IndusInd Bank

January 10, 2014

The Asst. Vice President
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

Dear Sir,

Passing of Special Resolution by the Members of IndusInd Bank Limited by Postal Ballot

Our Bank holds the Insurance Regulatory Development Authority ("IRDA") Licence to act as 'Composite Corporate Agent'.

Under the prevailing IRDA Regulations, for renewal of the said Licence, one of the requisite conditions is that the Bank's Memorandum of Association (MoA) should contain, as one of its "Main Objects", the Clause permitting the soliciting or procuring of Life / General or Health insurance business as a Corporate Agent.

Our Bank's 'Main Objects' clause of the Memorandum of Association, presently permits the Bank to act as 'Corporate Agent' for 'Life' insurance business only. The Bank intends to continue to carry on the activity of 'Composite Corporate Agent' in terms of Clause 18C of the Memorandum of Association. The proposed alteration / amendment will enable the Bank to undertake 'Composite Corporate Agency' for all insurance business; hence the amendment in the 'Objects Clause' of the Memorandum of Association.

Towards the same, the Board of Directors of IndusInd Bank Limited have passed a Circular Resolution on January 8, 2014, approving the Postal Ballot process to seek approval from the Shareholders of the Bank for Alteration of the Objects Clause in the Memorandum of Association of the Bank by deleting the word 'life' appearing after the words 'to solicit and procure', in sub clause 18 C under Clause III A of the Memorandum of Association of the Bank.

The Board also approved the following:

(i) Seek approval of the members through Postal Ballot process with e-Voting facility through https://www.evoting.nsdl.com\ e-Voting system;
(ii) Appointment of Mr. S. N. Bhandari, Practising Company Secretary, as Scrutinizer;
(iii) Appointment of Mr. Romesh Sobti, Managing Director & CEO, Mr. S. V. Zaregaonkar, Chief Financial Officer and Mr. Haresh Gajwani, Company Secretary, as designated persons responsible for the entire Postal Ballot process;
(iv) Calendar of events with regards to the Postal Ballot process.

Yours faithfully,
For IndusInd Bank Ltd.

Haresh K. Gajwani
Company Secretary

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