

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	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Not Applicable to the Entity
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	Not Applicable to the Entity
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	Not Applicable to the Entity
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Not Applicable to the Entity
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	i00478	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

<b>Annexure I</b>								
<b>Annexure I to be submitted by listed entity on quarterly basis</b>								
<b>I. Composition of Board of Directors</b>								
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	Ms	Naina Krishna Murthy	AFAPM1115K	01216114	Non-Executive - Independent Director	Chairperson		15-09-1971
2	Ms	Sujatha Mohan	ACLPM7272K	10743626	Non-Executive - Independent Director	Not Applicable		27-06-1969
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	MD	17-04-1973
5	Mr	Devdutt Marathe	AJBPM1467H	10294876	Non-Executive - Non Independent Director	Not Applicable		27-08-1983
6	Mr	Aditya Joshi	AECPJ0882P	08684627	Non-Executive - Non Independent Director	Not Applicable		14-06-1981
7	Mr	Bobby Parikh	AABPP6062C	00019437	Non-Executive - Non Independent Director	Not Applicable		30-04-1964
8	Mr	Vishal Goenka	AFOPG4175P	10084887	Non-Executive - Non Independent Director	Not Applicable		24-09-1983
9	Mr	Dhanpal Jhaveri	AABPJ1709N	02018124	Non-Executive - Non Independent Director	Not Applicable		20-12-1968

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
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) & reg. 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		05-02-2018	05-02-2023		91.83	5	5	5	0			
2	NA		21-04-2025			5.33	1	1	0	0			
3	NA		05-02-2018	05-02-2023		91.83	1	1	1	1			
4	NA		22-07-2024				1	0	1	0			
5	NA		08-09-2023				1	0	2	1			
6	NA		10-07-2020				1	0	0	0			
7	NA		05-03-2025				3	2	6	3			
8	NA		28-08-2025				1	0	1	0			
9	NA		02-09-2010		28-08-2025		2	0	1	0	Others		

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	00551588	Hemant Kaul	Non-Executive - Independent Director	Chairperson	05-02-2018		
2	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	05-02-2018		
3	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	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	05-03-2025		

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	28-08-2025	
2	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Chairperson	08-09-2023		Textual Information(1)
3	01216114	Naina Krishna Murthy	Non-Executive - Independent Director	Member	10-07-2020		
4	00019437	Bobby Parikh	Non-Executive - Non Independent Director	Member	05-02-2018		
5	10084887	Vishal Goenka	Non-Executive - Non Independent Director	Member	28-08-2025		Textual Information(2)
6	05353131	Randhir Singh	Executive Director	Member	26-09-2024		

Sr Text Block	
Textual Information(1)	Mr. Devdutt Marathe was Member of Stakeholder Relationship Committee since September 08, 2023 and he was appointed as Chairman of Stakeholder Relationship Committee with effect from August 28, 2025.
Textual Information(2)	Mr. Vishal Goenka was appointed as Member of Stakeholder Relationship Committee with effect from August 28, 2025.



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	99999999	Jayesh Jain	Chief Financial Officer	Member	12-03-2025		Textual Information(1)
5	99999999	Nitin Gyanchandani	Chief Risk Officer	Member	02-08-2023		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Jayesh Jain was appointed in risk management committee with effect from 12-03-2025
Textual Information(2)	Mr. Nitin Gyanchandani was appointed as Chief Risk Officer with effect from 2 August 2023

<b>Corporate Social Responsibility Committee</b>							
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 - Non Independent Director	Member	12-11-2014		
3	10084887	Vishal Goenka	Non-Executive - Non Independent Director	Member	28-08-2025		Textual Information(1)
4	05353131	Randhir Singh	Executive Director	Member	26-09-2024		
5	10294876	Devdutt Marathe	Non-Executive - Non Independent Director	Member	08-09-2023		
6	02018124	Dhanpal Jhaveri	Non-Executive - Non Independent Director	Member	12-11-2014	28-08-2025	

Sr Text Block	
Textual Information(1)	Mr. Vishal Goenka was appointed as Member of Corporate Social Responsibility Committee with effect from August 28, 2025.

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. No.	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	21-04-2025				Yes	8	7	2
2	29-04-2025		7		Yes	9	7	3
3	11-05-2025		11		Yes	9	7	3
4		13-08-2025	93		Yes	8	7	2
5		23-09-2025	40		Yes	8	6	2

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	29-04-2025				Yes	3	3	2	0
2	Audit Committee	13-08-2025	105			Yes	3	2	2	0
3	Nomination and remuneration committee	21-04-2025				Yes	3	3	2	0
4	Nomination and remuneration committee	29-04-2025	7			Yes	3	3	2	0
5	Nomination and remuneration committee	11-05-2025	11			Yes	3	3	2	0
6	Nomination and remuneration committee	13-08-2025	93			Yes	3	2	1	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	Risk Management Committee	28-04-2025				Yes	4	4	1	2
8	Risk Management Committee	11-08-2025	104			Yes	3	3	1	2
9	Stakeholders Relationship Committee	13-08-2025	1			Yes	5	4	0	0



Annexure 1		
V. 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

<b>Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)</b>				
<b>I. Affirmations</b>				
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, BRSR & BRSR core, if applicable, 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	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Shikha Jain
2	Designation	Company Secretary and Compliance Officer

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	30-10-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0