

December 6, 2023

**National Stock Exchange of India Ltd. (Symbol: INDUSINDBK)  
BSE Ltd. (Scrip Code: 532187)  
Luxembourg Stock Exchange**

Madam / Dear Sir,

**Subject: Result of Postal Ballot and e-Voting on Special Resolutions of IndusInd Bank Limited**

Further to our letters dated September 29, 2023, October 18, 2023 and November 2, 2023, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereunder submit the results of e-voting for the Special Resolution as specified in the Postal Ballot Notice dated October 18, 2023:

<b>Special Resolution on</b>	Amendments to Articles of Association of the Bank.
<b>Voting Period of Postal Ballot</b>	<b>Commencement of remote e-voting:</b> At 9.00 a.m. on Tuesday, November 7, 2023 <b>End of remote e-voting:</b> At 5.00 p.m. on Wednesday, December 6, 2023
<b>Total no. of shareholders as on the cut-off date i.e. Friday, October 27, 2023.</b>	3,79,475

The Special Resolution placed through the Postal Ballot Notice dated October 18, 2023 was passed with the requisite majority.

The Special Resolution is deemed as passed on the last date of the e-voting period, i.e. Wednesday, December 6, 2023.

The Report of the Scrutinizer viz., M/s Alwyn Jay & Co, is enclosed herewith.

Kindly note that this disclosure is being uploaded on the Bank's website at [www.indusind.com](http://www.indusind.com)

We request you to take note of the above and bring this to the notice of all concerned.

Thanking you,

Yours faithfully,

For **IndusInd Bank Limited**

**Anand Kumar Das**  
**Company Secretary**

Encl.: As above.



**SCRUTINIZERS' REPORT**

**ON**

**POSTAL BALLOT**

**OF**

**INDUSIND BANK LIMITED**

# Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.  
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,  
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743  
Email : [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) Website:[www.alwynjay.com](http://www.alwynjay.com)

## SCRUTINIZERS' REPORT

To,  
The Chairman  
**IndusInd Bank Limited**  
2401 Gen Thimmayya Road  
Contonment Pune - 411001

Dear Sir,

### RE: SCRUTINIZER'S REPORT

I, **Alwyn D'souza** of M/s. Alwyn Jay Co., Company Secretaries, Mumbai, appointed by the Board of Directors of **IndusInd Bank Limited** (the Bank) for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members' assent/dissent on the resolution as specified in the Notice of Postal Ballot dated October 18, 2023.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Wednesday, December 6, 2023.

The Management of the Bank is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/ against on the resolution contained in the Notice of Postal Ballot dated October 18, 2023 based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorised agency to provide remote e-voting facilities, engaged by the Bank for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for

the time being in force, and as amended , from time to time), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (the "MCA") (hereinafter collectively referred to as the "MCA Circulars") and the Securities and Exchange Board of India's Circular dated May 13, 2022, Circular no. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), including any statutory modification(s) or reenactment(s) thereof for the time being in force and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

2. The Bank has on November 2, 2023 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Bank, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, October 27, 2023. The hard copy of the Notice of Postal Ballot along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. The Bank has on Friday, November 3, 2023 published an advertisement in Financial Express (English) and Loksatta (Marathi).
4. The Remote e-voting facility was provided by National Securities Depository Limited ("NSDL"). The Postal Ballot remote e-voting period commenced on Tuesday, November 7, 2023 at 9:00 A.M. (IST) and ended on Wednesday, December 6, 2023 at 5:00 P.M. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 P.M. IST on Wednesday, December 6, 2023 the votes were unblocked at 5.00 P.M. IST in the presence of two witnesses who are not in the employment of the Bank, on the e-voting website of ('NSDL') <https://www.evoting.nsdl.com/> and a final electronic report was generated by me. The data generated was diligently scrutinized.

6. The data for the purpose of verification of the number of shares was taken as of on Friday, October 27, 2023 which was the relevant date (cut-off date) fixed for determining voting rights of the Members entitled to participate in the voting process as per the applicable regulations to the Bank.
7. The Members holding equity shares as on the cut-off date i.e. Friday, October 27, 2023 were entitled to voting rights as per the applicable regulations to the Bank on the resolution proposed in the Postal Ballot Notice of the Bank.
8. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated October 18, 2023 are as under:

**1.RESOLUTION NO. 1: SPECIAL RESOLUTION**

*Amendments to Articles of Association of the Bank.*

- (i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2321	48,64,03,295	99.98

- (ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
58	75,170	0.02

- (iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

9. The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

Based on the foregoing, the above Resolution was passed with requisite majority.

Thanking you,  
Sincerely,

For Alwyn Jay & Co.  
Company Secretaries



**Alwyn D'Souza**  
Partner  
FCS No.5559, CP No.5137  
[UDIN: F005559E002859542]

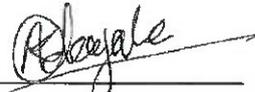
Place: Mumbai  
Date: December 06, 2023

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the National Securities Depository Limited ('NSDL') <https://www.evoting.nsdl.com/> in our presence at 5.00 P.M. IST on December 06, 2023.



Edlon Dsouza

B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107

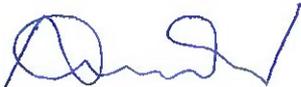


Krishnakant Adagale

Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by:

For IndusInd Bank Limited



**Anand Kumar Das**  
Company Secretary  
(M. No. F6950)

Mumbai dated December 06, 2023

## Indusind Bank Limited

Resolution Required :Special

1 - Amendments to Articles of Association of the Bank.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	117516010	117516010	100.0000	117516010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117516010</b>	<b>100.0000</b>	<b>117516010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	481267985	334844460	69.5755	334776000	68460	99.9796	0.0204
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>334844460</b>	<b>69.5755</b>	<b>334776000</b>	<b>68460</b>	<b>99.9796</b>	<b>0.0204</b>
Public Non Institutions	E-Voting	178270702	34117995	19.1383	34111285	6710	99.9803	0.0197
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34117995</b>	<b>19.1383</b>	<b>34111285</b>	<b>6710</b>	<b>99.9803</b>	<b>0.0197</b>
<b>Total</b>		<b>777054697</b>	<b>486478465</b>	<b>62.6054</b>	<b>486403295</b>	<b>75170</b>	<b>99.9845</b>	<b>0.0155</b>

