SINGH	05353131	Whole-time director	22/07/2024	Appointment
VINODKUMAR MADHAVAN PANICKER	AIGPP2263C	CFO	03/03/2025	Cessation
JAYESH JAIN	ADIPJ7605D	CFO	03/03/2025	Appointment

**IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

\*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	30/09/2024	66672	40	75

## B BOARD MEETINGS

\*Number of meetings held

15

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2024	8	8	100
2	13/05/2024	8	7	87.5
3	31/07/2024	9	7	77.78
4	21/08/2024	9	6	66.67
5	29/08/2024	9	7	77.78
6	19/09/2024	9	9	100
7	18/10/2024	9	9	100
8	29/11/2024	9	6	66.67
9	04/12/2024	9	6	66.67
10	10/12/2024	9	6	66.67
11	26/12/2024	9	4	44.44
12	20/01/2025	9	8	88.89
13	03/03/2025	9	7	77.78
14	27/03/2025	8	6	75

15	28/03/2025	8	7	87.5
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## C COMMITTEE MEETINGS

Number of meetings held

23

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	29/04/2024	4	4	100
2	Audit Committee	31/07/2024	4	4	100
3	Audit Committee	29/08/2024	4	3	75
4	Audit Committee	11/09/2024	4	4	100
5	Audit Committee	18/10/2024	4	4	100
6	Audit Committee	20/01/2025	4	4	100
7	Audit Committee	03/03/2025	4	4	100
8	Nomination and Remuneration Committee	29/04/2024	3	3	100
9	Nomination and Remuneration Committee	13/05/2024	3	3	100
10	Nomination and Remuneration Committee	31/07/2024	3	3	100
11	Nomination and Remuneration Committee	19/09/2024	3	3	100
12	Nomination and Remuneration Committee	18/10/2024	3	3	100
13	Nomination and Remuneration Committee	20/01/2025	3	3	100
14	Nomination and Remuneration Committee	26/02/2025	3	3	100
15	Nomination and Remuneration Committee	03/03/2025	3	3	100



16	Risk Management Committee	12/04/2024	6	5	83.33
17	Risk Management Committee	25/04/2024	6	5	83.33
18	Risk Management Committee	25/07/2024	6	5	83.33
19	Risk Management Committee	16/10/2024	6	5	83.33
20	Risk Management Committee	04/12/2024	6	6	100
21	Risk Management Committee	16/01/2025	6	6	100
22	Corporate Social Responsibility committee	31/07/2024	5	4	80
23	Stakeholders Relationship Committee	18/10/2024	5	5	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								<div>-</div> <div>(Y/N/NA)</div>
1	RANDHIR SINGH	13	12	92	4	4	100	-
2	DEV DUTT VINAYAK MARATHE	15	15	100	11	11	100	-
3	KARTHIKEYAN SRINIVASAN	15	15	100	7	7	100	-
4	NAINA KRISHNA MURTHY	15	11	73	7	6	85	-
5	ADITYA HEMANT JOSHI	15	13	86	12	12	100	-
6	HEMANT KAUL	15	14	93	21	19	90	-
7	DHANPAL ARVIND JHAVERI	15	4	26	2	1	50	-
8	BOBBY KANUBHAI PARIKH	15	14	93	17	17	100	-

#### X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A \*Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KARTHIKEYAN SRINIVASAN	Whole-time director	34741152	0	100000		34841152.00
2	Randhir Singh	Whole-time director	22894395	0	1700000		24594395.00
	<b>Total</b>		57635547.00	0.00	1800000.00	0.00	59435547.00

B \*Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VINODKUMAR PANICKER	CFO	21123608	0	0		21123608.00
2	JAYESH JAIN	CFO	1529009	0	0		1529009.00
3	SHIKHA JAIN	Company Secretary	1754964	0	0		1754964.00
	<b>Total</b>		24407581.00	0.00	0.00	0.00	24407581.00

C \*Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	<b>Total</b>		0.00	0.00	0.00	0.00	0.00

#### XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A \*Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

**XII PENALTY AND PUNISHMENT – DETAILS THEREOF**A \*DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/  
DIRECTORS/OFFICERS☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B \*DETAILS OF COMPOUNDING OF OFFENCES

☐ Nil

2

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)
INDOSTAR CAPITAL FINANCE LIMITED	BSE LIMITED	30/04/2024	Regulation 57(1) of Listing Regulations 2015	Delay in intimation of payment of Interest on Non- convertible debentures on Non-convertible Debentures	12000
INDOSTAR CAPITAL FINANCE LIMITED	BSE LIMITED	01/04/2024	Regulation 60 of Listing Regulations 2015	Delay in intimation of record date for the purpose of payment of Interest on Non- convertible debentures	10000

**XIII Details of Shareholder / Debenture holder**

Number of shareholder/ debenture holder

63839

**XIV Attachments**

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder (1).xlsm

(b) Optional Attachment(s), if any

## XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

### I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of 

INDOSTAR CAPITAL FINANCE LIMITED
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 as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 

31/03/2025
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In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;  
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Harnatharam Choudhary

Date (DD/MM/YYYY)

29/08/2025

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

9\*6\*

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

\*(a) DIN/PAN/Membership number of Designated Person

59686

\*(b) Name of the Designated Person

SHIKHA JAIN

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\* 10 dated\*

(DD/MM/YYYY) 13/08/2025 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

\*To be digitally signed by

\*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0\*3\*3\*3\*

**\*To be digitally signed by**

☐ Company Secretary      ☒ Company secretary in practice

**\*Whether associate or fellow:**

☐ Associate      ☒ Fellow

Membership number

Certificate of practice number

9\*6\*

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**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

AB6365128

eForm filing date (DD/MM/YYYY)

01/09/2025

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**