

1. Name of Listed Entity - **IndoStar Capital Finance Limited**
2. Year ending – **30 June 2023**

i. **Composition of Board of Director**

Title (Mr. /Mrs.)	Name of the Director	Category (Chairperson /Executive /Non- Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re- appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Bobby Parikh	C & NE-ID	05-Mar-2015	05-Mar-2020	-	99.25	3	3	7	4
Mr.	Dhanpal Jhaveri	NE-NID	02-Sep-2010	-	-	-	2	0	1	1
Mr.	Hemant Kaul	NE-ID	05-Feb-2018	05-Feb-2023	-	64.25	2	2	3	1
Mrs.	Naina Krishna Murthy	NE-ID	05-Feb-2018	05-Feb-2023	-	64.25	2	2	4	0
Mr.	Aditya Joshi	NE-NID	10-Jul-2020	-	-	-	1	0	1	0
Mr.	Vibhor Kumar Talreja	NE-NID	10-Jul-2020	-	-	-	1	0	2	1
Mr.	Munish Dayal	NE-NID	04-Feb-2021	-	-	-	1	0	2	0
Mr.	Karthikeyan Srinivasan	ED & CEO	30-Mar-2023	-	-	-	1	0	1	0

Notes:

1. For number of Memberships and Chairmanships in Audit and Stakeholders Committee(s), have considered public entities, whether listed or not.
2. If a Director is Chairman in a Committee the same being included in Membership count also.
3. C&NE-ID means Chairman & Non-Executive Independent Director, ED means Executive Director, NE-NID means Non-Executive Non Independent Director, NE-ID means Non Executive Independent Director, ED & CEO means Executive Director & Chief Executive Officer

IndoStar Capital Finance Limited

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CIN: L65100MH2009PLC268160

ii. Composition of Committees

Audit Committee					
Sr. No.	Name of the Member(s)	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bobby Parikh	NE-ID	Chairperson	05-Mar-2015	-
2	Aditya Joshi	NE-NID	Member	10-Jul-2020	-
3	Naina Krishna Murthy	NE-ID	Member	05-Feb-2018	-
4	Hemant Kaul	NE-ID	Member	05-Feb-2018	-

Nomination and Remuneration Committee					
Sr. No.	Name of the Member(s)	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hemant Kaul	NE-ID	Chairperson*	05-Feb-2018	-
2	Aditya Joshi	NE-NID	Member	10-Jul-2020	-
3	Bobby Parikh	NE-ID	Member [#]	05-Mar-2015	-

* Mr. Hemant Kaul was appointed as the Chairman of the Nomination & Remuneration Committee on 10 July 2020.
[#] Mr. Bobby Parikh was appointed as the Chairman of the Nomination & Remuneration Committee on 5 May 2015 and ceased to be the Chairman of Nomination & Remuneration Committee on 10 July 2020.

Stakeholders Relationship Committee					
Sr. No.	Name of the Member(s)	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Dhanpal Jhaveri	NE-NID	Chairperson	05-Feb-2018	-
2	Naina Krishna Murthy	NE-ID	Member	10-Jul-2020	-
3	Bobby Parikh	NE- ID	Member	05-Feb-2018	-
4	Munish Dayal	NE-NID	Member	17-Jun-2021	-
5	Karthikeyan Srinivasan	ED	Member	30-Mar-2023	-

Risk Management Committee					
Sr. No.	Name of the Member(s)	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hemant Kaul	NE-ID	Chairperson*	05-Feb-2018	-
2	Vibhor Kumar Talreja	NE-NID	Member	10-Jul-2020	-
3	Munish Dayal	NE-NID	Member	17-Jun-2021	-
4	Karthikeyan Srinivasan	ED	Member	27-May-2022	-
5	Vinod Kumar Panicker	CFO	Member*	26-Dec-2022	-

*Mr. Hemant Kaul was appointed as the Chairman of the Risk Management Committee on 10 July 2020.
*Mr. Vinod Kumar Panicker was appointed as Chief Financial Officer with effect from 26 December 2023.

Corporate Social Responsibility Committee					
Sr. No.	Name of the Member(s)	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Naina Krishna Murthy	NE-ID	Chairperson*	05-Feb-2018	-
2	Bobby Parikh	NE- ID	Member	12-Nov-2014	-
3	Dhanpal Jhaveri	NE-NID	Member	12-Nov-2014	-
4	Munish Dayal	NE-NID	Member	04-Feb-2021	-
5	Karthikeyan Srinivasan	ED	Member	30-Mar-2023	-

*Mrs. Naina Krishna Murthy was appointed as the Chairman of the Corporate Social Responsibility Committee on 10 July 2020.

iii. Meeting of Board of Directors

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)
1	14-Feb-2022	-	-	Yes
2	30-Mar-2023	-	43	Yes
2	-	13-Apr-2023	13	Yes
3	-	25-May-2023	41	Yes

iv. Meeting of Committees

Sr.	Name of the Committee	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)
1	Audit Committee	10-Feb-2023	-	-	Yes
		14-Feb-2023	-	3	Yes
		25-Feb-2023	-	10	Yes
		-	18-May-2023	81	Yes
		-	25-May-2023	6	Yes
2	Nomination and remuneration Committee	14-Feb-2023	-	-	Yes
		25-Feb-2023	-	10	Yes
		-	13-Apr-2023	46	Yes
		-	18-Apr-2023	4	Yes
		-	17-May-2023	28	Yes
4	Risk Management Committee	08-Feb-2023	-	-	Yes
		-	17-May-2023	97	Yes
		-	22-Jun-2023	35	Yes
5	Stakeholders Relationship Committee	-	17-May-2023	-	Yes

v. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	Not Applicable
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

vii. Affirmations

Annexure I

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 500 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. – **Yes***
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

*Notes:

- (1) This report will be submitted before the Board of Directors at the ensuing Board Meeting.
- (2) The report for the previous quarter i.e. 31 March 2023 was placed before the Board of Directors at their meeting held on 13 April 2023.

Name : **Shikha Jain**
Designation : **Company Secretary & Compliance Officer**
Place : **Mumbai**
Date : **19 July 2023**