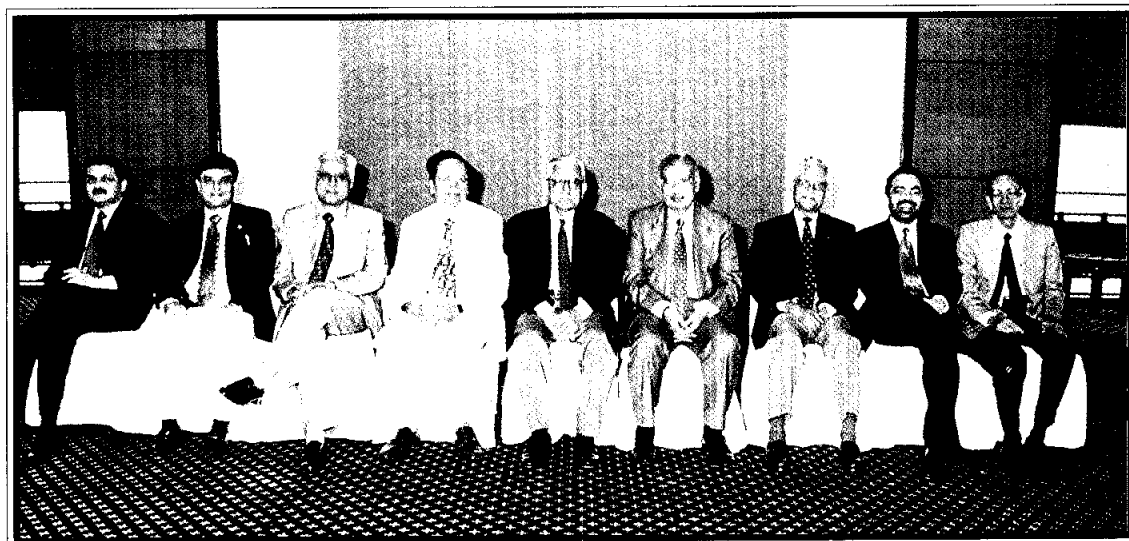


Report Junction
2013-2014

Board of Directors



Left to Right: Bhaskar Ghose (Managing Director), Anil Harish, Vijay Vaid, Lal Tolani, R.J. Shahaney (Chairman), Ram Buxani, R. Ramakrishnan, Ashok Wadhwa and O.P. Sodhani.

Chairman with Management Team



Sitting (Left to Right): Sharukh Wadia, Sr. Vice President (Treasury); P.S.R. Andrew, Sr. Vice President (Corporate Services and Operations Audit); C.V. Bijlani, Sr. Vice President (Credit); J.K. Basu, Executive Vice President; Fali F. Forbes, Executive Vice President; R.J. Shahaney, Chairman; Bhaskar Ghose, Managing Director; Jeet Chugani, Executive Director; V.B. Raju, Sr. Vice President (Investment Banking); S.V. Zaregaonkar, Sr. Vice President & Chief Financial Officer; N.S. Pai, Sr. Vice President (Institutional Marketing).

Standing (Left to Right): P.L. Gupta, Vice President (Retail Banking); Yogesh Goyal, Vice President (Asset Management); P.B. Rishi, Vice President (Credit); K.G. Bhandari, Vice President (Risk Management); P. Padmanabhan, Vice President (Inspection & Audit); A.K. Trivedi, Vice President (Global Banking); Gopal Lohiya, Company Secretary; Varghese Thambi, Vice President (Banking Operations & Control); Arvind Jain, Vice President (Planning & Budgeting).



Our Mission

**“To emerge as an international Bank,
acquiring global capabilities,
providing world class services and
maintaining the highest standards of
professionalism
& integrity”.**

VISION - 2005

1. *IndusInd Bank's name to be synonymous with Trust, Efficiency and Security.*
2. *To be among the most admired companies in the country.*
3. *To be among the top 10 banks in India.*
4. *Business to grow at a Compounded Annual Growth Rate (CAGR) of 20%.*
5. *Business levels to reach Rs.23,500 crores by March 2005, with Deposits of Rs.14,700 crores and Advances of Rs.8,800 crores.*
6. *NPAs (net) to be reduced to 2-3% of net advances.*
7. *Interest spreads to reach a level of 3.0 – 3.5%.*
8. *Return On Net-worth (RONW) to reach 25%.*
9. *To have a network of 125 branches encompassing all metros/state capitals/major towns and business centres.*
10. *To develop Investment Banking activities to offer advisory services for mergers and acquisitions, corporate restructuring, syndication of loans, etc., as well as businesses that yield annuity type earnings, such as Depository, Corporate Trust and Custodial Services.*
11. *To be perceived as a “preferred” employer and develop a young, trained and motivated cadre.*
12. *To adopt US GAAP and proceed for listing on the NYSE or NASDAQ.*

Source: IndusInd Bank

8th Annual Report 2001-2002

Board of Directors	R. J. Shahaney	<i>Chairman</i>
	R. Ramakrishnan	<i>Director</i>
	Ashok Wadhwa	<i>Director</i>
	Vijay Vaid	<i>Director</i>
	Anil Harish	<i>Director</i>
	Ram Buxani	<i>Director</i>
	Lat Tolani	<i>Director</i>
	O.P. Sodhani	<i>Director</i>
	Bhaskar Ghose	<i>Managing Director</i>

Secretary	Gopal Lohiya	<i>Company Secretary</i>
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Auditors	M/s. M.P. Chitale & Co. Chartered Accountants Hamam House Ambalal Doshi Marg, Fort Mumbai - 400 001, India
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Solicitors	M/s. Crawford Bayley & Co. Solicitors and Advocates State Bank Building NGN Vaidya Marg Mumbai - 400 023, India
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Registered Office	2401, General Thimmayya Road Cantonment, Pune - 411 001, India
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Corporate Office	IndusInd House 425, Dadasaheb Bhadkamkar Marg (Lamington Road) Mumbai - 400 004, India
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Registrars & Share Transfer Agent	Intime Spectrum Registry Ltd. 260, Shanti Industrial Estate Sarojini Naidu Road Mulund (West) Mumbai - 400 080, India
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CERTIFICATE OF COMPLIANCE



This is to certify that the
QUALITY MANAGEMENT SYSTEM of

INDUSIND BANK LIMITED

Acme Plaza, Opposite Sangam Talkies, Andheri – Kurla Road, Andheri (East),
Mumbai 400 059, Maharashtra, India.

has been assessed by International Certifications Services (Asia) Pvt. Ltd. and registered
as complying with the requirements of the following International Quality Standards :

ISO 9002 : 1994

The Quality Management System applicable to:

Scope : Providing Personal And Commercial Banking Services.

Registered No. : R91/845
Registered Date : 06th April, 2002.
Valid Upto : 3 years
Expiry Date : 15th December, 2003.




Managing Director
International Certifications Services

Accredited by Joint Accreditation System of Australia and New Zealand

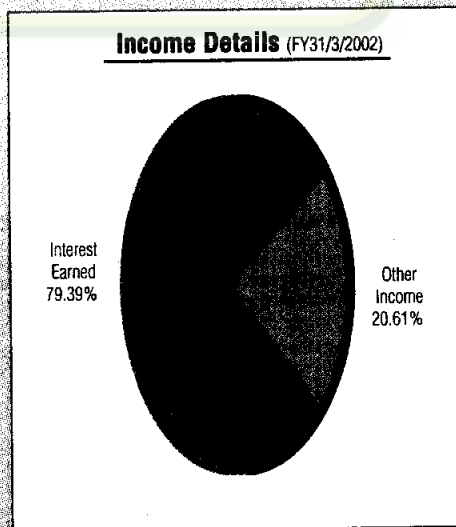
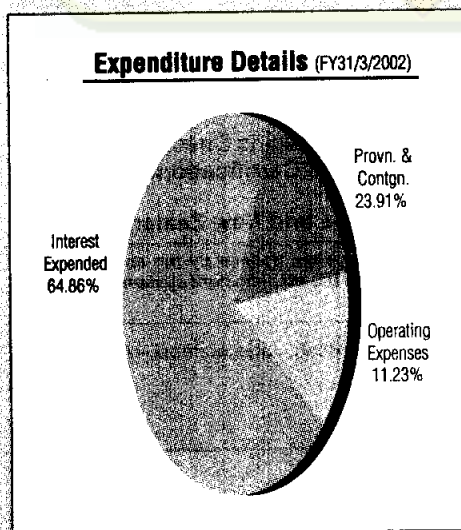
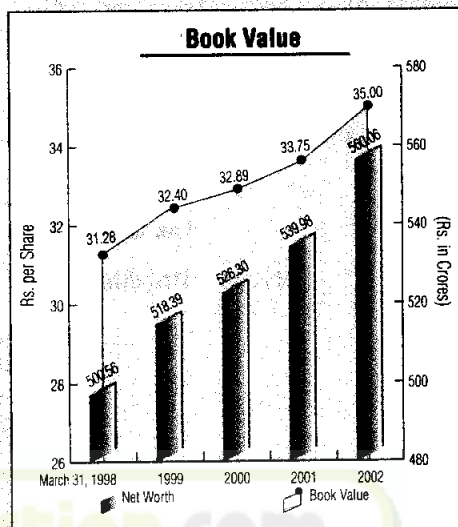
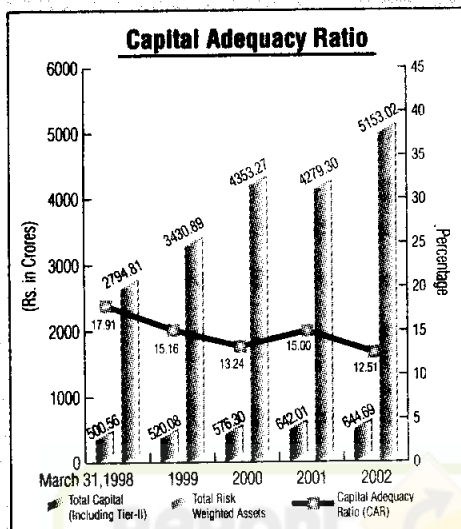
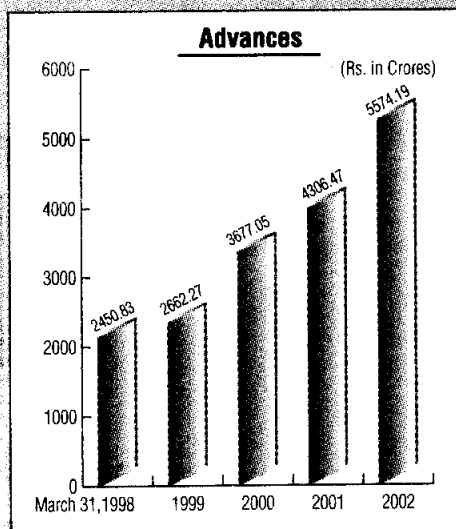
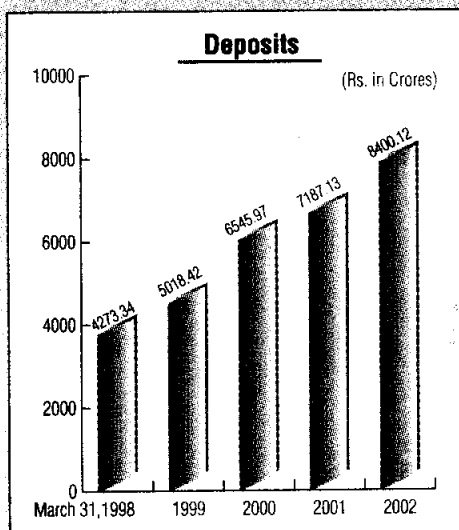
Validity of this certificate is based on periodic audits of the management system defined by the above scope and its contingent upon prompt, written notification of significant changes to the management system and/or its components thereof shall be immediately communicated to ICS.

International Certifications Services (Asia) Pvt Ltd E-7, Chand Society, Juhu Road, Juhu, Mumbai – 400 049, India



bridzen
bank

PERFORMANCE HIGHLIGHTS





NOTICE

NOTICE is hereby given that the Eighth Annual General Meeting of the Members of IndusInd Bank Limited will be held at Hotel Taj Blue Diamond, 11, Koregaon Road, Pune 411 001, India, on Saturday, September 28, 2002, at 2.30 p.m. to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2002 and the Profit and Loss Account for the financial year ended March 31, 2002 together with the Reports of the Directors and Auditors thereon.
2. To declare a Dividend on Equity Shares for the financial year ended March 31, 2002.
3. To appoint a Director in place of Mr. R. Ramakrishnan, who retires by rotation, and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Ram Buxani, who retires by rotation, and being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. Lal Tolani, who retires by rotation, and being eligible, offers himself for re-appointment.

Special Business:

6. To consider and, if thought fit, to pass with or without modifications the following resolution as an ordinary resolution:

"RESOLVED THAT M/s. Price Waterhouse & Co., Chartered Accountants, be and are hereby appointed as the Statutory Central Auditors of the Bank, in place of the retiring Auditors, M/s. M. P. Chitale & Co., Chartered Accountants, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board of Directors of the Bank."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to appoint Branch Auditors to audit the accounts of the branches/offices of the Bank in consultation with the Statutory Central Auditors and to fix their remuneration."
7. To consider and, if thought fit, to pass with or without modifications the following resolution as an ordinary resolution:

"RESOLVED THAT Mr. R. J. Shahaney, who was appointed as an Additional Director by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Article 100 of the Articles of Association of the Bank, and subject to the provisions of Sections 10A, 16 and 20 of the Banking Regulation Act, 1949,

and who holds such office until the ensuing Annual General Meeting, and in respect of whom the Bank has received a notice in writing as required under Section 257 of the Companies Act, 1956, from a member signifying his intention to propose Mr. R. J. Shahaney as a candidate for the office of Director, be and is hereby elected and appointed as a Director of the Bank, not subject to retire by rotation."

"RESOLVED FURTHER THAT pursuant to the approval of Reserve Bank of India (RBI) under the applicable provisions of the Banking Regulation Act, 1949, the applicable provisions of the Companies Act, 1956, and as per the approval of the Board, consent of the Members of the Bank be and is hereby accorded to the appointment of Mr. R. J. Shahaney as Chairman of the Bank for a period of two years with effect from July 29, 2002 on the terms and conditions approved by RBI."

By Order of the Board

Gopal Lohiya
Company Secretary

Pune
August 22, 2002

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE BANK. The proxy form should be lodged with the Bank at its Registered Office at least 48 hours before the time of the meeting.
2. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of the Special Business is annexed hereto.
3. All documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Bank during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting (AGM).
4. The Register of Members and Share Transfer Books of the Bank will remain closed from Monday, September 23, 2002 to Saturday, September 28, 2002 (both days inclusive) in terms of the provisions of Section 154 of the Companies Act, 1956.
5. Members/proxies should bring the attendance slip duly filled in for attending the AGM.
6. Members are requested to kindly bring their copies of the Annual Report to the AGM.

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Explanatory Statement under Section 173 (2) of the Companies Act, 1956:

Item No. 3

Mr. Ramakrishnan, born in 1937, holds a B.Sc. (Physics) degree. He is an Engineer by profession and is an expert in agriculture and farming. He was on the Advisory Board of a foreign bank for several years. It will be advantageous for the Bank to continue to avail of his expert advice in the field of agriculture and rural finance. He is a director in Yekediar Farms Pvt. Ltd., Yekediar Coconuts Pvt. Ltd., Yekediar Estates Pvt. Ltd., Indian Reinforcing Co. (Welded Mesh) Pvt. Ltd., Concord Arai Pvt. Ltd., Upasana Finance Ltd., and SRP Tools Ltd.

Item No. 4

Mr. Ram Buxani, born in 1941, is a graduate. He is a leading NRI businessman based in Dubai, and has vast experience in International Trade Finance. It will be advantageous for the Bank to continue to avail of his expert advice in the field of International Trade Finance. He is a director in IndusInd Enterprises & Finance Limited, Sanjay-Gulf Industries (P) Limited, and Cosmos-Sanjay Textiles Mills Limited.

Item No. 5

Mr. Lal Tolani, born in 1932, holds a graduate degree in Economics and has acquired Special Engineering and International Commerce Training in Europe. He is a leading NRI businessman based in London, U.K., and has substantial experience in Agriculture, Engineering, Shipping, Power Projects, Oil Sector, etc. As such, it will be advantageous for the Bank to continue to avail of his expert advice in the field of credit and foreign exchange. He is not holding a directorship in any other company in India except of the Bank.

Item No. 6

M/s. M.P. Chitale, Chartered Accountants, have been the Statutory Central Auditors of the Bank since 1998-99. As per the guidelines of Reserve Bank of India (RBI), an auditor cannot be re-appointed for a period beyond four consecutive years. The Board has placed on record its deep appreciation of the professional services rendered by M/s. M.P. Chitale, Chartered Accountants, during their association as Statutory Central Auditors of the Bank.

The Bank has received a Special Notice in writing pursuant to Section 225 of the Companies Act, 1956 from a member proposing the name of M/s. Price Waterhouse & Co., Chartered Accountants, for appointment as the Statutory Central Auditors of the Bank for the financial year 2002-2003. Necessary approval of RBI under section 30(1A) of the Banking Regulation Act, 1949 has already been obtained in this regard. A certificate from the proposed Auditors has also been received to the effect that their appointment if made would be within the limits prescribed under Section 224 (1B)

of the Companies Act, 1956.

Accordingly, it is proposed to appoint M/s. Price Waterhouse & Co., Chartered Accountants, as the new Statutory Central Auditors of the Bank. The Board of Directors recommend the resolution for the appointment of M/s. Price Waterhouse & Co., Chartered Accountants, as the Bank's Statutory Central Auditors, for approval of the Members.

None of the Directors of the Bank are in any way concerned or interested in the passing of the said resolution.

Item No. 7

Mr. R. J. Shahaney was appointed as an Additional Director by the Board of Directors, in its meeting held on July 29, 2002, pursuant to Section 260 of the Companies Act, 1956 and Article 100 of the Articles of Association of the Bank, and subject to the provisions of Sections 10A, 16 and 20 of the Banking Regulation Act, 1949. He holds such office until the ensuing Annual General Meeting. The Bank has received a notice in writing along with a deposit of Rs.500/-, pursuant to Section 257 of the Companies Act, 1956, from a member proposing him as candidate for the office of Director. Mr. R. J. Shahaney has filed with the Bank his consent to act as a Director of the Bank.

Mr. R. J. Shahaney, born in 1930, is an engineering graduate from the University of London, and an Associate of the City & Guilds Institute (ACGI). He served as Chairman & Managing Director of Jessop & Co. Ltd., Kolkata (a Government of India Undertaking) before joining Ashok Leyland Limited in 1978 as Managing Director. At present, Mr. Shahaney is Chairman of Ashok Leyland Limited, Hinduja National Power Corporation Ltd., Ashok Leyland Projects Services Ltd., and Ennore Foundries Ltd., and Vice-Chairman of Ashok Leyland Finance Limited. Mr. Shahaney is the past president of the Confederation of Indian Industry (CII), Association of the Indian Automobile Manufacturers (AIAM), and Indian Institute of Welding (IIW), and now continues to serve these associations as Member of their National Council. Keeping in view Mr. Shahaney's broad-based practical experience in finance, law, economics, and business management, his business acumen, and his excellent stewardship of project-related matters, your Directors recommend the approval of the resolution.

None of the Directors of the Bank, other than Mr. R. J. Shahaney, are in any way concerned or interested in the passing of the Resolution.

By Order of the Board

Gopal Lohiya
Company Secretary

Pune
August 22, 2002



Directors' Report

To all Members,

Your Directors take pleasure in presenting the Eighth Annual Report together with the Audited Accounts of the Bank for the financial year ended March 31, 2002.

Financial Performance	(Rs. In Crores)	
	As on 31.03.2002	As on 31.03.2001
Deposits	8400.12	7187.13
Advances	5574.20	4236.88
Operating Profit	273.16	200.64
Net Profit	50.75	40.54

Your Directors recommend appropriation of profit as under:
(Rs. in Crores)

Operating Profit before Depreciation	273.16
Less : Depreciation on Fixed Assets	20.68
Less : Provisions & Contingencies	201.73
Net Profit	50.75
Add : Profit Brought Forward	21.45
Less : Tax Adjustments of Previous Years	-
Amount available for Appropriation	72.20
Transfer to Statutory Reserve	12.69
Transfer to Investment Fluctuation Reserve	19.27
Transfer to Capital Reserve	4.51
Proposed Dividend	22.40
Corporate Dividend Tax	-
Balance carried over to Balance Sheet	13.33
Total	72.20

Profit

For the financial year ended March 31, 2002, your Bank earned an operating profit of Rs.273.16 crores compared to Rs.200.64 crores in the previous year, recording an impressive growth of 36%. After making necessary provisions, the net profit was also higher at Rs.50.75 crores compared to Rs.40.54 crores for the previous year, registering an increase of 25%.

Dividend

The Directors of your Bank recommend an enhanced dividend of 14% for the year ended March 31, 2002 (previous year 13%).

Economic Scenario

The year 2001-02 saw the economy growing at an estimated 5.4% despite stagnant exports and relatively lower growth in the manufacturing sector. Agriculture recorded an impressive 7.5% growth. The business confidence was adversely affected by the global acts of terrorism and tensions on India's borders. However, the year ended with the country having record foreign currency assets of US\$56 billion, foodgrain reserves of 60 million tonnes and inflation rate at less than 2%.

The Reserve Bank of India has been following a low interest rate policy and this is reflected in the cut in the Bank Rate and Cash Reserve Ratio. Liquidity with the banking sector continues to be easy. The demand for credit from the corporate sector remains slack.

The past five months have seen a turnaround in the domestic economy with core sector industries growing at more than 9% and index of industrial production at 4%. The government's national highway development project is on track with a projected investment of Rs.54,000 giving rise to increased demand for steel, cement and commercial vehicles. The growth this year will be tempered due to the drought like situation obtaining in several parts of the country during the month of July 2002. Credit is expected to pick up in the second half of the current financial year.

Deposits

The total deposits of your Bank as on March 31, 2002 were Rs.8400.12 crores, which translates into a growth of 16.88% over the level of March 31, 2001 compared to the banking sector deposit growth of 14.3% for the same period.

Advances

The net advances of your Bank stood at Rs.5574.19 crores as on March 31, 2002 compared to Rs.4306.47 crores as on March 31, 2001, registering a growth of 29.44%. The credit deposit (CD) ratio of the Bank as on March 31, 2002 was 66.36%.

Capital Adequacy

The capital adequacy ratio (CRAR) of your Bank as on March 31, 2002 was comfortable at 12.51%, well above the regulatory requirement of 9%.

MANAGEMENT DISCUSSION AND ANALYSIS

Corporate Banking

Improvement in asset quality is an important goal for the Bank. With this end in view, the Bank has consciously lent to top-tier corporates – largely well-managed public-sector companies – at competitive rates. This is an ongoing process and the Bank has laid stress on maintaining high standards of policies and procedures. Targetting top-quality corporates, ensuring high standards of credit appraisal and post-disbursement monitoring, reviewing exposure to specific industries and sensitive sectors, and diversifying across industries and sectors have been key focus areas.

Priority Sector Banking

Reserve Bank of India has stipulated a target of 40% of net bank credit for priority sector advances. Direct lending to the priority sector stood at Rs.695.78 crores as on March 31, 2002. In addition, investments in the priority sector bonds (indirect finance) amounted to Rs.402.99 crores. The aggregate outstanding of Rs.1098.77 crores constituted 27.68% of Net Bank Credit as on March 31, 2002. The shortfall has to be met by further investment in Rural Infrastructure Development Fund bonds issued by NABARD.

8th Annual Report 2001-2002

Retail Banking

Built on a state-of-the-art technology platform, your Bank has had the capability of handling volumes related to retail business since its inception in an efficient and cost-effective way. Emerging market trends and opportunities have now enabled the Bank to leverage these very strengths towards the development of a strong retail business portfolio.

The Bank's Retail Liability and Transaction Banking products have been revamped to include the powerful features of multi-city banking, mobile banking, net banking, home or doorstep banking and phone-banking. These new products are in addition to the Bank's existing suite of retail products and ensure that the Bank caters to a wider base of customers.

On the direct banking channel front, the Bank took several initiatives to augment its retail thrust. The Bank plans to start issuing Debit Cards shortly and acquiring card-related transactions. The Bank has more than doubled its ATM network in the last twelve months and tripled its ATM card base. We propose to expand your Bank's network of branches, extension counters and ATMs to expand its reach across the country. The Bank will be launching its Phone-Banking services at eight main centres in the next few months. It will also be re-launching its Mobile Banking services along with alerts for its customers across the country. These services will be available irrespective of the telephone service provider that the customer subscribes to. Fully-functional Internet Banking services are expected to be launched shortly.

Investment in new technology has kept pace with the Bank's retail thrust during the period. The Bank has invested in new channels of distribution, such as the CR2 initiative in Internet Banking. The Bank's revamped Internet site has already been launched, offering a complete range of channels for the use of the Bank's customers.

Business from Non-Resident Indians(s)

Business from non-resident Indians(s) registered a growth of 17.40% by March 31, 2002 over the last financial year. In addition to a full range of standard banking products, your Bank also offers Portfolio Investment Services and services related to Foreign Direct Investment (FDI) and Joint Ventures. Indusnet, the Bank's Internet Banking site, will provide enhanced comfort to NRIs for transacting business via a secure medium. Online interaction with Personal Bankers offered through Indusnet is another product advantage, which enables NRIs to communicate with IBL over a secure medium irrespective of location.

Investment Banking

Unfavourable sentiments in the capital markets continued after the major upheaval caused by the crash in the Bombay Stock Exchange (BSE) followed by a payment crisis on the Calcutta Stock Exchange in March 2001. Trading volumes for the most part of the year remained very low and the indices witnessed significant swings several times. The situation on the Calcutta Stock Exchange (CSE) was even more subdued. Also, Reserve Bank of India reviewed its norms for computing the exposure of

banks to the capital markets and effected fundamental changes in them with a view to keeping such exposure within control.

In such a situation, your Bank maintained its cautious approach to the capital markets. Its exposure to the capital markets was thus reduced from Rs.215.28 crore as at end-March 2001 to Rs.122.32 crore as at end-March 2002. Your Bank continued to function as a clearing bank to National Stock Exchange (NSE) as well as to CSE. It also became operational as a clearing bank to BSE during the year under review. However, the decreased volumes, lower prices and shorter settlement periods cumulatively resulted in reduced float funds for all banks.

The impact of the subdued stock market was also felt on the Bank's Indus Demat Cash Scheme. With higher margins and lower prices, the eligible loan quantum stood reduced. Besides, retail investors largely stayed away from the capital markets, resulting in a lower off-take under the scheme.

In the area of Depository Services, in spite of the lacklustre market situations culminating in the closure of a large number of small Depository Participants, your Bank has brought 2646 new accounts on to its books and the aggregate value of its dematerialised shares portfolio stood at Rs.24225 crore as at the end of the year. However, the reduced volumes, lower price levels and decreased tariff together impacted the revenue from this segment considerably.

As a step towards increasing customer convenience, your Bank has subscribed to the Speed-e facility of National Securities and Depository Ltd. (NSDL). Consequently, the depository customers of the Bank can now enroll for Speed-e facility under which they can provide their delivery instructions on the Internet. Customers thus not only save time and effort, but will also find it easier to meet the deadlines of a shorter settlement cycle. Your Bank has also become a Depository Participant of Central Depository Services Ltd. (CDSL) which will shortly be operational in that capacity. Besides, the Bank has updated its software and connectivity infrastructures for improving services to its customers. The Bank is thus poised for significant growth in this sector, both organic and through acquisitions.

Rupee Treasury Operations

Liquidity management and securities trading were the main focal points of your Bank's Treasury activities, and the year proved to be excellent for its domestic treasury. A large number of its constituent gilt account holders continued to enjoy the value-added services provided by Treasury, which helped the Bank augment its income by way of float funds and fees. The debt markets were active during the year and softer interest rates kept yields on Government securities low and the valuations high. A buoyant securities market helped your Bank to trade actively during the year. Your Bank recorded a trading turnover of Rs.35561 crores in securities and booked a profit of Rs.120.18 crores.

Foreign Exchange Treasury

Your Bank continued to enjoy its traditional position as a front-runner in the Foreign Exchange markets. A professional team of