



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड,
मुंबई - 400 005.
टेलिफोन : (+91 22) 6655 3355, 2218 9111
फैक्स : (+91 22) 2218 0411
वेबसाइट : www.idbi.com

IDBI Bank Limited
Regd. Office : IDBI Tower,
WTC Complex, Cuffe Parade,
Mumbai - 400 005.
TEL.: (+91 22) 6655 3355, 2218 9111
FAX : (+91 22) 2218 0411
Website : www.idbi.com

30 मई 2019

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 Sir,

**Annual Secretarial Compliance Report
for the year ended March 31, 2019**

In terms of Regulation 24A of the Securities and Exchange Board of India (LODR) Regulations, 2015, read with Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, 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, 2019.

Kindly acknowledge receipt and take the above on record.

भवदीय
कृते आईडीबीआई बैंक लिमिटेड


[पवन अग्रवाल] 30/05/19

म.प्र. एवं कंपनी सचिव

संलग्न: उपर्युक्त

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email snaco@snaco.net | Website www.snaco.net

To,
IDBI BANK LIMITED
CIN: L65190MH2004GOI148838
IDBI Tower, WTC Complex
Cuffe Parade Mumbai- 400005

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2018-19

We have been engaged by **IDBI BANK LIMITED** (hereinafter referred to as 'the Company') bearing CIN: **L65190MH2004GOI148838** whose equity shares and non-convertible Bonds are listed on National Stock Exchange of India Limited and 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 Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of 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 Company with provisions of 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. The Annual Secretarial Compliance Report is enclosed.

S N Ananthasubramanian



S. N. Ananthasubramanian

Partner

FCS : 4206

COP No. : 1774

Date : 21st May, 2019

Place : Thane

Secretarial Compliance Report
of IDBI Bank Limited
for the year ended 31st March, 2019

We have examined:

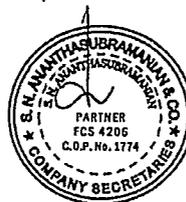
- (a) all the documents and records made available to us and explanation provided by **IDBI Bank Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) other documents/ filings, as may be relevant, which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

for the year ended 31st March, 2019 ("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 thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India("SEBI");

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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as effective till 09th November, 2018 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as effective from 10th November, 2018;
- (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, 1998 as effective till 10th September, 2018 and Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as effective from 11th September, 2018- **Not Applicable as there was no reportable event during the financial year under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- **Not Applicable as there was no reportable event during the financial year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013- **Not Applicable as there was no reportable event during the financial year under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities And Exchange Board of India (Bankers To An Issue) Regulations, 1994;
- (j) Securities And Exchange Board Of India (Depositories And Participants) Regulations, 1996 effective till 2nd October, 2018 and Securities And Exchange Board Of India (Depositories And Participants) Regulations, 2018 as effective from 3rd October, 2018 ;
- (k) Securities And Exchange Board of India (Merchant Bankers) Regulations, 1992: **The Company vide its letter dated 3rd August 2018 to SEBI, has surrendered the Permanent Registration Certificate as a Category I Merchant Banker and has requested SEBI for cancellation of the said registration;**

and circulars/ guidelines issued thereunder;

and based on the above examination, We hereby report that, during the Review Period:



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

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(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	<p>Reg 52(4) of LODR :The listed entity while submitting half yearly/annual financial results,shall disclose the line items mentioned in points a,c,d,i,j of the said regulation, to the stock exchange.</p> <p>Reg 58(1)(d) of LODR: The listed entity shall send half yearly communication as specified in sub-regulation (4) & (5) to holders of Non- convertible debentures.</p>	<p>The Company has not disclosed to the Stock Exchanges, the requisite information while submitting Annual Financial Results for the year ended 31st March 2018 as well the Results for Half Year ended 30th September 2018.</p>	<p>The Company has represented to us that it shall hence forth disclose the required information in the half yearly/ Annual Financial Results within the prescribed time limit.</p>
2	<p>Reg 52(8) of LODR - The listed entity shall within two calendar days of the conclusion of the meeting of the Board of Directors, publish the financial results and statement referred to in Reg 52(4) in atleast one English national daily newspaper circulating in the whole of substantially the whole of India.</p>	<p>The Company has in the Financial Results published in the newspaper not disclosed the information referred to in Reg 52(4).</p>	<p>The Company has represented to us that it shall hence forth comply with the requirement.</p>



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my/our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder..

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
				NIL

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not applicable since this report is being issued for the first time and accordingly no action was required to be taken by the Company.**

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries
Firm Registration No. P1991MH040400



S. N. Ananthasubramanian
Partner
FCS : 4206
COP No: 1774



Date: 21st May, 2019
Thane