

IndusInd Bank

Results of Postal Ballot

Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 ("the Rules") [including any statutory modification or re-enactment thereof for the time being in force], Notice dated February 20, 2015 issued to all the members of the Bank seeking their consent for passing of the Special Resolution by way of Postal Ballot (which also includes voting by electronic means) for issuance of Long Term Infrastructure Bonds and Subordinated Non-Convertible Debentures (NCDs) / Bonds eligible to be included as Additional Tier 1 (AT1) and Tier 2 (T2) Capital of the Bank in domestic market to the identified parties, on Private Placement basis, in one or more tranches under one or more shelf disclosure documents and / or one or more letters of offer and on such terms and conditions for each series / tranches including the price, coupon, premium, discount, tenor etc. as deemed fit by the Board for an amount not exceeding Rs.2,000 crores.

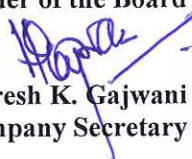
Based on the Scrutinizer's Report dated March 27, 2015, result of Postal Ballot was declared by the Managing Director & CEO of the Bank on even date at 5.00 p.m. at the Corporate Office and at the Registered Office of the Bank, as follows:

Particulars	Number of Members	Number of Votes	
Total Electronic Ballots received (e-voting)	910	15,05,87,801	
Postal Ballot Forms received (physical) *	2,008	8,26,16,403	
Total	2,918	23,32,04,204	
Less: a) Shareholding in excess of 10% of the total voting power as per section 12 (2) of the Banking Regulation Act, 1949*	-	74,86,257	
b) Invalid Postal Ballot Votes (Physical and electronic)	94	55,10,928	
Valid Postal Ballot Votes (Physical and electronic)	2,824	22,02,07,019	
	Number of Members	Number of Votes	Votes (%)
Votes casts in favour of the Resolution* (Physical and electronic)	2,744	21,99,39,616	99.88
Votes casts against the Resolution (Physical and electronic)	80	2,67,403	0.12
Total	2,824	22,02,07,019	100

(*) IndusInd International Holdings Ltd., who were holding 60,399,984 equity shares as on 13.02.2015 have exercised voting rights equivalent to their holding. In compliance with Section 12(2) of the Banking Regulation Act, 1949, their voting rights have been restricted to 52,913,727 votes being 10% of the Bank's Equity Capital.

The Special Resolution as set out in the Notice dated February 20, 2015 is accordingly approved by the Members with the requisite majority.

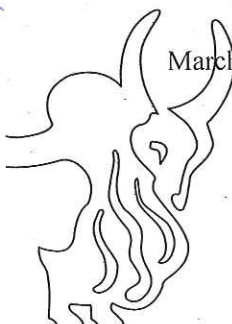
By order of the Board


Haresh K. Gajwani
Company Secretary

March 27, 2015

CORPORATE OFFICE: IndusInd Bank Limited, 8th floor, Tower 1, One India Bulls Centre, 841, S. B. Marg, Elphinstone Road, Mumbai 400 013. Maharashtra, India Tel: (022) 24231999 / 30493999 Fax: (022) 24231998

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



RESOLUTION NO. 1

Special Resolution for borrowings/raising of funds in Indian currency issuance by issue of Long Term Infrastructure Bonds and Subordinated Non-Convertible Debentures (NCDs) / Bonds eligible to be included as Additional Tier 1 (AT1) and Tier 2 (T2) Capital of the Bank in domestic market, on Private Placement basis for an amount not exceeding Rs. 2000 Crores.

Description	Number of Members	Number of Votes	
Postal Ballot Forms received* (physical)	2,008	8,26,16,403	
Electronic Voting confirmations (e-votes)	910	15,05,87,801	
Total	2,918	23,32,04,204	
Less: a) Shareholding in excess of 10% of the total voting power as per section 12 (2) of the Banking Regulation Act, 1949	--	74,86,257	
b) Invalid Postal Ballot Forms. (Physical & e-votes)	94	55,10,928	
Valid Postal Ballot Forms (Physical and e-votes)	2,824	22,02,07,019	
	Number of Members	Number of Votes	Votes (%)
Votes casts in favour of the Resolution* (Physical & e-votes)	2,744	21,99,39,616	99.88
Votes casts against the Resolution (Physical & e-votes)	80	2,67,403	0.12
Total	2,824	22,02,07,019	100

*Some of the members have voted for lesser number of shares than the shares held by them.

9. The postal ballot and all other papers relating to postal ballot including voting by electric means, shall be under my safe custody till the chairman considers, approves and signs the minutes and thereafter, the same shall be returned to the Bank.

You may accordingly declare the result of the "voting by Postal Ballot".

Thanking you,

Yours truly,

For Bhandari & Associates

S. N. Bhandari, 

Practicing Company Secretary

F.C.S - 761, C.P. 366

