

May 26, 2015

**The Manager**  
**Listing Department**  
**National Stock Exchange of India Limited**  
Corporate Relation Department  
Exchange Plaza, Bandra – Kurla Complex  
Bandra (East)  
Mumbai – 400 051

**Symbol:** INDUSINDBK

Dear Sir,

**Sub:** Code of practices and procedure for fair disclosure of Unpublished Price Sensitive Information

Pursuant to Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, please find enclosed “IndusInd Bank Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” for your reference and records.

The above code has also been uploaded on the website of the Bank.

Thanking you,

Yours faithfully,  
**For IndusInd Bank Ltd.**

**Haresh K. Gajwani**  
**Company Secretary**

**Encl:** A/a

**INDUSIND BANK LIMITED****Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

This Code is called “IndusInd Bank Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)” and is framed based on the principles of fair disclosure outlined in the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015.

**Prompt public disclosure of UPSI**

The Bank ensures prompt public disclosure of UPSI that would impact price discovery as soon as credible and concrete information comes into being in order to make such information generally available.

The Bank shall strictly observe compliance with the Listing Agreement with reference to prompt disclosure of any UPSI to the Stock Exchanges and other interested parties.

**Uniform and Universal dissemination of UPSI**

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

It will be ensured that no selective disclosure of UPSI is made by making prompt, uniform and universal dissemination of UPSI.

**Chief Investor Relations Officer (CIRO)**

The Bank has designated Mr. Sanjay Mallik, Head - Investor Relations & Strategy, as the Chief Investor Relations Officer (CIRO).

The CIRO shall be responsible for dissemination of information and disclosure of UPSI.

**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 / Stock Exchanges to make such information generally available.

**Fair response to queries on News Reports**

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

**Information shared with Research Analysts or any Specific Persons**

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

The UPSI has been shared with analysts upon dissemination of the same to the Stock Exchanges or on the website of the Bank, as the case may be.

**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 meets / conferences to ensure official confirmation and documentation of the disclosure made.

CIRO shall ensure that immediately after analyst meet / call, transcripts or records are made of proceedings of meeting with analyst / Investor conferences and the same have been uploaded on the official website of the Bank, to ensure official confirmation and documentation of disclosure made.

**Handling of UPSI on a need-to-know basis**

Employees, Directors and any other 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 any other applicable codes, policies and procedures followed by the Bank, including, specifically, in this Code and the Insider Trading Code.

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.

