IndusInd Bank

May 21, 2026

National Stock Exchange of India Limited (Symbol: INDUSINDBK)
BSE Limited (Scrip Code: 532187)
Luxembourg Stock Exchange

Madam / Dear Sir,

Sub.: **Annual Secretarial Compliance Report of IndusInd Bank Limited for the Financial Year ended March 31, 2026**

Ref.: **Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 20l5**

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, we furnish herewith the Annual Secretarial Compliance Report of the Bank for the financial year ended March 31, 2026 issued by M/s Alwyn Jay & Co., Practising Company Secretaries.

This is also being uploaded on the Bank's website at www.indusind.bank.in

We request you to take the above information on record.

Yours faithfully,

For IndusInd Bank Limited

ANAND KUMAR DAS
Digitally signed by ANAND KUMAR DAS
Date: 2026.05.21 18:37:31 +05'30'

Anand Kumar Das
Company Secretary

Encl. a/a

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East),Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower, Mira Road (E), Thane-401107 ; **Tel**: 022-79629822 ; **Mob**: 09820465195; 09819334743
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Secretarial compliance report of IndusInd Bank Limited
(CIN: L65191PN1994PLC076333) for the financial year ended 31st March, 2026

We have examined:

(a) all the documents and records made available to us and explanation provided by **IndusInd Bank Limited** (hereinafter called "**the Bank**"),

(b) the fillings/submissions made by the Bank to the stock exchanges,

(c) Website of the Bank,

(d) any other document/filing, as may be relevant, which has been relied upon to make this Report,

for the financial year ended **31st March, 2026** ("Review Period") in respect of compliance with provisions of:

(a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contract (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circular, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, as amended from time to time, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:

(a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015.

(b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation 2018.

(c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation 2011.

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the Bank during the review period.**

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client – **Not applicable to the Bank during the review period.**

(h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation 2015.

(i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- **Not applicable to the Bank during the review period.**

(j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

and circulars/guidelines issued thereunder.

and based on the above examination, we hereby report that, during the Review Period:

(a) The Bank has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of the matters specified below:

Sr. No.	Compliance Requirement (Regulations /Circulars /Guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/ Clarification/ Fine/Show Cause Notice/ Warning etc.					
1.	Findings of annual Inspection conducted from December 30, 2024 to January 08, 2025. In 01 instance of transmission, it was observed that transmission was executed beyond seven days.	As per NSDL Business Rule Point-12.6.5, 'the Participant shall affect the request for transmission of securities within seven days of receipt of complete set of requisite documents.	The transmission request was executed beyond seven days.	NSDL	Fine	Transmission executed beyond seven days TAT	1000	A monetary penalty of Rs. 1000/- imposed for a single instance where it was noted that the transmission was executed beyond seven days via penal action letter dated July 17, 2025 (received via email dated July 21, 2025)	The Bank submitted a representation to NSDL via email dated July 25, 2025, requesting reconsideration of the penal action.	The penalty was reversed, as confirmed by NSDL via email dated December 08, 2025.
2.	On April 04, 2025, Central Depository Services (India) Limited (CDSL) has	CDSL communique nos. CDSL/A, I&C/DP/POLC	CDSL mandates that DPs must scan and upload DIS	CDSL	Fine	The Bank failed to comply with this requirement in one	200	CDSL levied a penalty for not Scanning and Uploading DIS",	The Bank clarified that February 19, 2025, was a bank	The penalty was subsequently reversed, as

	levied a penalty of ₹200/- for one DIS not scanned and uploaded within the stipulated timeframe	Y/2023/703 dated December 05, 2023 and CDSL/A,I&C/DP/POLCY/2024/428 dated August 01, 2024	images executed during the day into the system by the next working day.			instance. DIS not scanned and uploaded within the stipulated timeline		wherein DPs have been necessitated to scan and upload the images of DIS executed during the day in the CDSL system by the next working day.	holiday on account of *Chhatrapati Shivaji Maharaj Jayanti*. Therefore, the DIS was uploaded on the next working day, i.e., February 20, 2025. This was communicated to CDSL via email dated February 18, 2025, along with a request to treat the instance as compliant and waive the penalty.	confirmed through CDSL's email dated August 22, 2025.

(b) The Bank has taken the following actions to comply with the observation made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended 31st March, 2025, 31st March, 2024 & 31st March, 2023	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	KMP was appointed on 16th November, 2023 and the said details were updated on ENIT portal on 26th June, 2024. National Stock Exchange of India (NSE) has levied a penalty of Rs. 10,000/- on Bank towards Non-compliance of the NSE Circular Reference No. NSE/COMP/62391 dated 10th June, 2024 with regard to updation of details of KMP on ENIT portal.	As per communication received from NSE vide an email dated 15th July, 2024, a penalty of Rs. 10,000/- was levied towards non-compliance of NSE Circular Reference No. NSE/COMP/62391 dated 10th June, 2024.	Updation of details of KMP on ENIT portal of NSE within seven calendar days of change	Fine of Rs.10,000/- was imposed by NSE for Delay in updation of details of KMP on ENIT portal of NSE as per NSE Circular Reference No. NSE/COMP/62391 dated 10th June, 2024	The said penalty was debited from Bank's Exchange Dues Account.	The said penalty was debited from Bank's Exchange Dues Account.
2.	SEBI vide its order bearing reference no. WTM/AB/CFID/CFID_1/20149/ 2022-23 dated October 4, 2022 in respect of the alleged violations relating to loans granted by the Bank to group companies of CG Power and Industrial Solutions Limited levying the penalty of Rs.1 Crore. Bank had filed an Appeal before Securities Appellate Tribunal (SAT) challenging the Order passed	Bank had violated provisions of Sections 12A (a), (b) & (c) of the SEBI Act, 1992 and Regulations 3(b), (c) & (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 in connection with the Alleged Commission and omission to get the Bank's loan repaid earlier sanctioned to CG Group Companies in the year 2017.	Sections 12A(a), (b) & (c) of the SEBI Act, 1992 and Regulations 3(b), (c) & (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.	SEBI had levied a fine of Rs. 1 Crore for violation of provisions of Sections 12A(a), (b) & (c) of the SEBI Act, 1992 and Regulations 3(b), (c) & (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations,2003.	The Bank has deposited Rs.50 Lakhs as directed by SAT. SAT, meanwhile, effect and operation of the impugned order with regard to debarment and penalty shall remain stayed. The Bank vide its letter dated February 28, 2023	The appeal is still pending before SAT.

	by SEBI. SAT vide its order passed on 27th February, 2023 had granted a stay on the operation and effect of the SEBI Order until further orders, subject to deposit of Rs. 50 lakhs by the Bank with SEBI within 3 weeks from the date of the Order.				had disclosed that deposit of penalty amount. The appeal was listed before SAT on March 4, 2026. However, the same was not taken up for hearing on the said day and was adjourned to June 16, 2026.	

Further, we hereby report that, during the review period the compliance status of the Bank with the following requirements for the Review Period:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<u>Secretarial Standard:</u> The compliances of the Bank are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	None
2.	<u>Adoption and timely updation of the Policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Bank. • All the policies are in conformity with SEBI Regulations and has been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI.	Yes	None

3.	<u>Maintenance and disclosures on Website:</u> • The Bank is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.	Yes	None
4.	<u>Disqualification of Director:</u> None of the Director(s) of the Bank are disqualified under Section 164 of Companies Act, 2013 as confirmed by the Bank.	Yes	None
5.	<u>Details related to Subsidiaries of the Bank have been examined w.r.t.:</u> (a) Identification of material subsidiary companies (b) Disclosure Requirement of material as well as other subsidiaries.	Yes	The Bank does not have any material subsidiary company. The Bank has a wholly-owned subsidiary named 'Bharat Financial Inclusion Limited.'
6.	<u>Preservation of Documents:</u> The Bank is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7.	<u>Performance Evaluation:</u> The Bank has conducted performance evaluation of the	Yes	None

	Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.		
8.	<u>Related Party Transactions:</u> (a) The Bank has obtained prior approval of Audit Committee for all related party transactions. (b) In case no prior approval obtained, the Bank shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee.	Yes	None
9.	<u>Disclosure of events or information:</u> The Bank has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None
10.	<u>Prohibition of Insider Trading:</u> The Bank is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the Bank/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Please refer to point no. (a) above	Please refer to point no. (a) above

12.	<u>Resignation of statutory auditors from the Bank or its material subsidiaries:</u> In case of resignation of statutory auditor from the Bank or any of its material subsidiaries during the financial year, Bank and/or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Not Applicable	Not Applicable
13.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc. except as reported above.	Not Applicable	Not Applicable

We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Bank.

2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the Bank.

4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the Bank nor of the efficacy or effectiveness with which the management has conducted the affairs of the Bank.

Place : Mumbai
Date : 21st May, 2026

ALWYN JAY & Co.
Company Secretaries

Alwyn Prakash Dsouza

Digitally signed by Alwyn Prakash Dsouza
DN: c=IN, o=Personal, postalCode=401107, l=Thane, st=Maharashtra, street=Flat No A/32 Sarad, 3rd Floor Mira Road East, Mira-Bhayander, Maharashtra India- 401107- Sector 3, Srishti Complex, title=2727, 2.5.4.20=4b7ebf8e05b63d34e3588fa5c704f0b06b072f249697821b9712c4c2b9b8a961, serialNumber=707ef395cb800eb76ca5bef7a5e19ba0f9d1aefb6414e8b883509d27ac04cf45, email=alwyn.co@gmail.com, cn=Alwyn Prakash Dsouza
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[**Alwyn D'Souza, FCS.5559**]
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