

July 27, 2017

**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

Madam / Dear Sir,

Sub: Summary of the Proceedings of the 23rd Annual General Meeting of the Bank held on Wednesday, July 26, 2017

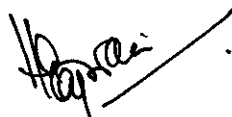
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Proceedings of the 23rd Annual General Meeting (AGM) of the Bank held at 2.00 p.m. on Wednesday, July 26, 2017 in Hotel Sheraton Grand (formerly, Hotel Le Meridien), Raja Bahadur Mill Road, Pune – 411 001, Maharashtra to transact the business as set out in the Notice of the AGM.

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

We request you to take above information on record.

Thanking you,

Yours faithfully,
For IndusInd Bank Limited



**Haresh Gajwani
Company Secretary**

Encl: a/a



SUMMARY OF THE PROCEEDINGS OF THE 23RD ANNUAL GENERAL MEETING (AGM) OF INDUSIND BANK LTD.

Meeting Day, Date & Time	:	Wednesday, July 26, 2017 at 2.00 p.m.
Venue	:	Hotel Sheraton Grand (formerly, Hotel Le Meridien), Raja Bahadur Mill Road, Pune - 411 001, Maharashtra.
Chairman	:	Mr. R. Seshasayee, Chairman of the Bank, Chaired the Meeting.
Directors Present	:	All Directors of the Bank were present at the meeting.
Members attending the Meeting	:	325 Members were present in person and 24 Members were represented by Proxies.
Quorum	:	The requisite quorum, as required under the Companies Act, 2013, was present.

1. The requisite quorum being present, Mr. R. Seshasayee, Chairman called the Meeting to order. He welcomed the Members at the Bank's 23rd Annual General Meeting. He then introduced the Directors seated on the dais.
2. The Chairman mentioned that all Members of the Board of the Bank were present at the meeting, including Mr. T. Anantha Narayanan, Chairman of the Audit Committee and of the Nomination & Remuneration Committee, Mr. Vijay Vaid, Chairman of the Stakeholders' Relations Committee, as well as representatives of the Statutory Auditors, and representatives of the Secretarial Auditors of the Bank.
3. With the consent of the Shareholders, the Notice convening the Meeting was taken as read.
4. The Chairman mentioned about the availability of Statutory Registers for inspection in terms of the requirements of the Companies Act, 2013. He then informed the Members present that the Bank had received 29 valid Proxies, representing 11,88,875 Equity Shares, which comprised 0.20% of Bank's Paid-Up Equity Capital as on July 19, 2017.
5. The Chairman read his Speech addressed to the Shareholders. This was followed by a presentation made by Mr. Romesh Sobti, Managing Director & CEO, on the operations and the financial performance of the Bank for the Financial Year ended March 31, 2017, and for the quarter ended June 30, 2017.



6. With the consent of the Shareholders, the Auditors' Report and the Report of the Secretarial Auditors for the year ended March 31, 2017 were taken as read, as these Reports did not contain any adverse comments / qualifications.
7. Before consideration of the Resolutions as set out in the AGM Notice, the Chairman invited the Shareholders present to speak, to seek details on the Annual Report or on Operations of the Bank, and to make suggestions and give their views. The Shareholders then spoke, one by one, in the order in which their names had been listed. After listening to all the speakers, the Chairman responded to the queries raised by the Shareholders.
8. The Chairman then took up the Ordinary as well as Special Business, seriatim, in accordance with the Notice of the AGM.

The following items of business as set out in the Notice of 23rd AGM were taken up for the consideration:

ORDINARY BUSINESS:	
1.	Adoption of the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2017, together with the Reports of the Board of Directors and Auditors thereon.
2.	Declaration of Dividend on Equity Shares of the Bank for the Financial Year ended March 31, 2017.
3.	Appointment of Director in place of Mr. Romesh Sobti (DIN: 00031034), who retires by rotation and, being eligible, offers himself for re-appointment.
4.	Re-appointment of M/s Price Waterhouse Chartered Accountants LLP, Mumbai, Chartered Accountants (Firm's Regn. No. 012754N/ N500016) as Statutory Auditors of the Bank and authorise the Board of Directors to fix their remuneration.
SPECIAL BUSINESS:	
5.	Ordinary Resolution: Re-appointment of Mr. R. Seshasayee (DIN: 00047985), as Part-time Non-Executive Chairman of the Bank for a period of two years, with effect from July 24, 2017.
6.	Special Resolution: Borrowing of monies not exceeding Rs.50,000 crores pursuant to Section 180(1)(c) of the Companies Act, 2013 and other applicable provisions.
7.	Special Resolution: Issue of Long-Term Bonds / Non-Convertible Debentures on Private Placement Basis.

9. While explaining the voting procedure, the Chairman informed the Shareholders that in compliance with the Companies Act, 2013 and the Rules made thereunder and SEBI (LODR) Regulations, 2015, the Bank had provided Remote e-Voting facility to its Members, to enable them to cast their votes electronically. The Remote e-Voting facility was kept open for 3 days, i.e., from 9.00 a.m. on Sunday, July 23, 2017 up to 5.00 p.m. on Tuesday, July 25, 2017.

He then mentioned that similar voting rights were available to the Members present, in person or via Proxies, to vote in proportion to the shares held by them. The Chairman requested the Shareholders who had not cast their votes through Remote e-Voting to cast their votes electronically using the Tablets made available at the venue.



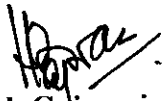
The Chairman further mentioned that Shareholders who had already cast their votes using Remote e-Voting were not eligible to cast their votes again.

Shareholders were also informed that the Board had appointed Mr. S.N. Bhandari, Practising Company Secretary, as 'Scrutinizer', for conducting the e-Voting process for the AGM in a fair and transparent manner, and had authorised him to scrutinize the votes cast at the AGM through Tablets as well as through Remote e-Voting and to submit the Consolidated Report of voting in compliance with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

10. The Chairman then requested Shareholders who had not cast their votes through Remote e-Voting to get in touch with the Registrar's Service Desk for casting their votes electronically through Tablets.
11. The Chairman informed the Shareholders that the Consolidated Report on results of voting shall be announced not later than 48 hours from the conclusion of the AGM, i.e., on or before 5.00 p.m. on Friday, July 28, 2017 at the Corporate Office of the Bank and shall also be displayed at the Registered Office (Pune) / Secretarial & Investor Services Office (Andheri) of the Bank and hosted on the Bank's website www.indusind.com and on the website of NSDL, upon intimation being sent to the Stock Exchanges where the securities of the Bank are listed.
12. The Chairman authorised the Managing Director & CEO / Chief Financial Officer / Company Secretary / Branch Manager (Pune) to declare the consolidated Results of voting (i.e. Remote e-Voting and Tablet Voting) based on the Report of the Scrutinizer.

The Chairman thanked the Shareholders for attending the 23rd AGM of the Bank and declared the meeting as concluded at 3.30 p.m.

For IndusInd Bank Ltd.



Haresh Gajwani
Company Secretary
M. No. A18225

Place: Mumbai
Date: July 27, 2017