

July 2, 2016

**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**

Dear Sir,

Sub: Voting Results of the 22nd Annual General Meeting held on Friday, July 1, 2016 ('AGM')

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit as Annexure I, the Consolidated Results of the Voting held through Remote e-Voting and voting by electronic means through Tablets on the Resolutions set out in the Notice of the AGM dated May 12, 2016.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report on Remote e-Voting and voting by electronic means through Tablets at the AGM is also enclosed herewith as Annexure II.

Date of AGM	July 1, 2016
Total number of shareholders on record date:	1,10,285
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 382
No. of shareholders present in the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

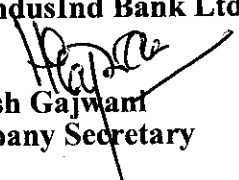
The Resolutions proposed in the Notice of the AGM were approved by the members with requisite majority.

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

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For IndusInd Bank Ltd.


Haresh Gajwani
Company Secretary

Encl: a/a

IndusInd Bank Limited, 701-801 Solitaire Corporate Park, 167, Guru Hargovindji Marg, Andheri (E),
Mumbai - 400 093. Maharashtra, India Tel: (022) 66412200 Fax: (022) 66412224

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

IndusInd Bank Limited

Resolution Required : Ordinary

1 - To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2016, together with the Reports of the Board of Directors and Auditors thereon.

Whether Promoter / Promoter group are interested in the

No

Agenda / Resolution?

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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		88681344	100.0000	88681344	0	100.0000	0.0000
Public Institutions	Remote e-Voting		174255491	52.9558	174255491	0	100.0000	0.0000
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		174255491	52.9558	174255491	0	100.0000	0.0000
Public Non-Institutions	Remote e-Voting		16893534	9.4861	16893534	0	100.0000	0.0000
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		18755037	10.5314	18755037	0	100.0000	0.0000
Total		595826913	281691872	47.2775	281691872	0	100.0000	0.0000

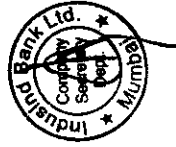


IndusInd Bank Limited

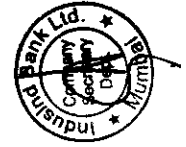
Resolution Required : Ordinary		2 - To declare Dividend on Equity Shares for the Financial Year ended March 31, 2016.						
Whether Promoter / Promoter group are interested in the Agenda / Resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		88681344	100.0000	88681344	0	100.0000	0.0000
Public Institutions	Remote e-Voting		175138008	53.2239	175138008	0	100.0000	0.0000
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		175138008	53.2239	175138008	0	100.0000	0.0000
Public Non-Institutions	Remote e-Voting		16893534	9.4861	16893209	325	99.9981	0.0019
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		18755037	10.5314	18754712	325	99.9983	0.0017
Total		595826913	282574389	47.4256	282574064	325	99.9999	0.0001



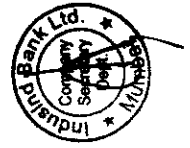
IndusInd Bank Limited									
Resolution Required : Ordinary		3 - To appoint a Director in place of Mr. R. Seshasayee, DIN 00047985, who retires by rotation and, being eligible, offers himself for re-appointment.							
Whether Promoter / Promoter group are interested in the Agenda / Resolution?		No							
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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting		171274852	52.0499	171168969	105883	99.9382	0.0618	
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		171274852	52.0499	171168969	105883	99.9382	0.0618	
Public Non-Institutions	Remote e-Voting		16892955	9.4858	13533839	3359116	80.1153	19.8847	
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18754458	10.5311	15395342	3359116	82.0890	17.9110	
Total		595826913	278710654	46.7771	275245655	3464999	98.7568	1.2432	



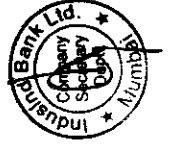
IndusInd Bank Limited									
Resolution Required : Ordinary		4 - To appoint M/S Price Waterhouse Chartered Accountants, LLP, Mumbai, as Statutory Auditors of the Bank and authorise the Board of Directors to fix their remuneration.							
Whether Promoter / Promoter group are interested in the Agenda / 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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting		169746925	51.5856	165679943	4066982	97.6041	2.3959	
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		169746925	51.5856	165679943	4066982	97.6041	2.3959	
Public Non-Institutions	Remote e-Voting		16893494	9.4861	13535039	3358455	80.1198	19.8802	
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18754997	10.5314	15396542	3358455	82.0930	17.9070	
Total		595826913	277183266	46.5208	269757829	7425437	97.3211	2.6789	



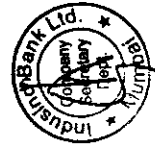
IndusInd Bank Limited									
Resolution Required : Ordinary			5 - Ordinary Resolution: Appointment of Mr.Shanker Annaswamy, DIN 00449634, as Independent Director						
Whether Promoter / Promoter group are interested in the Agenda / Resolution?			No						
Category	Mode of Voting	No. of shares held	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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting	329058662	171274852	52.0499	171274852	0	100.0000	0.0000	
	e-Voting at the AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		171274852	52.0499	171274852	0	100.0000	0.0000	
Public Non-Institutions	Remote e-Voting		16893403	9.4860	16890467	2936	99.9826	0.0174	
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18754906	10.5313	18751970	2936	99.9843	0.0157	
Total		595826913	278711102	46.7772	278708166	2936	99.9989	0.0011	



IndusInd Bank Limited									
Resolution Required : Ordinary			6 - Appointment of Dr. T. T. Ram Mohan, DIN 00008651, as Independent Director.						
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$	
Promoter and Promoter Group	Remote e-Voting	88681344	0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM		88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting	329058662	171274852	52.0499	171274852	0	100.0000	0.0000	
	e-Voting at the AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		171274852	52.0499	171274852	0	100.0000	0.0000	
Public Non-Institutions	Remote e-Voting	178086907	16893333	9.4860	16890622	2711	99.9840	0.0160	
	e-Voting at the AGM		1857703	1.0431	1857703	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18751036	10.5291	18748325	2711	99.9855	0.0145	
Total		595826913	278707232	46.7765	278704521	2711	99.9990	0.0010	



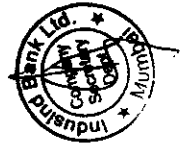
IndusInd Bank Limited									
Resolution Required : Ordinary		7 - Remuneration to Non-Executive Directors of the Bank.							
Whether Promoter / Promoter group are interested in the Agenda / Resolution?		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting		171274852	52.0499	171274852	0	100.0000	0.0000	
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		171274852	52.0499	171274852	0	100.0000	0.0000	
Public Non-Institutions	Remote e-Voting		16893393	9.4860	16882137	11256	99.9334	0.0666	
	e-Voting at the AGM	178086907	1857123	1.0428	1857123	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18750516	10.5288	18739260	11256	99.9400	0.0600	
Total		595826913	278706712	46.7765	278695456	11256	99.9960	0.0040	



IndusInd Bank Limited									
Resolution Required : Ordinary		8 -Remuneration to Mr. R. Seshasayee, DIN 00047985, Part-time Non-Executive Chairman.							
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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting		171274852	52.0499	171274852	0	100.0000	0.0000	
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		171274852	52.0499	171274852	0	100.0000	0.0000	
Public Non-Institutions	Remote e-Voting		16893279	9.4860	16891490	1789	99.9894	0.0106	
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18754782	10.5313	18752993	1789	99.9905	0.0095	
Total		595826913	278710978	46.7772	278709189	1789	99.9994	0.0006	



IndusInd Bank Limited									
Resolution Required : Special		9 - Issue of Long Term Bonds / Non-Convertible Debentures on Private Placement Basis.							
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	Remote e-Voting		0	0.0000	0	0	0.0000	0.0000	
	e-Voting at the AGM	88681344	88681344	100.0000	88681344	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		88681344	100.0000	88681344	0	100.0000	0.0000	
Public Institutions	Remote e-Voting		175138008	53.2239	175138008	0	100.0000	0.0000	
	e-Voting at the AGM	329058662	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		175138008	53.2239	175138008	0	100.0000	0.0000	
Public Non-Institutions	Remote e-Voting		16893433	9.4861	16892635	798	99.9953	0.0047	
	e-Voting at the AGM	178086907	1861503	1.0453	1861503	0	100.0000	0.0000	
	Postal Ballot		-	-	-	-	-	-	
	Total		18754936	10.5314	18754138	798	99.9957	0.0043	
Total		595826913	282574288	47.4256	282573490	798	99.9997	0.0003	



BHANDARI & ASSOCIATES

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,
J. B. Nagar, Andheri East. Mumbai- 400 059
Tel: +91 22 4221 5300 Fax: +91 22 4221 5303
Email: mumbai@anilashok.com

**Consolidated Scrutinizer Report for Remote E-voting & E-Voting at the 22nd AGM of
IndusInd Bank Limited.**

(Pursuant to section 108 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman of 22nd Annual General Meeting of
IndusInd Bank Limited
(CIN: L65191PN1994PLC076333)
8th Floor, Tower 1, One Indiabulls Centre,
841, S.B. Marg, Elphinstone Road,
Mumbai - 400 013

Dear Sir,

I, S.N. Bhandari, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of IndusInd Bank Limited ("the Bank") for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") and through Electronic means at Annual General Meeting Venue to be carried by the Bank pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rule, 2014 ("Rules") as amended, on the resolutions contained in the notice to the 22nd Annual General Meeting (AGM) of the shareholders of the Bank, held on July 1, 2016 at Hotel Le Meridien, Raja Bahadur Mill Road, Pune - 411001.

My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report of the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL") and Link Intime India Pvt. Ltd (Registrar and Share Transfer Agent) [the Agency/service provider] to the shareholders of the Bank.



B&A

- (i) The Bank has availed the e-voting facility offered by NSDL for conducting Remote e-voting by the Shareholders of the Bank. The Bank has also availed the e-voting facility at the AGM venue provided by the Registrar and Share Transfer Agent (RTA) of the Bank for all those shareholders who are present at the AGM and who have not cast their votes through the remote e-voting facilities.
- (ii) The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Financial Express" and a vernacular newspaper "Loksatta" of wide circulation in their respective editions dated the 8-June-2016.
- (iii) The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolution placed for approval of the Members was **Friday, June 24, 2016**.
- (iv) As prescribed in the Rules, remote e-voting facility was kept open for three days from **Tuesday, June 28, 2016 9.00 am till Thursday, June 30, 2016, 5.00 pm**.
- (v) At the end of remote e-voting period on Thursday, June 30, 2016 voting portal of NSDL was blocked forthwith.
- (vi) On Friday, July 1, 2016 after the conclusion of AGM, the report on the e-voting conducted at the AGM venue was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Manisha Maheshwari and Mr. Shubham Toshniwal.
- (vii) I have scrutinized and verified the remote e-voting and e-voting votes casted therein based on the data generated from NSDL e-voting portal and RTA respectively.

I now submit my consolidated report on result of the remote e-voting and e-voting at the AGM in respect of said resolutions is as under:



Item No. 1: As an Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	591	191,149,025	100
Total	704	281,691,872	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	0	-	-
Total	0	-	-

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 2: As an Ordinary Resolution

To declare Dividend on equity shares for the financial year ended March 31, 2016.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	602	192,031,217	100
Total	715	282,574,064	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	2	325	0.00(Negligible)
Total	2	325	0.00(Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 3: As an Ordinary Resolution

To appoint a Director in place of Mr. R. Seshasayee, DIN 00047985 who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

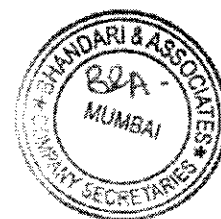
Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	571	184,702,808	98.16
Total	684	275,245,655	98.76

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	11	3,464,999	1.84
Total	11	3,464,999	1.24

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 4: As an Ordinary Resolution

To appoint M/s Price Waterhouse Chartered Accountants LLP, Mumbai Firm Regn. No. (012754N / N500016) as Statutory Auditors of the Bank for a period commencing from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Bank and to authorise the Board of Directors to fix their remuneration.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	568	179,214,982	96.02
Total	681	269,757,829	97.32

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	31	7,425,437	3.98
Total	31	7,425,437	2.68

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 5: As an Ordinary Resolution

To appoint Mr. Shanker Annaswamy (DIN 00449634) as Independent Director of the Bank.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	571	188,165,319	100
Total	684	278,708,166	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	12	2,936	0.00(Negligible)
Total	12	2,936	0.00(Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 6: As an Ordinary Resolution

To appoint of Dr. T T Ram Mohan (DIN 00008651) as Independent Director of the Bank.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	112	90,539,047	100
Remote e-voting	571	188,165,474	100
Total	683	278,704,521	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	11	2,711	0.00(Negligible)
Total	11	2,711	0.00(Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 7: As an Ordinary Resolution

To approve the Remuneration in the form of Profit-related Commission to the Non-Executive Directors of the Bank (other than the part time Non-Executive Chairman) with effect from April 1, 2016.

(i) Voted in favour of the resolution:

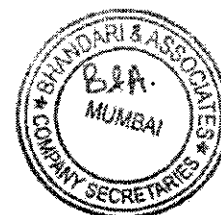
Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	111	90,538,467	100
Remote e-voting	562	188,156,989	99.99
Total	673	278,695,456	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	20	11,256	0.01
Total	20	11,256	0.00(Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	2	4,380
Remote e-voting	141	23,351,465
Total	143	23,355,845



Item No. 8: As an Ordinary Resolution

To approve the Remuneration in the form of Profit-related commission to Mr. R. Seshasayee (DIN: 00047985) Part-time Non- Executive Chairman, with effect from April 1, 2016.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	569	188,166,342	100
Total	682	278,709,189	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	12	1,789	0.00(Negligible)
Total	12	1,789	0.00(Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465



Item No. 9: As a Special Resolution

To accord approval to the Board of Directors to borrow/raise funds by way of issue of securities including but not limited to issue Bonds and Non-convertible Debentures (NCDs) i.e. Long-Term Infrastructure Bonds and Subordinated Non-convertible Debentures / Bonds eligible to be included as Additional Tier 1 (AT1) and Tier 2 (T2) Capital of the Bank/ any other instrument, up to Rs. 5,000 crores on Private Placement basis and that the said borrowing shall be within the overall borrowing limits of the Bank as may be approved by the Members from time to time.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	113	90,542,847	100
Remote e-voting	591	192,030,643	100
Total	704	282,573,490	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	-	-
Remote e-voting	10	798	0.00(Negligible)
Total	10	798	0.00(Negligible)

(iii) Votes Invalid:

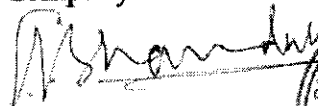
Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	141	23,351,465
Total	141	23,351,465

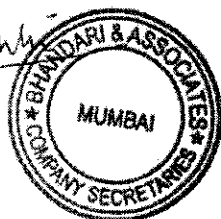


- (viii) All the Resolutions mentioned in the AGM notice dated May 12, 2016 as per the details above stand passed under Remote E-Voting and electronic voting at AGM venue with the requisite majority.
- (ix) The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours Faithfully,
For Bhandari & Associates
Company Secretaries


S. N. Bhandari
Partner
Membership No. 761
COP No. 366

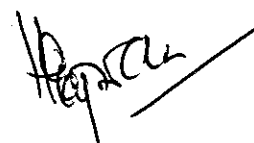


Place: Mumbai
Date: July 2, 2016

Witness 1: 
MANISHA MAHESHWARI

Witness 2: 
SHUBHAM TOSHWAL

COUNTER SIGNED BY:
For IndusInd Bank Limited


Company Secretary
(Under Authority by Chairman)