

# FORM NO. MGT-7

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



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L65100MH2009PLC268160

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAECR4127Q

(ii) (a) Name of the company

INDOSTAR CAPITAL FINANCE L

(b) Registered office address

One World Center, 20th Floor, Tower 2A,  
Jupiter Mills Compound, Senapati Bapat Marg,  
Mumbai  
Mumbai City  
Maharashtra  
400012

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

icf.legal@indostarcapital.com

(d) \*Telephone number with STD code

02243157000

(e) Website

www.indostarcapital.com

(iii) Date of Incorporation

21/07/2009

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 24/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*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 Service	K8	Other financial activities	100

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

\*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Indostar Capital		Holding	56.89
2	INDOSTAR ASSET ADVISORY PI	U67100MH2013PTC240676	Subsidiary	100

3	INDOSTAR HOME FINANCE PRI	U65990MH2016PTC271587	Subsidiary	100
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#### 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	152,500,000	92,450,915	92,450,915	92,450,915
Total amount of equity shares (in Rupees)	1,525,000,000	924,509,150	924,509,150	924,509,150

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	152,500,000	92,450,915	92,450,915	92,450,915
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,525,000,000	924,509,150	924,509,150	924,509,150

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	12,500,000	0	0	0
Total amount of preference shares (in rupees)	125,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	12,500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	125,000,000	0	0	0

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
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<b>Equity shares</b>				
<b>At the beginning of the year</b>	92,257,415	922,574,150	922,574,150	
<b>Increase during the year</b>	193,500	1,935,000	1,935,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	193,500	1,935,000	1,935,000	
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	92,450,915	924,509,150	924,509,150	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				

<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor	<input type="text"/>		

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	14,659	0	20,158,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			44,838,807,429.9
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			520,110,022
Deposit			0
<b>Total</b>			<b>65,516,917,451.9</b>

**Details of debentures**

Class of 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>Non-convertible debentures</b>	32,208,000,000	250,000,000	12,300,000,000	20,158,000,000
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(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**

14,704,433,946

**(ii) Net worth of the Company**

26,886,543,361

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	53,729,228	58.12	0	
10.	Others Foreign Portfolio Investor	2,313,005	2.5	0	
	<b>Total</b>	56,042,233	60.62	0	0

**Total number of shareholders (promoters)**

3

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	7,409,157	8.01	0	
	(ii) Non-resident Indian (NRI)	125,774	0.14	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	3,987,042	4.31	0	
4.	Banks	0	0	0	
5.	Financial institutions	7,492	0.01	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	10,975,110	11.87	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,461,820	3.74	0	
10.	Others          Alternate Investment Fund:	10,442,287	11.29	0	
	<b>Total</b>	36,408,682	39.37	0	0

**Total number of shareholders (other than promoters)**

96,036

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

96,039

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	109,337	96,036
Debenture holders	72	56

**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	0.36	0
(i) Non-Independent	1	3	2	2	0.36	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & 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>	<b>1</b>	<b>7</b>	<b>2</b>	<b>6</b>	<b>0.36</b>	<b>0</b>

**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 share(s) held	Date of cessation (after closure of financial year : If any)
Dhanpal Jhaveri	02018124	Director	1,000	
Alok Oberoi	01779655	Director	0	10/07/2020
R. Sridhar	00136697	Whole-time director	317,460	
Dinesh Kumar Mehrotra	00142711	Director	0	10/07/2020
Bobby Parikh	00019437	Director	0	
Hemant Kaul	00551588	Director	0	
Naina Krishna Murthy	01216114	Director	0	
Shailesh Shirali	06525626	Whole-time director	19,660	10/07/2020
Amol Joshi	ACMPJ7297C	CFO	100	
Jitendra Bhati	AIFPB7115E	Company Secretary	9,000	

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

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shailesh Shirali	06525626	Whole-time director	26/06/2019	Appointment
Sameer Sain	01164185	Director	26/06/2019	Cessation
Pankaj Thapar	AAAPT0490P	CFO	30/09/2019	Cessation
Amol Joshi	ACMPJ7297C	CFO	30/09/2019	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/08/2019	105,509	69	64.15
Extraordinary General Meet	01/03/2020	100,016	72	64.07

### B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2019	8	7	87.5
2	20/05/2019	8	7	87.5
3	26/06/2019	8	5	62.5
4	08/08/2019	8	7	87.5
5	07/11/2019	8	7	87.5
6	31/01/2020	8	6	75
7	06/02/2020	8	5	62.5

### C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	20/05/2019	4	4	100
2	Audit Committee	08/08/2019	4	4	100
3	Audit Committee	07/11/2019	4	4	100
4	Audit Committee	31/01/2020	4	3	75
5	Audit Committee	06/02/2020	4	2	50
6	Nomination & I	20/05/2019	4	4	100
7	Nomination & I	26/06/2019	4	2	50
8	Nomination & I	08/08/2019	4	3	75
9	Nomination & I	31/01/2020	4	2	50
10	Nomination & I	06/02/2020	4	2	50

**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	24/09/2020
								(Y/N/NA)
1	Dhanpal Jhaveri	7	6	85.71	12	10	83.33	Yes
2	Alok Oberoi	7	2	28.57	5	1	20	Not Applicable
3	R. Sridhar	7	7	100	2	2	100	Yes
4	Dinesh Kumar	7	7	100	2	2	100	Not Applicable
5	Bobby Parikh	7	7	100	11	11	100	Yes
6	Hemant Kaul	7	4	57.14	10	7	70	Yes
7	Naina Krishna	7	5	71.43	6	5	83.33	Yes
8	Shailesh Shiralkar	5	5	100	0	0	0	Not Applicable

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL** Nil

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	R. Sridhar	Executive Vice C	100,039,600	0	0	0	100,039,600
2	Shailesh Shirali	Whole-Time Dire	19,097,222.22	0	0	0	19,097,222.22
	Total		119,136,822.22	0	0	0	119,136,822.2

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	Pankaj Thapar	Chief Financial C	10,016,200	0	0	0	10,016,200
2	Amol Joshi	Chief Financial C	6,460,958.9	0	0	0	6,460,958.9
3	Jitendra Bhati	Company Secre	6,500,000	0	0	0	6,500,000
	Total		22,977,158.9	0	0	0	22,977,158.9

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Bobby Parikh	Non-Executive I	0	0	0	950,000	950,000
2	Dinesh Kumar Meh	Non-Executive I	0	0	0	700,000	700,000
3	Hemant Kaul	Non-Executive I	0	0	0	660,000	660,000
4	Naina Krishna Murth	Non-Executive I	0	0	0	585,000	585,000
	Total		0	0	0	2,895,000	2,895,000

#### 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	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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. 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.

Name

Mr. Harnatharam Choudhary

Whether associate or fellow

Associate  Fellow

Certificate of practice number

9369

**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 all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ... 20 dated 17/06/2020

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by

Director

R  
SRIDHAR  
Digitally signed  
by R SRIDHAR  
Date: 2020.11.21  
15:58:54 +05'30'

DIN of the director

00136697

To be digitally signed by

JITENDR  
A BHATI  
Digitally signed by  
JITENDRA BHATI  
Date: 2020.11.21  
19:09:32 +05'30'

Company Secretary

Company secretary in practice

Membership number

8937

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

ICF - Form MGT-8 - 2020.pdf  
List of Debenureholder 2019-20.pdf  
Clarification.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**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**