



ICFL/LS/0163/2024-25

October 28, 2024

BSE Limited

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

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code: 541336

Symbol: INDOSTAR

Sub: Outcome of Postal Ballot and other disclosures

Ref.: Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”)

In continuation to our letter reference no. ICFL/LS/0130/2024-25, regarding the Postal Ballot Notice dated September 26, 2024 (“**Notice**”) issued to the Members of IndoStar Capital Finance Limited (the “**Company**”) seeking their approval on the Sale of IndoStar Home Finance Private Limited, A Material Subsidiary of the Company as set out in the Notice, by way of special resolution(s) to be passed through remote e-voting (“**E-Voting**”) only.

The E-Voting period for Postal Ballot commenced on Friday, September 27, 2024 at 9:00 a.m. (IST) and ended on Saturday, October 26, 2024 at 5:00 p.m. (IST) and thereafter the Scrutinizer, Ms. Alifya Sapatwala (ICSI Membership No. 24091) of Mehta & Mehta, Practicing Company Secretaries, submitted the Scrutinizer Report on E-Voting.

Based on the Scrutinizer’s Report, it is hereby declared that the resolution as set out in the Notice have been approved with requisite majority and is deemed to have been passed on October 26, 2024.

In this regard, please find enclosed the following:

- i. Voting results in terms of Regulation 44(3) of the Listing Regulations at **Annexure A**;
- ii. Scrutinizer’s Report dated October 28, 2024 on E-Voting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at **Annexure B**;

Please note that the Company had made relevant disclosures with respect to the said resolution under Regulation 30 of the Listing Regulations vide its stock exchange intimation bearing reference number ICFL/LS/0122/2024-25 dated September 19, 2024.

IndoStar Capital Finance Limited

Registered Office: Silver Utopia, 3rd Floor, Unit No 301-A, Opposite P & G Plaza, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400099, India. | T +91 22 4315 7000 | contact@indostarcapital.com | www.indostarcapital.com | CIN: L65100MH2009PLC268160



The voting results along with the Scrutinizer's Report are being hosted on the website of the Company at www.indostarcapital.com and on the website of Central Depository Services (India) Limited at www.evotingindia.com and shall also be made available at the Registered Office and Corporate Office of the Company.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For **IndoStar Capital Finance Limited**

Shikha Jain
Company Secretary and Compliance Officer
Membership no. A59686

Encl: a/a

Annexure A

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[Validate](#)

Resolution (1)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Approve the sale of IndoStar Home Finance Private Limited, a material subsidiary of the Company.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	100148307	88079341	87.9489	88079341	0	100.0000	0.0000	
	Poll								
	Postal Ballot (if applicable)								
	Total		100148307	88079341	87.9489	88079341	0	100.0000	0.0000
Public-Institutions	E-Voting	5510607	308461	5.5976	293424	15037	95.1252	4.8748	
	Poll								
	Postal Ballot (if applicable)								
	Total		5510607	308461	5.5976	293424	15037	95.1252	4.8748
Public- Non Institutions	E-Voting	30420381	13892	0.0457	11803	2089	84.9626	15.0374	
	Poll								
	Postal Ballot (if applicable)								
	Total		30420381	13892	0.0457	11803	2089	84.9626	15.0374
Total			136079295	88401694	64.9634	88384568	17126	99.9806	0.0194
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI - 400 018
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Annexure B

Scrutinizer's Report

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
IndoStar Capital Finance Limited
Off No - 301, Wing A, CTS No 477, Silver Utopia,
Chakala Road, Opp Proctor and Gamble, Andheri (E), Sahargaon,
Maharashtra, India, Mumbai — 400099

Sub: Scrutinizer's Report on voting process through E-voting for Postal Ballot

Dear Sir,

I, Ms. Alifya Sapatwala Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **IndoStar Capital Finance Limited ("the Company")** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India on the resolution as mentioned in the Notice of Postal Ballot dated Thursday, September 26, 2024 in a fair and transparent manner and do hereby submit the report as under:

1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company vide e-mail on Thursday, September 26, 2024.
2. The remote e-voting period commenced on Friday, September 27, 2024 at 9:00 A.M. (IST) and ended on Saturday, October 26, 2024 at 05:00 P.M. (IST).
3. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CSDL").



4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were registered with the Company/Depositories.
5. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
6. The Members of the Company holding shares as on the "cut off" date i.e., Friday, September 20, 2024 were entitled to vote on the proposed resolution.
7. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The related papers with respect to Postal Ballot will be handed over to the Company for safe custody of the same after the Chairman or any person authorized by him, signs the minutes/report of Postal Ballot process.
9. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolution contained in the Notice dated Thursday, September 26, 2024 is as under:

A. Special Resolution – Approval of the Sale of Indostar Home Finance Private Limited, a Material Subsidiary of the Company

Votes in favour of the resolution:

Number of members who voted	Number of shares for which votes cast by them	% of total number of valid votes cast
132	88384568	99.98%

Votes against the resolution:

Number of members who voted	Number of shares for which votes cast by them	% of total number of valid votes cast
21	17126	0.02%

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of shares for which votes cast by them
0	0



The Special Resolution has been passed with requisite majority since the votes casted in favour of the resolution are more than three times the votes against the resolution.

Thanking You,

For Mehta & Mehta
Company Secretaries
(ICSI Unique Code P1996MH007500)
PR No. 3686/2023

Alifya Sapatwala
Scrutinizer

ACS No: 24091

COP No: 24895

UDIN:

Place: Mumbai

Date: October 28, 2024



Countersigned by

(Person authorized by Chairman)

Shikha Jain

Company Secretary and Compliance Officer

Membership No: A59686

IndoStar Capital Finance Limited

Place: Mumbai

Date: October 28, 2024