

General information about company	
Scrip code	541336
NSE Symbol	INDOSTAR
MSEI Symbol	NOTLISTED
ISIN	INE896L01010
Name of the entity	INDOSTAR CAPITAL FINANCE LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Bobby Parikh	AABPP6062C	00019437	Non-Executive - Independent Director	Chairperson		30-04-1964
2	Mr	Dhanpal Jhaveri	AABPJ1709N	02018124	Non-Executive - Non Independent Director	Not Applicable		20-12-1968
3	Mr	Hemant Kaul	AAZPK5608H	00551588	Non-Executive - Independent Director	Not Applicable		23-02-1956
4	Mr	Randhir Singh	ABAPS8543D	05353131	Executive Director	Not Applicable		17-04-1973
5	Mrs	Naina Krishna Murthy	AFAPM1115K	01216114	Non-Executive - Independent Director	Not Applicable		15-09-1971
6	Mr	Aditya Joshi	AECPJ0882P	08684627	Non-Executive - Non Independent Director	Not Applicable		14-06-1981
7	Mr	Vibhor Kumar Talreja	AJGPK9800K	08768297	Non-Executive - Non Independent Director	Not Applicable		09-04-1979
8	Mr	Karthikeyan Srinivasan	AJCPK4108L	10056556	Executive Director	Not Applicable		25-07-1972
9	Mr	Devdutt Marathe	AJBPM1467H	10294876	Non-Executive - Non Independent Director	Not Applicable		27-08-1983

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	Number 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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		05-03-2015	05-03-2020		114.26	3	3	7	3			
2	NA		02-09-2010				2	1	2	1			
3	NA		05-02-2018	05-02-2023		79.26	2	2	3	2			
4	NA		22-07-2024				1	0	1	0			
5	NA		05-02-2018	05-02-2023		79.26	5	5	7	0			
6	NA		10-07-2020				1	0	0	0			
7	NA		10-07-2020				1	0	0	0			
8	NA		30-03-2023				1	0	0	0			
9	NA		08-09-2023				1	0	2	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019437	Bobby Parikh	Non-Executive - Independent Director	Chairperson	05-03-2015		
2	00551588	Hemant Kaul	Non-Executive - Independent Director	Member	05-02-2018		
3	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	05-02-2018		
4	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	26-09-2024		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00551588	Hemant Kaul	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	08684627	Aditya Joshi	Non-Executive - Non Independent Director	Member	10-07-2020		
3	00019437	Bobby Parikh	Non-Executive - Independent Director	Member	05-03-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02018124	Dhanpal Jhaveri	Non-Executive - Non Independent Director	Chairperson	05-02-2018		
2	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	10-07-2020		
3	00019437	Bobby Parikh	Non-Executive - Independent Director	Member	05-02-2018		
4	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
5	05353131	Randhir Singh	Executive Director	Member	26-09-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00551588	Hemant Kaul	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	05353131	Randhir Singh	Executive Director	Member	26-09-2024		
3	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
4	10056556	Karthikeyan Srinivasan	Executive Director	Member	27-05-2022		
5	99999999	Vinod Kumar Panicker	Chief Financial Officer	Member	26-12-2022		Textual Information(1)
6	99999999	Nitin Gyanchandani	Chief Risk Officer	Member	02-08-2023		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Vinod Kumar Panicker was appointed as Chief Financial Officer with effect from 26 December 2022
Textual Information(2)	Mr. Nitin Gyanchandani was appointed as Chief Risk Officer with effect from 2 August 2023.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	00019437	Bobby Parikh	Non-Executive - Independent Director	Member	12-11-2014		
3	02018124	Dhanpal Jhaveri	Non-Executive - Non Independent Director	Member	12-11-2014		
4	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
5	10056556	Karthikeyan Srinivasan	Executive Director	Member	30-03-2023		
6	05353131	Randhir Singh	Executive Director	Member	26-09-2024		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-04-2024				Yes	8	8	3
2	13-05-2024		13		Yes	8	7	3
3		31-07-2024	78		Yes	9	7	3
4		21-08-2024	20		Yes	9	6	2
5		29-08-2024	7		Yes	9	7	2
6		19-09-2024	20		Yes	9	9	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	29-04-2024				Yes	4	4	3	0
2	Audit Committee	31-07-2024	92			Yes	4	4	3	0
3	Audit Committee	29-08-2024	28			Yes	4	3	2	0
4	Audit Committee	11-09-2024	12			Yes	4	4	3	0
5	Nomination and remuneration committee	29-04-2024				Yes	3	3	2	0
6	Nomination and remuneration committee	13-05-2024	13			Yes	3	3	2	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	31-07-2024	78			Yes	3	3	2	0
8	Nomination and remuneration committee	19-09-2024	49			Yes	3	3	2	0
9	Risk Management Committee	12-04-2024				Yes	6	5	1	2
10	Risk Management Committee	25-04-2024	12			Yes	6	5	0	2
11	Risk Management Committee	25-07-2024	90			Yes	6	5	1	2
12	Corporate Social Responsibility Committee	31-07-2024	5			Yes	5	4	2	0

Annexure 1**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Shikha Jain
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III		
1	Name of signatory	Shikha Jain
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure		Applicable	
Reason for Non Applicability		Textual Information(1)	
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Vinod Kumar Panicker		
Designation	CFO		
Place	Mumbai		
Date	08-10-2024		

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Shikha Jain
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-10-2024

