

IndusInd Bank

February 17, 2014

The Manager
Listing Department
National Stock Exchange of India Ltd.
Bandra-Kurla Complex
Bandra (East), Mumbai - 400051

Dear Sir,

**Sub: Passing of Special Resolution by the members of IndusInd Bank Ltd. ("the Bank")
by Postal Ballot – Pursuant to Clause 35A of the Listing Agreement**

We refer to our letter of January 13, 2014 forwarding to you copies of the Postal Ballot Notice dated January 8, 2014, sent to Members of IndusInd Bank Ltd., seeking their approval by way of Postal Ballot in accordance with the provisions of Section 192A of the Companies Act, 1956 and the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, for alteration of the Objects Clause in the Memorandum of Association of the Bank by deleting the word 'life' appearing after the words 'to solicit and procure', in sub clause 18 C under Clause III A of the Memorandum of Association of the Bank.

Mr. S. N. Bhandari, Practising Company Secretary, Scrutinizer, appointed by the Bank for conducting the Postal Ballot process, has submitted his report on postal ballot forms received from the members including the votes received through National Securities Depository Limited platform on February 14, 2014. Based on the report submitted by the Scrutinizer, the Managing Director & CEO of the Bank has declared the results of the Special Resolution passed through Postal Ballot on February 17, 2014, as follows:

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3) = [2/1]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes polled (6) = [4/2]*100	% of Votes in Against on Votes polled (7) = [5/2]*100
Promoter & Promoter Group (*)	79,899,984	71,933,697	90.03	71,933,697	0	100.00	0.00
Public – Institutional Holders	253,698,179	73,253,331	28.87	73,253,331	0	100.00	0.00
Public – Others	190,738,809	37,979,447	19.91	37,967,181	12,266	99.97	0.03
Total	524,336,972	183,166,475	34.93	183,154,209	12,266	99.99	0.01

(*) IndusInd International Holdings Ltd., who were holding 6,03,99,984 equity shares as on 03.01.2014 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 5,24,33,697 votes being 10% of the Bank's Equity Capital.

have exercised voting rights equivalent to their holding, in view of the aforesaid provision, their voting rights have been restricted to 5,24,33,697 votes being 10% as per Section 12(2) of the Banking Regulation Act, 1949.

Out of the Net Valid Votes:

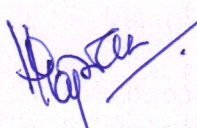
- (i) Total Votes polled in Favour of ('For') the Resolution were 99.99%
- (ii) Total Votes polled 'Against' the Resolution were 0.01%

Thus, the Special Resolution as set out in the Notice dated January 8, 2014 was approved by the Members with the requisite majority.

Please upload this information on your website.

Thanking you,

Yours faithfully,
For IndusInd Bank Ltd.



Haresh K Gajwani
Company Secretary