



ICFL/LS/0152/2023-24

27 October 2023

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 Board Meeting and other disclosures under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”)

Dear Sir/ Madam,

We wish to inform you that the Board of Directors of the Company at its Meeting held today i.e., Friday, 27 October 2023, has, *inter-alia*, considered and approved the following:

1. Unaudited Financial Results (Standalone and Consolidated) for the quarter and half year ended 30 September 2023, prepared pursuant to Regulation 33 of Listing Regulations.
2. Shift of registered office of the Company from “Unit No. 505, 5th Floor, Wing 2/E, Corporate Avenue, Andheri- Ghatkopar Link Road, Chakala, Andheri (East), Mumbai – 400093” to “Silver Utopia, Third Floor, Unit No 301-A, Opposite P & G Plaza, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400099” with effect from 5 December 2023.

Accordingly, please find enclosed herewith the following:

- i Unaudited Standalone Financial Results of the Company for the quarter and half year ended 30 September 2023, along with Limited Review Report thereon at **Annexure I**;
- ii Unaudited Consolidated Financial Results of the Company for the quarter and half year ended 30 September 2023, along with Limited Review Report thereon at **Annexure II**;
- iii Disclosures pursuant to Regulation 52(4) of the Listing Regulations for the quarter and half year ended 30 September 2023 at **Annexure III**;
- iv Security Cover Certificate as at 30 September 2023, certified by M/s. M S K A & Associates, Chartered Accountants, Statutory Auditors of the Company pursuant to Regulation 54 of the Listing Regulations at **Annexure IV**;
- v A statement indicating the utilisation of the issue proceeds of non-convertible debentures pursuant to Regulation 52(7) and 52(7A) of the Listing Regulations for the quarter ended 30 September 2023 at **Annexure V**
- vi Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the Listing Regulations for the half year ended 30 September 2023 at **Annexure VI**

IndoStar Capital Finance Limited

Registered Office: Unit No. 505, 5th Floor, Wing 2/E, Corporate Avenue, Andheri - Ghatkopar Link Road, Chakala, Andheri (East), Mumbai – 400099, India. | T +91 22 4315 7000 | contact@indostarcapital.com | www.indostarcapital.com

CIN: L65100MH2009PLC268160



Please note that in terms of the Company's Code of Conduct for Prohibition of Insider Trading and Internal Procedures, the trading window for dealing in the securities of the Company by designated persons will open on Monday, 30 October 2023.

The Board Meeting commenced at 12:00 noon (IST) and concluded at 03:00 p.m. (IST).

Request you to kindly take the above on record and disseminate the same on your website.

Thanking you,

Yours faithfully,

For **IndoStar Capital Finance Limited**

Shikha Jain

Company Secretary & Compliance Officer
(Membership No. A59686)

Encl: a/a

Independent Auditor's Review Report on unaudited Standalone financial results for the quarter and half year ended of IndoStar Capital Finance Limited pursuant to the Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To The Board of Directors of IndoStar Capital Finance Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of IndoStar Capital Finance Limited ('the Company') for the quarter and half year ended September 30, 2023 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulations').
2. This Statement, which is the responsibility of Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder ('Ind AS 34'), and other recognised accounting principles generally accepted in India, and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other recognised accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.



MSKA & Associates

Chartered Accountants

5.

- a. The Statement for the quarter and half year ended September 30, 2022 were reviewed by previous statutory auditor whose report dated November 8, 2022 expressed a modified conclusion;
- b. The annual financial results for the year ended March 31, 2023 were audited by previous statutory auditor whose report dated May 25, 2023 expressed a modified opinion;
- c. The Statement for the quarter ended June 30, 2023, was reviewed by previous statutory auditor whose report dated August 02, 2023 expressed an unmodified conclusion.

Our conclusion is not modified in respect of the above matters.

For M S K A & Associates
Chartered Accountants
ICAI Firm Registration No.105047W

Tushar Kurani

Tushar Kurani
Membership No.: 118580



UDIN: 23118580B6XRUJ4294

Mumbai
October 27, 2023

INDOSTAR CAPITAL FINANCE LIMITED

Regd Office: Unit No 505, 5th Floor, Wing 2/E, Corporate Avenue, Andheri Ghatkopar Link Road, Andheri East, Mumbai - 400099, India
CIN: L65100MH2009PLC268160 Website: www.indostarcapital.com E: investor.relations@indostarcapital.com Tel: +91 22 43157000

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

Sr. No.	Particulars	Quarter ended			Half Year ended		(Rs. in Lakhs)
		30 September 2023	30 June 2023	30 September 2022	30 September 2023	30 September 2022	Year ended
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	31 March 2023
1	Income						
	(a) Revenue from operations						
	Interest income						
	Fees and commission income	21,742	22,286	21,760	44,028	45,209	88,947
	Net gain on fair value changes	1,101	1,232	1,306	2,333	2,368	4,707
	Net gain on derecognition of financial instruments measured at amortised cost category	575	603	659	1,178	1,109	2,511
		-	-	-	-	886	723
	Total revenue from operations	23,418	24,121	23,725	47,539	49,572	96,888
	(b) Other income	9	10	10	19	27	437
	Total income (a+b)	23,427	24,131	23,735	47,558	49,599	97,325
2	Expenses						
	(a) Finance costs	14,077	13,313	13,065	27,390	26,305	51,802
	(b) Impairment on financial instruments	(108)	(1,280)	(2,186)	(1,388)	(2,516)	(4,013)
	(c) Employee benefits expenses (refer note 7)	4,837	4,913	4,484	9,750	9,057	13,256
	(d) Depreciation and amortisation expense	638	666	935	1,304	1,868	3,634
	(e) Other expenses	2,932	3,428	3,620	6,360	6,576	13,919
	Total expenses (a+b+c+d+e)	22,376	21,040	19,918	43,416	41,290	78,598
3	Profit/(loss) before tax (1-2)	1,051	3,091	3,817	4,142	8,309	18,727
4	Tax expenses						
	Current tax	-	-	-	-	-	-
	Deferred tax	-	-	-	-	-	-
	Tax expenses	-	-	-	-	-	-
5	Profit/(loss) after tax (3-4)	1,051	3,091	3,817	4,142	8,309	18,727
6	Other comprehensive income, net of tax						
	(a) Items that will not be reclassified to profit or loss						
	- Remeasurements of the defined benefit plans	4	(40)	37	(36)	68	89
	(b) Items that will be reclassified to profit or loss						
	- Debt instruments through other comprehensive income	-	11	-	11	-	(12)
	Total other comprehensive income (a+b)	4	(29)	37	(25)	68	77
7	Total comprehensive Income (5+6)	1,055	3,062	3,854	4,117	8,377	18,804
8	Paid up equity share capital (Face value of Rs. 10)	13,608	13,608	13,608	13,608	13,608	13,608
9	Other equity						2,88,647
10	Earnings per share (*)						
	Basic (Rs.)	*0.77	*2.27	*2.81	*3.04	*6.11	13.76
	Diluted (Rs.)	*0.77	*2.27	*2.80	*3.04	*6.10	13.76

(*) not annualised



STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

Notes

1 Statement of Assets and Liabilities:

Particulars	(Rs. in Lakhs)	
	As at	
	30 September 2023 (Unaudited)	31 March 2023 (Audited)
I. ASSETS		
Financial assets		
Cash and cash equivalents		
Bank balances other than cash and cash equivalents		
Loans	11,037	16,501
Investments	20,977	20,344
Other financial assets	5,13,637	5,19,562
Non-financial assets	1,32,917	1,45,705
Current tax assets (net)	30,630	33,419
Deferred tax assets (net)		
Property, plant and equipment	6,642	5,376
Assets acquired in satisfaction of claim	31,644	31,644
Goodwill	3,947	4,789
Intangible assets	1,300	1,300
Other non-financial assets	30,019	30,019
TOTAL ASSETS	7,88,569	8,13,327

Particulars	(Rs. in Lakhs)	
	As at	
	30 September 2023 (Unaudited)	31 March 2023 (Audited)
II. LIABILITIES AND EQUITY		
LIABILITIES		
Financial liabilities		
Trade payables		
(i) total outstanding to micro enterprises and small enterprises		
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Debt securities		
Borrowings (other than debt securities)	8	728
Other financial liabilities	2,54,795	1,10,887
Non-financial liabilities	2,08,966	3,70,421
Provisions	17,230	28,210
Other non-financial liabilities		
Equity	438	466
Equity share capital	534	952
Other equity		
TOTAL LIABILITIES AND EQUITY	7,88,569	8,13,927



STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

2 Statement of Cash Flows:

Particulars	(Rs. in Lakhs)	
	For the half year ended	
	30 September 2023 (Unaudited)	30 September 2022 (Unaudited)
Cash Flow from Operating Activities		
Profit/(loss) before tax	4,142	8,309
Adjustments for :		
Interest income on financial assets		
Finance costs	(44,028)	(45,209)
Depreciation and amortisation expense	27,390	26,305
Loss on sale of property plant and equipment	1,304	1,868
Impairment on financial instruments	(6)	17
Provision for employee benefits	(1,388)	(2,516)
Employee share based payment expense	75	122
Net gain on fair value changes	175	769
Gain on derecognition of financial instruments measured at amortised cost category	(1,178)	(1,109)
	-	(886)
	(13,514)	(12,330)
Interest income realised on financial assets		
Finance costs paid	44,834	51,929
Cash (used in)/generated from operating activities before working capital changes	(33,655)	(28,399)
Adjustments:	(2,335)	11,200
(Increase)/Decrease in loans and advances		
(Increase)/Decrease in other financial assets	(61,892)	1,16,779
(Increase)/Decrease in other non-financial assets	2,789	(22,939)
Increase/(Decrease) in trade payable	(1,045)	(574)
Increase/(Decrease) in other financial liabilities	(727)	480
Increase/(Decrease) in other non-financial liabilities	(10,106)	(15,418)
Cash (used in)/generated from operating activities	(419)	(106)
Taxes (paid) / refund	(73,735)	89,422
Net cash (used in)/generated from operating activities (A)	(1,266)	(1,935)
	(75,001)	87,487
Cash flows from investing activities		
Purchase of property, plant and equipment	(79)	(125)
Sale of property, plant and equipment	6	4
Purchase of intangible assets	(5)	(205)
Proceeds/(Investment) in bank deposits of maturity greater than 3 months (net)	(634)	11,307
(Acquisition)/redemption of investments measured at FVTPL (net)	73,840	(14,008)
(Acquisition)/redemption of investments measured at amortised cost (net)	7,708	2,347
Net cash generated from/(used in) investing activities (B)	80,836	(680)
Cash Flow from Financing Activities		
Proceeds from bank borrowings	36,500	1,97,198
Repayments towards bank borrowings	(1,98,861)	(1,10,412)
Proceeds from issuance of Non-Convertible Debentures	1,55,500	-
Repayments towards Non-Convertible Debentures	(22,590)	(1,17,000)
Proceeds from Commercial Papers	18,500	30,000
Repayments towards Commercial Papers	-	(60,500)
Payment of lease liabilities	(348)	(728)
Net cash (used in) financing activities (C)	(11,299)	(61,442)
Net (decrease)/Increase in cash and cash equivalents (A) + (B) + (C)	(5,464)	25,365
Cash and Cash Equivalents at the beginning of the period	16,501	7,180
Cash and Cash Equivalents at the end of the period	11,037	32,545
Reconciliation of cash and cash equivalents		
Cash on hand		
Balances with banks	357	300
- in current accounts		
Deposits with original maturity of less than three months	8,176	20,130
Total	2,504	12,115
	11,037	32,545



STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

- 3 The unaudited financial results of IndoStar Capital Finance Limited ("ICFL" or "the Company") for the quarter and half year ended 30 September 2023 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standard) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2016 and Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and have been reviewed by the Audit Committee and subsequently approved at the meeting of the Board of Directors held on 27 October 2023. The unaudited financial results for the quarter and half year ended 30 September 2023 have been subjected to limited review by the Statutory Auditor of the Company.
- 4 The Company has provided segmental information as per Ind AS 108 - Operating Segments in the consolidated financial results.
- 5 The Secured Listed Non-Convertible Debentures of the Company as on 30 September 2023 are secured by first pari-passu charge on a freehold land owned by the Company and/or standard receivables and / or cash / cash equivalent and / or such other asset as mentioned in the respective offer documents. The total asset cover required for secured listed non-convertible debentures has been maintained as per the terms and conditions stated in the respective offer documents.
- 6 Disclosure pursuant to RBI Notification - RBI/DOR/2021-22/86/DOR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021, as amended, on "Transfer of Loan Exposures" are given below:
 - (a) Details of stressed loans transferred during the quarter ended 30 September 2023 :

Description	(Rs. in Lakhs)	
	To Asset Reconstruction Companies (ARC)	
	NPA	SMA
Number of accounts		8
Aggregate principal outstanding of loans transferred	-	91,725
Weighted average residual tenor of the loans transferred (in month)	-	27
Net book value of loans transferred (at the time of transfer)	-	77,781
Aggregate consideration	-	79,000
Additional consideration realized in respect of accounts transferred in earlier years	-	-
Recovery rating	-	Unrated

- (b) Details of stressed loans acquired during the half year ended 30 September 2023:

Description	(Rs. in Lakhs)	
	From Bank	
	NPA	SMA
Aggregate principal outstanding of loans acquired	-	2,287
Aggregate consideration paid	-	2,287
Weighted average residual tenor of the loans acquired (in months)	-	30

- (c) Details of loans not in default that are transferred through assignment during the quarter ended 30 September 2023: Nil
- (d) Details of loans not in default that are acquired during the quarter and half year ended 30 September 2023:

Description	Quarter ended		Half Year ended	
	30 September 2023		30 September 2023	
(i) No. of accounts				
(ii) Aggregate value of accounts acquired Rs. in Lakhs		6,705		7,187
(iii) Weighted average maturity (months)		5,238		6,775
(iv) Weighted average holding period (months)		40		43
(v) Retention of beneficial economic interest (in %)		NA		NA
(vi) Coverage of tangible security (in %)		90%		90%
(vii) Rating-wise distribution of rated loans		100%		100%

- 7 During the previous year ended 31 March 2023, certain employees to whom stock options issued in accordance with ESOP plan disassociated from the Company. Accordingly, unvested and vested but not exercised options granted to these employees were cancelled. Employee cost includes effect of reversal of such cost of unvested options aggregating to Rs 4,421.94 lakh for the year ended 31 March 2023.
- 8 Information as required by Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, is attached as Annexure 1.
- 9 The Indian Parliament has approved the Code on Social Security, 2020 which subsumes the Provident Fund and Gratuity Act and rules thereunder. The Ministry of Labour and Employment has also released draft rules thereunder on 13 November 2020 and has invited suggestions from stakeholders, which are under active consideration by the Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same once the rules are notified and becomes effective.
- 10 The figures for the quarter ended 30 June 2023, quarter and half year ended 30 September 2022 and year ended 31 March 2023 were reviewed / audited by previous Statutory Auditors.
- 11 The figures for the quarter ended 30 September 2023 are the balancing figures between unaudited figures for the six months ended 30 September 2023 and unaudited figures for the quarter ended 30 June 2023.
- 12 All amounts disclosed in financial results have been rounded off to the nearest lakhs.
- 13 Figures for the previous periods / year have been regrouped, and / or reclassified wherever considered necessary to make them comparable to the current periods / year presentation.

For and on behalf of the Board of Directors of
IndoStar Capital Finance Limited

Karthikeyan Srinivasan
Chief Executive Officer
DIN: 10056556

Place: Mumbai
Date: 27 October 2023



INDOSTAR CAPITAL FINANCE LIMITED

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Annexure 1

Disclosure in terms of Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, based on standalone financials results for the quarter and half year ended 30 September 2023:

Sr. No.	Particulars	Quarter ended	Half Year ended
		30 September 2023 (Unaudited)	30 September 2023 (Unaudited)
1	Debt-equity ratio ¹	1.52	1.52
2	Debt service coverage ratio ²	Not Applicable	Not Applicable
3	Interest service coverage ratio ²	Not Applicable	Not Applicable
4	Outstanding redeemable preference shares (quantity and value)	Nil	Nil
5	Capital redemption reserve (INR in lakhs)	Nil	Nil
	Debenture redemption reserve (INR in lakhs) ³	Nil	Nil
6	Net worth (INR in lakhs) ⁴	Not Applicable	Not Applicable
7	Net profit/(loss) after tax (INR in lakhs)	3,05,159	3,05,159
8	Earnings per equity share (* not annualised):	1,051	4,142
	(a) Basic (INR)		
	(b) Diluted (INR)	*0.77	*3.04
9	Current ratio ²	*0.77	*3.04
10	Long term debt to working capital ²	Not Applicable	Not Applicable
11	Bad debts to Account receivable ratio ²	Not Applicable	Not Applicable
12	Current liability ratio ²	Not Applicable	Not Applicable
13	Total debts to total assets ⁵	Not Applicable	Not Applicable
14	Debtors turnover ²	0.59	0.59
15	Inventory turnover ²	Not Applicable	Not Applicable
16	Operating margin ²	Not Applicable	Not Applicable
17	Net profit margin ⁶	Not Applicable	Not Applicable
18	Sector specific equivalent ratios:	4.5%	8.7%
	(a) Gross Stage 3		
	(b) Net Stage 3	8.14%	8.14%
	(c) Capital to risk-weighted assets ratio ⁷	4.03%	4.03%
		32.76%	32.76%

Notes:

- Debt-equity ratio = (Debt securities + Borrowings (other than debt securities)) / Net worth.
- The Company is a Non-Banking Financial Company registered under the Reserve Bank of India Act, 1934 hence these ratios are generally not applicable.
- As per Rule 18(7)(b)(iii) of Companies (Share Capital and Debenture) Rules, 2014 of the Companies Act, 2013, the requirement for creating Debenture Redemption Reserve is not applicable to the Company being a listed Non-Banking Financial Company registered with the Reserve Bank of India and issuing Debentures on Private Placement basis.
- Net worth is calculated as defined in section 2(57) of Companies Act, 2013.
- Total debts to total assets = (Debt securities+ Borrowings (other than debt securities)) / total assets.
- Net profit margin= Net profit after tax / total income.
- Capital to risk-weighted assets ratio is calculated as per the RBI guidelines.



Independent Auditor's Review Report on unaudited consolidated financial results for the quarter and half year ended of IndoStar Capital Finance Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To The Board of Directors of IndoStar Capital Finance Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of IndoStar Capital Finance Limited ('the Holding Company'), its subsidiaries (the Holding Company and its subsidiaries together referred to as the 'Group') for the quarter and half year ended September 30, 2023 ('the Statement'), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulations').
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ('Ind AS 34') and other recognised accounting principles generally accepted in India and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. This Statement includes the results of the Holding Company and the following entities:

Sr. No	Name of the Entity	Relationship with the Holding Company
1.	IndoStar Home Finance Limited	Subsidiary
2.	IndoStar Asset Advisory Private Limited	Subsidiary



5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other recognised accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the interim financial results of IndoStar Home Finance Limited included in the Statement, whose interim financial results reflect total assets of Rs. 1,67,730 lakhs (before consolidation adjustments) as at September 30, 2023 and total revenue of Rs. 7,904 lakhs (before consolidation adjustments) and Rs. 13,831 lakhs (before consolidation adjustments) for the quarter and half year ended September 30, 2023, respectively, total net profit after tax of Rs. 1,419 lakhs (before consolidation adjustments) and Rs. 2,218 lakhs (before consolidation adjustments) for the quarter and half year ended September 30, 2023, respectively, and total comprehensive income of Rs. 1,421 lakhs (before consolidation adjustments) and Rs. 2,213 lakhs (before consolidation adjustments) for the quarter and half year ended September 30, 2023, respectively and cash flows (net) of Rs. 120 lakhs (before consolidation adjustments) for the half year ended September 30, 2023, as considered in the Statement. These interim financial results has been reviewed by other auditor(s) whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditor(s) and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of the above matter.

7. The Statement includes the interim financial statements / information of IndoStar Asset Advisory Private Limited which have not been reviewed by their auditors, whose interim financial statements / information reflect total assets of Rs. 472 lakhs (before consolidation adjustments) as at September 30, 2023 and total revenue of Rs. 5 lakhs (before consolidation adjustments) and Rs. 9 lakhs (before consolidation adjustments) for the quarter and half year ended September 30, 2023, respectively and total net profit after tax of Rs. 5 lakhs (before consolidation adjustments) and Rs. 9 lakhs (before consolidation adjustments) for the quarter and half year ended September 30, 2023, respectively, and total comprehensive income of Rs. 5 lakhs (before consolidation adjustments) and Rs. 9 lakhs (before consolidation adjustments) for the quarter and half year ended September 30, 2023, respectively, and cash flows (net) of Rs. 4 lakhs (before consolidation adjustments) for the half year ended September 30, 2023, as considered in the Statement. According to the information and explanations given to us by the Management, this interim financial statements / information are not material to the Group.

Our conclusion is not modified in respect of the above matter.



MSKA & Associates

Chartered Accountants

8.

- a. The Statement for the quarter and half year ended September 30, 2022 were reviewed by previous statutory auditor whose report dated November 8, 2022 expressed a modified conclusion;
- b. The annual financial results for the year ended March 31, 2023 were audited by previous statutory auditor whose report dated May 25, 2023 expressed a modified opinion;
- c. The Statement for the quarter ended June 30, 2023, was reviewed by previous statutory auditor whose report dated August 02, 2023 expressed an unmodified conclusion.

Our conclusion is not modified in respect of the above matters.

For M S K A & Associates
Chartered Accountants
ICAI Firm Registration No.105047W

Tushar Kurani

Tushar Kurani
Membership No.: 118580



UDIN: 23128580BGXRUK1452

Mumbai
October 27, 2023

INDOSTAR CAPITAL FINANCE LIMITED

Regd Office: Unit No 505, 5th Floor, Wing 2/E, Corporate Avenue, Andheri Ghatkopar Link Road, Andheri East, Mumbai - 400099, India
 CIN: L65100MH2009PLC268160 Website: www.indostarcapital.com E: investor.relations@indostarcapital.com Tel: +91 22 43157000

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter ended			Half Year ended		Year ended
		30 September 2023	30 June 2023	30 September 2022	30 September 2023	30 September 2022	31 March 2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	(a) Revenue from operations						
	Interest income	27,324	27,227	26,089	54,551	53,789	1,05,841
	Fees and commission income	1,375	1,505	1,435	2,880	2,689	5,417
	Net gain on fair value changes	638	714	706	1,352	1,221	2,795
	Net gain on derecognition of financial instruments measured at amortised cost category	1,990	463	1,178	2,453	3,091	3,381
	Total revenue from operations	31,327	29,909	29,408	61,236	60,790	1,17,434
	(b) Other income	12	28	43	40	82	531
	Total income (a+b)	31,339	29,937	29,451	61,276	60,872	1,17,965
2	Expenses						
	(a) Finance costs	16,515	15,438	14,637	31,953	29,443	58,026
	(b) Impairment on financial instruments	5	(1,190)	(2,016)	(1,185)	(2,249)	(4,036)
	(c) Employee benefits expenses (refer note 7)	6,508	6,350	5,809	12,858	11,293	17,781
	(d) Depreciation and amortisation expense	770	787	1,024	1,557	2,015	3,956
	(e) Other expenses	4,572	4,388	4,368	8,960	8,098	18,375
	Total expenses (a+b+c+d+e)	28,370	25,773	23,822	54,143	48,600	94,102
3	Profit/(loss) before tax (1-2)	2,969	4,164	5,629	7,133	12,272	23,863
4	Tax expenses						
	Current tax	266	221	139	487	537	853
	Tax of earlier years	-	-	-	-	-	(1)
	Deferred tax	226	50	330	276	482	496
	Total tax expenses	492	271	469	763	1,019	1,348
5	Profit/(loss) after tax (3-4)	2,477	3,893	5,160	6,370	11,253	22,515
6	Other comprehensive income, net of tax						
	(a) Items that will not be reclassified to profit or loss						
	- Remeasurements of the defined benefit plans	5	(47)	39	(42)	72	98
	(b) Items that will be reclassified to profit or loss						
	- Debt instruments through other comprehensive income	-	11	-	11	-	(12)
	Total other comprehensive income, net of tax (a+b)	5	(36)	39	(31)	72	86
7	Total comprehensive Income (5+6)	2,482	3,857	5,199	6,339	11,325	22,601
8	Paid up equity share capital (Face value of Rs. 10)	13,608	13,608	13,608	13,608	13,608	13,608
9	Other equity						2,97,551
10	Earnings per share (*)						
	Basic (Rs.)	*1.82	*2.86	*3.77	*4.68	*8.27	16.55
	Diluted (Rs.)	*1.82	*2.86	*3.77	*4.68	*8.27	16.55

(*) not annualised



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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

Notes

1 Statement of Assets and Liabilities:

(Rs. in Lakhs)

Particulars	As at	
	30 September 2023	31 March 2023
	(Unaudited)	(Audited)
I. ASSETS		
Financial assets		
Cash and cash equivalents	12,634	17,974
Bank balances other than cash and cash equivalents	24,611	23,604
Loans	6,62,849	6,51,567
Investments	93,057	1,03,935
Other financial assets	32,844	35,156
Non-financial assets		
Current tax assets (net)	7,204	5,608
Deferred tax assets (net)	31,644	31,644
Property, plant and equipment	5,018	5,353
Assets acquired in satisfaction of claim	1,300	1,300
Goodwill	30,019	30,019
Intangible assets	1,837	2,352
Other non-financial assets	4,984	3,707
TOTAL ASSETS	9,08,001	9,12,219

(Rs. in Lakhs)

Particulars	As at	
	30 September 2023	31 March 2023
	(Unaudited)	(Audited)
II. LIABILITIES AND EQUITY		
LIABILITIES		
Financial liabilities		
Trade payables		
(i) total outstanding to micro enterprises and small enterprises	1	11
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	6	783
Debt securities	2,57,930	1,10,887
Borrowings (other than debt securities)	3,07,212	4,53,918
Other financial liabilities	23,116	33,215
Non-financial liabilities		
Provisions	619	556
Deferred tax liabilities (net)	854	580
Other non-financial liabilities	599	1,110
Equity		
Equity share capital	13,608	13,608
Other equity	3,04,056	2,97,551
TOTAL LIABILITIES AND EQUITY	9,08,001	9,12,219



INDOSTAR CAPITAL FINANCE LIMITED

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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

2 Statement of Cash Flows:

Particulars	(Rs. in Lakhs)	
	For the half year ended	
	30 September 2023	30 September 2022
	(Unaudited)	(Unaudited)
Cash Flow from Operating Activities		
Profit / (loss) before tax	7,133	12,272
Adjustments for :		
Interest income on financial assets		
Finance costs	(54,551)	(53,789)
Depreciation and amortisation expense	31,953	29,443
Loss on sale of property plant and equipment	1,557	2,015
Impairment on financial instruments	(6)	17
Provision for employee benefits	(1,185)	(2,249)
Employee share based payment expense	121	148
Net gain on fair value changes	166	792
Gain on derecognition of financial instruments measured at amortised cost category	(1,353)	(1,221)
	(2,453)	(3,091)
	(18,618)	(15,663)
Interest income realised on financial assets	56,175	60,552
Finance costs paid	(38,099)	(34,949)
Cash (used in)/generated from operating activities before working capital changes	(542)	9,940
Adjustments:		
(Increase)/Decrease in loans and advances	(80,117)	1,19,669
(Increase)/Decrease in other financial assets	4,766	(23,520)
(Increase)/Decrease in other non-financial assets	(1,277)	(689)
Increase/(Decrease) in trade payable	(788)	485
Increase/(Decrease) in other financial liabilities	(9,642)	(13,948)
Increase/(Decrease) in other non-financial liabilities	(511)	(175)
Cash (used in)/generated from operating activities	(88,111)	91,762
Taxes (paid) / refund	(2,083)	(2,526)
Net cash (used in)/generated from operating activities (A)	(90,194)	89,236
Cash flows from investing activities		
Purchase of property, plant and equipment	(270)	(275)
Sale of property, plant and equipment	6	4
Purchase of intangible assets	(86)	(346)
Proceeds/(Investment) in bank deposits of maturity greater than 3 months (net)	(1,007)	10,771
(Acquisition)/redemption of investments measured at FVTPL (net)	72,113	(15,203)
(Acquisition)/redemption of investments measured at amortised cost (net)	7,706	2,347
Net cash generated from/(used in) investing activities (B)	78,462	(2,702)
Cash Flow from Financing Activities		
Proceeds from bank borrowings	61,458	2,02,198
Repayments towards bank borrowings	(2,09,021)	(1,18,934)
Proceeds from issuance of Non-Convertible Debentures	1,58,500	-
Repayments towards Non-Convertible Debentures	(22,590)	(1,17,000)
Proceeds from Commercial Papers	18,500	35,000
Repayment of Commercial Papers	-	(60,500)
Payment of lease liabilities	(455)	(767)
Net cash generated from/(used in) financing activities (C)	6,392	(60,003)
Net (decrease)/Increase in cash and cash equivalents (A) + (B) + (C)	(5,340)	26,531
Cash and Cash Equivalents at the beginning of the period	17,974	8,027
Cash and Cash Equivalents at the end of the period	12,634	34,558
Reconciliation of cash and cash equivalents		
Cash on hand	366	300
Balances with banks		
- in current accounts	9,364	21,743
Deposits with original maturity of less than 3 months	2,904	12,515
Total	12,634	34,558



STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2023

3 Segment wise revenue, result, total assets and total liabilities in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Sr. no.	Particulars	Quarter ended			Half Year ended		(Rs. in Lakhs)
		30 September 2023	30 June 2023	30 September 2022	30 September 2023	30 September 2022	Year ended
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	31 March 2023
	Gross segment revenue from continuing operations						
(a)	Large corporate	1,549	4,320	4,609	5,869	9,001	17,685
(b)	SME	3,043	3,084	3,874	6,127	9,760	17,316
(c)	Commercial vehicles	17,073	15,022	14,197	32,095	28,865	56,312
(d)	Housing finance	7,908	5,944	5,714	13,852	11,269	20,924
(e)	Unallocated	1,766	1,567	1,057	3,333	1,977	5,728
	Segment revenue from continuing operations	31,339	29,937	29,451	61,276	60,872	1,17,965
	Segment results						
(a)	Large corporate	(9,675)	2,079	279	(7,596)	3,977	5,746
(b)	SME	3,429	1,568	214	4,997	3,766	4,233
(c)	Commercial vehicles	8,798	3,133	6,688	11,931	7,668	16,197
(d)	Housing finance	1,913	1,068	1,811	2,981	3,960	5,123
(e)	Unallocated	(1,496)	(3,684)	(3,363)	(5,180)	(7,099)	(7,436)
	Profit/(loss) before tax	2,969	4,164	5,629	7,133	12,272	23,863
	Segment assets						
(a)	Large corporate	95,583	1,07,586	1,15,965	95,583	1,15,965	1,08,709
(b)	SME	83,861	92,476	1,23,148	83,861	1,23,148	1,01,804
(c)	Commercial vehicles	4,68,794	4,14,249	3,71,142	4,68,794	3,71,142	3,87,379
(d)	Housing finance	1,67,730	1,61,823	1,31,509	1,67,730	1,31,509	1,45,427
(e)	Unallocated	92,033	1,49,737	1,57,735	92,033	1,57,735	1,68,900
	Total assets	9,08,001	9,25,871	8,99,499	9,08,001	8,99,499	9,12,219
	Segment liabilities						
(a)	Large corporate	60,566	63,982	64,810	60,566	64,810	62,953
(b)	SME	55,429	61,133	78,701	55,429	78,701	66,821
(c)	Commercial vehicles	3,08,111	2,87,735	2,80,924	3,08,111	2,80,924	2,78,394
(d)	Housing finance	1,11,812	1,07,328	78,638	1,11,812	78,638	91,714
(e)	Unallocated	54,419	90,590	91,401	54,419	91,401	1,01,178
	Total liabilities	5,90,337	6,10,768	5,94,474	5,90,337	5,94,474	6,01,060

4 The Group reports quarterly financial results on consolidated basis, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI circular dated 5 July 2016. The standalone financial results are available on the website of the Company at www.indostarcapital.com and on the website of the BSE Ltd. at www.bseindia.com and the National Stock Exchange of India Ltd. at www.nseindia.com. The key information of the standalone financial results of the Company are given below:

Particulars	Quarter ended			Half Year ended		(Rs. in Lakhs)
	30 September 2023	30 June 2023	30 September 2022	30 September 2023	30 September 2022	Year ended
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	31 March 2023
Revenue from operations (including other income)	23,427	24,131	23,735	47,558	49,599	97,325
Profit/(loss) before tax	1,051	3,091	3,817	4,142	8,309	18,727
Profit/(loss) after tax	1,051	3,091	3,817	4,142	8,309	18,727
Total Comprehensive income	1,055	3,062	3,854	4,117	8,377	18,804

- The unaudited consolidated financial results of IndoStar Capital Finance Limited ("the Company") and its subsidiaries (together referred to as "the Group") for the quarter and half year ended 30 September 2023 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standard) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2016 and have been reviewed by the Audit Committee and subsequently approved at the meeting of the Board of Directors held on 27 October 2023. The unaudited consolidated financial results for the quarter and half year ended 30 September 2023 have been subjected to limited review by the Statutory Auditor of the Company.
- The Secured Listed Non-Convertible Debentures of the Company as on 30 September 2023 are secured by first pari-passu charge on a freehold land owned by the Company and/or standard receivables and / or cash / cash equivalent and / or such other asset as mentioned in the respective offer documents. The total asset cover required for secured listed non convertible debentures has been maintained as per the terms and conditions stated in the respective offer documents.
- During the previous year ended 31 March 2023, certain employees to whom stock options issued in accordance with ESOP plan disassociated from the Company. Accordingly, unvested and vested but not exercised options granted to these employees were cancelled. Employee cost includes effect of reversal of such cost of unvested options aggregating to Rs 4,421.94 lakh for the year ended 31 March 2023.
- The figures for the quarter ended June 30, 2023 quarter and half year ended September 30, 2022 and year ended March 31, 2023 were reviewed / audited by previous Statutory Auditors.
- The figures for the quarter ended September 30, 2023 are the balancing figures between unaudited figures for the six months ended September 30, 2023 and unaudited figures for the quarter ended June 30, 2023.
- All amounts disclosed in financial results have been rounded off to the nearest lakhs.
- Figures for the previous periods / year have been regrouped, and / or reclassified wherever considered necessary to make them comparable to the current periods / year presentation.

For and on behalf of the Board of Directors of
IndoStar Capital Finance Limited

Karthikeyan Srinivasan

Karthikeyan Srinivasan
Chief Executive Officer
DIN: 10056556

Place: Mumbai
Date: 27 October 2023



INDOSTAR CAPITAL FINANCE LIMITED

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Annexure 1

Disclosure in terms of Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, based on standalone financials results for the quarter and half year ended 30 September 2023:

Sr. No.	Particulars	Quarter ended	Half Year ended
		30 September 2023 (Unaudited)	30 September 2023 (Unaudited)
1	Debt-equity ratio ¹	1.52	1.52
2	Debt service coverage ratio ²	Not Applicable	Not Applicable
3	Interest service coverage ratio ²	Not Applicable	Not Applicable
4	Outstanding redeemable preference shares (quantity and value)	Not Applicable	Not Applicable
5	Capital redemption reserve (INR in lakhs)	Nil	Nil
6	Debenture redemption reserve (INR in lakhs) ³	Nil	Nil
7	Net worth (INR in lakhs) ⁴	Not Applicable	Not Applicable
8	Net profit/(loss) after tax (INR in lakhs)	3,05,159	3,05,159
9	Earnings per equity share (* not annualised):	1,051	4,142
	(a) Basic (INR)		
	(b) Diluted (INR)	*0.77	*3.04
10	Current ratio ²	*0.77	*3.04
11	Long term debt to working capital ²	Not Applicable	Not Applicable
12	Bad debts to Account receivable ratio ²	Not Applicable	Not Applicable
13	Current liability ratio ²	Not Applicable	Not Applicable
14	Total debts to total assets ⁵	Not Applicable	Not Applicable
15	Debtors turnover ²	0.59	0.59
16	Inventory turnover ²	Not Applicable	Not Applicable
17	Operating margin ²	Not Applicable	Not Applicable
18	Net profit margin ⁶	Not Applicable	Not Applicable
	Sector specific equivalent ratios:	4.5%	8.7%
	(a) Gross Stage 3		
	(b) Net Stage 3	8.14%	8.14%
	(c) Capital to risk-weighted assets ratio ⁷	4.03%	4.03%
		32.76%	32.76%

Notes:

- Debt-equity ratio = (Debt securities + Borrowings (other than debt securities)) / Net worth.
- The Company is a Non-Banking Financial Company registered under the Reserve Bank of India Act, 1934 hence these ratios are generally not applicable.
- As per Rule 18(7)(b)(iii) of Companies (Share Capital and Debenture) Rules, 2014 of the Companies Act, 2013, the requirement for creating Debenture Redemption Reserve is not applicable to the Company being a listed Non-Banking Financial Company registered with the Reserve Bank of India and issuing Debentures on Private Placement basis.
- Net worth is calculated as defined in section 2(57) of Companies Act, 2013.
- Total debts to total assets = (Debt securities+ Borrowings (other than debt securities)) / total assets.
- Net profit margin= Net profit after tax / total income.
- Capital to risk-weighted assets ratio is calculated as per the RBI guidelines.



MSKA & Associates

Chartered Accountants

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Tel: +91 22 6238 0519

To
The Board of Directors,
IndoStar Capital Finance Limited
Unit No. 505, 5th Floor,
Wing 2/E, Corporate Avenue Andheri,
Ghatkopar Link Road, Chakala,
Mumbai - 400093

Independent Auditors' Report on Statement of security cover in respect of its Listed, Secured, Redeemable, Non-convertible debentures, aggregating to Rs. 2,36,696 Lakhs of IndoStar Capital Finance Limited as at September 30, 2023 pursuant to Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended);

1. This report is being issued with the terms of mandate letter to the Board of Directors of IndoStar Capital Finance Limited dated October 11, 2023.
2. We, M S K A & Associates, Chartered Accountants, are the Statutory Auditors of the IndoStar Capital Finance Limited ("the Company") and have been requested by the Management of the Company to examine the accompanying Annexure containing details of 'Security Cover as per the terms of offer document/ Information Memorandum and/ or Debenture Trust Deed' in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 2,36,696 lakhs as at September 30, 2023 ("the Statement"). The Statement has been prepared by the Company on the basis of the unaudited books of account and other relevant records and documents maintained by the Company as at September 30, 2023 in respect of its Listed Secured, Redeemable, Non-convertible debentures stated above, in compliance with the Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended) and the SEBI vide circular no. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 (hereinafter together referred to as "the Regulations).
3. The Statement has been prepared for the purpose of onward submission to the Company's debenture trustee to ensure compliance with the Regulations in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 2,36,696 lakhs.

Management's Responsibility for the Statement

4. The preparation of the Statement is the responsibility of management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
5. The management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the Regulations and for providing all relevant information to the Company's Debenture Trustee as prescribed in the respective Debenture Trust Deeds entered into between the Company and its Debenture Trustees in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 2,36,696 lakhs.



Auditor's Responsibility

6. Pursuant to the requirements of the Regulations, it is our responsibility to obtain limited assurance and form a conclusion as to whether the book values of the assets of the Company contained in Columns A to J of the Statement have been accurately extracted and ascertained from the unaudited books of account of the Company and other relevant records and documents maintained by the Company, and whether the Company maintained the asset cover and complied with the financial covenants as per the Debenture Trust Deed. Our responsibility does not include the evaluation of adherence by the Company with all the applicable Regulations.
7. For the purposes of this report, we have relied on the unaudited books of account of the Company for the period ended September 30, 2023, and information and documents as made available to us by the Company.
8. A limited assurance engagement involves making inquiries, primarily of the Company's personnel responsible for financial and accounting matters and applying analytical and other review procedures. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.
9. Accordingly, we have performed the following procedures in relation to the Statement:
 - a) Obtained and read the terms of offer document/Information Memorandum and Debenture Trust Deed entered into between the Company and its Debenture trustee.
 - b) Traced and agreed the principal amount and the interest thereon of borrowings outstanding in respect of debt securities and assets available for debt securities as at September 30, 2023 to the unaudited books of account maintained by the Company as at September 30, 2023.
 - c) Obtained and read the list of security cover in respect of debenture outstanding as per the Statement and traced the value of assets from the Statement to the unaudited books of account of the Company and correlated to the books of account and other records of the Company as at September 30, 2023;
 - d) Understood the nature of charge (viz exclusive charge or pari-passu charge) on the asset of the Company by obtaining the list and value of assets placed under lien or encumbrance for the purpose of obtaining any other loan and determined that such assets are not included in the calculation of Security Cover in respect of secured listed non-convertible debt security.
 - e) Examined and verified the arithmetical accuracy of the computation of security cover ratio (based on book values) mentioned in the accompanying the Statement.
 - f) Compared the Asset Cover with the Asset Cover required to be maintained as per Debenture Trust Deed and Information Memorandum.
 - g) Obtained the workings of assets and liabilities presented in the respective columns in the Statement and verified the same from the unaudited books of account and relevant records and documents underlying the unaudited financial results September 30, 2023.
 - h) Performed necessary inquiries with the management.
 - i) Obtained written representations from the Management in this regard.



MSKA & Associates

Chartered Accountants

10. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ("the Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
11. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Conclusion

12. Based on the procedures performed as referred to in paragraph 9 above and according to the information, explanations and representations provided to us by the Management of the Company, nothing has come to our attention that causes us to believe that the book values of the assets of the Company contained in Columns A to J of the Statement are not in agreement with the unaudited books of account of the Company for the period ended and as at September 30, 2023 and other relevant records and documents maintained by the Company and that the Company has not complied with financial covenants of the debentures.

Restriction on Use

13. The Report is addressed to the Board of Directors of the Company solely for the purpose of onward submission to the Company's debenture trustee pursuant to the requirements of the Regulations. It should not be used by any other person or for any other purpose. This report relates only to the Statement specified above and does not extend to any financial or other information of the Company. M S K A & Associates shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment.
14. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For M S K A & Associates
Chartered Accountants
ICAI Firm Registration No. 105047W



Tushar Kurani
Partner Membership No. 118580

UDIN: 23118580BGXRUL6965

Mumbai
October 27, 2023

Annexure I: Statement of Security Cover

Particulars	Description of asset for which this certificate relate	Column C		Column D		Column E	Column F		Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column	
		Exclusive Charge	Book Value	Exclusive Charge	Book Value		Paripassu Charge	Yes/ No										Paripassu Charge
ASSETS																		
Property, Plant and Equipment	Free hold land						0.15			17.55		17.70				0.15		
Capital Work-in-Progress																		
Right of Use Assets										21.77		21.77						
Goodwill										300.19		300.19						
Intangible Assets:										15.38		15.38						
Investments under Development																		
Investments (Gross) ⁱ	Mutual Fund and T Bills						98.13			1,491.22		1,589.35				98.13		
Loans (Gross) ⁱ	Loans and receivables						4,255.30			469.09		5,517.34				4,255.30		
Inventories																		
Trade Receivables	Cash and Cash Equivalents						110.37					110.37						110.37
Cash and Cash Equivalents																		
Bank Balances other than Cash and Cash Equivalents							49.51					209.78						
Others ³							241.23			593.24		744.97						
Total							1,194.95			2,818.44		8,526.85				4,353.58		110.37
LIABILITIES																		
Debt securities to which this certificate pertains	Non Convertible Debentures					Yes	2,366.96					2,366.96						
Other debt sharing pari-passu charge with above debt:							1,311.80					1,311.80						
Other Debt																		
Subordinated debt																		
Borrowings	Borrowing from Banks and FI																	
Bank																		
Debt Securities	Commercial Papers					not to be filled												
Others ²							777.86			180.99		180.99						
Trade payables										0.08		0.08						
Lease Liabilities										23.64		23.64						
Provisions										646.12		646.12						
Others ⁵										154.00		154.00						
Total							777.86			1,004.83		5,461.45						
Cover on Book Value																		
Cover on Market Value																		
							1.54					1.23						

Footnotes:

1. Assets - Others include current tax assets (net), deferred tax assets (net), assets held for sale, other financial assets and other non-financial assets.
2. Borrowing Others includes borrowings against securitised assets and other unsecured borrowing.
3. The "Paripassu Security Cover Ratio" computed above is based on the book value of assets and liabilities as at Sep. 30, 2023.
4. Loan Receivable and Investments are considered on Gross basis and ECL provision of Rs.380.96 crores and 260.18 crores respectively (provisions are considered in liabilities for the purpose of computation of asset coverage)
5. Liability-Other doesn't include Equity share capital and Other Equity.

For Indostar Capital Finance Limited

Authorised Signatory

Mumbai, 27 October 2023



Annexure II - Statement of Compliance Status of Financial Covenants in respect of Listed Debt Securities (Non Convertible Debentures) of the Company as at September 30, 2023

Deal No	Sr.No	Series No	ISIN	Gross NPA ²	Net NPA ²	Leverage/ Gearing ratio ³	Minimum Tier I Capital Ratio ⁴	Capital Risk Adequacy Ratio ⁴	Status ¹
NC-19-20-00048	1	Sr XXXIV 24	INE896L07702	-	-	-	-	-	Complied
NC-22-23-00063	2	Sr I 2024	INE896L07843	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-22-23-00064	3	Sr II 2024	INE896L07827	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-22-23-00065	4	Sr III 2024	INE896L07819	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-22-23-00066	5	Sr IV 2024	INE896L07835	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-22-23-00067	6	Sr V 2024	INE896L07801	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-22-23-00068	7	Sr VII 24	INE896L07850	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-22-23-00069	8	Sr VI 25	INE896L07868	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-23-24-00071	9	Sr VIII 25	INE896L07876	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-23-24-00072	10	Sr IX 26	INE896L07884	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-23-24-00073	11	Sr X 25	INE896L07918	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-23-24-00074	12	Sr XI 25	INE896L07892	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-23-24-00075	13	Sr XII 25	INE896L07926	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied
NC-23-24-00076	14	Sr XIII 26	INE896L07934	Less than Equal to 10.50%	Less than Equal to 4.75%	Less than Equal to 3.75	Greater than Equal to 20.00%	Greater than Equal to 20.00%	Complied

Footnotes -

- There are no covenants applicable to the Sr. No 1 of the above listed debt securities (non convertible debentures)
- NPA represents Stage 3 loan assets and classified as Stage 3 as per Ind AS 109.
- Gearing / leverage ratio: Debt-equity ratio = (Debt securities + Borrowings (other than debt securities)) / Net worth.
- Capital to risk-weighted assets ratio is calculated as per the RBI guidelines.

For IndoStar Capital Finance Limited



Authorised Signatory



Annexure - V

A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/Private placement)	Type of instrument	Date of raising funds	Amount Raised (Amt in Cr)	Funds utilized (Amt in Cr)	Any deviation (Yes/No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
IndoStar Capital Finance Limited	INE896L07918	Private Placement	Non-Convertible Debentures	30-06-2023	350	350	No	NA	The funds raised through the Issue, after meeting the expenditures of and related to the Issue were used for refinance existing borrowings and onward lending to customers.
	INE896L07892			30-06-2023	350	350	No		
	INE896L07926			07-08-2023	350	350	No		
	INE896L07934			07-08-2023	250	250	No		

B. Statement with respect to deviation / variation in use of proceeds of non-convertible debentures issued during the quarter ended 30 June 2023:

Particulars	Remarks
Name of Listed Entity	IndoStar Capital Finance limited
Mode of Fund Raising	Private Placement
Type of Instrument	Non-Convertible Debentures
Date of Raising Funds during quarter ended 30 September 2023	07-08-2023
Amount Raised during the quarter ended 30 September 2023	ICFL 23-24/Series XII 2025- INR 350 Crore ICFL 23-24/Series XIII 2026- INR 250 Crore
Report filed for the quarter ended	30 September 2023
Is there a Deviation / Variation in use of funds raised?	NA
Whether any approval is required to vary the objects of the issue stated in the prospectus / offer document?	Not Applicable
If yes, details of approval so required?	
Date of approval	
Explanation for the Deviation / Variation	

Comments of the Audit Committee after review	NA
Comments of the auditors, if any	NA

Objects for which funds have been raised and where there has been a deviation / variation, in the following table						
Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of deviation / variation for the quarter according to applicable object(In INR Crores and in %)	Remarks if any
-	-	-	-	-	-	-

Deviation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised;
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed.

Related party transactions for the period 1 April 2023 to 30 September 2023 (Rs. In Lakhs)

Sr No.	Details of the party (listed entity /subsidiary) entering into the transaction	Details of the counterparty		Relationship of the counterparty with the listed entity or its subsidiary	Type of related party transaction	Value of the related party transaction as approved by the audit committee	Value of transaction during the reporting period (Rs. In Lakhs)	In case monies are due to either party as a result of the transaction		In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments				Details of the loans, inter-corporate deposits, advances or investments				Notes
		Name	Name					Opening balance (Rs. In Lakhs)	Closing balance (Rs. In Lakhs)	Nature of indebtedness (loan/issuance of debt/ any other etc.)	Details of other indebtedness	Cost	Tenure	Nature (loan/ advance/ inter-corporate deposit/ investment)	Interest Rate (%)	Tenure	Secured/ unsecured	
1	Indostar Home Finance Private Limited	Shreeft Menon	Chief Executive Officer	Chief Executive Officer	Remuneration	Refer Note 1	145.46	-	-	-	-	-	-	-	-	-	-	-
2	Indostar Home Finance Private Limited	Pushkar Joshi	Chief Financial Officer	Chief Financial Officer	Remuneration	Refer Note 1	34.33	-	-	-	-	-	-	-	-	-	-	-
3	Indostar Home Finance Private Limited	Nidhi Sadani	Company Secretary	Company Secretary	Remuneration	Refer Note 1	13.63	-	-	-	-	-	-	-	-	-	-	-
4	Indostar Capital Finance Limited	Indostar Home Finance Private Limited	Subsidiary	Subsidiary	Inter Corporate Deposit Given	Refer Note 1	6,500.00	-	-	-	-	-	-	-	-	-	-	-
5	Indostar Capital Finance Limited	Indostar Home Finance Private Limited	Subsidiary	Subsidiary	Inter Corporate Deposit repaid	Refer Note 1	-6,500.00	-	-	-	-	-	-	-	-	-	-	-
6	Indostar Capital Finance Limited	Indostar Home Finance Private Limited	Subsidiary	Subsidiary	Interest Received on ICD Given	Refer Note 1	143.85	-	-	-	-	-	-	-	-	-	-	-
7	Indostar Capital Finance Limited	Indostar Home Finance Private Limited	Subsidiary	Subsidiary	Reimbursement of Expense	Refer Note 1	1,178.83	2,328.99	3,507.76	-	-	-	-	-	-	-	-	-
8	Indostar Capital Finance Limited	Indostar Asset Advisory Private Limited	Subsidiary	Subsidiary	Reimbursement of Expense	Refer Note 1	1.05	1.05	-	-	-	-	-	-	-	-	-	-
9	Indostar Capital Finance Limited	Bobby Parikh	Non Executive Director	Non Executive Director	Sitting Fees	Refer Note 1	7.41	-	-	-	-	-	-	-	-	-	-	-
10	Indostar Capital Finance Limited	Hemant Kaul	Non Executive Director	Non Executive Director	Sitting Fees	Refer Note 1	4.90	-	-	-	-	-	-	-	-	-	-	-
11	Indostar Capital Finance Limited	Naina Krishnamurthy	Non Executive Director	Non Executive Director	Sitting Fees	Refer Note 1	4.75	-	-	-	-	-	-	-	-	-	-	-
12	Indostar Capital Finance Limited	Karthikeyan Srinivasan	Chief Executive Officer	Chief Executive Officer	Remuneration	Refer Note 1	119.21	-	-	-	-	-	-	-	-	-	-	-
13	Indostar Capital Finance Limited	Vinodkumar Panicker	Chief Financial Officer	Chief Financial Officer	Remuneration	Refer Note 1	64.92	-	-	-	-	-	-	-	-	-	-	-
14	Indostar Capital Finance Limited	Jirendra Bharti	Company Secretary (Till 18th April 2023)	Company Secretary (Till 18th April 2023)	Remuneration	Refer Note 1	21.64	-	-	-	-	-	-	-	-	-	-	-
15	Indostar Capital Finance Limited	Shikha Jain	Company Secretary (wef 18th April 2023)	Company Secretary (wef 18th April 2023)	Remuneration	Refer Note 1	6.24	-	-	-	-	-	-	-	-	-	-	-
16	Indostar Capital Finance Limited	BCP V Multiple Holdings Pte. Ltd.	Holding Company	Holding Company	Upfront Fees	Refer Note 1	1,190.28	1,351.37	36.47	-	-	-	-	-	-	-	-	-

Note:

1. As approved by NRC/Audit Committee/ Board of Directors of respective Companies.

