

August 25, 2020

National Stock Exchange of India Ltd. (Symbol: INDUSINDBK)
BSE Ltd. (Scrip Code: 532187)
India International Exchange (Scrip Code: 1100027)
Singapore Stock Exchange
Luxembourg Stock Exchange

Madam / Dear Sir,

Sub: Consolidated Results of e-Voting conducted for the Extraordinary General Meeting of the Bank held today, August 25, 2020

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit at Annexure I, the Consolidated Results of the Voting held through Remote e-Voting and voting by electronic means during the Extraordinary General Meeting ('EGM') on the Resolutions set out in the Notice of EGM of the Bank held today, August 25, 2020.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report on Remote e-Voting and voting by electronic means during the EGM is also enclosed at Annexure II.

Particulars	Numbers
Total number of shareholders on record date (Tuesday, August 18, 2020):	4,55,935
No. of shareholders who attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Nil
Public:	96

The Resolutions proposed in the Notice of the EGM were approved by the members with requisite majority.

The Results of the Voting are also being hosted on the Bank's website at www.indusind.com

We request you to kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For IndusInd Bank Ltd.


Haresh Gajwani
Company Secretary
M. No. A18225
Encl. a/a

IndusInd Bank Limited, Building No. 7, Solitaire Corporate Park, Andheri-Gharknagar Link Road, Chakala, Andheri E, Mumbai - 400 093, India. Tel: (0022) 66412200

Registered Office: 2401 Gen. Thimmayya Road, Pune 411 001, India
Tel.: (020) 2634 3201 Fax: (020) 2634 3241 Visit us at www.indusind.com
CIN: L55101DN1004PL5076004



Indusind Bank Limited

Resolution Required (Ordinary/ Special)		Resolution No. 1: Special Resolution - Issuance of Equity Shares on Preferential basis to Qualified Institutional Buyers						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	92331364	92331364	100.0000	92331364	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		92331364	100.0000	92331364	0	100.0000	0.0000
Public Institutions	E-Voting	425082326	240402156	56.5543	239714449	687707	99.7139	0.2861
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240402156	56.5543	239714449	687707	99.7139	0.2861
Public Non Institutions	E-Voting	176152348	89289487	50.6888	89287185	2302	99.9974	0.0026
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		89289487	50.6888	89287185	2302	99.9974	0.0026
Total		693566038	422023007	60.8483	421332998	690009	99.8365	0.1635



Indusind Bank Limited

Resolution Required (Ordinary /Special)		Resolution No. 2 : Special Resolution - Issuance of Equity Shares on Preferential basis to Non-Qualified Institutional Buyers						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	92331364	92331364	100.0000	92331364	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		92331364	100.0000	92331364	0	100.0000	0.0000
Public Institutions	E-Voting	425082326	240402156	56.5543	239714449	687707	99.7139	0.2861
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240402156	56.5543	239714449	687707	99.7139	0.2861
Public Non-Institutions	E-Voting	176152348	89289548	50.6888	89285623	3925	99.9956	0.0044
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		89289548	50.6888	89285623	3925	99.9956	0.0044
Total		693566038	422023068	60.8483	421331436	691632	99.8361	0.1639



BHANDARI & ASSOCIATES

Company Secretaries

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J. B. Nagar, Andheri East. Mumbai - 400 059
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Email: mumbai@anilashok.com

**Consolidated Scrutinizer's Report for Remote E-Voting & E-Voting
at the Extraordinary General Meeting of IndusInd Bank Limited**
[Pursuant to section 108 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of
IndusInd Bank Limited
CIN: L65191PN1994PLC076333
8th Floor, Tower 1,
One Indiabulls Centre 841,
S.B. Marg, Elphinstone Road,
Mumbai-400 013

Dear Sir,

I, S. N. Bhandari, Partner of Bhandari & Associates, Company Secretaries, was appointed as a Scrutinizer by the Board of Directors of IndusInd Bank Limited ("the Bank") for the purpose of scrutinizing the voting by electronic means i.e. remote e-voting and through electronic voting system at the Extraordinary General Meeting ("EGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Resolutions contained in the Notice of the EGM of the shareholders of the Bank, held on Tuesday, August 25, 2020 at 11.00 am (IST) through Video Conferencing (VC).

The management of the Bank is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including MCA General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular No. 22/2020 dated June 15, 2020 (MCA Circulars), SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means by remote e-voting and electronic voting at the EGM by the Shareholders on the Resolutions proposed in the Notice calling the EGM.



B&A

My responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), authorized Service provider for extending the facility of electronic voting to the shareholders of the Bank.

Further to the above, I submit my report as under:

- (i) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 (including any amendments thereto) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the Bank has availed the e-voting facility offered by NSDL for conducting Remote e-Voting and e-Voting at the EGM by the Shareholders who attended the EGM through VC and who had not cast their vote through Remote e-voting.
- (ii) On account of the threat posed by Covid-19 and in terms of MCA Circulars, the Bank had sent the notice of EGM in electronic form only to its Members whose name(s) appeared in the Register of Members/ list of beneficiaries as on Friday, July 24, 2020.
- (iii) The public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" and a vernacular newspaper "Loksatta" of wide circulation in their respective editions dated August 3, 2020.
- (iv) The Shareholders of the Bank holding shares as on the cut-off date i.e. Tuesday, August 18, 2020, were entitled to vote on the Resolutions as set out in the Notice calling the EGM.
- (v) The voting period for remote e-voting commenced on Saturday, August 22, 2020 at 9.00 a.m. and ended on Monday, August 24, 2020 at 5.00 p.m. and thereafter voting portal was blocked forthwith.
- (vi) On Tuesday, August 25, 2020 after the conclusion of EGM, the report on the e-voting carried at the EGM was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses Mr. Vijay Verma and Mr. Akshay Madhvani.
- (vii) I have scrutinized and verified the votes cast through remote e-Voting and e-Voting at the EGM based on the data generated from NSDL e-voting portal.

I now submit my Consolidated Report on the Results of the remote e-voting and e-voting at the EGM in respect of said Resolutions as under:



Item No. 1: Special Resolution

Issuance of Equity Shares on Preferential basis to Qualified Institutional Buyers.

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at EGM	41	6,65,855	99.98
Remote e-voting	701	42,06,67,143	99.84
Total	742	42,13,32,998	99.84

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at EGM	7	166	0.02
Remote e-voting	50	6,89,843	0.16
Total	57	6,90,009	0.16

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at EGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 2: Special Resolution

Issuance of Equity Shares on Preferential basis to Non-Qualified Institutional Buyers.

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at EGM	45	6,65,934	99.98
Remote e-voting	679	42,06,65,502	99.84
Total	724	42,13,31,436	99.84

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at EGM	4	107	0.02
Remote e-voting	70	6,91,525	0.16
Total	74	6,91,632	0.16

(iii) Invalid votes:

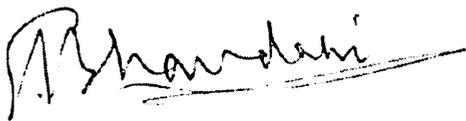
Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at EGM	0	0
Remote e-voting	0	0
Total	0	0



- (viii) All the resolutions mentioned in the EGM notice dated July 28, 2020 as per the details above stand passed with the requisite majority.
- (ix) The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely, after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

Yours Faithfully,
For Bhandari & Associates
Company Secretaries



S. N. Bhandari
Partner
FCS No. 761
C.P. No. 366
ICSI UDIN: F000761B000613219

Mumbai | August 25, 2020

Witness 1:



VIJAY VARMA

Witness 2:



Akshay Madhvani

Counter signed by:
For IndusInd Bank Limited

Company Secretary
(Under Authority by Chairman)