



ICFL/LS/0054/2024-25

30 May 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.: Newspaper Clipping with respect to the Postal Ballot Notice of the Company

Dear Sir/ Madam,

Pursuant to Regulation 47 read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the newspaper clippings of publication made in Newspapers viz. – Business Standard (in English) and Prahar (in Marathi) with respect to the Postal Ballot Notice of the Company dated 28 May 2024.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **IndoStar Capital Finance Limited**

Shikha Jain

Company Secretary and Compliance Officer
(Membership No. A59686)

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

| IndoStar Capital Finance Limited | |
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| Registered & Corporate Office: Silver Utopia, 3 rd Floor, Unit No 301-A, Opposite P & G Plaza, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400098, India Corporate Identity Number: L85109MH2009PLC268180; Tel: +91 22 43157000 Website: www.indostarcapital.com ; E-mail: investor.relations@indostarcapital.com | |
| NOTICE OF POSTAL BALLOT | |
| Members are requested to note that pursuant to and in compliance with the provisions of Section 110 and all other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules framed thereunder including Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) (the "Act"), General Circular nos. 9/2023 dated September 25, 2023 and the previous circulars on COVID-19 related relaxations issued by Ministry of Corporate Affairs (MCA) applicable in this regard (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and all other applicable laws, rules and regulations, if any, the resolutions set out below are proposed to be passed as Special Resolution(s) by the Members of IndoStar Capital Finance Limited (the "Company") through Postal Ballot, only by way of remote e-voting facility ("E-voting"): | |
| Sr. No. | Description of Special Business |
| 1. | Amendment of the Articles of Association of the Company |
| 2. | Appointment of Mr. Randhir Singh (DIN: 05353131) as the Whole-Time Director on the Board of Directors of the Company designated as the Executive Vice Chairman |
| 3. | Amendment of IndoStar ESOP Plan 2018 |
| 4. | Approval of proposed grant of stock options equal to or exceeding 1% (one percent) of issued capital of the Company under IndoStar ESOP Plan 2018 at the time of grant to identified employee(s) |
| In compliance with the MCA Circulars, the Company has completed the dispatch of Postal Ballot Notice on Wednesday, 29 May 2024 by electronic mode to the Members of the Company holding shares as on Friday, 24 May 2024 ("Cut-off date") and whose email address(es) are registered with the Company/Depository(s)/Depository Participants/Registrar and Transfer Agent - Link Intime India Private Limited ("Link Intime"). | |
| Postal Ballot Notice together with explanatory statement and instruction for E-voting is available on the website of the Company at https://www.indostarcapital.com , on the website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com , respectively, and on the website of Central Depository Services (India) Limited ("CDSL") at www.evotingindia.com . | |
| In accordance with the MCA Circulars, hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelope has not been sent to the Members and the communication of the assent or dissent of the Members will only take place through E-voting. The Company has engaged the services of CDSL as agency to provide the facility for E-voting to its Members. | |
| The E-voting period commences on Thursday, 30 May 2024 at 9.00 a.m. (IST) and ends on Saturday, 29 June 2024 at 5.00 p.m. (IST) after which the E-voting will be blocked by CDSL. Voting rights of the Members shall be in proportion of the amount paid-up on the equity shares of the Company held by a Member with the total equity share capital of the Company as on the Cut-off date i.e. Friday, 24 May 2024 . A person who is not a Member as on the Cut-off date shall treat this Notice for information purpose only. The resolution, if approved, shall be deemed to have been passed on the last date of E-voting i.e. on Saturday, 29 June 2024 , subject to receipt of the requisite number of votes in favor of the resolution(s). | |
| Members whose email address are not registered with Depository Participants (in case of shares held in electronic/dematerialized mode) or with Link Intime (in case of shares held in physical mode) hold shares as on Cut-off date can cast their vote on resolutions proposed in the Postal Ballot Notice through E-voting, by following the instruction given in the Notes to the Postal Ballot Notice under "Voting through E-Voting" or can contact the Company at investor.relations@indostarcapital.com . | |
| M/s. Mehta & Mehta Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer (hereinafter referred as the "Scrutinizer") for conducting the Postal Ballot through E-voting in a fair and transparent manner. The results of the Postal Ballot shall be declared by the Chairman or any person authorized by him in writing, on or before Monday, 1 July 2024 by 4:00 p.m. and will be posted on the Company's website at www.indostarcapital.com and on the website of CDSL e-voting at www.evotingindia.com and will also be communicated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed, immediately on declaration of results. The Company will also display the results of Postal Ballot at its Registered and Corporate Office. | |
| Members who have not registered/updated their email address(es), are requested to get the same registered/updated with the Company (in case of shares held in physical mode) by writing to the Company at investor.relations@indostarcapital.com along with details of folio number, scanned copy of share certificate (front and back) and self attested copy of PAN card (front and back) or with their Depository Participants (in case of shares held in electronic/dematerialized mode) with whom they maintain their demat accounts. | |
| Details of persons contacted for any issues/queries/grievances relating to E-voting: CDSL Members may refer to the Frequently Asked Questions ("FAQs") and e-voting user manual available at www.evotingindia.com , under "Help" section or may contact Mr. Rakesh DaVi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurax, Mafatal Mill Compounds, N M Joshi Marg, Lower Panel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33. | |
| Company Ms. Shikha Jain, Company Secretary & Compliance Officer at Silver Utopia, 3 rd Floor, Unit No 301-A, Opposite P & G Plaza, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400098, India or send an email at investor.relations@indostarcapital.com or call at 022-4315 7000 | |
| By the Order of the Board of Directors For IndoStar Capital Finance Limited SD/- Shikha Jain Company Secretary & Compliance Officer | |
| Place: Mumbai | Membership No. A59686 |
| Date: 30.05.2024 | |