AXIS BANK

AXIS/CO/PJO/549/2012-13

31st January, 2013

Shri Hari K, Vice President
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra – Kurla Complex
Bandra (E), Mumbai – 400 051

Shri Gopalakrishnan Iyer
General Manager (Listing)
Bombay Stock Exchange Limited
1st Floor, New Trading Ring, Rotunda Building
P. J. Towers, Dalal Street
Fort, Mumbai – 400 001

Sub:- Qualified Institutions Placement of equity shares of face value of Rs. 10 each (the "Equity Shares") by Axis Bank Limited (the "Bank") under the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI Regulations") to Qualified Institutional Buyers (the "QIBs") as defined under 2(1)(zd) of the SEBI Regulations (the "Issue").

Dear Sirs,

Pursuant to the above Issue of Equity Shares, we are enclosing herewith the following documents:

1. Certified true copy of the resolution passed by the duly authorised committee of the Board of Directors adopting the Placement Document for the Issue of Equity Shares by way of Qualified Institutions Placement to QIBs in terms of Chapter VIII of the SEBI Regulations; and

2. Hard copy and soft copy (.pdf) of the Placement Document.

We request you to upload the Placement Document on your website.

Yours faithfully,

P. J. Oza
Company Secretary

Encl: Certified copy of the resolutions of the committees of the Board, Placement document

CC to : Shri ChandrashekharTilak, Executive Vice President, NSDL
Shri Krishnamurthy Iyer, Assistant Vice President, Central Depository Services (India) Ltd.

AXIS BANK

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN RESEPCT OF THE QUALIFIED INSTITUTIONS PLACEMENT BY THE COMMITTEE OF THE BOARD OF DIRECTORS AT ITS MEETING HELD ON 31ST JANUARY, 2013

Resolution for approving the Placement Document with respect to the Qualified Institutional Placement

"**RESOLVED THAT** the placement document dated January 31, 2013 ("**Placement Document**") and the confirmation of allocation note ("**CAN**") tabled at the meeting and duly initialed by Smt. Shikha Sharma, Managing Director & CEO for identification purposes be and are hereby approved and adopted by the Bank."

"**RESOLVED FURTHER THAT** Smt. Shikha Sharma, Managing Director & CEO, Shri Somnath Sengupta, Executive Director and Head (Corporate Centre) and Shri V. Srinivasan, Executive Director and Head (Corporate Banking), be and are hereby severally authorized to sign the Placement Document, and all other documents that they deem fit in connection with the Issue."

"**RESOLVED FURTHER THAT** Smt. Shikha Sharma, Managing Director & CEO, Shri Somnath Sengupta, Executive Director and Head (Corporate Centre) and Shri V. Srinivasan, Executive Director and Head (Corporate Banking) be and are hereby severally authorized to make, initial and/or sign any corrections, changes, amendments etc. thereto as may be required and to file and register the said document, including the Placement Document, with the Stock Exchanges and/or any regulatory authority in respect of the issue of equity shares to eligible QIBs (such term is defined in the Placement Document) as may be required."

"**RESOLVED FURTHER THAT** the serially numbered Placement Document, together with serially numbered CAN, be sent to such eligible qualified institutional buyers to whom the allocation of equity shares is to be confirmed, to pay the entire Issue Price for the equity shares allocated."

"**RESOLVED FURTHER THAT** Smt. Shikha Sharma, Managing Director & CEO, Shri Somnath Sengupta, Executive Director and Head (Corporate Centre), Shri V. Srinivasan, Executive Director and Head (Corporate Banking) and Shri P. J. Oza, Company Secretary be and hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolutions, including but not limited to intimating the above to the Stock Exchanges and filing of applications for seeking listing approvals, and listing and trading permissions in respect of the aforesaid shares from the Stock Exchanges and making other regulatory filings, if any."

P J Oza
Company Secretary