

## FAQs on Amalgamation - Shareholders

Q. Has the amalgamation of the Company with IndusInd Bank Ltd. concluded?

Ans. The Composite Scheme of Arrangement amongst Bharat Financial Inclusion Ltd. (BFIL or Company), IndusInd Bank Ltd. (IndusInd Bank or Bank or IBL), IndusInd Financial Inclusion Ltd (IFIL). and their respective shareholders and creditors (Scheme) has received all the applicable approvals. The Scheme has become effective from July 04, 2019.

Q. What is the effective date for the amalgamation?

Ans. Effective Date for the amalgamation is July 04, 2019, the date on which the Order passed by Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble NCLT) was filed with the jurisdictional Registrar of Companies by the three companies viz; BFIL, IBL and IFIL who are parties to the Scheme.

Q. What is the swap ratio agreed for the amalgamation?

Ans. IndusInd Bank Limited (Bank) shall issue 639 (Six Hundred and Thirty Nine) Equity Share of the face value of Rs. 10 (Rupees Ten) credited as fully paid-up, for every 1000 (One Thousand) equity shares of the face value of Rs. 10 (Rupees Ten) each fully paid-up held by such Equity Shareholder in Bharat Financial Inclusion Ltd. ("Company" or "BFIL").

Q. What is the record date for determining the shareholders of the Company who shall be entitled to receive shares of the IndusInd Bank, as consideration pursuant to the Scheme.

Ans. The Record date is July 4, 2019 for the purpose of determining the shareholders of the Company who shall be entitled to receive shares of the Bank, as consideration pursuant to the Scheme.

Q. When will the shareholders of the Company get IndusInd Bank shares? Do the shareholder need to do anything in this regard? Whom do the shareholder reach out to for any queries in this regard?

Ans. In accordance with the statutory process, the equity shareholders of the Company will be allotted the equity shares of IndusInd Bank Ltd. as per swap ratio in proportion to their holding as on Record Date and credited in their demat account tentatively within two weeks from the Record Date, by IndusInd Bank. For any clarification, the shareholders may send an e-mail at [investor@indusind.com](mailto:investor@indusind.com)

If any shareholder of the Company becomes entitled to any fractional shares on the issue and allotment of equity shares by IndusInd Bank, the Board of IndusInd Bank shall consolidate all such fractional entitlements and shall, without any further application, act, instrument or deed, issue and allot such consolidated equity shares directly to a corporate trustee nominated by the IndusInd Bank (the "Trustee"), who shall hold such

equity shares with in trust for the benefit of the respective shareholders, for the specific purpose of selling such equity shares in the market at such price or prices and on such time or times within 60 (sixty) days from the date of allotment, as the Trustee may in its sole discretion decide and on such sale. The net sale proceeds (after deduction of applicable taxes and costs incurred) thereof and any additions and accretions shall be paid to the Bank, whereupon the the Bank shall, subject to withholding tax, if any, distribute such sale proceeds to the concerned shareholders of the Company in proportion to their respective fractional entitlements.

Q. When will be the trading suspension of BFIL Shares?

Ans. The trading for BFIL shares were suspended on 03 July 2019, one trading day before the record date i.e. July 4, 2019. The corporate action for crediting the converted shares to the respective shareholders of the Company would take tentatively two weeks from the Record Date.

Q. Who will be the registrar post amalgamation?

Ans. Post the effectiveness of amalgamation, the Registrar and Share Transfer Agents of Bank will be the registrar for all the equity shareholders of Bank. The contact details of the RTA is provided below :

Link Intime India Pvt.Ltd  
C-101, 247 Park,  
L B S Marg, Vikhroli West,  
Mumbai – 400 083  
Tel No. : 91 22 49186000, Direct : 49186280  
Fax No. 91 22 49186060  
Email: [rnt.helpdesk@linktime.co.in](mailto:rnt.helpdesk@linktime.co.in)

Q. The Board of the Bank has recommended Final Dividend of Rs.7.50 (75%) per equity Share of Face Value of Rs. 10/-each (fully Paid-Up) for the Financial Year ended March 31, 2019, subject to approval of the Shareholders at the ensuing Annual General Meeting of the Bank. Will the shareholders of BFIL be eligible for receiving the aforesaid Dividend form the Bank?

Ans. The Bank will announce the “Record Date for Dividend” for the purpose of determining the shareholders who would be eligible to receive final dividend for FY19. The necessary disclosure in this regard will be made by the Bank to the Stock Exchanges in due course.

All Shareholders of the Bank on the said "Record Date for dividend" (including the Company's shareholders holding converted the Bank's shares on "Record date for dividend") shall be entitled to receive final dividend for FY19.