

June 30, 2021

National Stock Exchange of India Ltd. (Symbol: INDUSINDBK)

BSE Ltd. (Scrip Code: 532187)

India International Exchange (Scrip Code: 1100027)

Madam / Dear Sir,

Sub: Intimation under Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('PIT Regulations')

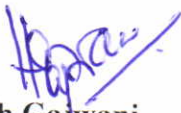
In pursuance to the provisions of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('PIT Regulations'), please find enclosed herewith a copy of the amended 'Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information' ('Fair Disclosure Code'), as approved by the Board of Directors of the Bank at its meeting held on June 29, 2021.

We request you to take the amended Fair Disclosure Code on record.

Thanking you,

Yours faithfully,

For IndusInd Bank Ltd.


Haresh Gajwani
Company Secretary



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INDUSIND BANK LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

This Code is called "IndusInd Bank Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (the "Code") and is framed based on the principles outlined in the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") read with the BSE Circular No. LIST/COMP/16/2018-19 dated July 6, 2018.

The Compliance Officer shall be responsible for ensuring Bank's compliance with the PIT Regulations.

Terms not specifically defined in this Code shall have the same meaning as ascribed to them in the PIT Regulations.

1. Prompt public disclosure of Unpublished Price Sensitive Information ("UPSI")

The Compliance Officer shall ensure prompt public disclosure of UPSI that would impact price discovery as soon as credible and concrete information comes into being so as to make such information 'generally available' in terms of the PIT Regulations.

2. Uniform and Universal dissemination of UPSI

The Bank is responsible for uniform and universal dissemination of UPSI to avoid selective disclosure and curtail misuse of UPSI by an Insider or by any other connected person.

Prompt, uniform and universal dissemination of UPSI to the Stock Exchanges/ media is to be ensured to prevent selective disclosure of UPSI.

3. Chief Investor Relations Officer

The Bank's Chief Investor Relations Officer (CIRO) shall be responsible for dissemination of information and disclosure of UPSI.

4. Prompt dissemination of UPSI

In case UPSI gets disclosed selectively, inadvertently or otherwise, CIRO shall ensure that such information is promptly disseminated in the public domain, i.e., on the website of the Bank and of the Stock Exchanges, to make such information generally available in compliance with the existing Regulations.

5. Fair response to queries on news reports

The Bank shall ensure that appropriate and prompt response is given to queries on news reports related to the Bank and to requests for verification of market rumours by Stock Exchanges, as per the disclosure policy adopted by the Bank.



6. Information shared with Research Analysts

Employees, Directors and other connected persons shall ensure that information shared with analysts and research personnel is not UPSI.

If UPSI has been shared with analysts, the employee concerned / Director / other connected person shall inform the CIRO, who shall take steps to ensure prompt dissemination of the UPSI to the Stock Exchanges and / or on the website of the Bank, as the case may be, in order to make it 'generally available' within the meaning of the PIT Regulations.

7. Publication of transcripts or records of proceedings of meetings with Analysts

The Bank hosts on its website the transcripts or records of proceedings of meetings with analysts and presentations shared with investors at investor relations conferences to ensure official confirmation and documentation of the disclosure made.

CIRO shall ensure that immediately after meetings with analysts and other investors relations conferences, transcripts or records of proceedings are promptly prepared and uploaded on the website of the Bank to ensure official confirmation and documentation of disclosures made.

8. Handling of UPSI on a need-to-know basis

- (a) Employees, Directors and Connected Persons are required to ensure that handling of all UPSI, including onward communication, is done on a need-to-know basis and in line with the applicable codes, policies and procedures followed by the Bank, including this Code and the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons in Securities of the Bank.
- (b) No UPSI shall be communicated by employees, Directors and Insiders of the Bank to any person except in furtherance of his / her legitimate purposes, performance of duties or disclosure of his / her legal obligations.
- (c) Employees, Directors and Connected Persons are required to update about the communication of UPSI, in the database mentioned later in the Policy, mentioning details of the UPSI and the person to whom such UPSI was communicated.
- (d) It is clarified that "legitimate purpose" means and includes sharing of UPSI in the ordinary course of business by an Insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants of the Bank, provided that such sharing of UPSI has not been carried out to evade or circumvent the provisions of the PIT Regulations.
- (e) Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an "Insider" for purposes of the PIT Regulations and due notice shall be given to such persons, who shall be responsible for maintaining confidentiality of such UPSI. Any person who receives UPSI for legitimate purpose shall also be served a notice prior to sharing of UPSI making them aware of nature of the information and the obligation to maintain confidentiality in compliance with the PIT Regulations.



9. Measures to deal with incidents of leakage of Price-Sensitive / Material Information

- (a) The Bank may make public disclosure of provisional figures as close to the quarter-end as possible so that the information becomes generally available.
- (b) The Bank may choose to disseminate any material information / events where there is likelihood of crystallization of such events / information, but finality has not been reached.

However, in the interest of stakeholders, the CIRO may choose not to disclose material information / events if non-disclosure of such material information/ event is in the interest of stakeholders (for example, information related to mergers, acquisitions, joint ventures, settlement of any one or multiple labour disputes, etc.) and confidentiality of information withheld shall be maintained and no part should be leaked until it reaches finality and is made generally available.

- (c) The Bank shall take necessary steps to prevent leakage of material information / events withheld in the interest of stakeholders. If the withheld information leaks, the CIRO shall, as soon as such leakage of information is known, ensure that the information is disclosed and is made generally available with a reasonable level of correctness if required under applicable rules.
- (d) The Bank shall, in the event of rumours, misrepresentation or on observation of information leak in media (including social media), make appropriate disclosures through the Stock Exchanges. The disclosures shall provide, on suo moto basis, all such information as can be furnished without compromising the business interests of the Bank and the interest of stakeholders, without waiting for any query from Stock Exchanges in this regard.
- (e) The Bank shall immediately disclose the confidential / material information to the Stock Exchanges in circumstances where the confidential / material information has been inadvertently disclosed to a third party.
- (f) The Board of Directors of the Bank has formulated and approved the policy and procedures in case of leakage and suspicion of leakage of UPSI'.

UPSI in relation to the Bank and its Securities may be communicated, provided, allowed access to, or procured, in connection with a transaction in compliance with Regulations 3(3) of the Regulations. The Compliance Officer shall ensure that a structured digital database be maintained containing the names of such persons or entities with whom the information is shared under this regulation along with the Permanent Account Number (or any other identifier authorized by law where Permanent Account Number is not available). Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

10. Website

As per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), this Code and any subsequent amendment(s) thereto, shall be disclosed on the website of the Bank. The Bank shall also disclose on its website all such events or information which have been disclosed to the Stock Exchanges under the LODR. All such disclosures shall be kept available on the Bank's website in accordance with Archival Policy of the Bank.



11. **Review of the Policy**

The Code shall be reviewed annually or in case of change in regulations, whichever is earlier.

The Code shall accordingly be due for review on May 31, 2022.

In the event of change in regulations, the changes shall be incorporated in the policy with the approval of the Managing Director and the amended policy would subsequently be placed to the Board for noting.