

ICFL/LS/0070/2022-23

14 August 2022

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

Scrip Code: 541336

National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051.

Symbol: INDOSTAR

Sub.: Outcome of Board Meeting and other disclosures under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/ Madam,

We wish to inform you that the Board of Directors of the Company at its Meeting held today i.e. Sunday, 14 August 2022, has, *inter-alia*, considered and approved the following:

- 1. Unaudited Financial Results (Standalone and Consolidated) for the quarter ended 30 June 2022, prepared pursuant to Regulation 33 of the Listing Regulations;
- Issue of Non-Convertible Debentures (NCDs) for an amount not exceeding INR 3,000 crore on private placement basis, during a year from the date and subject to approval of the shareholders of the Company, and authorised the Debenture Committee to determine and approve the detailed terms and conditions of the NCDs to be issued; and
- Convening of the 13th Annual General Meeting of the Company for the financial year ended 31 March 2022 on Thursday, 29 September, 2022, and matters related thereto.

Please find enclosed herewith the following:

- a. Unaudited Standalone Financial Results for the quarter ended 30 June 2022 along with the Limited Review Report thereon at Annexure I;
- b. Unaudited Consolidated Financial Results for the quarter ended 30 June 2022 along with the Limited Review Report thereon at Annexure II;
- c. Disclosures pursuant to Regulation 52(4) of the Listing Regulations for the quarter ended 30 June 2022 at Annexure III;
- d. Press Release to be issued by the Company in connection with the Unaudited Financial Results (Standalone and Consolidated) for the quarter ended 30 June 2022 at Annexure IV;



IndoStar Capital Finance Limited

Registered Office : One World Center, 20th Floor, Tower 2A, Jupiter Mills Compound, Senapati Bapat Marg, Mumbai - 400013, India T +91 22 4315 7000 | F +91 022 4315 7010 | contact@indostarcapital.com | www.indostarcapital.com CIN : L65100MH2009PLC268160



In terms of Regulation 54(3) of the Listing Regulations, we wish to inform that as on 30 June 2022, the Company had outstanding non-convertible debentures of 1,085.90 crore for which required asset cover under respective offer document(s) has been maintained.

Please note that in terms of the Company's Code of Conduct for Prohibition of Insider Trading and Internal Procedures, the trading window for dealing in the securities of the Company will open on, Wednesday, 17 August 2022.

The Board Meeting commenced at $4 \cdot 00$ p.m. (IST) and concluded at $6 \cdot 00$ p.m. (IST).

Request you to kindly take the above on record and disseminate the same on your website.

Thanking you,

Yours faithfully,

For IndoStar Capital Finance Limited

litendra Bhati

SVP – Compliance & Secretarial (Membership No. F8937)

Encl: a/a



Regd Office: One World Centre, Tower 2A, 20th Floor, Jupiter Mills Compound, S B Marg, Mumbai - 400013, India

Website: www.indostarcapital.com E: investor.relations@indostarcapital.com

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CIN: L65100MH2009PLC268160

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2022

		Quarter ended			Year ended		
Sr. No.	Particulars	30 June 2022	31 March 2022	30 June 2021	31 March 2022		
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)		
1	Income						
	(a) Revenue from operations						
	Interest income	23,449	28,646	22,256	95,575		
	Fees and commission income	1,062	88	1,276	3,847		
	Net gain on fair value changes	450	173	978	2,310		
	Net gain on derecognition of financial instruments measured at amortised cost category	886	251		2,487		
	Total revenue from operations	25,847	29,158	24,510	1,04,219		
	(b) Other income	17	25,158	50	1,136		
		17	20		1,150		
	Total income (a+b)	25,864	29,186	24,560	1,05,355		
2	F						
2	Expenses	12.240	12 202	10 447	F1 404		
	(a) Finance costs (b) Net loss on derecognition of financial instrument	13,240	12,898	13,447	51,431		
	measured at amortised cost category		-	2			
	(c) Impairment on financial instruments	(330)	1,03,168	8,108	1,15,077		
	(d) Employee benefits expenses	4,573	3,204	4,410	1,15,077		
	(e) Depreciation and amortisation expense	933	904	766	3,382		
	(f) Other expenses	2,956	2,837	3,371	11,923		
		2,550	2,057	5,571	11,525		
	Total expenses (a+b+c+d+e+f)	21,372	1,23,011	30,104	1,99,440		
3	Profit/(loss) before tax (1-2)	4,492	(93,825)	(5,544)	(94,085)		
4	Tax expenses						
	Current tax	-	-	_	-		
	Deferred tax	·	(17,100)	(1,395)	(17,166)		
	Tax expenses	-	(17,100)	(1,395)	(17,166)		
					, , , ,		
5	Profit/(loss) after tax (3-4)	4,492	(76,725)	(4,149)	(76,919)		
	Other comprehensive income, net of tax						
	(a) Items that will not be reclassified to profit or loss						
	- Remeasurements of the defined benefit plans	31	17	11	42		
	(b) Items that will be reclassified to profit or loss		21		5		
	- Debt instruments through other comprehensive income	-	21	-	5		
	Total other comprehensive income (a+b)	31	38	11	47		
7	Total comprehensive Income (5+6)	4,523	(76,687)	(4,138)	(76,872)		
<i>'</i>		4,525	(70,007)	(4,138)	(70,872)		
8	Paid up equity share capital (Face value of Rs. 10)	13,608	13,608	12,379	13,608		
	Preference share capital (Face value of Rs. 10)	-	-	1,207	-		
	Other equity				2,74,194		
	Earnings per share (* not annualised)						
	Basic (Rs.)	*3.30	*(56.38)	*(4.14)	(62.06)		
	Diluted (Rs.)	*3.30	*(56.38)	*(4.14)	(62.06)		

Notes

- 1 The unaudited standalone financial results of IndoStar Capital Finance Limited ("ICFL" or "the Company") for the quarter ended 30 June 2022 have been reviewed by the Audit Committee and subsequently approved at the meeting of the Board of Directors held on 14 August 2022. The unaudited financial results have been subjected to limited review by the Statutory Auditor of the Company.
- 2 The Company has provided segmental information as per Ind AS 108 Operating Segments in the consolidated financial results.
- 3 The Secured Listed Non-Convertible Debentures of the Company as on 30 June 2022 are secured by first pari-passu charge on a freehold land owned by the Company and/or standard receivables and / or cash / cash equivalent and / or such other asset as mentioned in the respective offer documents. The total asset cover required for secured listed non-convertible debentures has been maintained as per the terms and conditions stated in the respective offer documents.





Annexure 1

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STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2022

4 Disclosure pursuant to RBI Notification - RBI/DOR/2021-22/86/DOR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021 on "Transfer of Loan Exposures" are given below:

(a) Details of stressed loans transferred during the quarter ended 30 June 2022

		(Rs. in Lakhs)		
Description	To Asset Reconstruction Companies (ARC)			
	NPA	SMA		
Number of accounts	4,820	3,475		
Aggregate principal outstanding of loans transferred	48,195	26,141		
Weighted average residual tenor of the loans transferred (in month)	31	24		
Net book value of loans transferred (at the time of transfer)	23,276	13,963		
Aggregate consideration	23,276	13,963		
Additional consideration realized in respect of accounts transferred in earlier years	-	-		

(b) Details of loans not in default that are transferred through assignment during the quarter ended 30 June 2022:

	(Rs. in Lakhs)
(i) No. of accounts	108
(ii) Aggregate value (net of provisions) of accounts assigned Rs. in Lakhs	9,013
(iii) Aggregate consideration	9,013
(iv) Additional consideration realized in respect of accounts transferred in earlier years	-
(v) Aggregate gain / loss over net book value	-
(vi) Weighted average maturity (No. of Years)	13.41
(vi) Weighted average holding period (months)	12.74
(vii) Retention of beneficial economic interest	10%

5 Estimation of uncertainty relating to COVID-19 global health pandemic:

In assessing the recoverability of loans receivables, goodwill and investments, the Company has considered internal and external sources of information upto the date of approval of these financial results. The Company has performed stress testing on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The Company has developed estimates and applied management overlays for the purpose of determination of the provision for impairment of financial assets.

The financial results, includes the potential impact of the COVID-19 pandemic on the Company's financial results which are dependent on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact whether Government mandated or elected by the Company and its subsequent impact on the recoverability's on the Company's assets.

The Company has, based on current available information and based on the policy approved by the Board, determined the provision for impairment of financial assets including the additional overlay for uncertainty over the potential macro-economic impact of the pandemic. Based on the current indicators of future economic conditions, the Company considers this provision to be adequate and expects to recover the carrying amount of these financial assets. Given the uncertainty over the potential macro-economic condition, the impact of the global health pandemic may be different from that estimated as at the date of approval of these financial results and the Company will continue to closely monitor any material changes to future economic conditions.

6 Pursuant to certain observations and control deficiencies identified during the course of the statutory audit of the annual financial statements for the year ended 31 March 2022 of the Company, the Audit Committee of the Company had approved the appointment of an independent external agency for conducting a review of the policies, procedures and practices of the Company relating to the sanctioning, disbursement and collection of the commercial vehicle (CV) loan portfolio and small and medium enterprises (SME) loans along with assessing the adequacy of the expected credit loss allowance ("Loan Portfolio Review"). The above review included: (a) Review existence of the borrowers of the CV and SME loans;

(b) Assess the quality and risks pertaining to the loan portfolio for CV and SME loans;

(c) Review of: (i) loan files for the period January 2022 to March 2022, (ii) operational risk management framework and (iii) internal control framework for the CV and SME loans; and upon completion of (a), (b) and (c), the Audit Committee has also additionally initiated a review for undertaking root cause analysis of deviations to policies and gaps in the internal financial controls and systems (including of control gap/control override and individuals involved) and has appointed an external law firm along with an external agency in this regard ("Conduct Review").

The Conduct Review is ongoing and is expected to be completed by September 2022. Upon receipt of findings of the aforementioned Conduct Review, the Company shall take appropriate redressal and accountability measures.





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STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2022

7 Material uncertainty relating to Going Concern:

The Company has incurred losses during the previous years due to COVID-19 pandemic and the resultant deterioration and defaults in its loan portfolio. As a result, as at 30 June 2022, the Company exceeded the threshold specified for gross non-performing asset (GNPA) and/or net non-performing asset (NNPA) ratios for certain borrowing arrangements. Additionally, certain borrowing arrangements have overriding clause to terminate, reduce, suspend or cancel the facility in future, at the absolute discretion of the lender. Due to this, the total liabilities exceed the total assets maturing within twelve months by Rs. 172,444 lakhs as at 30 June 2022.

While some of the lenders have option to terminate, reduce, suspend or cancel the facility in future the Management expects that lenders, based on customary business practice, may increase the interest rates relating to these borrowing arrangements which is expected to continue till the time GNPA / NNPA ratio exceed thresholds.

The Company has an established track record of accessing diversified sources of finance. However, there can be no assurance of success of management's plans to access additional sources of finance to the extent required, on terms acceptable to the Company, and to raise these amounts in a timely manner. This represents a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

Management's Plan to address the Going Concern uncertainty:

Subsequent to the quarter end and till the adoption of these financial results, the Company has raised incremental financing of Rs. 38,000 lakhs from banks and financial institutions on the basis of strong global banking relationships of the promoters of the Company. As at 30 June 2022, the Company is in compliance with the required capital adequacy ratios and has cash and cash equivalents aggregating Rs. 25,507 lakhs, liquid investments aggregating Rs. 42,364 lakhs and has pool of loan assets eligible for securitization in the event any lenders recall their facilities. As at the date of adoption of these financial results, none of the lenders have recalled their borrowings. Further, after due approvals by the Board of Directors of the Company, Management may also plan to raise additional financing through monetization of a portion of its holding in its 100% subsidiary IndoStar Home Finance Private Limited.

Accordingly, the Management considers it appropriate to prepare these financial results on a going concern basis and that the Company will be able to pay its dues as they fall due and realise its assets in the normal course of business.

- 8 The Company has concluded that it is impracticable to determine the prior period specific effects, if any, of the impairment allowance, loan assets written off and changes in fair value of financial guarantee contracts recorded during the financial year ended 31 March 2022 in respect of loan assets, investment in security receipts and impairment thereon because significant judgements have been applied in determining the staging of the loan assets and the related impairment allowance for events and conditions which existed as on 31 March 2022 and the Company believes it is not practicable to apply the same judgement without hindsight for the prior period(s).
- 9 Loans outstanding amounting to Rs. 59,411 lakhs given to 2 borrowers exceeds the prescribed Single Borrower (1 borrower) and Group Borrower (1 Group) limits as at 30 June 2022 computed on the basis of Owned Funds. These loans were sanctioned in the preceding financial years and there was no breach of SBL/GBL at the time of sanction/disbursement.
- 10 The figures for the last quarter of the current year and of the previous year are the balancing figures between audited figures in respect of the full financial year and the published year-to-date unaudited figures up to third quarter of the respective financial years.
- 11 Figures for the previous periods / year have been regrouped, and / or reclassified wherever considered necessary to make them comparable to the current periods / year presentation.

For and on behalf of the Board of Directors of IndoStar Capital Finance Limited

Deep Jaggi

Deep Jaggi Chief Executive Officer DIN: 09412860

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Place: Mumbai

Date: 14 August 2022

Chartered Accountants One International Center Tower 3, 27th-32nd Floor Senapati Bapat Marg Elphinstone Road (West) Mumbai-400 013 Maharashtra, India

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INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF INDOSTAR CAPITAL FINANCE LIMITED

- 1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **INDOSTAR CAPITAL FINANCE LIMITED** ("the Company"), for the quarter ended 30 June 2022 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. As at 30 June, 2022, the gross loan balances relating to Commercial Vehicle (CV) loans and Small and Medium Enterprises (SME) loans are ₹335,576 lakhs and ₹136,043 lakhs, respectively out of total gross loans of ₹603,299 lakhs. The impairment allowance of ₹59,279 lakhs as at 30 June, 2022 includes impairment allowance of ₹38,789 lakhs and ₹7,872 lakhs for CV and SME loans, respectively. Further, the security receipts relating to CV loans and related impairment allowance are ₹52,934 lakhs and ₹24,577 lakhs, respectively and the fair value of the financial guarantee relating to CV loans included within other financial liabilities is ₹3,008 lakhs as at 30 June, 2022. The Company has recorded a reversal of impairment allowance (net of recoveries) of ₹330 lakhs for the quarter ended 30 June, 2022 (includes ₹4,280 lakhs reversal for CV loans (net off loan assets write off), ₹632 lakhs reversal for SME loans, ₹6,360 lakhs charge for investment in Security Receipts and ₹15 lakhs charge for changes in fair value of financial guarantee contracts).

As a result of control deficiencies in the CV and SME loans portfolio identified during the audit for the year ended 31 March, 2022, the Audit Committee of the Company, appointed an external agency to:

- (a) review existence of the borrowers for the CV and SME loans;
- (b) assess the quality and risks pertaining to the loan portfolio for CV and SME loans;



International Center, Tower 3, 32nd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai-400 013, Maharashtra, India. n No. AAB-8737)

(c) review of: (i) loan files for the period January 2022 to March 2022, (ii) operational risk management framework and (iii) internal control framework for the CV and SME loans.

Further, the Audit Committee has also appointed an external law firm to review the transactions pertaining to the CV and SME loans portfolio for (i) identifying the root cause of control deficiencies, (ii) evaluating the business rationale for transactions executed through deficient controls and (iii) examining documentation and interacting with identified employees / ex-employees to understand the transactions which were processed through deficient controls ("Conduct review").

As per information and explanations provided to us and as described in Note 6 to the Statement, the external law firm has not submitted their findings relating to the Conduct review stated above to the Audit Committee of the Company. Further, the Company has concluded that it is impracticable to determine the prior period-specific effects, if any, of the impairment allowance, loan assets written off and changes in fair value of financial guarantee contracts recorded during the quarter ended 30 June, 2021 and quarter and year ended 31 March, 2022 in respect of account balances identified above and explained by the Company in Note 8 of the Statement. As a result, we are unable to determine whether (i) any adjustments are required for prior period(s) relating to the impairment recorded for the quarter ended 30 June, 2021 and quarter and year ended 31 March, 2022 and (ii) any additional adjustments to the quarter ended 30 June, 2022 and prior period(s) are required relating to the outcome of the conduct review for:

- i) the impairment allowance and therefore the carrying value of CV and SME loans;
- ii) the impairment allowance and therefore the carrying value of investment in security receipts relating to CV loans;
- iii) the fair value of financial guarantee contracts relating to CV portfolio;
- iv) interest income and fees and commission income relating to CV and SME loans for any consequential impact arising due to i) to iii) above;

This matter was also qualified in our report on the financial results for the quarter and year ended 31 March, 2022.

- 5. Based on our review conducted as stated in paragraph 3 above, except for the possible effects of the matter described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 6. As discussed in Note 7 to the Statement, total liabilities exceed the total assets maturing within 12 months by ₹172,444 lakhs and for certain borrowings, the gross non-performing asset (GNPA) and/or net non-performing asset (NNPA) ratios have exceeded thresholds as at 30 June, 2022. These events or conditions, along with other matters as set forth in Note 7 to the Statement, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The Statement has been prepared on a going concern basis for the reasons stated in the said Note.

Our conclusion on the Statement is not modified in respect of this matter.

7. (a) We draw attention to Note 5 to the Statement, which describes the effect of continuing uncertainty, if any, arising from COVID-19 pandemic on significant



assumptions relating to the measurement of financial assets for the period ended 30 June, 2022.

Our conclusion on the Statement is not modified in respect of this matter.

(b) We draw attention to Note 9 to the Statement, the Company has exceeded the Single Borrower Limit / Group Borrower limit as at the quarter-end resulting into concentration of credit in terms of the Reserve Bank of India (RBI) Master Direction no. RBI/DNBR/2016-17/45 Master Direction DNBR.PD.008/ 03.10.119/2016-17 dated 1 September, 2016.

Our conclusion on the Statement is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants (Firm's Registration ۲۵۰–117366W/W-100018)

Neville M. Daruwalla Partner (Membership No. 118784 (UDIN: 22118784AOZTFA6715)

Place: Mumbai Date: August 14, 2022

Annexure II

INDOSTAR CAPITAL FINANCE LIMITED

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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2022

	Γ	Quarter ended			(Rs. in Lakhs) Year ended	
Sr. No.	Particulars	Quarter ended 30 June 2022 31 March 2022 30 June 2021			Year ended 31 March 2022	
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
		(onaddiced)	(onducted)		(Addited)	
1	Income					
	(a) Revenue from operations					
	Interest income	27,700	31,961	24,159	1,06,716	
	Fees and commission income	1,254	532	1,317	4,439	
	Net gain on fair value changes	515	192	1,000	2,403	
	Net gain on derecognition of financial instruments measured at			-,		
	amortised cost category	1,913	1,377	-	2,711	
	Total revenue from operations	31,382	34,062	26,476	1,16,269	
	(b) Other income	39	34	50	1,160	
	Total income (a+b)	31,421	34,096	26,526	1,17,429	
2	Expenses					
2	(a) Finance costs	14 906	12 005	12 969	53,954	
	(b) Net loss on derecognition of financial instruments	14,806	13,885	13,868	55,954	
		-	-	14	-	
	measured at amortised cost category	(222)	1 02 024	0.220	1 15 04-	
	(c) Impairment on financial instruments	(233)	1,03,634	8,230	1,15,847	
	(d) Employee benefits expenses	5,484 991	4,272	4,903	20,504	
	(e) Depreciation and amortisation expense		956	797	3,538	
	(f) Other expenses	3,730	3,321	3,639	13,222	
	Total expenses (a+b+c+d+e+f)	24,778	1,26,068	31,451	2,07,065	
3	Profit/(loss) before tax (1-2)	6,643	(91,972)	(4,925)	(89,636	
4	Provision for taxation					
4	Current tax	398	280	234	1,326	
	Tax of earlier years	590	200	254	1,520	
	Deferred tax	152	(16,888)	(1,477)	(17,313	
	Tax expenses	550	(16,606)	(1,243)	(15,985	
	Tax expenses	550	(10,000)	(1,243)	(13,50)	
5	Profit/(loss) after tax (3-4)	6,093	(75,366)	(3,682)	(73,651	
6	Other comprehensive income not of tay					
0	Other comprehensive income, net of tax (a) Items that will not be reclassified to profit or loss					
	- Remeasurements of the defined benefit plans	33	22	12	48	
	(b) Items that will be reclassified to profit or loss	55	22	12	40	
	- Debt instruments through other comprehensive income	-	21	-	5	
	Total other comprehensive income, net of tax (a+b)	33	43	12	53	
7	Total comprehensive Income (5+6)	6,126	(75,323)	(3,670)	(73,598	
8	Paid up equity share capital (Face value of Rs. 10)	13,608	13,608	12,379	13,608	
9	Preference share capital (Face value of Rs. 10)	-	-	1,207	-	
10	Other equity				2,79,300	
11	Earnings per share (* not annualised)					
11		*4.50	*(55.38)	*(3.76)	(59.51	
	Basic (Rs.)	*4.50	*(55.38)	*(3.76)	(59.51	
	Diluted (Rs.)	4.50	(00.00)	(5.70)	(29.51	





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- 1 Segment wise revenue, result, total assets and total liabilities in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

					(Rs. in Lakhs) Year ended	
			Quarter ended			
Sr. no.	Particulars	30 June 2022	31 March 2022	30 June 2021	31 March 2022	
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
	Gross segment revenue from continuing operations					
(a)	Large corporate	4,392	8,742	5,869	27,440	
(b)	SME	5,885	4,425	4,519	17,978	
(c)	Commercial vehicles	14,668	15,841	11,760	52,080	
(d)	Housing finance	5,555	4,384	2,992	14,482	
(e)	Unallocated	921	704	1,386	5,449	
	Segment revenue from continuing operations	31,421	34,096	26,526	1,17,429	
	Segment results					
(a)	Large corporate	3,698	6,200	2,233	19,308	
(b)	SME	3,552	(7,631)	(1,324)	(3,627)	
(c)	Commercial vehicles	979	(91,500)	(1,715)	(96,586)	
(d)	Housing finance	2,148	1,900	606	4,609	
(e)	Unallocated	(3,734)	(941)	(4,725)	(13,340)	
	Profit/(loss) before tax	6,643	(91,972)	(4,925)	(89,636)	
	Segment assets					
(a)	Large corporate	1,18,300	1,43,631	2,03,162	1,43,631	
(b)	SME	1,33,086	1,47,259	1,34,645	1,47,259	
(c)	Commercial vehicles	3,85,851	4,18,207	3,69,221	4,18,207	
(d)	Housing finance	1,36,406	1,29,449	95,658	1,29,449	
(e)	Unallocated	1,58,390	1,27,601	1,55,554	1,27,601	
	Total assets	9,32,033	9,66,147	9,58,240	9,66,147	
	Segment liabilities					
(a)	Large corporate	72,181	90,027	1,21,300	90,027	
(b)	SME	91,043	1,05,897	86,261	1,05,897	
(c)	Commercial vehicles	2,58,262	2,92,185	2,50,578	2,92,185	
	Housing finance	85,130	79,807	73,642	79,807	
	Unallocated	1,25,907	1,05,323	63,547	1,05,323	
	Total liabilities	6,32,523	6,73,239	5,95,328	6,73,239	

2 The Group reports quarterly financial results on consolidated basis, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI circular dated 5 July 2016. The standalone financial results are available on the website of the Company at www.indostarcapital.com and on the website of the BSE Ltd. at www.bseindia.com and the National Stock Exchange of India Ltd. at www.nseindia.com.

The key information of the standalone financial results of the Company are given below:

· · · · · · · · · · · · · · · · · · ·				(Rs. in Lakhs)	
		Quarter ended			
Particulars	30 June 2022	31 March 2022	30 June 2021	31 March 2022	
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
Revenue from operations (including other income)	25,864	29,186	24,560	1,05,355	
Profit/(loss) before tax	4,492	(93,825)	(5,544)	(94,085)	
Profit/(loss) after tax	4,492	(76,725)	(4,149)	(76,919)	

- 3 The unaudited consolidated financial results of IndoStar Capital Finance Limited ("the Company") and its subsidiaries (together referred to as "the Group") for the quarter ended 30 June 2022 have been reviewed by the Audit Committee and subsequently approved at the meeting of the Board of Directors held on 14 August 2022. The unaudited consolidated financial results have been subjected to limited review by the Statutory Auditor of the Company.
- 4 The Secured Listed Non-Convertible Debentures of the Company as on 30 June 2022 are secured by first pari-passu charge on a freehold land owned by the Company and/or standard receivables and / or cash / cash equivalent and / or such other asset as mentioned in the respective offer documents. The total asset cover required for secured listed non convertible debentures has been maintained as per the terms and conditions stated in the respective offer documents.

5 Estimation of uncertainty relating to COVID-19 global health pandemic:

In assessing the recoverability of loans, receivables, goodwill and investments, the Group has considered internal and external sources of information upto the date of approval of these financial results. The Group has performed stress testing on the assumptions used and based on current indicators of future economic conditions, the Group expects to recover the carrying amount of these assets. The Group has developed estimates and applied management overlays for the purpose of determination of the provision for impairment of financial assets.

The financial results, includes the potential impact of the COVID-19 pandemic on the Group's financial results which are dependent on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact whether Government mandated or elected by the Company and its subsequent impact on the recoverability's on the Group's assets.

The Group has, based on current available information and based on the policy approved by the Board, determined the provision for impairment of financial assets including the additional overlay for uncertainty over the potential macro-economic impact of the pandemic. Based on the current indicators of future economic control of the provision to be adequate and expects to recover the carrying amount of these financial assets. Given the uncertainty over the potential macro-economic may be different from that estimated as at the date of approval of these financial results and the group value of the global health pandemic may be different from that estimated as at the date of approval of these financial results and the group value of the global health pandemic conditions.





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Pursuant to certain observations and control deficiencies identified during the course of the statutory audit of the annual financial statements of the Company for the year ended 31 March 2022, the Audit Committee of the Company had approved the appointment of an independent external agency for conducting a review of the policies, procedures and practices of the Company relating to the sanctioning, disbursement and collection of the commercial vehicle (CV) loan portfolio and small and medium enterprises (SME) loans along with assessing the adequacy of the expected credit loss allowance ("Loan Portfolio Review"). The above review included: (a) Review existence of the borrowers of the CV and SME loans;

(b) Assess the quality and risks pertaining to the loan portfolio for CV and SME loans;

(c) Review of: (i) loan files for the period January 2022 to March 2022, (ii) operational risk management framework and (iii) internal control framework for the CV and SME loans; and upon completion of (a), (b) and (c), the Audit Committee has also additionally initiated a review for undertaking root cause analysis of deviations to policies and gaps in the internal financial controls and systems (including of control gap/control override and individuals involved) and has appointed an external law firm along with an external agency in this regard ("Conduct Review")

The Conduct Review is ongoing and is expected to be completed by September 2022. Upon receipt of findings of the aforementioned Conduct Review, the Company shall take appropriate redressal and accountability measures.

7 Material uncertainty relating to Going Concern:

6

The Company has incurred losses during the previous years due to COVID-19 pandemic and the resultant deterioration and defaults in its loan portfolio. As a result, as at 30 June 2022, the Company exceeded the threshold specified for gross non-performing assets (GNPA) and/or net non-performing assets (NNPA) ratios for certain borrowing arrangements. Additionally, certain borrowing arrangements have overriding clause to terminate, reduce, suspend or cancel the facility in future, at the absolute discretion of the lender. Due to this, the total liabilities exceed the total assets maturing within twelve months by Rs. 172,444 lakhs as at 30 June 2022.

While some of the lenders have option to terminate, reduce, suspend or cancel the facility in future the Management expects that lenders, based on customary business practice, may increase the interest rates relating to these borrowing arrangements which is expected to continue till the time GNPA / NNPA ratio exceed thresholds.

The Company has an established track record of accessing diversified sources of finance. However, there can be no assurance of success of management's plans to access additional sources of finance to the extent required, on terms acceptable to the Company, and to raise these amounts in a timely manner. This represents a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

Management's Plan to address the Going Concern uncertainty:

Subsequent to the quarter end and till the adoption of these financial results, the Company has raised incremental financing of Rs. 38,000 lakhs from banks and financial institutions on the basis of strong global relationships of the promoters of the Company. As at 30 June 2022, the Company is in compliance with the required capital adequacy ratios and has cash and cash equivalents aggregating Rs. 25,507 lakhs, liquid investments aggregating Rs. 42,364 lakhs and has pool of loan assets eligible for securitization in the event any lenders recall their facilities. As at the date of adoption of these financial results, none of the lenders have recalled their borrowings. Further, after due approvals by the Board of Directors of the Company, Management may also plan to raise additional financing through monetization of a portion of its holding in its 100% subsidiary IndoStar Home Finance Private Limited.

Accordingly, the Management considers it appropriate to prepare these financial results on a going concern basis and that the Company will be able to pay its dues as they fall due and realise its assets in the normal course of business.

- 8 The Group has concluded that it is impracticable to determine the prior period specific effects, if any, of the impairment allowance, loan assets written off and changes in fair value of financial guarantee contracts recorded during the financial year ended 31 March 2022 in respect of loan assets, investment in security receipts and impairment thereon because significant judgements have been applied in determining the staging of the loan assets and the related impairment allowance for events and conditions which existed as on 31 March 2022 and the Group believes it is not practicable to apply the same judgement without hindsight for the prior period(s).
- 9 The figures for the last quarter of the current year and of the previous year are the balancing figures between audited figures in respect of the full financial year and the published year-to-date unaudited figures up to third quarter of the respective financial years.
- 10 Figures for the previous periods / year have been regrouped, and / or reclassified wherever considered necessary to make them comparable to the current periods / year presentation.

For and on behalf of the Board of Directors of IndoStar Capital Finance Limited

Deep Jaggi Chief Executive Officer ital Fing DIN: 09412860

Place: Mumbai Date: 14 August 2022



Chartered Accountants One International Center Tower 3, 27th-32nd Floor Senapati Bapat Marg Elphinstone Road (West) Mumbai-400 013 Maharashtra, India

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INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF INDOSTAR CAPITAL FINANCE LIMITED

- 1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **INDOSTAR CAPITAL FINANCE LIMITED** (the "Parent" / the "Company") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended 30 June, 2022 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

- 4. The Statement includes the results of the following entities:
 - a. IndoStar Capital Finance Limited Parent
 - b. IndoStar Home Finance Private Limited Subsidiary
 - c. IndoStar Asset Advisory Private Limited Subsidiary
- 5. As at 30 June, 2022, the gross loan balances relating to Commercial Vehicle (CV) loans and Small and Medium Enterprises (SME) loans of the Parent are ₹335,576 lakhs and ₹136,043 lakhs, respectively out of total gross loans of ₹603,299 lakhs. The impairment allowance of ₹59,279 lakhs as at 30 June, 2022 includes impairment allowance of ₹38,789 lakhs and ₹7,872 lakhs for CV and SME loans, respectively. Further, the security receipts relating to CV loans and related impairment allowance are ₹52,934 lakhs and ₹24,577 lakhs, respectively and the fair value of the financial guarantee relating to CV loans included within other financial liabilities is ₹3,008 lakhs as at 30 June, 2022. The Parent has recorded a reversal of impairment allowance (net of recoveries) of ₹330 lakhs for the guarter ended 30 June, 2022 (includes ₹4,280 lakhs)



nternational Center, Tower 3, 32nd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai-400 013, Maharashtra, India. No. AAB-8737)

reversal for CV loans (net off loan assets written off), ₹632 lakhs reversal for SME loans, ₹6,360 lakhs charge for investment in Security Receipts and ₹15 lakhs charge for changes in fair value of financial guarantee contracts).

As a result of control deficiencies in the CV and SME loans portfolio identified during the audit for the year ended 31 March, 2022, the Audit Committee of the Parent, appointed an external agency to:

- (a) review existence of the borrowers for the CV and SME loans;
- (b) assess the quality and risks pertaining to the loan portfolio for CV and SME loans;
- (c) review of: (i) loan files for the period January 2022 to March 2022, (ii) operational risk management framework and (iii) internal control framework for the CV and SME loans.

Further, the Audit Committee of the Parent has also appointed an external law firm to review the transactions pertaining to the CV and SME loans portfolio for (i) identifying the root cause of control deficiencies, (ii) evaluating the business rationale for transactions executed through deficient controls and (iii) examining documentation and interacting with identified employees / ex-employees to understand the transactions which were processed through deficient controls ("Conduct review").

As per information and explanations provided to us and as described in Note 6 to the Statement, the external law firm has not submitted their findings relating to the Conduct review stated above to the Audit Committee of the Parent. Further, the Parent has concluded that it is impracticable to determine the prior period-specific effects, if any, of the impairment allowance, loan assets written off and changes in fair value of financial guarantee contracts recorded during the quarter ended 30 June, 2021 and quarter and year ended 31 March, 2022 in respect of account balances identified above and explained by the Parent in Note 8 of the Statement. As a result, we are unable to determine whether (i) any adjustments are required for prior period(s) relating to the impairment recorded for the quarter ended 30 June, 2021 and quarter and year ended 31 March, 2022 and (ii) any additional adjustments to the quarter ended 30 June, 2022 and prior period(s) are required relating to the outcome of the conduct review for:

- i) the impairment allowance and therefore the carrying value of CV and SME loans;
- ii) the impairment allowance and therefore the carrying value of investment in security receipts relating to CV loans;
- iii) the fair value of financial guarantee contracts relating to CV portfolio;
- iv) interest income and fees and commission income relating to CV and SME loans for any consequential impact arising due to i) to iii) above;

This matter was also qualified in our report on the consolidated financial results for the quarter and year ended 31 March, 2022.

6. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of the other auditor referred to in paragraph 9 below, except for the possible effects of the matter described in paragraph 5 above, nothing has come to our attention that causes us to believe that the accompanying Statement, has not been prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



7. As discussed in Note 7 to the Statement, total liabilities of the Parent exceed the total assets maturing within 12 months by ₹172,444 lakhs and for certain borrowings, the gross non-performing asset (GNPA) and/or net non-performing asset (NNPA) ratios have exceeded thresholds as at 30 June, 2022. These events or conditions, along with other matters as set forth in Note 7 to the Statement, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The Statement has been prepared on a going concern basis for the reasons stated in the said Note.

Our conclusion on the Statement is not modified in respect of this matter.

- 8. We draw attention to Note 5 to the Statement, which describes the effect of continuing uncertainty, if any, arising from COVID-19 pandemic on significant assumptions relating to the measurement of financial assets for the period ended 30 June, 2022. Our conclusion on the Statement is not modified in respect of this matter.
- 9. We did not review the financial information of one subsidiary included in the consolidated unaudited financial results, whose financial information reflect total revenue from operations of ₹5,535 lakhs for the quarter ended 30 June 2022, total net profit after tax of ₹1,599 lakhs for the quarter ended 30 June 2022 and total comprehensive income of ₹1,600 lakhs for the quarter ended 30 June 2022, as considered in the Statement. This financial information has been reviewed by other auditor whose report has been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the reports of the other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of these matters.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants (Firm's Registration No 17366W/W-100018)

Neville M. Daruwalla Partner Membership No. 118784 (UDIN: 22118784AOZTHW7382)

Place: Mumbai Date: August 14, 2022

Amexure III



Disclosure in terms of Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, based on standalone financials results for the quarter ended 30 June 2022:

Sr. No.	Particulars	Quarter ended
		30 June 2022
		(Unaudited)
1	Debt-equity ratio ¹	1.73
2	Debt service coverage ratio ²	Not Applicabl
3	Interest service coverage ratio ²	Not Applicabl
4	Outstanding redeemable preference shares (quantity and value)	N
5	Capital redemption reserve (INR in lakhs)	N
	Debenture redemption reserve (INR in lakhs) ³	Not Applicable
6	Net worth (INR in lakhs) ⁴	2,92,040
7	Net profit/(loss) after tax (INR in lakhs)	4,49
8	Earnings per equity share *(not annualised):	
	(a) Basic (INR)	*3.30
	(b) Diluted (INR)	*3.30
9	Current ratio ²	Not Applicable
10	Long term debt to working capital ²	Not Applicable
11	Bad debts to Account receivable ratio ²	Not Applicabl
12	Current liability ratio ²	Not Applicable
13	Total debts to total assets ⁵	0.60
14	Debtors tumover ²	Not Applicable
15	Inventory turnover ²	Not Applicable
16	Operating margin ²	Not Applicable
17	Net profit margin ⁶	179
18	Sector specific equivalent ratios:	
	(a) Gross Stage 3	9.49
	(b) Net Stage 3	4.19
	(c) Capital to risk-weighted assets ratio ⁷	29.0%

Notes:

1 Debt-equity ratio = (Debt securities + Borrowings (other than debt securities)) / Networth.

2 The Company is a Non-Banking Financial Company registered under the Reserve Bank of India Act, 1934 hence these ratios are generally not applicable.

As per Rule 18(7)(b)(iii) of Companies (Share Capital and Debenture) Rules, 2014 of the Companies Act, 2013, the requirement for creating Debenture Redemption Reserve is not applicable to the Company being a listed Non-Banking Financial Company registered with the Reserve
Networth is calculated as defined in section 2(57) of Companies Act, 2013.

5 Total debts to total assets = (Debt securities+ Borrowings (other than debt securities)) / total assets.

6 Net profit margin= Net profit after tax / total income.

7 Capital to risk-weighted assets ratio is calculated as per the RBI guidelines.

Yours faithfully,

For IndoStar Capital Finance Limited

a Bhati

SVP - Compliance & Secretarial (Membership No. F8937)



NB

IndoStar Capital Finance Limited

BSE: 541336 | NSE: INDOSTAR | Bloomberg: INDOSTAR:IN

IndoStar reports Q1 FY23 results



- Strong Capital Adequacy at 29.0% (320bps higher than Q4 FY22)
- Q1 FY23 PAT at ₹ 60.9 crore
- Debt/Equity at 2.0 times
- Incremental funding of ₹ 1,850 crore raised since 1 April 2022
- Collections efficiency of 181%
- NNPA (Net Stage 3) at 3.6%, vs 6.4% in Q4FY22
- Retail AUM ~ ₹ 6,957 Crores. Retail lending now 85% of AUM

Mumbai, Friday, 14 August 2022 – IndoStar Capital Finance Limited (IndoStar) today announced its Q1 FY23 results. At a consolidated level, the company reported a net profit of ₹ 60.9 crore for Q1 FY23, driven by lower credit cost provisions in the commercial vehicle loan segment from Q4 FY22. Collections during the quarter at INR 1,312 crore resulted in gross collection efficiency of 181%. AUM stands at ₹ 8,247 crore and Capital Adequacy at 29%*, 320bps higher than Q4 FY22. Company's Debt/Equity ratio stood at 2.0 times which continues to be one of the lowest in the industry.

The Company had identified a stress pool in its CV portfolio. The credit cost provisions for this stress pool were made in Q4 FY22. During the quarter the Company made concentrated efforts to reduce the stress book, by driving customer settlements and sale of ~50% of the stress book to an ARC. The stress book is ~5% of AUM as of 30 June 2022

We have strengthened controls, reviewed policies and upgraded technology systems across the spectrum of loan origination, credit appraisal, disbursal, loan management and collection processes.

The company has raised incremental funding of ~ INR 1,850 crores since 1 April 2022 and continues to have a comfortable liquidity position. Cash and cash equivalents on 10 August 2022 are INR 956 crore.

With robust portfolio performance, reduction in the size of stress book, and improvement in staging of loans, the GNPA (Gross Stage 3) and NNPA (Net Stage 3) levels as at 30 June 2022 stood at 8.2% and 3.6% respectively. The company continues to make focused efforts to further reduce the stress book.

As part of its retailisation strategy, the corporate loan book has now been reduced to 15% of AUM, with retail loans at 85%, up from 78% in FY 2021.

The Company's 100% owned housing finance subsidiary, IndoStar Home Finance, continued to register strong performance. Disbursement for Q1 stood at ~₹115 crore, AUM as of 30 June 2022 stood at ~₹1,467 crore, recording 45% growth over Q1 FY22. GNPA (Gross Stage 3) for housing finance business stood at 1.9%, one of the lowest in the industry and continues to demonstrate strong asset quality of

the business. This business added 9 branches in Q1 and total branches stood at 109 as of Q1 FY23

The credit ratings of the Company have been recently reviewed, after the release of financial results for year ended 31 March 2022. CRISIL has maintained the AA-/ A1+ rating (with negative implications). CARE has assigned ratings of A+ / A1+ (with negative implications).

Particulars (₹ Crores)	Q1FY23	Q4FY22	QoQ	Q1FY22	ΥοΥ
Net Revenue from operations	167.0	202.9	(18%)	126.6	32%
Pre-Provision Operating Profit	64.1	116.6	(45%)	33.1	94%
Provisions and accelerated write- offs	(2.3)	1,036.3	n.a	82.3	n.a
Profit After Tax	60.9	(753.6)	n.a	(36.8)	n.a.
CAR (%)	29%	25.8%	n.a.	34.6	n.a.
Leverage (D/E) (times)	2.0	2.1	n.a.	1.5	n.a.

Key Financials:

* Capital Adequacy is computed on stand-alone basis

About IndoStar Capital Finance Limited

IndoStar is a non-banking finance company (NBFC) registered with the Reserve Bank of India as a systemically important non-deposit taking company. With Brookfield & Everstone as co-promoters, IndoStar is a professionally managed and institutionally owned organization engaged in providing used and new commercial vehicle financing, loans to SME borrowers and affordable Home Finance through its wholly owned subsidiary, IndoStar Home Finance Private Limited. For more information, visit www.indostarcapital.com.

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