

IndusInd Bank

August 17, 2019

**The Asst. Vice President
Listing Department
National Stock Exchange of India Ltd.**
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East),
Mumbai – 400 051

**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

NSE Symbol: INDUSINDBK

BSE Scrip Code: 532187

Chief Regulatory Officer,
India International Exchange,
1st Floor, Unit No. 101,
The Signature Building No. 13B,
Road IC, Zone I, GIFT SEZ,
Gandhinagar – GJ 382355

Scrip Code 1100027

Madam / Dear Sir,

Sub: Summary of the Proceedings of the 25th Annual General Meeting (AGM) of the Bank held on Friday August 16, 2019

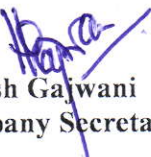
In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Summary of the Proceedings of the 25th AGM of the Bank held at 2.00 p.m. on Friday, August 16, 2019 in the Hotel Sheraton Grand, Raja Bahadur Mill Road, Pune – 411001, Maharashtra.

The Proceedings of the AGM are also being hosted on the Bank's website at www.indusind.com

We request you to kindly take the above information on record.

Thanking you,

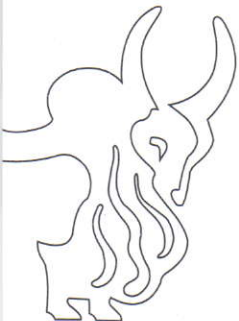
Yours faithfully,
For IndusInd Bank Ltd.


**Haresh Gajwani
Company Secretary**

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



**SUMMARY OF THE PROCEEDINGS OF THE 25th ANNUAL GENERAL MEETING
(AGM) OF INDUSIND BANK LTD.**

- Meeting Day, Date & Time** : Friday, August 16, 2019 at 2.00 p.m.
- Venue** : Hotel Sheraton Grand, Raja Bahadur Mill Road,
Pune - 411 001, Maharashtra.
- Chairman** : The Board of Directors had in their meeting held
on August 16, 2019, elected / appointed Mr. Arun
Tiwari, Director of the Bank as Chairman for the
AGM.
- Directors Present** : 7 out of the 8 Directors of the Bank had attended
the AGM.
- Members (including Proxies)
attending the Meeting** : 416 Members were present in person and
38 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 and Attendees:

Present in person:

- Mr. Arun Tiwari : Elected Chairperson for the meeting
Non-Executive Independent Director
- Mrs. Kanchan Chitale : Non- Executive Independent Director
- Mr. Shanker Annaswamy : Non-Executive Independent Director
- Mrs. Akila Krishnakumar : Non-Executive Independent Director
- Mr. Rajiv Aggarwal : Non-Executive Independent Director
- Mr. Romesh Sobti : Managing Director & CEO
- Mr. S. V. Zaregaonkar : Chief Financial Officer
- Mr. Haresh Gajwani : Company Secretary & Compliance Officer
- Mr. Viren Mehta : Representative of M/s S.R. Batliboi & Co. LLP,
Chartered Accountants (Statutory Auditor for
Financial Year 2018-19).



Mr. S. N. Bhandari : Representative of M/s Bhandari & Associates, Practicing Company Secretaries – Secretarial Auditors and Scrutiniser appointed for conduct of the voting process.

1. Mr. Romesh Sobti, Managing Director & CEO welcomed the members and informed them that Mr. R. Seshasayee, Non - Executive Part Time Chairman of the Bank, had retired from the Board on completion of his tenure.
2. Mr. Romesh Sobti informed the Shareholders that the Board of Directors had at their meeting held earlier in the day, appointed Mr. Arun Tiwari as Chairman for the AGM.
3. Mr. Romesh Sobti presented to the Members a brief introduction of Mr. Arun Tiwari, Chairman for the Meeting.
4. The requisite quorum being present, Mr. Arun Tiwari called the Meeting to order. He welcomed the Members at the Bank's 25th Annual General Meeting. He then introduced the Directors seated on the dais.
5. The Chairman mentioned that 7 out of the 8 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 Dr. T. T. Ram Mohan could not be present owing to important prior professional commitments.
6. The Chairman mentioned to the Shareholders that the Bank has also provided the facility of live webcast of proceedings of AGM to enable the Members who are entitled to participate in the AGM to view the proceedings of the Meeting by logging on the e-voting website of NSDL at <https://www.evoting.nsdl.com> by using their secure login credentials.
7. With the consent of the Shareholders, the Notice convening the Meeting was taken as read.
8. 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 41 valid Proxies, representing 8,61,325 Equity Shares, which comprised 0.12% of Bank's Paid-Up Equity Capital as on August 9, 2019.
9. 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 achievements and future plans of the Bank.



10. With the consent of the Shareholders, Directors' Report together with the Management Discussion & Analysis and the Report on Corporate Governance, Audited Standalone and Consolidated Financial Statements of the Bank made up to March 31, 2019, along with the Auditors' Report and the Report of the Secretarial Auditors for the year ended March 31, 2019 were taken as read, as these Reports did not contain any adverse comments / qualifications.
11. Before consideration of the Resolutions 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 were listed as per their requests. After listening to all the speakers, the Chairman responded to the queries raised by the Shareholders.
12. The Chairman took up the Ordinary as well as Special Business, seriatim, in accordance with the Notice of the AGM.

The following items of business as set out in the Notice of 25th 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, 2019, 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, 2019.
3.	Appointment of Director in place of Mr. Romesh Sobti (DIN: 00031034), who was retiring by rotation and, being eligible, had offered himself for re-appointment.
4.	Appointment of M/s Haribhakti & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 103523W / W100048) as Statutory Auditors for a period commencing from conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Bank and authorisation to the Board of Directors to fix their remuneration.
SPECIAL BUSINESS:	
5.	Ordinary Resolution: Appointment of Mrs. Akila Krishnakumar (DIN: 06629992), as Non-Executive Independent Director to hold office up to August 9, 2022, i.e., for a term of four consecutive years from the date of her appointment as Additional Director with effect from August 10, 2018.



	Since Resolution No. 6 pertained to his appointment, the Chairman requested Mrs. Kanchan Chitale, Independent Director, to Chair the Meeting for the next item.
6.	Ordinary Resolution: Appointment of Mr. Arun Tiwari (DIN: 05345547) as Non-Executive Independent Director to hold office up to August 9, 2022, i.e., for a term of four consecutive years from the date of his appointment as Additional Director with effect from August 10, 2018.
	Mr. Tiwari resumed the Chair and thanked Mrs. Chitale. He then conducted the Meeting for the remaining items.
7.	Ordinary Resolution: Appointment of Mr. Siraj Chaudhry (DIN: 00161853) as Non-Executive Independent Director to hold office up to January 2, 2023, i.e., for a term of four consecutive years from the date of his appointment as Additional Director with effect from January 3, 2019.
8.	Ordinary Resolution: Appointment of Mr. Rajiv Agarwal (DIN: 00336487) as Non-Executive Independent Director to hold office up to March 14, 2023, i.e., for a term of four consecutive years from the date of his appointment as Additional Director with effect from March 15, 2019.
9.	Special Resolution: Issue of Long-Term Bonds / Non-Convertible Debentures for an amount not exceeding Rs.20,000 crores on Private Placement Basis.

13. 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 Shareholders were informed 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 Tuesday, August 13, 2019 up to 5.00 p.m. on Thursday, August 15, 2019.

He mentioned that similar voting rights are available to the Members present, in person or via proxy, to vote in proportion to the shares held by them, at the venue of the meeting. 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.

14. The Chairman requested Shareholders who had not cast their votes through Remote e-Voting to get in touch with the Company's Registrar's Service Desk for casting their votes electronically through Tablets.
15. 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, at the Corporate Office of the Bank and would 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.

16. 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 25th AGM of the Bank and declared the meeting as concluded at 4.15 p.m. after the Members present at the meeting had cast their votes.

For IndusInd Bank Ltd.

Haresh K. Gajwani
Company Secretary
M. No. A18225



Place: Mumbai

Date: August 17, 2019