

Private & Confidential – Not for Circulation

[This Disclosure Document has been prepared in conformity with Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008]



IDBI BANK LIMITED

(Formerly Industrial Development Bank of India Limited)

(Incorporated under the Companies Act, 1956,
a Banking Company under the Banking Regulation Act, 1949
and a Public Financial Institution under section 4A of Companies Act, 1956)

Regd. Office: IDBI Tower, WTC Complex, Cuffe Parade, Mumbai 400 005
Tel: (022) 66553355/22189111 Fax: (022) 2218 8137 Website: www.idbi.com

Disclosure Document for 3,000 Unsecured Redeemable Non-Convertible Subordinated (Lower) Tier II Bonds of Rs.10,00,000 each for cash at par amounting to Rs.300 crore on Private Placement basis with a green shoe option to retain additional subscription upto Rs.300 crore

General Risk: For taking an investment decision, investors must rely on their own examination of the Issuer and the Offer including the risks involved. The Bonds have not been recommended or approved by the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this Disclosure Document.

Issuer's Absolute Responsibility: The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this Disclosure Document contains all information with regard to the Issuer, and the Issue, which is material in the context of the Issue, that the information contained in this Disclosure Document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Disclosure Document or any of such information or the expression of any such opinions or intentions misleading in any material respect.

Credit Rating:

Senior & Subordinated (Lower) Tier II Bonds : ICRA 'LAA+' (L Double A plus with Stable outlook),
CRISIL 'AA+/Stable' (Double A plus with Stable outlook)

For details of the above rating definitions, the investors are advised to refer Section XXI on 'Credit Rating' (page 27) of the Disclosure Document.

The Rating(s) are not a recommendation to buy, sell or hold securities and Investors should take their own decisions. The rating may be subject to revision or withdrawal at any time by the assigning Rating Agency on the basis of new information. Each rating should be evaluated independent of any other rating.

Listing : The Bonds are proposed to be listed on the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE).

Registrars to the Issue

Investors Services of India Ltd. (ISIL),
IDBI Building, Plot No.39-41, Sector 11,
CBD Belapur, Navi Mumbai – 400 614

Trustees to the Bondholders

IDBI Trusteeship Services Ltd. (ITSL)
Asian Building, Ground Floor,
17, R. Kamani Marg,
Ballard Estate, Mumbai – 400 021

This Schedule under SEBI guidelines dated June 6, 2008 for private placement of bonds is neither a prospectus nor a statement in lieu of prospectus and does not constitute an offer to the public generally to subscribe for or otherwise acquire the bonds to be issued by Issuer.

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I. Name and Address of the Registered Office**IDBI BANK LIMITED**

Regd. Office: IDBI Tower, WTC Complex, Cuffe Parade, Mumbai - 400 005

II. Names and Addresses of the Directors on the Board as on May 31, 2010

Sr.No.	Names of the Directors with their addresses
1.	Shri Yogesh Agarwal CMD IDBI Bank Ltd., IDBI Tower, WTC Complex, Cuffe Parade, Mumbai-400 005 (demitted office on June 5, 2010)
2.	Shri B.P Singh DMD IDBI Bank Ltd., IDBI Tower, WTC Complex, Cuffe Parade, Mumbai-400 005
3.	Shri G.C Chaturvedi Additional Secretary, Dept. of Financial Services, Ministry of Finance, Government of India, Jeevan Deep Building, 10, Parliament Street, New Delhi – 110 001.
4.	Shri R.P Singh Secretary, Ministry of Commerce and Industry, Department of Industrial Policy & Promotion, Government of India, Udyog Bhavan, New Delhi – 110 001.
5.	Shri Analjit Singh Executive Chairman, Max India Ltd., Max House, 1, Dr. Jha Marg, Okhla, New Delhi – 110 020.
6.	Ms. Lila Firoz Poonawalla Chairperson – Lila Consulting Services, Akshay Park, 1st Floor, Office No.8, Thergoan, Pune – 411 033.
7.	Shri K. Narasimha Murthy Partner – Narasimha Murthy & Co., (Cost Accountants Firm), 3-6-365, 104-105, Pavani Estate, Himayatnagar, Hyderabad – 500 029.

Sr.No.	Names of the Directors with their addresses
8.	Shri Hiralal Zutshi D-25, Defence Colony, New Delhi – 110 024.
9.	Shri Subhash Tuli S. Tuli & Co., Chartered Accountants, 8-Halwasia Court, Hazratganj, Lucknow – 226 001.
10.	Dr. Sailendra Narain B-231, Vikasini CHS, Sector 8B, CBD Belapur, Navi Mumbai – 400 614.

III. Brief History of IDBI Bank Ltd.

Overview and History

IDBI Bank is a company incorporated on September 27, 2004 under the Companies Act and the Banking Regulation Act. The RBI has classified the Bank as an 'Other Public Sector Bank'.

The Industrial Development Bank of India (**IDBI**) was established in 1964 by the Government under the Industrial Development Bank of India Act, 1964 (the **IDBI Act, 1964**). Initially, IDBI was set up as a wholly-owned subsidiary of the RBI to provide credit and other facilities for the development of industry. In 1976, the ownership of IDBI was transferred to the Government and it was entrusted with the additional responsibility of acting as the principal financial institution for co-ordinating the activities of institutions engaged in the financing, promotion or development of industry. Over the last four decades, the Bank has primarily provided finance to large and medium industrial enterprises engaged or to be engaged in the manufacture, processing or preservation of goods, mining, shipping, transport, hotel industry, information technology, medical and health, leasing generation and distribution of power, maintenance, repair, testing, servicing of vehicles, setting up of industrial estates and also in research and development for the promotion of industrial growth. IDBI had also been assigned a special role for co-ordinating the activities of institutions engaged in financing, promoting or developing industries.

In the past, the Government had provided direct and indirect financial assistance and support to IDBI, including access to low cost funding and assistance by way of restructuring of high cost liabilities. Though Gol has no legal obligation to provide financial assistance or extend support to IDBI, it had done so from time to time considering the unique role assigned to IDBI in the industrial development of the country.

The structural changes in the industrial sector including the opening up of the economy and the ongoing disintermediation in the financial sector had changed the credit profile of IDBI. IDBI always kept itself adapted with the structural changes in the industrial sector including the opening up of the economy and the ongoing disintermediation in the financial sector in order to avail the opportunities and meeting the challenges thereupon. The sources and availability of cheap long term funds declined resulting in difficulties in operations as a stand alone DFI. To impart more flexibility in its operations and enable it to diversify on both asset and liability side and thereby expand its scope of operations, IDBI Act was repealed and Industrial Development Bank of India Ltd (IDBI Ltd.) was incorporated on September 27, 2004 under the Companies Act and the Banking Regulation Act 1949. On October 1, 2004, the undertaking of IDBI was transferred to IDBI Ltd. and IDBI Ltd. took up banking operations with effect from that date in consonance with the provisions of the IDBI Repeal Act, 2003 and the Memorandum and Articles of Association of IDBI Ltd. As per the provisions of the Repeal Act, IDBI Ltd. continued as a Public Financial Institution (PFI) under section 4A of the Companies Act, 1956.

In connection with its conversion into a banking corporation, the Bank was granted certain temporary regulatory relaxations, including exemption from compliance with SLR requirements for the first five years after the Appointed Date. In addition, the Bank is also required to meet the Priority Sector Lending requirements in a phased manner so as to comply with those requirements by the end of fiscal year 2011. The Bank complied with the SLR requirement with effect from June, 2009. As of September 30, 2009, the SLR holding of the Bank was 29 per cent., as compared to the RBI's stipulated norms of 25 per cent.

Merger of erstwhile IDBI Bank Ltd. and United Western Bank Ltd.

To create a more conducive environment for the transition and to give fillip to the business operations of the new entity (IDBI Ltd.), the then IDBI's Board decided that for effective transition to a banking company, IDBI Ltd. should leverage on its banking subsidiary, IDBI Bank Ltd. The scheme of Amalgamation/Merger of IDBI Bank Ltd. with IDBI Ltd. became effective from October 1, 2004 after the same was approved separately by the respective General Body of Shareholders and by RBI, in terms of the provisions of the Banking Regulation Act, 1949. Subsequently, IDBI Ltd. also took over the United Western Bank with effect from October 3, 2006, pursuant to the Government granting approval for the amalgamation.

Change of Name

To properly reflect the business of banking being carried on by it, the name of 'Industrial Development Bank of India Limited' has been changed to 'IDBI Bank Limited' w.e.f. May 07, 2008, the date on which the Registrar of Companies, Maharashtra, issued fresh certificate of incorporation. Subsequently, the change of name was notified by Reserve Bank of India, vide DBOD.BP.BC.NO.21.01.002/2007-08 dated May 16, 2008, which was published in Government Gazette dated on June 14, 2008.

Ownership and Government Holding

The ownership of IDBI during 1964-76 was vested with the RBI and was transferred to the Government of India with effect from February 16, 1976. The IDBI Act was amended in October, 1994 permitting, *inter alia*, IDBI to raise equity from the public subject to the Government's shareholding in IDBI not falling below 51.0 per cent. Pursuant to the amendment, IDBI made its initial public offering (IPO) in July, 1995 and raised Rs.2,184 crore; consequently the percentage of Government ownership was reduced from 100 per cent. to 72.1 per cent. The Government's shareholding was further reduced to 56 per cent with effect from June 5, 2000 as the Government converted 24.7 crore equity shares into 24.7 crore fully paid preference shares of Rs.10 each redeemable within three years. These preference shares were redeemed in 2001. On March 29, 2001, IDBI issued 244,811,400 fully paid equity shares of Rs.10 each as bonus shares (in the ratio of three equity shares for every five equity shares held) by capitalisation of the capital reserve account of Rs.4.52 crore and the share premium account of Rs.240 crore. Subsequent to the merger of the Bank with IDBI Bank Ltd., the Government shareholding fell further to 52.8 per cent.

As on May 31, 2010, the authorised capital of the Bank was Rs.1,250 crore and the paid up capital Rs.725 crore with Central Government's shareholding at 52.67%. The provisions of Memorandum and Articles of Association of IDBI Ltd. require that the "Central Government being a shareholder of the Company, shall at all times maintain not less than 51% of the issued capital of the Company. IDBI Bank Ltd. has been categorized as 'Other Public Sector Bank' by the RBI. The Central Government has advised all its Ministries that the Bank "may be treated on par with Nationalized Banks/State Bank of India by Government Departments/Public Sector Undertakings/ other entities for all purposes, including deposits/bonds/ investments/ guarantees and government business". Further, in the Finance Bill 2009, section 10(23D) of the Income Tax Act, 1961 defining the expression 'Public Sector Banks' has been amended incorporating 'Other Public Sector Banks' under the said expression.

The equity shares of the Bank are listed on the Bombay Stock Exchange Limited (the BSE) and the National Stock Exchange of India Limited (the NSE).

Present Organisational Setup

The organisational set-up of the Bank has been restructured to focus on business growth based on customer segmentation. The Bank is now functionally organised in two major business verticals comprising of the Retail Banking group and the Corporate Banking group headed by two Group Heads.

There are 6 business verticals distributed between the Retail Banking and the Corporate Banking groups. The Retail Banking group encompasses the Personal Banking segment, the Small and Medium Enterprises (SME) segment and the Agricultural segment. The Corporate Banking group comprises the Infrastructure Segment, the Large Corporate segment and the Mid Corporate segment.

The other functional areas of the Bank comprise Treasury, International Banking, Risk Management, Internal Audit, Corporate Strategy and Planning, Human Resource and Training and Administration. The restructuring of the business model and organisation structure has helped the Bank to bring all branches of the three erstwhile SBUs onto the same technology platform and is expected to galvanise the Bank in increasing its business focus to explore emerging business opportunities.

Offices/ Branches

The Bank has its registered office in Mumbai and has branches throughout India. As on date, the Bank has 721 domestic branches at 481 centres and 1,228 ATMs. In addition, the Bank opened its first overseas branch in the DIFC, Dubai, in December 2009.

IV. Brief Summary of the Business/Activities of IDBI Bank Limited

Following its transformation into commercial banking and the aforesaid mergers, the organizational structure of the merged entity has been realigned to offer a range of products both in the Corporate Banking and Retail Banking segments.

Corporate Banking*Overview*

The Bank extends financial assistance, both, funded and non-funded, short and long term, secured and unsecured, to large corporates and mid-sized corporates as well as those in the SME sector to meet their capital expenditure and working capital requirements. The quantum of credit granted under any of the facilities is dependent strictly on a need basis and is backed by a firm repayment/take-out. Financial assistance for capital expenditure is extended both in the form of project and non project finance assistance.

Project Finance

Project finance assistance entails the granting of direct assistance to medium and large-scale entities for the establishment of new projects as well as for the expansion, diversification and modernisation of existing projects. Assistance is in the form of rupee and foreign currency loans, underwriting and/or direct investments in share and debentures and guarantees for loans and deferred payments. Project finance loans granted by the Bank are normally repayable over a period of five to fifteen years depending upon the debt servicing or cash flow capacity of the borrower. Loans are usually secured by way of a first charge on all moveable and immovable property of the company, present and future. A sponsor's guarantee is sometimes obtained on a case-by-case basis based on the risks involved.

The Bank also provides financial guarantees, usually in foreign currency, to cover deferred payments and to enable corporates to raise loans from overseas. Guarantees extended by the Bank are solely on account of normal business operations and are subject to applicable prudential norms. The Bank's guarantees are normally secured by assets or by way of charge over the fixed assets of the assisted company.

Infrastructure financing continues to be the Bank's key area of direct finance, with the Bank financing projects involving large financial outlays to power, telecom, road and port projects. As of March 31, 2010, the Bank had total outstanding advances of Rs.138,202 crore, out of which outstanding assistance to infrastructure projects was Rs.27,200 crore constituting 19.7 per cent.

Non Project Finance Assistance

Financial assistance is provided to corporates for normal capital expenditure, working capital requirements, shortfalls in working capital and general corporate purposes, including expenses on voluntary retirement schemes and funding business acquisitions where no tangible asset creation is envisaged.

SME Financing

The Bank has been focusing on increasing exposure to SMEs which is considered to be the growth engine of the Bank. The Bank has developed a special business model and has been continuously developing customised products to cater to the financing needs of SMEs in India. Under its SME financing scheme, the Bank caters to a cross-section of the small and medium industries, to meet capital expenditure, working capital and trade finance related requirements. Assistance is extended to SME units including original equipment manufacturers, small roads and water transport operators, as well as retailers for financing credit card receivables. The loans under the scheme are secured by way of first charge on *pari passu* basis on the fixed or current assets of the borrower.

The Bank has initiated a series of initiatives as per Government of India and RBI guidelines to help the micro, small and medium enterprises (MSMEs) with additional liquidity, in the midst of current economic crisis. The Bank permitted MSME borrowers to enjoy concessions, including in relation to rates of interest, higher working capital limit, reduced margins on working capital and cash margins on non-fund based loan restructuring of stressed accounts. The Bank is also emphasising on the development of client friendly products for SMEs that obviate unnecessary information, which will be easy to understand so that hassle-free credit facilities could be provided to SME customers. The Bank has launched two new products for traders and professionals and the self-employed, namely, IDBI Sulabh Vvapar Loan and IDBI Loans to Professionals and Self-Employed.

As of March 31, 2010, the Bank's total SME advances amounted to Rs.10,159 crore.

Working Capital Assistance

The Bank extends working capital assistance to large corporates to meet their day-to-day working capital requirements. The Bank offers fund based credit products such as overdrafts, cash credit, working capital, demand loan, short term loans, bills negotiation/purchase/discounting and invoice purchase/discounting. The Bank also offers non-fund based working capital products in the forms of letters of credit (**LCs**), stand-by LCs, letters of undertaking and financial performance guarantees. The assistance is secured by way of first charge over the current assets of the borrower on *pari passu* basis with other working capital lenders.

Film Financing

The Bank has approved a sector limit of Rs. 1000 crore to assist the production of feature films in Hindi and other regional languages with a minimum budget outlay of Rs. 4 crore and which are produced by well-established and known production houses with a good track record. The Bank insists on obtaining insurance coverage for the films financed. Assistance is secured by a charge over the film negatives and all the intellectual property rights arising from the film, a personal guarantee from the producer, and a dedicated bank account in which all cash flows, including receipts, from the film are transacted. The film can be released only after the entire amount due to the Bank has been paid. The scheme has been in operation for more than eight years and has been generally satisfactory.

Agri-lending business

The Bank has been increasing the agri-lending business by targeting the primary and secondary players in the agricultural sector, including farmers, traders, processors and corporates. The Bank has introduced several new products catering to the sector, including term loans for farm mechanisation, minor irrigation projects, purchase of land, land development, horticulture and forestry, purchase of bullock carts, purchase of two wheelers by farmers and bio gas plants. The Bank also extends assistance for production credit, short term loans, demand loans for growing crops, loans against security of gold ornaments, warehouse receipts and crop receivables.

Loans are also extended for dairy, poultry, sheep and goat rearing, fisheries, piggy, sericulture and bee keeping activities, as well as to intermediaries like dealers in agricultural commodities and for construction of storage facilities. The Bank also extends loans to micro finance institutions for onlending to self help groups (SHGs).

The Bank has entered into refinancing arrangements with National Bank for Agricultural and Rural Development (NABARD) for agriculture loans.

As of March 31, 2010, the Bank had an exposure of Rs.12,746 crore to the agricultural sector, which represented 12.26 per cent. of the Bank's adjusted net bank credit (ANBC), as compared to Rs.8,311 crore as of March 31, 2009, reflecting a growth of 53 per cent.

Global Trade Services

The Bank provides a suite of products for trade related services to meet the requirements of clients. These include:

- bid and performance guarantees, financial guarantees, deferred payment guarantees, shipping guarantees, guarantees under the Export Promotion Capital Goods Scheme and standby LCs;
- export collections (open account) and negotiations of documents under LCs;
- import collections from clients including documents and payments through the Bank's correspondent network;
- discounting of bills drawn under LC facilities;
- inward and outward remittances including advance remittances;
- maturity factoring facilities in collaboration with Export Credit Guarantee Corporation of India Limited (**ECGC**);
- establishment of LCs and buyer's credit against LCs; and
- foreign currency accounts maintained in U.S. dollars, British pounds, Euro and Japanese yen.

In addition the Bank has an active treasury and derivative desk which offers hedge facilities against foreign exchange and interest rate risks encountered by corporates in their normal business operations. Derivative products offered include forward contracts, swaps and options.

The Bank also offers cash management services to its corporate and retail customers and accepts tax payment to the Government, state governments and municipal bodies. The Bank also offers investment banking and advisory services, including carbon credit to corporate clients.

Retail Banking

Since its conversion into a banking corporation, the Bank is increasingly meeting its funding requirement by acceptance of deposits from individuals. Retail deposit products include savings and current deposit accounts, recurring deposit and fixed term deposits. Such retail deposits help the Bank to reduce its overall cost of funds and to manage its asset liability position. The Bank offers retail loans to non-resident Indians and resident individuals including salaried employees and self employed professionals and businessmen to meet their various requirements. Retail loans are an important focus area of the Bank, in view of the higher yield as well as the scope to diversify the Bank's asset base and further de-risk the balance sheet. Major retail liability and asset products includes deposits, home loans, personal loans, education loans and loans against securities. A brief description of the retail products is given below.

Retail Liabilities

The Bank offers various deposit products under savings, current and term deposit schemes.

The savings bank deposit product is mainly targeted at individuals, trusts and associations. It is a complete financial package that provides the customer with easy access to his money and complete banking convenience. Apart from the basic benefits of a savings account, the Bank's savings product offers international debit card, phone banking, internet banking, options for faster transfer of funds, options to pay bills or tax online and a host of other facilities and services. The Bank has a wide range of savings bank products to meet the needs of customers with varying average quarterly minimum balance and host of free facilities.

In order to give an impetus to the financial inclusion policy of the RBI, the Bank launched a no-frills savings account with a low average balance requirement and including all basic banking, ATMs and internet banking facilities.

Current deposit accounts are mainly targeted at individuals, trading and business entities, as well as Government bodies. The Bank offers a wide range of current account products with average minimum balance ranging between Rs.10,000 to Rs.1,000,000. Multi-city and multi-branch banking, electronic transfer of funds, anytime banking through ATMs, Internet and phone banking services are available to the account holders.

Fixed deposits are term deposit products for tenors ranging from 15 days to 10 years. The interest rates for various tenors are determined by the market conditions. Some fixed deposits carry additional facilities such as loan and overdrafts, sweep in facility and zero balance savings account.

Recurring deposits are term deposits where the customer can contribute fixed sums on monthly basis. The tenor ranges between one year to 10 years and the rate of interest is aligned with that of fixed deposits. Loan and overdraft facilities are also extended against the recurring deposits.

Retail Assets

Home Loans

The Bank provides home loans to salaried individuals, self employed professionals and businessmen and non-resident Indians for financing of existing home loans, purchase or construction of houses or flats, home repairs and renovations, and purchase of plots of land. The loans are provided under various options (combination of repayment and interest payment) and can be granted normally up to a maximum of 85 per cent. of the property value. Loans are granted for a maximum tenure of 25 years or the age of retirement of the borrower whichever is earlier. Security for the loan is by way of first mortgage of the property to be financed. Title to the property should be clear and free from encumbrance. The Bank may also take additional collateral security on a case by case basis as necessary.

Personal Loans

The Bank offers personal loans to salaried individuals who have salary accounts with the Bank. Loans are granted for amounts ranging between Rs.50,000 and Rs.10 lakhs, depending upon the applicant's income, repayment capacity and applicant category. The maximum tenor of loan is five years. Personal loans from the Bank are accompanied by insurance cover against personal accident and job loss.

Education Loans

Education loans from the Bank aim at providing financial support for pursuing higher education in India and abroad. The loan amounts range from a maximum of Rs.10 lakh for studies in India and up to a maximum of Rs.20 lakh for studies abroad. Loans are offered to the student and the parent or guardian is taken as co-borrower. The co-applicant must be a salaried individual, or self employed professional or businessman. Expenses covered under the loan include the tuition fee, examination fees, purchase of books, equipments, travel expenses and any other expenses required to complete the course. The loan is to be repaid within a maximum of seven years after commencement of repayment. The repayment of the loan begins one year after the end of the course or six

months after the commencement of employment, whichever is earlier. The Bank does not insist on security for education loans up to Rs.4 lakh. Collateral security is insisted upon for loans above Rs.7.50 lakh, while loans between Rs.4 lakh and Rs.7.50 lakh are covered by third party guarantee.

Loans against Securities

A loan against securities is an overdraft facility against approved equity shares, mutual fund units and other securities. The margin and rate of interest on the advance are fixed depending on the nature of security offered. The overdraft limit is normally given for a one year period and is renewable, thereafter, on review.

Priority Sector

Commercial banks in India are required to extend at least 40 per cent. of their ANBC or credit equivalent amount of off-balance sheet exposure (OBSE), whichever is higher to the priority sectors comprising loans to agriculture and the rural sector, home loans up to Rs.20 lakh as well as small loans up to a specified limit to certain identified industries and sectors. Assistance to agriculture sector is required to comprise at least 18 per cent. of ANBC or credit equivalent amount of OBE, whichever is higher. At the time of the Bank's conversion into a banking corporation, the RBI had specified that the Priority Sector Lending target would need to be achieved in a phased, step-up manner so as to meet the Priority Sector Lending target and agricultural lending sub-target by March, 2011. As of March 31, 2010, the Bank has achieved 29.83 per cent of its ANBC as Priority Sector Lending and 10.44 per cent of its ANBC as agricultural lending.

Financial Highlights of IDBI Bank Ltd. for the last 3 years :

	(Rs. Crore)		
As at the year-end (March 31)	2009-10	2008-09	2007-08
Capital	725	725	725
Reserves & Surplus	9,438	8,697	8,095
Employees' Stock Options (Grants) o/s	2	2	2
Deposits	1,67,667	112,401	72,998
Borrowings	47,709	44,417	43,823
Other Liabilities & Provisions	8,031	6,160	5,051
Total Liabilities	2,33,572	172,402	1,30,694

As at the year-end (March 31)	2009-10	2008-09	2007-08
Cash & Balances with RBI	13,904	8,591	6,695
Balances with Banks and Money at Call & Short Notices	679	2,628	2,064
Investments	73,345	50,048	32,803
Advances	1,38,202	103,428	82,212
Fixed & Other Assets	7,442	7,707	6,920
Total Assets	2,33,572	172,402	1,30,694

For the Period	2009-10	2008-09	2007-08
Total Income (net of Provisions)	15,882	12,630	9,146
Total Expenses	14,837	11,644	8,323
Profit Before Tax	1045	986	823
Provision for Tax	14	127	93
Profit After Tax	1031	859	730

V. Details of the Bonds (Debt Securities) proposed to be issued and sought to be listed

IDBI Omni Bonds–Subordinated (Lower) Tier II : Unsecured, redeemable subordinated non-convertible bonds in demateriali-zed form governed by the Industrial Development Bank of India Ltd. (Issue and Management of Bonds) Rules, 2004. Bonds issued as IDBI Omni Bonds–Subordinated (Lower) Tier II would be are Capital Adequacy Guidelines of Reserve Bank of India (RBI), issued and updated from time to time. The Bonds are issued in accordance with the following guidelines as issued by RBI in this regard.

Maturity period

The bonds would have a minimum maturity of 5 years. However, if the bonds are issued in the last quarter of the year i.e. from 1st January to 31st March, they would have a minimum tenure of sixty three months.

Rate of interest

The coupon rate will be decided by the Board of the Bank or by the delegated authority.

Call Option

IDBI Omni Bonds-Subordinated (Lower) Tier II shall not be issued with a 'put option'. However, IDBI Bank may issue the instruments with a call option subject to strict compliance with each of the following conditions:

- (i) Call option may be exercised after the instrument has run for at least five years; and
- (ii) Call option shall be exercised only with the prior approval of RBI. While considering the proposals received from banks for exercising the call option the RBI would, among other things, take into consideration the bank's CRAR position both at the time of exercise of the call option and after exercise of the call option.

Step-up Option

IDBI Bank may have a step-up option which may be exercised only once during the whole life of the instrument, in conjunction with the call option, after the lapse of five years from the date of issue. The step-up shall not be more than 50 bps.

Other conditions

(i) IDBI Omni Bonds-Subordinated (Lower) Tier II should be fully paid-up, unsecured, subordinated to the claims of other creditors, free of restrictive clauses and should not be redeemable at the initiative of the holder or without the consent of the Reserve Bank of India.

(ii) Necessary permission from Exchange Control Department, RBI, should be obtained for issuing the instruments to NRIs/ OCBs/FIIs.

Grant of advances against bonds

IDBI Bank shall not grant advances against the security of its own bonds.

CREDIT RATING: 'LAA+' by ICRA (rating outlook Stable) & 'AA+/Stable' by CRISIL (Section XXI gives the Rating Definition)

The summary term sheet for the proposed bond issue is given in Section XXIII of this Disclosure Document.

Authority for the Placement

The proposed issue of Bonds is being made pursuant to Articles 75 and 76 of the Articles of Association of IDBI Bank Ltd. and relevant provisions of the Companies Act, 1956. The private placement of Bonds under the

terms of this Disclosure Document is being made pursuant to the approval accorded by the Board of Directors of the Bank, on an adhoc basis, in its meeting held on February 27, 2010 for raising an amount up to Rs.4,000 crore during FY 2010 -11 comprising Rs.2,500 crore of Senior Bonds/ Subordinated (lower) Tier II bonds, Rs.1,000 crore of Upper Tier II Bonds and Rs.500 crore of Innovative Perpetual Debt Instruments (IPDI) qualifying as Tier I capital. The aforesaid approval by the Board is within the overall borrowing limit of Rs.1,25,000 crore on outstanding basis under Section 293(1)(d) of the Companies Act, 1956, as approved by the shareholders at its meeting held on September 29, 2004.

RBI, vide its circular DBOD No. BP. BC. 5/21.01.002/99 dated February 08, 1999 (as updated vide circular DBOD No. BP. BC. 38 /21.01.002/ 2009-10 dated September 07, 2009) permitted commercial banks to issue Subordinated (Lower) Tier II bonds to the extent of 50% of the bank's Tier I capital to meet the Capital Adequacy norms.

The Issue is also made in accordance with SEBI (Disclosure and Investor Protection) Guidelines, 2000 and SEBI (Issue and Listing of Debt Securities) Regulations, 2008.

The Bank can undertake the proposed issue of bonds in conformity with the aforesaid approvals and no further approval from any government authority(ies)/ RBI is required by the Bank in this regard.

VI. Issue Size

Issue of 3,000 Unsecured Redeemable Non-Convertible Subordinated (Lower) Tier II Bonds of Rs.10,00,000 each for cash at par amounting to Rs.300 crore on Private Placement basis with a green shoe option to retain additional subscription upto Rs.300 crore

VII. Details of Utilization of the Issue Proceeds

The Issue is for augmenting the long term rupee resources of the Bank for the purpose of carrying out its functions authorized under the Memorandum and Articles of Association as well as for the purpose of capital enhancement.

The Main Object Clause of IDBI Bank Ltd. as contained in the Memorandum and Articles of Association enables the Bank to undertake the activities for which the funds are being raised in the present issue. Also, the main objects as contained in Memorandum and Articles of Association adequately cover its existing and proposed activities. The funds raised by way of this issue will be utilized for on-lending/ investment in shares/debenture including lending to infrastructure projects, debt servicing and such other activities as may be permitted under the Memorandum and Articles of Association.

Pending utilization of the issue proceeds as specified above, the same may be invested in interest bearing liquid instruments including deposits with other banks for necessary duration.

VIII. Material contracts/agreements involving financial obligations and other documents

1	Memorandum and Articles of Association of IDBI Bank Ltd.
2	Copy of the letter from the RBI dated April 15, 2005 classifying IDBI Ltd. under the new category 'Other Public Sector Banks'
3	Copy of Notification dated May 16, 2008 issued by Reserve Bank of India regarding change of the name of the Bank 'Industrial Development Bank of India Limited' to 'IDBI Bank Limited' (published in the Government Gazette on June 14, 2008)
4	Annual Report 2008-09 of IDBI Bank Ltd.
5	Press Release for Annual Results of FY 2009-10.
6	IDBI Ltd. (Issue and Management of Bonds) Rules, 2004.
7	Resolution under section 293(1)(d) of the Companies Act regarding borrowing powers passed at the Extra Ordinary General Meeting (EGM) of the shareholders of IDBI Ltd. held on September 29, 2004.

8	Resolutions of the Board of Directors of IDBI Bank Ltd. passed at the meeting held on February 27, 2010 authorising Deputy Managing Director/ Group Head (Retail Banking), the Executive Director, the Chief General Manager and the General Manager severally to finalize and file the Disclosure Document (including any updation thereof), on behalf of the Board of Directors, with the Stock Exchanges, for individual tranche of Private Placement of bonds during FY 2010-11
9	Letter from ICRA dated June 30, 2010 assigning 'LAA+' rating (with Stable outlook) for Senior and Lower Tier II bond issues for an amount of Rs.2,500 crore.
10	Letter from CRISIL dated June 29, 2010 assigning a 'AA+/Stable' rating for Senior and Lower Tier II bond issues for an amount of Rs.2,500 crore.
11	Tripartite Agreement between IDBI, NSDL and ISIL dated March 4, 2003.
12	Tripartite Agreement between IDBI, CDSL and ISIL dated October 17, 2005.
13	Letter of Consent dated May 07, 2010 of Investor Services of India Ltd. to act as Registrar for IDBI Omni Bond Issues 2010-11.
14	Letter of Consent dated May 07, 2010 of IDBI Trusteeship Services Ltd. to act as Bond Trustee for IDBI Omni Bond Issues 2010-11.

IX. Details of past borrowings including debt securities

The details of borrowings and deposits of IDBI Bank Limited as on March 31, 2010 are as under :

(Rs. Crore)		
As at 31-03-2010		
Borrowings		47709
1. Borrowings in India		
i. RBI	0	
ii. Other Banks	2861	
iii. Gol borrowings	0	
iv. Tier I bonds issued to Gol	2131	
v. Tier I bonds (IPDI)	1464	
v. Upper Tier II Bonds	3286	
vi. Subordinated (lower) Tier II Bonds	5818	
vii. Bonds guaranteed by Gol	2243	
viii. Others	26148	43951
2. Borrowings outside India		3758
Deposits - in India	167648	
- outside India	19	167667
Total		215376

(A) Public Issues of unsecured IDBI Bonds (Flexi Bonds)

Details of all outstanding public issues of bonds as on May 31, 2010 are furnished in the following table:

Year of Issue	Type of Issue	Amount Outstanding (Rs. Crore)	Deemed date of allotment	Redemption date	Rating at the time of issue
March 2001 Flexi – 2A	Floating Rate Bond	0.16	May 1, 2001	01/05/2011	'AAA' by CARE and 'AAA' by CRISIL
September 1998 Flexi – 4	Education Bond	1.60	November 16, 1998	16/11/2012	
February 1999 Flexi – 6	Retirement Bond	0.54	April 5 1999	5/5/2013	
July 1999 Flexi – 7	Retirement Bond	0.71	September 11, 1999	11/09/13	

Year of Issue	Type of Issue	Amount Outstanding (Rs. Crore)	Deemed date of allotment	Redemption date	Rating at the time of issue
December 2001 Flexi – 11	Regular Income Bond	48.15	February 5, 2002	5/2/2012	'AA+' by CRISIL & 'LAA+' by ICRA
February 2002 Flexi – 12	Regular Income Bond Retirement Bond	46.59	March 15, 2002	15/3/2012 15/3/2012	'AA+' by CRISIL, 'LAA+' by ICRA & 'IndAA+' by Fitch
March 2002 Flexi – 13	Regular Income Bond Money Multiplier Bond Retirement Bond	46.27	April 30, 2002	30/4/2012 & 30/11/11 30/4/2012	'AA+' by CRISIL, 'IndAA+' by Fitch & 'LAA+' by ICRA
July 2002 Flexi – 14	Regular Income Bond Money Multiplier Bond Retirement Bond	10.40	September 12, 2002	12/4/12 & 12/09/12	'AA+' by CRISIL, 'IndAA+' by Fitch & 'LAA+' by ICRA
October 2002 Flexi – 15	Money Multiplier Bond Regular Income Bond	2.75	November 25, 2002	25/9/12	'AA+' by CRISIL, 'AA+(Ind)' by Fitch and 'LAA+' by ICRA
January 2003 Flexi - 17	Money Multiplier Bond Regular Income Bond	14.41	March 4, 2003	4/4/10 & 4/5/12 4/313	'AA+' by CRISIL, 'AA+(Ind)' by Fitch and 'LAA+' by ICRA
March 2003 Flexi – 18	Money Multiplier Bond Regular Income Bond	14.52	April 25, 2003	25/10/10 & 12 25/4/13	
December 2003 Flexi – 19	Money Multiplier Bond Retirement Bond Regular Income Bond	223.76	January 12, 2004	12/1/11 & 15 12/ 1/ 11- 14 12/1/11 & 14	
January 2004 Flexi 20	Money Multiplier Bond Regular Income Bond	31.83	March 5, 2004	5/2/11 & 5/8/15 5/3/11 & 14	'AA+' by CRISIL, 'AA+(Ind)' by Fitch and 'LAA+' by ICRA
March 2004 Flexi – 21	Retirement Bond Regular Income Bond	34.05	March 29, 2004 April 20, 2004	20/4/11 & 14 20/4/11 & 14 or 19	'AA+' by CRISIL, 'AA+(Ind)' by Fitch and 'LAA+' by ICRA
January 2005 Flexi – 22	Infrastructure (Tax Saving) Bond Retirement Bond Regular Income Bond	64.56	25.02.05	25/02/12 25/02/12 & 15	'AA+' by CRISIL, 'AA+(Ind)' by Fitch and 'LAA+' by ICRA

Flexibonds series 2A–22 are listed on BSE and NSE.

State Bank of India, Mumbai Main Branch, Mumbai Samachar Marg, Fort, Mumbai -400 023, is the debenture trustee for Flexibonds series 4–7. IL&FS Trust Co. Ltd. is the bond trustee for Flexibonds series 11-22.

(B) Private placements of Omni Bonds during FY 2007 to FY 10

Year of Issue	Type of issue	Date of Allotment	Tenor (years)	Amount mobilized (Rs. Crore)	Rating at the time of issue
2006-07	IDBI Omni Bonds 2006 Sr.I	05-Apr-06	7	283.00	"AA+" by CRISIL, "AA+(ind)" by FITCH & "LAA+" by ICRA
	IDBI Omni Bonds 2006 Sr.II	04-May-06	7	100.00	
	IDBI Omni Bonds 2006 Sr.III RRB I	26-May-06	5	262.90	
	IDBI Omni Bonds 2006 Sr.III RRB II	26-May-06	7	10.00	
	IDBI Omni Bonds 2006 Sr.III RRB III	26-May-06	10	473.50	
	IDBI Omni Bonds 2006 Sr.IV	14-May-06	5	5.00	
	IDBI Omni Bonds 2006 Sr.V	28-May-06	5	25.00	
	IDBI Omni Bonds 2006 Sr.VI	31-May-06	7	130.00	
	IDBI Omni Bonds 2006 Sr.VII	28-Jul-06	7	200.00	
	IDBI Omni Bonds 2006 Sr.VIII	29-Jul-06	7	10.00	
	IDBI Omni Bonds 2006 Sr.IX	10-Aug-06	7	30.00	
	IDBI Omni Bonds 2006 Sr.X	16-Aug-06	7	10.00	
	IDBI Omni Bonds 2006 Sr.XI	30-Aug-06	7	3.00	
	IDBI Omni Bonds 2006 Sr.XIII	10-Sep-06	7	30.00	
	IDBI Omni Bonds 2006 Tier II Sr.XII	21-Sep-06	10	346.40	
	IDBI Omni Bonds 2006 Tier II Sr.XIV	29-Sep-06	6	40.00	
	IDBI Omni Bonds 2006 Tier II Sr.XV	16-Nov-06	10	250.00	
	IDBI Omni Bonds 2006 Tier II Sr.XVI	20-Dec-06	10	448.10	
IDBI Omni Bonds 2006 Tier II Sr.XVII	22-Dec-06	10	300.00		
IDBI Omni Bonds 2007 Tier II Sr.I	05-Feb-07	10	34.30		
IDBI Omni Bonds 2007 Sr.II	05-Feb-07	5	100.00		
2007-08	IDBI Omni Bonds 2007 Tier II Sr.III	06-Apr-07	7y 3m	480.00	"AA+" by CRISIL, "AA+(ind)" by FITCH & "LAA+" by ICRA
	IDBI Omni Bonds 2007 Tier II Sr.IV	07-May-07	10	48.00	
	IDBI Omni Bonds 2007 Tier II Sr.V	10-Aug-07	7	300.00	
	IDBI Omni Bonds 2007 SR.VI	12-Sep-07	5	40.00	
	IDBI Omni Bonds 2007 Sr.VII	23-Sep-07	15	4.20	
	IDBI Omni Bonds 2007 Tier II Sr.VIII	29-Sep-07	7	40.00	
	IDBI Omni Bonds 2008 Tier II Sr.I	01-Jan-08	10	500.00	
	IDBI Omni Bonds 2008 Sr.II	16-Feb-08	10	2.00	
IDBI Omni Bonds 2008 Sr.III	01-Mar-08	5	380.00		
2008-09	IDBI Omni Bonds 2008 Sr.VII	30-Apr-08	7	200.00	'AA+' by CRISIL, 'AA+(ind)' by FITCH & 'LAA+' by ICRA
	IDBI Omni Bonds 2008 Tier II Sr.VIII	13-Jun-08	7y 4m	150.00	
	IDBI Omni Bonds 2008 Sr.IX RRB I	26-Sep-08	5	296.00	

Year of Issue	Type of issue	Date of Allotment	Tenor (years)	Amount mobilized (Rs. Crore)	Rating at the time of issue
2008-09	IDBI Omni Bonds 2008 Sr.IX RRB II	26-Sep-08	10	895.80	'AA+/Stable' by CRISIL, 'AA+(ind)' by FITCH & 'LAA+' by ICRA
	IDBI Omni Bonds 2008 Sr.X	28-Sep-08	7	20.00	
	IDBI Omni Bonds 2008 Tier II Sr.XI	29-Sep-08	8	40.00	
	IDBI Omni Bonds 2008 Upper Tier II Sr.XII	29-Sep-08	15	650.00	'LAA' by ICRA
	IDBI Omni Bonds 2008 Sr.XIII	05-Oct-08	7	20.00	'AA+/Negative' by CRISIL, 'AA+(ind)' by FITCH & 'LAA+' by ICRA
	IDBI Omni Bonds 2008 Upper Tier II Sr.XIV	29-Oct-08	15	500.00	'LAA' by ICRA, 'AA/Negative' by CRISIL
	IDBI Omni Bonds 2008 Sr.XV RRB I	15-Dec-08	5	394.70	'AA+(ind)' by FITCH, 'AA+/Negative' by CRISIL & 'LAA+' by ICRA
	IDBI Omni Bonds 2008 Sr.XV RRB II	15-Dec-08	10	1439.90	
	IDBI Omni Bonds 2008-09 Perpetual Tier I Sr.XVI	26-Mar-09	Perpetual	332.00	'LAA' by ICRA & 'AA+/Negative' by CRISIL
	IDBI Omni Bonds 2008-09 Sr.XVII	14-Mar-09	20	2.00	'AA+(ind)' by FITCH, 'AA+/Negative' by CRISIL
	IDBI Omni Bonds 2008-09 Sr.XVIII	26-Mar-09	5	902.00	
	IDBI Omni Bonds 2008-09 Upper Tier II Sr.XIX	31-Mar-09	15	350.00	'LAA' by ICRA, 'AA-(ind)' by FITCH & 'AA/Negative' by CRISIL
2009-10	IDBI Omni Bonds 2009-10 Sr.I	13-Jun-09	20	1.00	AA+/Negative by CRISIL & "LAA+" by ICRA
	IDBI Omni Bonds 2009-10 Upper Tier II Sr.II	26-Jun-09	15	500.00	AA/Negative' by CRISIL & 'LAA' by ICRA
	IDBI Omni Bonds 2009-10 Sr.I	13-Jun-09	20	1.00	AA+/Negative by CRISIL & "LAA+" by ICRA
	IDBI Omni Bonds 2009-10 Upper Tier II Sr.II	26-Jun-09	15	500.00	AA/Negative' by CRISIL & 'LAA' by ICRA
	IDBI Omni Bonds 2009-10 Upper Tier II Sr.III	25-Sept-09	15	500.00	AA/Stable' by CRISIL & 'LAA' by ICRA
	IDBI Omni Bonds 2009-10 Sr.IV	26-Sept-09	20	2.00	AA+/Stable' by CRISIL, 'LAA+' by ICRA and 'AA+(ind)' by FITCH
	IDBI Omni Bonds 2009-10 Tier II Sr.V	29-Sept-09	9	40.00	CRISIL 'AA+/Stable', ICRA 'LAA+' and Fitch 'AA+(ind)'
	IDBI Omni Bonds 2009-10 Upper Tier II Sr.VI	19-Nov-09	15	285.00	AA/Stable' by CRISIL & 'LAA' by ICRA
	IDBI Omni Bonds 2009-10 Tier II Sr.VII	23-Nov-09	10	302.50	AA+/Stable' by CRISIL, Fitch 'AA+(ind)' & 'LAA+' by ICRA
	IDBI Omni Bonds 2009-10 Perpetual Tier I Sr.VIII	23-12-2009	Perpetual	275.50	AA+/Stable' by CRISIL, & 'LAA' by ICRA
	IDBI Omni Bonds 2009-10 Perpetual tier I Sr. IX	29-01-2010	Perpetual	306.20	AA/Stable' from CRISIL & 'LAA' from ICRA
	IDBI Omni Bonds 2009-10 Upper Tier II Sr.X	03-02-2010	15	501.20	'LAA' by ICRA (rating outlook Stable) & 'AA/Stable' by CRISIL
	IDBI Omni Bonds Perpetual Tier I 2009-10 Sr. XI	10-03-2010	Perpetual	550.00	'LAA' by ICRA & 'AA/Stable' by CRISIL
	IDBI Omni Bonds Tier II 2009-10 Sr.XII	23-03-2010	10	600.00	AA+/Stable' by CRISIL, Fitch 'AA+(ind)' & 'LAA+' by ICRA
2010-11	IDBI Omni Bonds Perpetual Tier I 2010-11 Sr. I	22-06-2010	Perpetual	245.10	AA/Stable' from CRISIL & 'LAA' from ICRA

Above Omnibonds Series are listed on BSE & NSE. IDBI Trusteeship Services Ltd. is the Bond Trustee for all the issues.

(C) List of Outstanding FC Borrowings (as on May 31, 2010)

Sr. No.	Lender/Paying Agent	Date of Agreement	Amount Drawn	Outstanding as on 31.05.10	Last date of Repayment	Rate of Interest (%)
Borrowings from Head Office						
1	Borrowing 1 IBRD – 3779	21.11.1994	USD 26.33 mln	USD 8.07 mln	15.07.2014	6M Libor + 0.16
2	Borrowing 2 DL 64	16.09.2009	USD 10 mln	USD 10 mln	16.09.2010	6M Libor+ 1.6463
3	Borrowing 3 DL 65	22.09.2009	USD 15 mln	USD 15 mln	17.09.2010	6M Libor + 1.6306
4	Borrowing 4 DL 66	16.10.2009	USD 20 mln	USD 20 mln	15.10.2010	6M Libor + 1.6675
5	Borrowing 5 DL 67	05.11.2009	USD 10 mln	USD 10 mln	08.11.2010	6M Libor + 1.7113
6	Borrowing 6 DL 68	09.11.2009	USD 15 mln	USD 15 mln	09.11.2010	6M Libor + 1.7688
7	Borrowing 7 DL 69	14.12.2009	USD 225 mln	USD 225 mln	22.12.2014	3M Libor + 2.05
8	Borrowing 8 YEN XXV	04.08.2008	JPY 5.411 bln	JPY 5.411 bln	29.06.2011	JPY LIBOR + 1.00
9	Borrowing 9 YEN XXVI	02.09.2008	JPY 10.814 bln	JPY 10.814 bln	31.08.2011	JPY LIBOR + 1.05
10	Borrowing 10 YEN XXVII Tr 1	30.10.2009	JPY 10.519 bln	JPY 10.519 bln	29.10.2010	JPY LIBOR + 0.85
11	Borrowing 11 YEN XXVII Tr 2	30.10.2009	JPY 0.914 bln	JPY 0.914 bln	29.10.2010	JPY 12M LIBOR + 0.85
12	Borrowing 12 YEN XXVII Tr 3	04.11.2009	JPY 10.515 bln	JPY 10.515 bln	29.10.2010	JPY LIBOR + 0.85
13	Borrowing 13 YEN XXVII Tr 4	04.11.2009	JPY 0.914 bln	JPY 0.914 bln	29.10.2010	JPY 12M LIBOR + 0.85
14	Borrowing 14 DL 69	26.05.2010	USD 114 mln	USD 114 mln	26.05.2011	12M Libor + 1.6734
Borrowings from DIFC Branch						
1	Borrowing BNP Paribas/SCB	02.02.10	USD 100 mln.	USD 100 mln.	28.03.2013	LIBOR + 1.35%
2	Short Term line of Credit	03.03.10	USD 1 mln	USD 1 mln	01.06.10	1.151
3	Short Term line of Credit	08.03.10	USD 4 mln	USD 4 mln	08.06.10	1.00
4	Short Term line of Credit	15.03.10	USD 3 mln	USD 3 mln	15.06.10	1.00
5	Short Term line of Credit	15.03.10	USD 5 mln	USD 5 mln	15.09.10	1.35
6	Short Term line of Credit	16.03.10	USD 3 mln	USD 3 mln	16.09.10	1.40125
7	Short Term line of Credit	18.03.10	USD 2 mln	USD 2 mln	18.06.10	1.0164
8	Short Term line of Credit	05.04.10	USD 13 mln	USD 13 mln	06.07.10	1.2915
9	Short Term line of Credit	05.04.10	USD 4 mln	USD 4 mln	06.07.10	1.04
10	Short Term line of Credit	06.04.10	USD 4 mln	USD 4 mln	07.06.10	1.06
11	Short Term line of Credit	07.04.10	USD 3 mln	USD 3 mln	07.10.10	1.4525
12	Short Term line of Credit	21.04.10	USD 10 mln	USD 10 mln	22.07.10	1.20
13	Short Term line of Credit	27.04.10	USD 3.5 mln	USD 3.5 mln	28.06.10	0.97
14	Short term Inter- bank borrowing	26.05.10	EUR 0.5 mln	EUR 0.5 mln	26.11.10	1.85
15	Short term Inter- bank borrowing	28.05.10	EUR 1.4 mln	EUR 1.4 mln	30.11.10	1.95

Total FC liability outstanding as on May 31, 2010: USD 1001.77 million (equivalent to INR 4,644.72 crore, converted at FEDAI closing rate).

X. Material event/ development at the time of issue

Highlights of FY10 financial results (FY10 Vs FY09)

- **Operating profit** up 97.9% to Rs.2,727 Crore during FY10
- **Net profit** up 20.10 % to Rs.1,031 Crore during FY10
- **Fee based income** grew by 59.2% to Rs.1,435 Crore (previous year Rs.901 Crore)
- **NII** grew by 82.9% to Rs.2,267 Crore (previous year Rs.1,239 Crore)
- **Business** up 41.7% to Rs.3,05,869 Crore (previous year Rs.2,15,845 Crore)
- **Deposits** increased by 49.2% to Rs.1,67,667 Crore (previous year Rs.1,12,401 Crore)
- **Advances** up by 33.6% to Rs.1,38,202 Crore (previous year Rs 1,03,444 Crore)
- **Total assets** grew by 35.5% to Rs.2,33,572 (Previous year Rs.1,72,402 Crore)
- **Dividend** proposed to increase to 30% compared to 25% in the previous year

Audited financial results for the year ended March 31, 2010 are as under :

Working results: (Rs. Crore)

	Q4 2009-10	Q4 2008-09	FY 2009-10	FY 2008-09
Total Income	4628	3735	17564	13021
Interest income	4081	3299	15273	11545
Non-Interest Income	547	436	2291	1476
Total Expenses	3934	3251	14837	11643
Interest expenses	3321	2781	13005	10305
Operating expenses	613	470	1831	1338
Operating Profit	694	484	2727	1378
Provisions (net)	376	170	1696	519
Net Profit	318	314	1031	859

XI. Particulars of Debt Securities Issued

(i) for consideration other than cash (ii) at a premium or discount (iii) in pursuance of an option
No such issue has been made by IDBI Bank Ltd.

XII. List of highest ten holders of each class or kind of securities of the issuer

A. LIST OF TOP 10 SHAREHOLDERS AS ON 28-05-2010

<u>Sr. No.</u>	<u>Name of Holder</u>	<u>Address</u>	<u>Current Holding</u>	<u>% of Total</u>
1	PRESIDENT OF INDIA	NEW DELHI	381778000	52.67
2	LIFE INSURANCE CORPORATION OF INDIA	INVESTMENT DEPARTMENT CENTRAL OFFICE YOGAKSHEMA, JEEVAN BIMA MARG MUMBAI- 400021	42955586	5.93
3	LIC OF INDIA - MARKET PLUS	---Do---	26706742	3.68
4	SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA	4TH FLOOR PLOT NO C-11 G BLOCK, BANDRA KURLA COMPLEX, BANDRA (EAST) MUMBAI- 400051	13000000	1.79

Sr. No.	Name of Holder	Address	Current Holding	% of Total
5	LIC OF INDIA MONEY PLUS	INVESTMENT DEPARTMENT CENTRAL OFFICE YOGAKSHEMA, JEEVAN BIMA MARG MUMBAI- 400021	11303660	1.56
6	UNITED INDIA INSURANCE COMPANY LIMITED	24, WHITES ROAD, CHENNAI - 600014	8687175	1.2
7	LIC OF INDIA MARKET PLUS- 1	INVESTMENT DEPARTMENT CENTRAL OFFICE YOGAKSHEMA, JEEVAN BIMA MARG MUMBAI- 400021	4839903	0.67
8	THE ORIENTAL INSURANCE COMPANY LTD.	ORIENTAL HOUSE, PB 7037, A-25/27, ASAF ALI ROAD, NEW DELHI – 110 002	3917359	0.54
9	GENERAL INSURANCE CORPORATION OF INDIA	SURAKSHA, 170, J. TATA ROAD, CHURCHGATE, MUMBAI – 400 020	3224592	0.44
10	BNP PARIBAS ARBITRAGE	CITIBANK NA, CUSTODY SERVICES, 3RD FLR, TRENT HOUSE, G BLOCK,, PLOT NO.60, BKC, BANDRA (E), MUMBAI – 400 051.	3143000	0.43

B. LIST OF TOP TEN BONDHOLDERS AS ON 31-05-2010

SR NO	NAME OF HOLDER	ADDRESS	PIN Code	AMOUNT
				(Rs. Crore)
1	LIFE INSURANCE CORPORATION OF INDIA	INVESTMENT DEPARTMENT 6TH FLOOR, WEST WING, CENTRAL OFFICE, YOGAKSHEMA, JEEVAN BIMA MARG, MUMBAI	400021	8310
2	CBT EPF EPS A/C HSBC AMC LTD	HDFC BANK LTD, CUSTODY SERVICES, LODHA – I, THINK TECHNO CAMPUS, OFF FLR 8, NEXT TO KANJURMARG STN MUMBAI	400042	1364
3	COAL MINES PROVIDENT FUND	ICICI SECURITIES PRIMARY DEALERSHIP LIMITED, ICICI CENTRE, H. T. PAREKH MARG, MUMBAI	400020	1192
4.	STATE BANK OF INDIA	SECURITIES SERVICES BRANCH, 2ND FLOOR, MUMBAI MAIN BRANCH, MUMBAI SAMACHAR MARG, MUMBAI	400023	1079
5.	CBT EPF EPF A/C ICICI PRUDENTIAL AMC LTD	HDFC BANK LTD, CUSTODY SERVICES, LODHA – I, THINK TECHNO CAMPUS, OFF FLR 8, NEXT TO KANJURMARG STN MUMBAI	400042	1068
6.	CENTRAL BOARD OF TRUSTEES EMPLOYEES PROVIDENTFUND	STATE BANK OF INDIA EPFO SECURITIES SERVICES BRANCH, IIND FLOOR MUMBAI MAIN BRANCH, MUMBAI	400023	1065

7.	BANK OF BARODA	SPECIALIZED.INTEGRATED TREASURY BRANCH KALPATARU HERITAGE BUILDING MUMBAI	400023	400
8.	CBT EPF EPF A/C RELIANCE CAPITAL AMC LTD	HDFC BANK LTD, CUSTODY SERVICES LODHA - I THINK TECHNO CAMPUS OFF FLR 8, NEXT TO KANJURMARG STN MUMBAI	400042	363
9.	OIL AND NATURAL GAS CORPORATION LIMITED EMPLOYEES CONTRIBUTORY PROVIDENT FUND	TEL BHAVAN DEHRADUN	248003	337
10	ICICI BANK LTD	TREASURY MIDDLE OFFICE GROUP, 2ND FLOOR, NORTH TOWER, EAST WING, ICICI BANK TOWER, BKC, MUMBAI	400051	329

XIII. Common form of transfer

The bonds will be issued in demat form only and there would be no physical holding.

XIV. Redemption amount, period of maturity, yield

As disclosed in the Term Sheet at Section XXIII.

XV. Information relating to Terms of Offer
A. General Terms
Minimum Investment

Each Bond has a face value of Rs.10 Lakh. Minimum investment is indicated in the Summary Term Sheet (Section XXIII).

Terms of Payment

The full amount of issue price of the Bonds applied for should be paid along with the application.

Interest on Application money.

Successful applicants will be paid interest on their application money at coupon rate from the date of credit of the Application money in IDBI Bank's account upto one day prior to the deemed date of allotment. Such Interest will be paid within 30 days from the deemed date of allotment by way of direct credit to the mandated account of the investor or by a warrant/ Pay Order/ DD and will be dispatched by Speed Post/ Registered Post/ Courier to the investor at his risk. Income Tax as applicable will be deducted at source from interest on application money. Those desirous of claiming exemption from tax are required to submit a certificate issued by the concerned Income-Tax Officer under Section 197(1) of Income Tax Act or submit Form 15G/15H in duplicate (with a copy of the PAN) as applicable along with the application form. In case of over-subscription to the issue, interest @3.5% p.a. will be payable on the amount of refund, if any, from the date of credit to the Bank's account till the day prior to the date of refund. Refund of application money and payment of interest thereon will be made within 10 days from the deemed date of allotment. Applications otherwise rejected will not, however, be considered for payment of interest on application money.

Computation of interest

Interest/ interest on application money will be paid at the coupon rate on actual/ 365 days basis on principal amount of the bonds outstanding from time to time.

Effect of Holidays

If Redemption/ Interest payment date falls on Sunday/ Bank Holiday in Mumbai, the location of the Registered Office of the Bank, then the payment will be made on the next working day along with additional interest for the intervening period at the coupon rate of the bonds.

Investment holding and Market Lot

Investment in the bonds shall be held in "Demat form" only. The market lot will be one bond.

Depository Arrangement

The Bank has entered into depository arrangements for dematerialization of bonds with National Securities Depository Limited (NSDL) and Central Depository Services Ltd. (CDSL). Investors will hold the security in dematerialized form only and deal with the same as per the provisions of Depositories Act, 1996 (as amended from time to time). Investors should indicate the necessary details in the application form.

IDBI Ltd. signed two tripartite agreements in this connection viz.

- 1) Tripartite Agreement dated March 4, 2003 between IDBI Ltd., National Securities Depository Limited (NSDL) and the Registrar, Investor Services of India Ltd.
- 2) Tripartite Agreement dated October 17, 2005 between IDBI Ltd., Central Depository Services Limited (CDSL) and the Registrar, Investor Services of India Ltd.

These agreements executed by IDBI continue to apply with full force and effect for IDBI Bank Ltd. also.

Procedure for allotment of bonds in Demat form

1. Investor(s) should have a Beneficiary Account with any Depository Participant of NSDL or CDSL
2. For allotment of Bonds in dematerialized form, the beneficiary account number and depository participants ID shall be specified correctly in the relevant columns of the Application Form. If incomplete/incorrect Beneficiary Account Details are given in the Application Form which do not match with the details in the Depository system, the allotment of Bonds shall be kept in abeyance till such time satisfactory demat account details are provided by the investor.
3. The Bonds allotted to investor would be directly credited to the Beneficiary Account as given in the application form after verification. Allotment advice/refund order (if any) would be sent directly to the applicant by the Registrars to the Issue but the confirmation of the credit of the bonds to the investor's Depository Account will be provided to the investor by the investor's Depository Participant.
4. Interest or other benefits with respect to the bonds held in dematerialized form would be paid to those Bondholders whose names appear on the list of beneficial owners given by the depositories to IDBI Bank Ltd. as on the Record Date. In case the beneficial owner is not identified by the depository on the Record Date due to any reason whatsoever, the Bank shall keep in abeyance the payment of interest or other benefits, till such time the beneficial owner is identified by the depository and intimated to IDBI Bank Ltd.
5. Investors may please note that the Bonds in demat form can be traded only on the stock exchanges having electronic connectivity with NSDL or CDSL.

Tax Deduction at Source

As per the Finance Bill 2008, new clause (ix) was inserted in Section 193 of Income Tax Act 1961 with effect from June 1, 2008. This has excluded any interest payable on securities issued by a company in dematerialized

form and listed in recognized Stock Exchanges under Securities Contracts (Regulation) Act, 1956 for the purpose of tax deduction at source. Since bonds to be issued through this Disclosure Document would be in demat mode and listed on Stock Exchanges, tax will not be deducted at source in respect of interest paid on such bonds.

Capital Gains

The difference between the sale price on transfer and the cost of acquisition of the Bond held by the bondholder as a capital asset, will be treated as long-term capital gain/loss in the hands of the investor, provided that such Bond was held for a continuous period of more than twelve months. As per Section 112 of IT Act, 1961, tax on long term capital gain arising on transfer of listed securities will be limited to 10% plus surcharge/education cess, as applicable, of such gain for all the assesses. IDBI Bonds, on being listed, will be eligible for this benefit. It may be noted that the Bonds being debt instruments, will not have the benefit of cost indexation.

Investors who wish to avail of the exemption from tax on capital gains on transfer of capital asset as provided in sections 54EC or 54F of IT Act, may do so subject to the conditions as prescribed in those sections. Moreover, investors are advised to consult their tax advisors in this matter.

Income from the Bonds

Interest payable on these bonds in any financial year will be taxable in that year.

Amendment of the Terms of the Bonds

IDBI Bank Ltd. may amend the terms of the Bond(s), within the purview of applicable laws, at any time by a resolution passed at a meeting of the Bondholders with the consent of the Bondholders holding in the aggregate more than 50% in nominal value of the Bonds held and outstanding under the respective schemes from those present and voting.

Right to Purchase/ Reissue Bond(s)

IDBI Bank Ltd. may purchase the Bonds in the open market, through market makers or otherwise. Such Bonds may be cancelled (extinguished), held, resold or reissued to any person at the discretion of the Bank. Where IDBI Bank Ltd. purchases Bonds, it shall have and shall be deemed always to have had the right to keep such Bonds alive for the purposes of resale or reissue and in exercising such right, the Bank shall have and deemed always to have had the power to resell or reissue the same Bonds or by issuing other Bonds in lieu thereof. However, extant RBI guidelines regarding obtaining prior approval for redemption of subordinated bonds including Upper Tier II/ Perpetual Tier I bonds would be applicable.

Future Borrowings / Issues

IDBI Bank Ltd. will be entitled to borrow/ raise loans or avail of financial assistance in whatever form as also issue debentures / bonds / other securities in any manner having such ranking in priority, pari passu or otherwise and change the capital structure including the issue of shares of any class, on such terms and conditions as the Bank may think appropriate, without the consent of, or intimation to, the Bondholders or the Trustees.

B. Issue Procedure

WHO CAN APPLY

The eligible applicants include individuals, HUFs, Corporations, Banks (including Co-operative Banks and Regional Rural Banks), Companies, Mutual Funds, Trusts, Provident/ Superannuation/ Gratuity/ Pension Funds, Societies, Associations of Persons, FIs, and Insurance/ Investment Companies.

Application by Provident Funds, Superannuation Funds and Gratuity Funds

IDBI Bank Ltd. being a Public Sector Banking company as well as a Public Financial Institution, bonds issued by it are eligible for investment by Recognized Provident Funds and Approved Superannuation & Gratuity Funds as per

investment pattern stipulated by PFRDA, Gol and updated from time to time, subject to compliance of the terms and conditions of their Trust Deeds.

Availability of Disclosure Document and Application Forms

Copies of Disclosure Document and Application Forms may be obtained from the Head Office and select branches of IDBI Bank Ltd. Disclosure Document may also be obtained from the websites of Bombay Stock Exchange and National Stock Exchange.

HOW TO APPLY

Investors are advised to comply with the following General Instructions:

1. Instructions for filling in Application Forms

- a) Application for the Bonds must be in the prescribed form and completed in BLOCK LETTERS in English as per the instructions contained therein.
- b) A separate cheque/ draft must accompany each application form. In case of payment by RTGS, payment particulars must be mentioned on each application form.

2. Applications under Power of Attorney or by Authorized Representatives

A certified copy of the Power of Attorney and/or the relevant authority, as the case may be, along with the names and specimen signatures of all the authorized signatories and the tax exemption certificate/document, if any, must be lodged along with the submission of the completed application form. Future modifications/additions in the Power of Attorney or Authority should also be notified with the Registrar of Issue.

3. PAN of the Applicant

All the applicants should mention their Permanent Account Number (PAN) allotted under the I.T. Act. In case PAN has not been allotted, or the Applicant is not assessed to income Tax, the appropriate information should be mentioned in the space provided. Application Forms without this information will be considered incomplete and are liable to be rejected.

4. Bank Account Details/ RTGS particulars

The applicant must fill in the relevant column in the application form giving particulars of their Bank Account number and name of the bank with whom such account is held, to enable the Registrars to the Issue to print the said details in the redemption / interest warrant. This is in the interest of the applicant for avoiding misuse of the redemption / interest warrant. Furnishing this information is mandatory and applications not containing such details are liable to be rejected. The applicants must fill in RTGS particulars of their bank accounts to enable the Bank to remit redemption/ interest payments by RTGS.

5. Joint Applications in the case of Individuals

Applications may be made in single or joint names (not more than three). In the case of joint applications, all payments will be made out in favour of the first applicant. All communications will be addressed to the applicant whose name appears first at the address stated in the Application Form.

Documents to be provided by investors

Investors need to submit the following documentation, along with the application form, as applicable.

- . Memorandum and Articles of Association/Documents Governing Constitution
- . Resolution authorising investment
- . Certified True Copy of the Power of Attorney
- . Specimen signatures of the authorized signatories duly certified by an appropriate authority.
- . Certificate issued by the Assessing Officer under Section 197(1) of I.T.Act for investors seeking exemption from Tax deduction at source from interest on the application money.
- . SEBI registration Certificate (for Mutual Funds)
- . PAN to be submitted.
- . Demat details (DP ID & Client ID) to be submitted.

TERMS OF PAYMENT

The full amount of issue price of the Bonds applied for should be paid along with the application.

PAYMENT INSTRUCTIONS

- (a) Payment may be made by way of RTGS (**IFSC code : IBKL0000796**) or by cheque/drafts drawn on any bank, including a Co-operative Bank which is situated at and is a member or sub-member of the Bankers' Clearing House located at the IDBI Bank Ltd. branch where the Application Form is submitted. Outstation cheques/bank drafts or cheques/bank drafts drawn on a bank not participating in the clearing process will not be accepted.
- (b) All cheques/drafts must be made payable to "IDBI Bank Limited" and crossed "A/C PAYEE ONLY".

SUBMISSION OF COMPLETED APPLICATION FORMS

Applications, duly completed and accompanied by cheque/demand draft must be lodged, while the issue under private placement of the bond is open, with IDBI Bank Ltd.'s select branches.

Acknowledgements

No separate receipts will be issued for the application money. However, IDBI Bank's branches receiving the duly completed application form will acknowledge receipt of the application by stamping and returning to the applicant the acknowledgement slip at the bottom of each application form.

Notices

All notices to the bond holder(s) required to be given by IDBI Bank Ltd. shall be deemed to have been given if sent to the bonds holder(s) at the address stated in the application form, or at the address as notified by the bonds holder(s) in due course or may, at the sole discretion of the Bank, but without any obligation, be published in one English and one regional language daily newspaper. All notices to IDBI Bank Ltd. by the bonds holder(s) must be sent by registered post or by hand delivery to the Bank at its head office or to such person(s) at such address as may be notified by the Bank from time to time.

Undertakings from the Issuer

IDBI Bank Ltd. hereby undertakes that

- (a) The complaints in respect of the issue would be attended to expeditiously and satisfactorily.
- (b) IDBI Bank Ltd. would take necessary steps for listing the instruments on time.
- (c) IDBI Bank Ltd. shall co-operate with the rating agencies in providing true and adequate information.

Basis of Allocation/ Allotment

The Issuer will decide the basis of allotment. The issuer reserves the right to reject any/all applications at its sole discretion, without assigning any reason whatsoever.

Interest in case of delay on Allotment/Despatch

IDBI Bank Ltd. agrees that

1. As far as possible, allotment of bonds shall be made within 30 days of the date of closure of the issue;
2. IDBI Bank Ltd. shall pay interest as per the provision of DIP guidelines if the allotment has not been made and/or the Refund Orders have not been dispatched to the investors within 30 days from the date of closure of the Issue, for the delay beyond 30 days.

Issue of duplicate redemption/interest warrant(s)

If any, redemption/Interest Warrant(s) is lost, stolen or destroyed, then upon production of proof thereof, to the satisfaction of IDBI Bank Ltd. and upon furnishing such indemnity, as may be deemed adequate and upon

payment of any expenses incurred by the Bank in connection thereof, new redemption/interest warrants shall be issued. If any redemption/interest warrant(s) is/are mutilated or defaced, then, upon surrender of such interest warrant(s), the Bank shall cancel the same and issue a duplicate interest warrant(s) in lieu thereof. The procedure for issue of the duplicate warrant shall be governed by the provisions of the Industrial Development Bank of India Ltd. (Issue and Management of Bonds) Rules, 2004.

Transferability of Bonds

The necessary transfers will be effected by the depository, NSDL/CDSL. The concerned depositories shall inform the Registrars about the rightful owners of the bonds for payment of interest and principal amount.

Record Date

The Record Date for all interest payments and for the repayment of the face value amount upon redemption of the Bonds will be one month prior to the due date of payment of interest or repayment of face value. Interest payment/repayment will be made to the bondholders as appearing on the record date. Interest will be paid as mentioned under the head 'Interest/ Coupon Payment Dates' under key terms in the Term Sheet (Section XXIII). In case of bonds carrying call/ put options, notice for exercise of such option will be given by IDBI Bank Ltd. to investors at least 15 days before the option date. However, the Record Date for such option shall be one month prior to the option date.

Redemption of Bond

On maturity of the bonds, redemption proceeds would be sent to the bondholders as appearing on the record date.

Nomination

The sole Bondholder or all the holders jointly or the surviving holder or holders not being person(s) holding the Bond as holder of an office, or acting for a trust, or acting in any other capacity for any other person with a beneficial interest in the Bond, may nominate one or more persons not exceeding four, including a minor, who shall in the event of death of the sole holder or all the joint-holders, be entitled to the amount payable by IDBI Bank Ltd. in respect of the bond. The nomination made at the time of Application may be substituted or cancelled at a later date by a request in writing to the Bank or Registrars and Transfer Agents to the issue, signed by all the bondholders. A nomination shall stand rescinded upon the transfer of the Bond by the person nominating. A transferee will be entitled to make a fresh nomination for which request in writing should be made to the Bank or the Registrars to the Issue. When the Bond is held by two or more persons, the nominee shall become entitled to receive the amount only on the demise of all the holders. The share of each nominee can also be specified.

Succession

On the demise of the sole holder of a Bond or the last survivor in case of joint bondholders, the title of any person(s) to the Bond may be recognized by IDBI Bank Ltd. subject to the provisions of Regulation 15 of the Industrial Development Bank of India Ltd. (Issue and Management of Bonds) Rules, 2004.

Register of Bondholders

The register of Bondholders containing necessary particulars will be maintained by IDBI Bank Ltd./Registrar to the Issue at their Head Offices.

Investor Relations and Grievance Redressal

Arrangements have been made to redress investor grievances expeditiously. All grievances related to the Issue, quoting the Folio/ Certificate No. (including prefix), number of Bonds, amount invested and the Bank's branch where the Application was submitted, may be addressed to the Registrars at the address given below.

Registrars :

Investor Services of India Ltd.(ISIL) has been appointed as Registrars to the Issue. The Registrar will monitor the applications while the private placement is open and will coordinate the post private placement activities of allotment, despatching interest warrants etc. Any query/complaint regarding application/ allotment/ transfer should be forwarded to ISIL at their address given below. All requests for registration of transfer along with appropriate documents should also be sent to the registrars.

Investor Services of India Ltd.

(Unit: IDBI Omni Bonds)

IDBI Building, Plot No.39-41

Sector 11, CBD Belapur, Navi Mumbai - 400 614

Tel. : (022) 27579636/ 27579640 Fax : (022) 27579650

XVI. Discount at which the offer is being made and effective price for the investor

Not applicable as the issue is being made at par.

XVII. Debt Equity Ratio (before & after the proposed issue)

Particulars	(Rs. Crore)	
	As on March 31, 2010	Post issue #
LOAN FUNDS		
Subordinated Bonds	12699	12974
Other Long Term Borrowings	21998	21467
Total	34697	34441
Shareholder's Fund		
Equity Share Capital	725	725
Reserves & Surplus (excluding Revaluation Reserve)	7501	7501
Total	8226	8226
Long Term Debt/Equity Ratio	4.22 : 1	4.19 : 1

Taking into account the basic size of Rs.300 crore for the present issue

XVIII. Debt Servicing Track Record

IDBI Bank Ltd. has a consistent record of paying principal instalments and interest on all loans, bonds and deposits on due dates. No default has been committed by the Bank in servicing of its debt liabilities.

XIX. Permission and Consent from the creditors

The Bonds are unsecured in nature and Bank is not required to obtain any consent of the creditors for any issue to be made under this document.

XX. Trustees to the Bondholders

IDBI Bank Ltd. has appointed **IDBI Trusteeship Services Ltd. (ITSL)** to act as Trustees to the Bondholders. The Bank and the Trustees will enter into a Trustee Agreement, specifying, inter alia, the powers, authorities and obligations of the Trustees and the Bank. ITSL has, vide letter dated May 07, 2010, given its consent to act as the Bond Trustee for IDBI Omni Bond issues 2010-11. The Bondholders shall, without further act or deed, be deemed to have irrevocably given their consent to the Trustees or any of their agents or authorized officials to do all such acts, deeds, matters and things in respect of or relating to the Bonds as the Trustees may in their absolute discretion deem necessary or required to be done in the interest of the Bondholders.

In terms of the Agreement, the Trustees will endeavor to protect the interest of the Bondholders, in the event of default in regard to timely payment of interest or repayment of principal by IDBI Bank Ltd. Any payment made by IDBI Bank Ltd. to the Trustees on behalf of the Bondholders shall discharge IDBI Bank Ltd. pro tanto to the Bondholders. No Bondholder shall be entitled to proceed directly against the Bank unless the Trustees, having become so bound to proceed, fail to do so.

XXI. Credit Rating

IDBI Bank has obtained ratings from rating agencies for its bond issues during FY 2010-11 aggregating Rs.3,750 crore by way of Senior/ Subordinated (Lower) Tier II bonds (Rs.2,500 crore, Upper Tier II Bonds (Rs.1,000 crore) and Perpetual Tier I Bonds (Rs.250 crore). The rating details of issues under the present Disclosure Document are given below:

Rating Agency	Instrument	Rating	Category	Rating Definition
ICRA (Investment Information and Credit Rating Agency)	Senior / Subordinated (Lower) Tier II bonds	"LAA+" (L Double A plus with a stable outlook)	Long Term Debt	The rating indicates high credit quality. The rated instrument carries low credit risk.
CRISIL (Credit Rating Information Services of India Ltd.)	Senior / Subordinated (Lower) Tier II bonds	"AA+/Stable" (Double A plus with stable outlook)	Long Term Debt	The rating indicates high degree of safety with regard to timely payment of interest and principal on the instrument.

Notes : (1) The signs '+' (plus) or '-' (minus) is appended to reflect comparative standing within the category.
(2) A Rating outlook indicates the direction in which a rating may move over a medium-term horizon of one-to-two years.

The ratings are not a recommendation to buy, sell or hold securities and investors should take their own decision. The ratings may be subject to revision or withdrawal or suspension at any time by the assigning rating agency on the basis of new information or unavailability of information or other circumstances, which may have an impact on the rating.

XXII. Listing with Stock Exchanges

Applications have been made to the National Stock Exchange of India Ltd.(NSE) and the Bombay Stock Exchange Ltd. (BSE) for permission to deal in and for official quotation of the Bonds. IDBI Bank shall complete all the formalities relating to the listing of the Bonds within seventy days from the date of closure of the respective issue. If the permissions to deal in and for an official quotation of bonds are not granted by any of the Stock Exchanges, IDBI Bank shall forthwith repay, without interest, all such moneys received from the applicants in pursuance of this Disclosure Document. If such money is not repaid within eight days after IDBI Bank becomes liable to repay (i.e. from the date of refusal or within 70 days from the date of closing of the subscription list, whichever is earlier, then IDBI Bank will be liable to repay the money, with interest, as prescribed under applicable regulations.

XXIII. Summary Term Sheet for the Issue

Issue of 3,000 Unsecured Redeemable Non-Convertible Subordinated (lower) Tier II Bonds of the face value of Rs.10,00,000 each at par, amounting to Rs.300 crore on Private Placement basis with a green shoe option to retain additional subscription upto Rs.300 crore

Name of the Issue	IDBI Omni Bonds 2010-11 Tier II Series II
Minimum subscription	5 bonds and in multiples of 1 bond thereafter
Instrument	Regular Return Bond
Tenor	15 years from the deemed date of allotment
Coupon Rate	8.57% p.a.
Coupon Payment date(s)	April 02 every year (from April 02, 2011 to April 02, 2025) and thereafter on July 08, 2025.
Date of redemption	July 08, 2025. As per extant guidelines, prior consent of Reserve Bank of India will be taken for redemption of the bonds
Put / call option	None
Interest on Application Money	At coupon rate on the retained subscription from the date of credit to IDBI Bank's account till the day prior to the date of allotment.
Security	The bonds are unsecured in nature
Listing	The bonds will be listed on the Wholesale Debt Market (WDM) segment of the National Stock Exchange of India Ltd. (NSE) and on the Bombay Stock Exchange Ltd. (BSE).
Rating	CRISIL 'AA+/Stable', ICRA 'LAA+' (rating outlook Stable)
Issuance and Trading	Only in dematerialized form
Depository	NSDL & CDSL
Trustee	IDBI Trusteeship Services Ltd.
Registrar	Investor Services of India Ltd.
Settlement	RTGS/ High Value Cheques RTGS Details: R 41 (Customer RTGS), A/C No.: 79637050010001 R 42 (Interbank RTGS) IFSC Code: IBKL0000796 Branch Name: Domestic Resources Deptt., Mumbai

Issue Schedule

Issue opens on	July 02, 2010
Issue closes on	July 06, 2010
Pay-in Dates	Between July 02 and 06, 2010
Deemed Date of Allotment	July 08, 2010

Note: IDBI Bank Limited reserves the right to change the Issue Programme including closure any time during the issue period. The Bank may also accept or reject any application in part or in full, at its sole discretion and without assigning any reason or prior notice. For full details on the instrument and terms thereof, investors may please refer to the RBI Circular DBOD No. BP. BC. 38 /21.01.002/ 2009-10 dated September 07, 2009 on issue of subordinated debt for raising Tier II capital and Section V of the Disclosure Document for the issue being hosted on www.nse-india.com and www.bseindia.com

IDBI Omni Bonds 2010-11 Tier II Series II (Contd.)**LEAD ARRANGERS TO THE ISSUE**

Trust Investment Advisors Pvt. Ltd.
1st Floor, Balarama, Village Parigkhari,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051
Tel. : 91-22-3068 1150
Fax : 91-22-3068 1151



IDBI Capital Market Services Ltd.
5th Floor, Mafatlal Centre
Nariman Point
Mumbai – 400 021
Tel. : 91-22-6637 1212
Fax : 91-22-2285 0785



Barclays Bank PLC
Ceejay House, 8th Level,
Plot F, Shivsagar Estate,
Dr Annie Besant Road, Worli,
Mumbai – 400 018
Tel. : 91-22-6719 6000
Fax : 91-22-6719 6184



ING Vysya Bank
8th Floor, ING Vysya Tower,
Bandra Kurla Complex
Mumbai – 400 051
Tel. : 91-22-3309 5818
Fax : 91-22-2652 2818

IDBI Omni Bonds 2010-11 Tier II Series II – Declaration

All the relevant provisions of the Companies Act, 1956, Memorandum and Articles of Association of IDBI Bank Ltd., IDBI Ltd. (Issue and Management of Bonds) Rules, 2004 and the guidelines issued by the Government and/or the guidelines issued by the Securities and Exchange Board of India (SEBI) established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with. Further, the disclosure document has been prepared as per SEBI (issue and listing of Debt Securities) Regulations 2008.

IDBI Bank Ltd. accepts no responsibility for statements made otherwise than in this Disclosure Document or any other material issued by or at the instance of IDBI Bank Ltd. and anyone placing reliance on any other source of information would be doing so at his own risk.

Signed pursuant to the authority granted by the Board of Directors of IDBI Bank Ltd. at its meeting held on the 27th day of February, 2010.

(R. V. Iyer)
General Manager
Domestic Resources Department
Place : Mumbai
Date : June 30, 2010