

April 6, 2023

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

Madam / Dear Sir,

**Subject: Result of Postal Ballot and e-Voting on Resolution of IndusInd Bank Limited**

Further to our letters dated February 23, 2023 and March 1, 2023, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the results of the e-voting pursuant to the Postal Ballot of the Bank, for the Special Resolution as specified in the Notice of Postal Ballot dated February 23, 2023.

Special Resolution for	Appointment of Mr. Sunil Mehta (DIN: 00065343) as Non-Executive Independent Director and Part-time Chairman of the Bank for a period of Three years, w.e.f. January 31, 2023 upto January 30, 2026 (both days inclusive).
Voting Period of Postal Ballot	remote e-voting commenced: at 9.00 a.m. on Wednesday, March 8, 2023  remote e-voting ended : at 5.00 p.m. on Thursday, April 6, 2023
Total no. of shareholders as on the cut-off date i.e. February 24, 2023	3,79,181

The Resolution placed through the Postal Ballot Notice dated February 23, 2023 was passed with the requisite majority. The resolution is deemed as passed on the last date of the e-voting period, i.e. Thursday, April 6, 2023.

The Report of the Scrutinizer viz., M/s Alwyn Jay & Co, is enclosed herewith.

Kindly note that this disclosure is being uploaded on the Bank's website at [www.indusind.com](http://www.indusind.com)

We request you to take note of the above and bring this to the notice of all concerned.

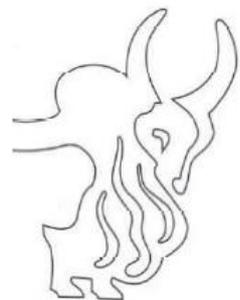
Thanking you,

Yours faithfully,  
**For IndusInd Bank Limited**

**Anand Kumar Das**  
**Company Secretary**  
Encl: a/a

IndusInd Bank Limited, Building No. 7, Solitaire Corporate Park, Andheri-Ghatkopar 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](http://www.indusind.com)  
CIN: L65191PN1994PLC076333



**SCRUTINIZERS' REPORT**  
**ON**  
**POSTAL BALLOT**  
**OF**  
**INDUSIND BANK LIMITED**

**Alwyn Jay & Co.  
Company Secretaries**

**[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]**

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  
**Email : [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) Website:[www.alwynjay.com](http://www.alwynjay.com)**

**SCRUTINIZERS' REPORT**

To,  
The Chairman  
**IndusInd Bank Limited**  
2401 Gen Thimmayya Road  
Contonment Pune - 411001

Dear Sir,

**RE: SCRUTINIZER'S REPORT**

I, **Alwyn D'souza** of M/s. Alwyn Jay Co., Company Secretaries, Mumbai, appointed by the Board of Directors of **IndusInd Bank Limited** (the Bank) for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members' assent/dissent on the resolution as specified in the Postal Notice dated February 23, 2023.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Thursday, April 06, 2023.

The Management of the Bank is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/ against on the resolution contained in the Postal Ballot Notice dated February 23, 2023 based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorised agency to provide remote e-voting facilities, engaged by the Bank for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force, and as amended, from time to time), General Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.
2. The Bank has on Wednesday, March 01, 2023 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Bank, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, February 24, 2023. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. The Bank has on Thursday, March 02, 2023 published an advertisement in Financial Express (English) and Loksatta(Marathi).
4. The Remote e-voting facility was provided by National Securities Depository Limited("NSDL"). The Postal Ballot remote e-voting period commenced on Wednesday, March 08, 2023 at 9:00 A.M. (IST) and ended on Thursday, April 06, 2023 at 5:00 P.M. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 P.M. IST on Thursday, April 06, 2023 the votes were unblocked at 5.00 P.M IST in the presence of two witnesses who are not in the employment of the Bank, on the e-voting website of ('NSDL') <https://www.evoting.nsdl.com/> and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as of on Friday, February 24, 2023 which was the relevant date (cut-off date) fixed for determining voting rights of the Members entitled to participate in the voting process as per the applicable regulations to the Bank.

7. The Members holding equity shares as on the cut-off date i.e. Friday, February 24, 2023 were entitled to voting rights as per the applicable regulations to the Bank on the resolution proposed in the Postal Ballot Notice of the Bank

8. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated February 23, 2023 are as under:

**1.RESOLUTION NO. 1: SPECIAL RESOLUTION**

**Appointment of Mr. Sunil Mehta (DIN: 00065343) as Non-Executive Independent Director and Part-time Chairman of the Bank**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2060	48,03,60,899	99.994

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
87	27,249	0.006

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

Thanking you,  
Sincerely,

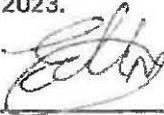
**For Alwyn Jay & Co.**  
Company Secretaries



**Alwyn D'Souza**  
Partner  
FCS No.5559, CP No.5137  
[UDIN: F005559E000029825]

Place: Mumbai  
Date: April 06, 2023

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the National Securities Depository Limited ('NSDL') <https://www.evoting.nsdl.com/> in our presence at 5.00 P.M. IST on Friday, April 06, 2023.



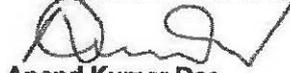
**Edlon Dsouza**  
B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107



**Krishnakant Adagale**  
Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by :

**For IndusInd Bank Limited**



**Anand Kumar Das**  
Company Secretary  
(M. No. F6950)

Mumbai dated April 06, 2023

Indusind Bank Limited								
Resolution Required : (Special)			1 - Appointment of Mr. Sunil Mehta (DIN: 00065343) as Non-Executive Independent Director and Part-time Chairman of the Bank.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	117516010	116376283	99.0302	116376283	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		116376283	99.0302	116376283	0	100.0000	0.0000
Public Institutions	E-Voting	488226848	330405838	67.6747	330405838	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		330405838	67.6747	330405838	0	100.0000	0.0000
Public Non Institutions	E-Voting	170099031	33606027	19.7567	33578778	27249	99.9189	0.0811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33606027	19.7567	33578778	27249	99.9189	0.0811
<b>Total</b>		<b>775841889</b>	<b>480388148</b>	<b>61.9183</b>	<b>480360899</b>	<b>27249</b>	<b>99.9943</b>	<b>0.0057</b>



*[Handwritten Signature]*