IndusInd Bank

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,p

**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-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
CIN: L65191PN1994PLC076333

# 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 CORPORATE OFFICE MUMBAI

# 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
901, Kamla Executive Park, Off. Andheri Kurla Road,
J. B. Nagar, Andheri East. Mumbai - 400 059
Tel: +91 22 4221 5300 Fax: +91 22 4221 5303
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.



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** |

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**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** |

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(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**

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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**

HARESH KISHINCHAND GAJWANI
Digitally signed by HARESH KISHINCHAND GAJWANI
Date: 2020.08.25 16:47:32 +05'30'

Company Secretary
(Under Authority by Chairman)