IndusInd Bank

July 30, 2018

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

NSE Symbol: INDUSINDBK

The Deputy General Manager
Corporate Relationship Dept.
BSE Ltd.
1st Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai – 400 001

BSE Scrip Code: 532187

Madam / Dear Sir,

Revised Proceedings of the 24th Annual General Meeting

We had on July 27, 2018 submitted the Proceedings of the 24th Annual General Meeting held on Thursday, July 26, 2018 at Hotel Sheraton Grand, Pune, wherein the number of Members present at the AGM was inadvertently mentioned as 422 instead of 397 and the number of Members represented by Proxies was mentioned as 46 instead of 27.

The revised proceedings indicating the correct details is resubmitted herewith.

We regret the inconvenience caused in this regard.

Yours faithfully,
For IndusInd Bank Limited

Haresh K. Gajwani
Company Secretary

IndusInd Bank

SUMMARY OF THE PROCEEDINGS OF THE 24th ANNUAL GENERAL MEETING (AGM) OF INDUSIND BANK LTD.

Meeting Day, Date & Time	:	Thursday, July 26, 2018 at 2.00 p.m.
Venue	:	Hotel Sheraton Grand (formerly, Hotel Le Meridien), Raja Bahadur Mill Road, Pune - 411 001, Maharashtra.
Chairman	:	Mr. R. Seshasayee, Chairman of the Bank, Chaired the Meeting.
Directors Present	:	6 out of the 7 Directors of the Bank had attended the AGM.
Members attending the Meeting	:	397 Members were present in person and 27 Members were represented by Proxies.
Quorum	:	The requisite quorum, as required under the Companies Act, 2013, was present.

The AGM was attended by the following Directors:

Present in person:

Mr. R. Seshasayee	:	Non-Executive Pat-time Chairman
Mrs. Kanchan Chitale	:	Non- Executive Independent Director
Mr. Shanker Annaswamy	:	Non-Executive Independent Director
Dr. T. T. Ram Mohan	:	Non-Executive Independent Director
Mr. Yashodhan M. Kale	:	Non-Executive Director
Mr. Romesh Sobti	:	Managing Director & CEO
Mr. S. V. Zaregaonkar	:	Chief Financial Officer
Mr. Haresh Gajwani	:	Company Secretary & Compliance Officer
Mr. Rusell Parera	:	Representative of M/s Price Waterhouse Chartered Accountants LLP (Statutory Auditors for Financial Year 2017-18).

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CIN: L65191PN1994PLC076333

Mr. S. N. Bhandari	:	Representative of M/s Bhandari & Associates, Practicing Company Secretaries – Secretarial Auditors and Scrutiniser appointed for conduct of the e-voting process.
Mr. Viren Mehta	:	Representative of M/s S. R. Batliboi & Co. LLP, Chartered Accountants (proposed for appointment as Statutory Auditor for Financial Year 2018-19).

1. The requisite quorum being present, Mr. R. Seshasayee, Chairman called the Meeting to order. He welcomed the Members at the Bank's 24th Annual General Meeting. He then introduced the Directors seated on the dais.

2. The Chairman mentioned that 6 out of the 7 Members of the Board of the Bank were present at the meeting, including Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relations' Committee, as well as representatives of the Statutory Auditors, and representatives of the Secretarial Auditors of the Bank. He mentioned that Mr. R. S. Butola was unwell, and was therefore unable to attend the Meeting.

3. With the consent of the Shareholders, the Notice convening the Meeting was taken as read.

4. The Chairman mentioned about the availability of Statutory Registers for inspection in terms of the requirements of the Companies Act, 2013. He then informed the Members present that the Bank had received 46 valid Proxies, representing 14,50,025 Equity Shares, which comprised 0.11% of Bank's Paid-Up Equity Capital as on July 19, 2018.

5. The Chairman read his Speech addressed to the Shareholders. This was followed by a presentation made by Mr. Romesh Sobti, Managing Director & CEO, on the operations and the financial performance of the Bank for the Financial Year ended March 31, 2018, and for the quarter ended June 30, 2018.

6. With the consent of the Shareholders, the Auditors' Report and the Report of the Secretarial Auditors for the year ended March 31, 2018 were taken as read, as these Reports did not contain any adverse comments / qualifications.

7. Before consideration of the Resolutions as set out in the AGM Notice, the Chairman invited the Shareholders present to speak, to seek details on the Annual Report or on Operations of the Bank, and to make suggestions and give their views. The Shareholders then spoke, one by one, in the order in which their names had been listed. After listening to all the speakers, the Chairman responded to the queries raised by the Shareholders.

8. The Chairman then took up the Ordinary as well as Special Business, seriatim, in accordance with the Notice of the AGM.

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The following items of business as set out in the Notice of 24th AGM were taken up for the consideration:

ORDINARY BUSINESS:	
1.	Adoption of the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon.
2.	Declaration of Dividend on Equity Shares of the Bank for the Financial Year ended March 31, 2018.
Since Resolution No. 3 pertained to his Retirement by Rotation, the Chairman requested Mrs. Kanchan Chitale, Independent Director, to Chair the Meeting for the next item.	
3.	Appointment of Director in place of Mr. R. Seshasayee (DIN: 00047985), who was retiring by rotation and, being eligible, had offered himself for re-appointment.
The Chairman thanked Mrs. Chitale, and resumed the Chair and conducted the Meeting for the remaining items.	
4.	Appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants, (ICAI Firm Registration Number 301003E / E300005) as Statutory Auditors of the Bank and authorisation to the Board of Directors to fix their remuneration.
SPECIAL BUSINESS:	
5.	**Ordinary Resolution:** Re-appointment of Mr. Romesh Sobti (DIN: 00031034), as Managing Director & CEO of the Bank for a period from February 1, 2018 up to March 23, 2020.
6.	**Ordinary Resolution:** Appointment of Mr. Yashodhan M. Kale (DIN: 00013782) as Non-Executive Director
7.	**Special Resolution:** Borrowing of monies not exceeding Rs.75,000 crores, pursuant to Section 180(1)(c) of the Companies Act, 2013 and other applicable provisions.
8.	**Special Resolution:** Issue of Long-Term Bonds / Non-Convertible Debentures not exceeding Rs. 20,000 crores on Private Placement Basis as deemed fit by the Board.
9.	**Special Resolution:** Increase the shareholding limit for Registered Foreign Institutional Investors ("FIIs") / Foreign Portfolio Investors ("FPIs") upto an aggregate limit of 74% of the Paid-Up Equity Share Capital of the Bank.

9. The Chairman informed the Shareholders that the Board had appointed Mr. S.N. Bhandari, Practising Company Secretary, as 'Scrutinizer', for conducting the e-Voting process for the AGM in a fair and transparent manner, and had authorised him to scrutinize the votes cast at the AGM through Tablets as well as through Remote e-Voting and to submit the Consolidated Report of voting in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

While explaining the voting procedure, the Chairman, informed the Shareholders that, the Bank had provided Remote e-Voting facility to its Members, to enable them to cast their votes electronically. The Remote e-Voting facility was kept open for 3 days, i.e., from 9.00 a.m. on Monday, July 23, 2018 up to 5.00 p.m. on Wednesday, July 25, 2018.

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He then mentioned that similar voting rights were available to the Members present, in person or via Proxies, to vote in proportion to the shares held by them. He requested the Shareholders who had not cast their votes through Remote e-Voting to cast their votes electronically using the Tablets made available at the venue.

10. The Chairman then requested Shareholders who had not cast their votes through Remote e-Voting to get in touch with the Registrar's Service Desk for casting their votes electronically through Tablets.

11. The Chairman informed the Shareholders that the Consolidated Report on results of voting would be announced not later than 48 hours from the conclusion of the AGM, i.e., at the Corporate Office of the Bank and shall also be displayed at the Registered Office (Pune) / Secretarial & Investor Services Office (Andheri) of the Bank and hosted on the Bank's website www.indusind.com and on the website of NSDL, upon intimation being sent to the Stock Exchanges where the securities of the Bank are listed.

12. The Chairman authorised the Managing Director & CEO / Chief Financial Officer / Company Secretary / Branch Manager (Pune) to declare the consolidated Results of voting (i.e. Remote e-Voting and Tablet Voting) based on the Report of the Scrutinizer.

The Chairman thanked the Shareholders for attending the 24th AGM of the Bank and declared the meeting as concluded at 5.09 p.m.

For IndusInd Bank Ltd.

Haresh K. Gajwani
Company Secretary
M. No. A18225

Place: Mumbai
Date: July 27, 2018

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