



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
इन्डियन कॉम्प्लेक्स, कफ परेड,
मुंबई - 400 005.
टेलिफोन : (+91 22) 6655 3355
(+91 22) 6655 3405, 3410, 3404
फैक्स : (+91 22) 2218 0411
वेबसाइट : www.idbibank.in

IDBI Bank Limited
Regd. Office : IDBI Tower,
WTC Complex, Cuffe Parade,
Mumbai - 400 005.
TEL.: (+91 22) 6655 3355
(+91 22) 6655 3405, 3410, 3404
FAX : (+91 22) 2218 0411
Website : www.idbibank.in

28 मई 2024

The Manager (Listing) BSE Ltd., 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001	The Manager (Listing) National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
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Dear Madam/Sir,

Annual Secretarial Compliance Report
for the year ended March 31, 2024

In terms of Regulation 24A of the SEBI (LODR) Regulations, 2015 read with SEBI's Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and relevant circulars issued by the Stock Exchanges from time to time, we forward herewith a copy of the Annual Secretarial Compliance Report furnished by S. N. Ananthasubramanian & Co., Company Secretaries for the year ended March 31, 2024.

Kindly acknowledge receipt and take the above on record.

भवदीया,
कृते आईडीबीआई बैंक लिमिटेड


[ज्योति नायर]
कंपनी सचिव

संलग्न: उपर्युक्त



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) – 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

To,
The Board of Directors,
IDBI Bank Limited
CIN: L65190MH2004GOI148838
IDBI Tower, WTC Complex,
Cuffe Parade, Mumbai – 400005

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2023-24

We have been engaged by IDBI Bank Limited (hereinafter referred to as 'the Bank') bearing CIN: L65190MH2004GOI148838 whose equity shares and Non- Convertible Bonds are listed on National Stock Exchange of India Limited and / or BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Master Circular SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Bank to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

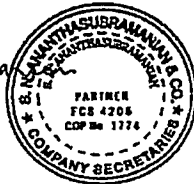
Our responsibility is to verify compliances by the Bank with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

S. N. Ananthasubramanian

S. N. Ananthasubramanian
Founding Partner
FCS: 4206 | COP No.: 1774
23rd May, 2024 | Thane





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**ANNUAL SECRETARIAL COMPLIANCE REPORT OF IDBI BANK LIMITED
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2024**

We have examined:

- (a) all the documents and records made available to us and explanations provided by IDBI Bank Limited ('the listed entity /'IDBI Bank');
- (b) filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the financial year ended 31st March, 2024 ('review period'), in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not Applicable as there was no reportable event during the review period;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable as there was no reportable event during the review period;**





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- (e) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021- **Not Applicable** as there was no reportable event during the review period;
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations); and circulars/ guidelines issued there under;
- (h) Securities And Exchange Board of India (Bankers to an Issue) Regulations, 1994;
- (i) Securities And Exchange Board of India (Depositories And Participants) Regulations, 2018.

and based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- (b) The listed entity has taken the actions to comply with the observations made in previous reports – **Not Applicable**
- (c) We hereby report that, during the review period the compliance status of the listed entity with the requirements is as mentioned in **Annexure – A** to the report.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023

S. N. Ananthasubramanian

S. N. Ananthasubramanian

Founding Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206F000429763

23rd May, 2024 | Thane





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Annexure- A

We hereby report that, during the review period, the compliance status of the listed entity is as given hereunder:

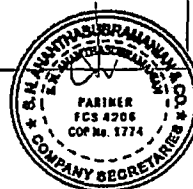
Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
1)	Secretarial Standard The compliances made by IDBI Bank are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2)	Adoption and timely updation of the Policies: <input type="checkbox"/> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of IDBI Bank. <input type="checkbox"/> All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI.	Yes	None
3)	Maintenance and disclosures on Website: <input type="checkbox"/> IDBI is maintaining a functional website. <input type="checkbox"/> Timely dissemination of the documents / information under a separate section on the website. <input type="checkbox"/> Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	None





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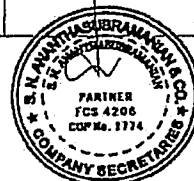
Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
4)	Disqualification of Director: None of the Director of the Company is/are disqualified under Section 164 of Companies Act, 2013, as confirmed by IDBI Bank.	Yes	None
5)	Details related to Subsidiaries of IDBI Bank have been examined w.r.t., a) Identification of material subsidiary companies b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	None
6)	Preservation of Documents: IDBI Bank is preserving and maintaining records as prescribed under SEBI Regulations and disposal /archival of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	None
7)	Performance Evaluation: IDBI Bank has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations	Yes	None
8)	Related Party Transactions: a) IDBI Bank has obtained prior approval of Audit Committee for all Related party transactions, or b) IDBI Bank has provided detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit Committee, in case no prior approval has been	Yes NA	None None





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
	obtained.		
9)	Disclosure of events or information: IDBI Bank has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None
10)	Prohibition of Insider Trading: IDBI Bank is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	The Bank is in compliance with Reg 3(5) & Reg 3(6) for maintaining a Structural Digital Database (SDD) as a listed entity. With respect to maintenance of SDD as a fiduciary, the Bank has confirmed that it has procured the SDD software which is in the final stage of implementation.
11)	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against IDBI Bank / its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	The actions taken or penalties levied on subsidiaries of Bank are in the course of its business as a Stock Broker incurs regular penalties from BSE/NSE which are operational in nature and not material.
12)	Resignation of statutory auditors from IDBI Bank or its material subsidiaries In case of resignation of statutory auditor from IDBI Bank or any of its material subsidiaries during the financial year, IDBI Bank and / or its material subsidiary(ies)	Not Applicable	No reportable event during the period under review.



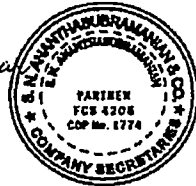


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Company Secretaries

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
	has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13)	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.	Yes	None

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 5218/2023

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