

April 24, 2026

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

Madam / Dear Sir,

**Sub: Amendment to “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (“Fair Disclosure Code”)**

**Ref: Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”)**

In pursuance to the provisions of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”), please find enclosed herewith a copy of the amended – “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (“Fair Disclosure Code”), as approved by the Board of Directors of the Bank at its meeting today i.e. April 24, 2026.

We request you to take the amended Fair Disclosure Code on record.

In compliance with the Listing Regulations, the above information is also being hosted on the Bank's website at [www.indusind.bank.in](http://www.indusind.bank.in).

Thanking you,

Yours faithfully,

**For IndusInd Bank Limited**

**Anand Kumar Das  
Company Secretary**

Encl.: as above



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**CIN: L65191PN1994PLC076333**

**IndusInd Bank Limited**  
**Code of Practices and Procedures for Fair Disclosure of**  
**Unpublished Price Sensitive Information**

**1) Purpose**

In compliance with the provisions of Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“**the PIT Regulations**”) and the principles as set out in Schedule A to the PIT Regulations, the IndusInd Bank Limited (“**the Bank**”) has formulated and adopted the “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (“**the Code**”), highlighting the framework and policy to facilitate fair disclosure of Unpublished Price Sensitive Information and / or material information and events.

**2) Applicability**

This Code shall be applicable and binding on all persons, including employees, directors and such other persons authorized for disclosure of unpublished price sensitive information (“**UPSI**”) as defined hereunder. The definition of Unpublished Price Sensitive Information (“**UPSI**”) shall be as defined in the PIT Regulations.

**3) Authorised Spokesperson :**

“Authorised Spokespersons” shall be the Managing Director or Chief Financial Officer or Head – Investor Relations (by whatever name called) or such other persons authorised by the Board or Managing Director, jointly/severally as the case may be, shall be the Bank’s primary spokespersons for interactions with analysts, institutional investors, shareholders, and the general investor community.

The Head - Investor Relations/ Compliance officer for the purposes of the Code, who shall be responsible for, and who shall deal with dissemination of information and disclosure of Unpublished Price Sensitive Information.

**4) Disclosure of UPSI and/ or material information / events :**

The practices and procedures to ensure fair disclosure of UPSI relating to the Bank and/ or securities of the Bank and/or material information/ events, to the public, are as under:

- a) The Bank shall ensure prompt public disclosure of UPSI and / or material information / events that would impact price discovery no sooner than credible and concrete information comes into being so as to make such information ‘generally available’.

- b) The Bank shall adhere to timelines stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“**SEBI LODR Regulations**”), with respect to prior intimations / notices / notifications and disclosures shall be strictly observed to ensure prompt public disclosure of UPSI and / or material information / events.
- c) The Bank shall ensure that uniform and universal dissemination of UPSI and / or material information / events relating to the Bank and / or that of its securities, to avoid selective disclosure.
- d) The Bank shall ensure that uniform and universal dissemination of UPSI and / or material information / events shall be first made to the Stock Exchanges, before it is released to the media, to avoid selective disclosure of UPSI and / or material information / events relating to the Bank and/ or that of its securities.
- e) The Bank shall ensure that disclosures are corrected immediately if the Bank is subsequently made aware that its earlier disclosure contained a material error or omission at the time it was given.
- f) To facilitate timely disclosure of UPSI, all Employees, Designated Persons or Insiders as defined in the Regulations and/or the Bank’s Insider Trading Code and the PIT Regulations will be required to communicate any UPSI to the CIRO as soon as credible and concrete information comes into existence.
- g) The Bank shall preserve UPSI and / or material information / events based on need to know principle to comply with the obligations under the Bank’s Insider Trading Code and the PIT Regulations till such time the UPSI and / or material information / event, becomes generally available.

## **5) Fair response to queries on news reports**

The Bank shall ensure that appropriate and prompt response is given to queries on news reports related to the Bank and to requests for verification of market rumours received from Stock Exchanges or Regulatory Authorities.

Additionally, in respect of any major market rumours, the Bank may proactively issue appropriate and fair clarifications or responses in relation to such market rumours to the Stock Exchanges.

## **6) Verification of Market Rumours**

The Bank shall ensure to respond to the market rumours in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as provided in the Policy for Determination of Materiality of Events/ Information.

## **7) Compliances required in case of sharing of UPSI for legitimate purposes**

The Bank should obtain the necessary particulars in respect of the persons (legal or natural) with whom UPSI is proposed to be shared, including, name, address, email, Permanent Account Number (PAN), or any other identifier authorized by law, where PAN is not available; and such other documents as may be deemed fit. These details shall be maintained digitally by the Bank in a database that has time stamps and appropriate controls for maintaining audit trails. The recipient of UPSI shall be apprised of the following, by way of written intimation/ contractual agreement: (i) upon receipt of UPSI, the recipient would be deemed to be an Insider and shall be subject to the provisions of Bank's Share Dealing Code; (ii) recipient shall not deal in securities of the Bank when in possession of UPSI; (iii) no UPSI shall be communicated by the recipient to any person except in furtherance of legitimate purpose, performance of duties or discharge of legal obligations; (iv) the recipient shall hold in strict confidence and take adequate precautions to protect, the security, integrity and confidentiality of the UPSI (v) the recipient shall not use or attempt to use, disclose, publicize, provide access, or disseminate any UPSI to any person; (vi) the recipient shall not exploit the UPSI directly or indirectly, or through some Insider, in any manner whatsoever, for dealing or trading or any activity of a similar nature, in the securities of the Bank.

## **8) Handling of UPSI on a need-to-know basis**

- (a) All Employees, Directors of the Bank and Designated Persons, under the PIT Regulations, shall ensure that handling of UPSI relating to the Bank and/ or that of its securities, including onward communication, is done strictly on a need-to-know basis and in line with this Code and the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons in Securities of the Bank.
- (b) No UPSI relating to the Bank and/or that of its securities, shall be communicated by employees, Directors of the Bank and Designated Persons, to any person(s) except in furtherance of legitimate purposes, performance of his/ her duties or or legal obligations, for and on behalf of the Bank.
- (c) Legitimate purpose shall mean legitimate transactions undertaken for performing a fiduciary duty in the interest of the Bank, or transactions undertaken in public interest, or transactions undertaken without any intent to make unlawful profit or gain or without a view to misuse UPSI relating to the Bank, or the like, which is not intended to evade or circumvent the provisions of the PIT Regulations.

It is further clarified that "legitimate purpose" means and includes sharing of UPSI in the ordinary course of business by an insider with Professional Firms (Statutory Auditors, Secretarial Auditors, Accountancy firms, Law firms) analyst, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, secretarial auditors, insolvency professionals or other advisors or consultants who are advising the Bank (the Fiduciaries), provided that such sharing of UPSI is not been carried out to evade or circumvent the provisions of the PIT Regulations.

- (d) Communication/ procurement of UPSI relating to the Bank and/ or that of its securities shall be considered to have been carried out for legitimate purpose, under any one or more of the following circumstances:
- i. In furtherance of legitimate purpose, performance of fiduciary duties, or discharge of legal obligations in the ordinary course of the business of the Bank;
  - ii. Is duly authorized by the Bank and the legitimate purpose is duly stated;
  - iii. Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an “Insider” under Regulation 3 (2B) of the PIT Regulations and due notice shall be given by the Bank to such persons, who shall be responsible for maintaining confidentiality of such UPSI, in compliance with the PIT Regulations.
  - iv. Such Insider shall abide by the Code, which is required to be formulated and adopted by them, under Regulation 9 (2) read with Schedule C of the PIT Regulations.

**9) Measures to deal with incidents of leakage or inadvertent disclosure of UPSI / Material Information/ Events**

- (a) The Bank may make public disclosure of provisional figures as close to the quarter-end as possible so that the information becomes generally available.

However, in the interest of stakeholders, the Bank may choose not to disclose UPSI and/ or material information / event if non-disclosure of such UPSI and/ or material information/ events is in the interest of stakeholders (for example, information related to mergers, acquisitions, joint ventures, settlement of any one or multiple labour disputes, etc.) and confidentiality of information withheld shall be maintained until it reaches finality and is made generally available.

- (b) The Bank shall take necessary steps to prevent leakage of UPSI and/ or material information / events withheld in the interest of the stakeholders of the Bank. However, if such UPSI and/ or material information/ event leaks, the CISO of the Bank shall, as soon as he becomes aware of leakage of such UPSI and/ or material information/ event, ensure that the same is promptly disclosed to the Stock Exchanges and uploaded on the website of the Bank, to make it generally available, with reasonable level of correctness, if required, under applicable norms.
- (c) The Bank shall, in the event of rumours, misrepresentation or on observation of leakage of material information/ event, in the media (including social media), make appropriate disclosures of the same to the Stock Exchanges and also upload the same on its website. The said disclosure(s) shall contain on a *suo motu* basis, all such information as can be furnished without compromising the business interests of the Bank and the interest of its stakeholders, and without waiting for any query from the Stock Exchanges, in this regard.
- (d) The Bank shall immediately disclose requisite details of UPSI and/ or material information/ event to the Stock Exchanges, in circumstances where such material information/ event, has been inadvertently disclosed to a third party.

- (e) The Board of Directors of the Bank has formulated the policy and procedures in case of leakage and suspected leakage of UPSI relating to the Bank and/ or that of its securities, as a measure to deal with incidents of leakage or inadvertent disclosure of UPSI and / or material information / events.

**10) Website**

The Bank shall also upload on its website, details of all material information / events, which have been disclosed to the Stock Exchanges, in compliance with the relevant provisions of the SEBI LODR Regulations and the same shall be made available on its website, for such period, as set out in the Archival Policy of the Bank.

**11) Review of the Code**

The Code shall be reviewed every year or pursuant to changes in the applicable laws, whichever is earlier. The Policy shall be submitted for its review by March, 2027.

The Code which was reviewed and approved by the Board of Directors of the Bank at its meeting held on March 24, 2026

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