

July 20, 2021

Singapore Exchange Securities Trading Limited

2 Shenton Way
02-00 SGX Centre 1
Singapore 068804

Dear Sir / Madam,

Sub: Result of the e-voting at the 27th Annual General Meeting (AGM) and remote e-voting on resolutions of HDFC Bank Ltd ('the Bank')

We hereby submit the results of the e-voting at the 27th AGM of the Bank held on July 17, 2021 by Video Conference (VC), as well as the results of the remote e-voting conducted for all resolutions as specified in the Notice of the 27th AGM dated June 18, 2021.

Date of the 27 th AGM	July 17, 2021
Total no. of shareholders as on the record date	1592130
No. of shareholders who attended the meeting through video conferencing:	
a) Promoters and Promoter Group	1
b) Public	357

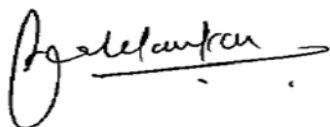
All the resolutions at the AGM were passed with requisite majority. The Report of M/s. BN & Associates, Scrutinizers, is enclosed herewith.

This is for your information and appropriate dissemination.

Thanking you,

Yours truly,

For HDFC Bank Limited



Santosh Haldankar
Sr. Vice President (Legal) & Company Secretary

Encl: a/a

HDFC BANK LTD - AGM Date 17th July, 2021

Date of the AGM	17th July, 2021
Total number of shareholders on record date	1592130
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	1 357

Resolution required: (Ordinary/Special)			Ordinary (1) : To receive, consider and adopt the audited financial statements (standalone) of the Bank for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2368265327	86.334	2367692456	572871	99.976	0.024
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2368265327	86.334	2367692456	572871	99.976	0.024
Public - Non Institutions	E-Voting		12216317	0.755	12206490	9827	99.920	0.080
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12216317	0.755	12206490	9827	99.920	0.080
Total		5526719098	3545107478	64.145	3544524780	582698	99.984	0.016



Resolution required: (Ordinary/Special)			Ordinary (2) : To receive, consider and adopt the audited financial statements (consolidated) of the Bank for the financial year ended March 31, 2021 and the Report of Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2368265327	86.334	2367692456	572871	99.976	0.024
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2368265327	86.334	2367692456	572871	99.976	0.024
Public - Non Institutions	E-Voting		12211995	0.754	12201074	10921	99.911	0.089
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12211995	0.754	12201074	10921	99.911	0.089
Total		5526719098	3545103156	64.145	3544519364	583792	99.984	0.016



Resolution required: (Ordinary/Special)			Ordinary (3) : To declare dividend on Equity Shares.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2421182624	88.263	2421182624	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2421182624	88.263	2421182624	0	100.000	0.000
Public - Non Institutions	E-Voting		12226147	0.755	12215679	10468	99.914	0.086
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12226147	0.755	12215679	10468	99.914	0.086
Total		5526719098	3598034605	65.103	3598024137	10468	100.000	0.000



Resolution required: (Ordinary/Special)			Ordinary (4) : To appoint a director in place of Mr. Srikanth Nadhamuni (DIN 02551389), who retires by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2383362043	86.885	2370633193	12728850	99.466	0.534
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2383362043	86.885	2370633193	12728850	99.466	0.534
Public - Non Institutions	E-Voting		12217098	0.755	12174399	42699	99.650	0.350
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12217098	0.755	12174399	42699	99.650	0.350
Total		5526719098	3560204975	64.418	3547433426	12771549	99.641	0.359



Resolution required: (Ordinary/Special)			Ordinary (5) : To ratify the additional audit fees to the Statutory Auditors, MSKA & Associates, Chartered Accountants.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\}*100$	4	5	$(6)=\{(4)/(2)\}*100$	$(7)=\{(5)/(2)\}*100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420862310	88.252	2416740891	4121419	99.830	0.170
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420862310	88.252	2416740891	4121419	99.830	0.170
Public - Non Institutions	E-Voting		12213280	0.754	12142451	70829	99.420	0.580
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12213280	0.754	12142451	70829	99.420	0.580
Total		5526719098	3597701424	65.097	3593509176	4192248	99.883	0.117



Resolution required: (Ordinary/Special)			Ordinary (6) : To revise the term of office of MSKA & Associates as Statutory Auditors of the Bank and to fix the overall audit fees of the joint Statutory Auditors.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420862310	88.252	2414790539	6071771	99.749	0.251
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420862310	88.252	2414790539	6071771	99.749	0.251
Public - Non Institutions	E-Voting		12218893	0.755	12160390	58503	99.521	0.479
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12218893	0.755	12160390	58503	99.521	0.479
Total		5526719098	3597707037	65.097	3591576763	6130274	99.830	0.170



Resolution required: (Ordinary/Special)			Ordinary (7) : To appoint joint Statutory Auditors.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420862310	88.252	2415382399	5479911	99.774	0.226
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420862310	88.252	2415382399	5479911	99.774	0.226
Public - Non Institutions	E-Voting		12218195	0.755	12197920	20275	99.834	0.166
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12218195	0.755	12197920	20275	99.834	0.166
Total		5526719098	3597706339	65.097	3592206153	5500186	99.847	0.153



Resolution required: (Ordinary/Special)			Ordinary (8) : In supersession of the resolution of the Members of the Bank passed at the 22nd AGM dated July 21, 2016, to approve the revised remuneration of non-executive directors except for Part Time Non-Executive Chairperson.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Promoter and Promoter Group	E-Voting	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting	2743137012	2383362043	86.885	2382719172	642871	99.973	0.027
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		2383362043	86.885	2382719172	642871	99.973	0.027
Public - Non Institutions	E-Voting	1618956252	11600066	0.717	11502808	97258	99.162	0.838
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		11600066	0.717	11502808	97258	99.162	0.838
Total		5526719098	3559587943	64.407	3558847814	740129	99.979	0.021



Resolution required: (Ordinary/Special)			Special (9) : To approve the re-appointment Mr. Umesh Chandra Sarangi (DIN 02040436) as an Independent Director.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2378558789	86.709	2318281719	60277070	97.466	2.534
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2378558789	86.709	2318281719	60277070	97.466	2.534
Public - Non Institutions	E-Voting		12197096	0.753	12144027	53069	99.565	0.435
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12197096	0.753	12144027	53069	99.565	0.435
Total		5526719098	3555381719	64.331	3495051580	60330139	98.303	1.697



Resolution required: (Ordinary/Special)			Ordinary (10) : To approve the appointment Mr. Atanu Chakraborty (DIN 01469375) as a Part time Non-Executive Chairman and Independent Director of the Bank.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2379471838	86.743	2374398704	5073134	99.787	0.213
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2379471838	86.743	2374398704	5073134	99.787	0.213
Public - Non Institutions	E-Voting		12201245	0.754	12140368	60877	99.501	0.499
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	12201245	0.754	12140368	60877	99.501	0.499
Total		5526719098	3556298917	64.347	3551164906	5134011	99.856	0.144



Resolution required: (Ordinary/Special)			Ordinary (11) : To approve the appointment of Dr. (Ms.) Sunita Maheshwari (DIN 01641411) as an Independent Director.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting	2743137012	2380813920	86.792	2379380766	1433154	99.940	0.060
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		2380813920	86.792	2379380766	1433154	99.940	0.060
Public - Non Institutions	E-Voting	1618956252	12197863	0.753	12145490	52373	99.571	0.429
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		12197863	0.753	12145490	52373	99.571	0.429
Total		5526719098	3557637617	64.372	3556152090	1485527	99.958	0.042



Resolution required: (Ordinary/Special)			Ordinary (12) : To ratify and approve the related party transactions with Housing Development Finance Corporation Limited.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	1164625834	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		0	0.000	0	0	0.000	0.000
Public - Institutions	E-Voting	2743137012	2419539727	88.203	2419539727	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		2419539727	88.203	2419539727	0	100.000	0.000
Public - Non Institutions	E-Voting	1618956252	9968919	0.616	9928950	39969	99.599	0.401
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		9968919	0.616	9928950	39969	99.599	0.401
Total		5526719098	2429508646	43.959	2429468677	39969	99.998	0.002



Resolution required: (Ordinary/Special)			Ordinary (13) : To ratify and approve the related party transactions with HDB Financial Services Limited.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	0	0.000	0	0	0.000	0.000
Public - Institutions	E-Voting		2419539727	88.203	2419539727	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2419539727	88.203	2419539727	0	100.000	0.000
Public - Non Institutions	E-Voting		9967717	0.616	9913567	54150	99.457	0.543
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	9967717	0.616	9913567	54150	99.457	0.543
Total		5526719098	2429507444	43.959	2429453294	54150	99.998	0.002



Resolution required: (Ordinary/Special)			Special (14) : To Issue Unsecured Perpetual Debt Instruments (part of Additional Tier I capital), Tier II Capital Bonds and Long Term Bonds (financing of infrastructure and affordable housing) on a private placement basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting	2743137012	2419605741	88.206	2418840965	764776	99.968	0.032
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		2419605741	88.206	2418840965	764776	99.968	0.032
Public - Non Institutions	E-Voting	1618956252	12212056	0.754	12149836	62220	99.491	0.509
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		12212056	0.754	12149836	62220	99.491	0.509
Total		5526719098	3596443631	65.074	3595616635	826996	99.977	0.023



Resolution required: (Ordinary/Special)			Special (15) : To consider amendment to the ESOS-Plan D-2007 as approved by the Members.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420928324	88.254	2404439065	16489259	99.319	0.681
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420928324	88.254	2404439065	16489259	99.319	0.681
Public - Non Institutions	E-Voting		10552624	0.652	10461493	91131	99.136	0.864
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	10552624	0.652	10461493	91131	99.136	0.864
Total		5526719098	3596106782	65.068	3579526392	16580390	99.539	0.461



Resolution required: (Ordinary/Special)			Special (16) : To consider amendment to the ESOS-Plan E-2010 as approved by the Members.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420928324	88.254	2404439065	16489259	99.319	0.681
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420928324	88.254	2404439065	16489259	99.319	0.681
Public - Non Institutions	E-Voting		10554522	0.652	10464291	90231	99.145	0.855
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	10554522	0.652	10464291	90231	99.145	0.855
Total		5526719098	3596108680	65.068	3579529190	16579490	99.539	0.461



Resolution required: (Ordinary/Special)			Special (17) : To consider amendment to the ESOS-Plan F-2013 as approved by the Members.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420928324	88.254	2404439065	16489259	99.319	0.681
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420928324	88.254	2404439065	16489259	99.319	0.681
Public - Non Institutions	E-Voting		10557890	0.652	10466919	90971	99.138	0.862
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	10557890	0.652	10466919	90971	99.138	0.862
Total		5526719098	3596112048	65.068	3579531818	16580230	99.539	0.461

Resolution required: (Ordinary/Special)			Special (18) : To consider amendment to the ESOS-Plan G-2016 as approved by the Members.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting		1164625834	100.000	1164625834	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1164625834	1164625834	100.000	1164625834	0	100.000	0.000
Public - Institutions	E-Voting		2420928324	88.254	2404439065	16489259	99.319	0.681
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	2743137012	2420928324	88.254	2404439065	16489259	99.319	0.681
Public - Non Institutions	E-Voting		10558266	0.652	10473310	84956	99.195	0.805
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	1618956252	10558266	0.652	10473310	84956	99.195	0.805
Total		5526719098	3596112424	65.068	3579538209	16574215	99.539	0.461



Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the 27th AGM of HDFC

BANK Limited held on Saturday, July 17, 2021

To,

The Chairperson,

HDFC BANK Limited

27th Annual General Meeting of the Equity Shareholders of HDFC BANK Limited held on Saturday, July 17, 2021 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) commencing at 2.30 PM IST

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the General Circulars No. 20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021, read with circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) and in accordance with the circular dated May 12, 2020 read with circular dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI) commonly referred to as "Applicable Circulars".

The Board of Directors of HDFC BANK Limited (*hereinafter referred to as the "Bank"*) at its meeting held on June 18, 2021 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended by the **"Applicable Circulars"** issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The Applicable Circulars provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necisstated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.** I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the **Applicable Circulars**.

Report on Scrutiny:

- The Bank had appointed National Securities Depository Ltd. ('NSDL') as the **Service provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Bank and for voting electronically at the meeting.
- Datamatics Business Solutions Ltd (formerly Datamatics Financial Services Ltd) are the Registrar and Share Transfer Agents ('RTA') of the Bank.
- The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 27th Annual General Meeting ('AGM') of the Bank, which was held on Saturday, July 17, 2021.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Bank had uploaded the AGM Notice stating all the items

of the business to be transacted at the **27th AGM** on the website of the Bank and also its Service Provider and also on the websites of Stock Exchanges Viz BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through Remote E-Voting.

- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by NSDL the service provider .
- The internal cut-off date for the dispatch of the Notice of the AGM was June 23, 2021 and as on that date, there were 16,05,726 Members of the Bank. As mentioned in the **Applicable Circulars**, the service provider had sent the Notices of the AGM along with Integrated Annual Report and E-voting details by email to 14,87,150 Members constituting 92.62% of the total members, whose email Id was made available by the Depositories and the RTA. For those Members whose email id was not available, or holding in physical form, who had not registered their email Id with the RTA the Notices could not be sent. The Bank had advertised in the newspapers, asking those members who have not provided their email id to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM. In addition, as a matter of good gesture, arrangements were made by the Bank with the Service Provider to send the Notices in multiple tranches to those members who have acquired the shares from the market subsequently till prior to the actual Cut-off date. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **Applicable Circulars**.
- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Saturday, July 10, 2021**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days from **Wednesday, July 14, 2021 at 9.00 A.M. to Friday, July 16, 2021 at 5:00 P.M.**
- The Bank completed the dispatch of the notices by email to the members by June 23, 2021.
- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the **Applicable Circulars**, the Bank had released an advertisement prior to sending Notices to the Shareholders which was published in English in 'Business Standard' newspaper having country-wide circulation dated June 21, 2021 and in Marathi in 'Navshakti' newspaper dated June 21, 2021. The Notice contained the required information as provided under clause IV (a) to (f) of the said circular.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Bank also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Business Standard' newspaper having country-wide circulation dated June 24, 2021 and in Marathi in 'Navshakti' newspaper dated June 24, 2021. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.



- At the end of the voting period on July 16, 2021 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the 27th AGM of the Bank held through VC / OAVM means, on Saturday, July 17, 2021, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who are attending the meeting through VC / OAVM but could not participate in the Remote E-voting to record their votes.
- On July 17, 2021, after tabulating the votes cast electronically through the system provided by NSDL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. K Venkataraman and Dr. Seethalakshmi Iyer who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After unblocking the votes cast, the total votes cast both through remote e-voting and by voting through electronic means at the AGM, were consolidated and the final Scrutinizer's Report was prepared.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conducted at the AGM by way of Electronic means are as under:

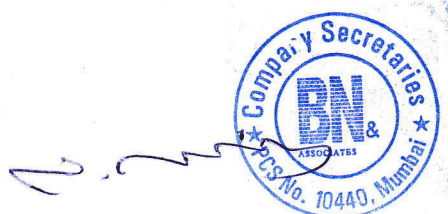
Details	Remote E-voting	Voting through electronic means at AGM	Total voting
Number of members who cast their votes	6,817	52	6869
Total number of Shares held by them	360,08,40,774	3,18,556	360,11,59,330
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	Various as mentioned under each of the Resolution		

Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.
2. In respect of item nos. 12 and 13 which required approval of the shareholders where related party transactions were involved, the Related Parties were duly identified and were not allowed to vote in favour of the resolution or, in case they voted, the votes were treated as invalid. The voting by HDFC Investments Limited and HDFC Holdings Limited, though not related parties, but part of the promoter group of the Bank, had abstained from voting as a good governance practice.

ORDINARY BUSINESS

I) Item No. 1 of the Notice (As an Ordinary Resolution):



To receive, consider and adopt the audited financial statements (standalone) of the Bank for the year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	354,45,24,780	99.984	5,82,698	0.016	5,60,51,852

Item 1 of Notice stands passed with the requisite majority

II) Item No. 2 of the Notice (As an Ordinary Resolution):

To receive, consider and adopt the audited financial statements (consolidated) of the Bank for the year ended March 31, 2021 and the Reports of the Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	354,45,19,364	99.984	5,83,792	0.016	5,60,56,174

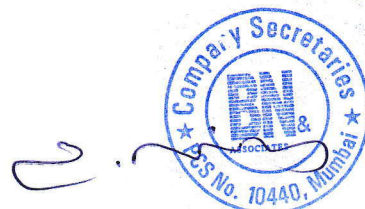
Item 2 of Notice stands passed with the requisite majority

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To declare dividend on Equity Shares

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	359,80,24,137	99.999	10,468	0.001	31,24,725

Item 3 of Notice stands passed with the requisite majority



IV) Item No. 4 of the Notice (As an Ordinary Resolution):

To appoint a director in place of Mr. Srikanth Nadhamuni (DIN 02551389) who retires by rotation and, being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	354,74,33,426	99.641	1,27,71,549	0.359	4,09,54,355

Item 4 of Notice stands passed with the requisite majority

V) Item No. 5 of the Notice (As an Ordinary Resolution):

To ratify the additional audit fees to the Statutory Auditors M/s MSKA & Associates, Chartered Accountants

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	359,35,09,176	99.883	41,92,248	0.117	34,57,906

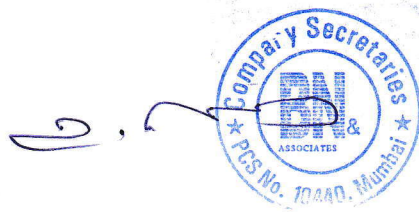
Item 5 of Notice stands passed with the requisite majority

VI) Item No. 6 of the Notice (As an Ordinary Resolution):

To revise the term of office and remuneration of M/s MSKA & Associates, as joint Statutory Auditors of the Bank.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	359,15,76,763	99.830	61,30,274	0.170	34,52,293

Item 6 of Notice stands passed with the requisite majority



VII) Item No. 7 of the Notice (As an Ordinary Resolution):

To appoint joint Statutory Auditors of the Bank for three years till FY24 and fixing their remuneration

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	359,22,06,153	99.847	55,00,186	0.153	34,52,991

Item 7 of Notice stands passed with the requisite majority

SPECIAL BUSINESS

VIII) Item No. 8 of the Notice (As an Ordinary Resolution):

To approve the revised remuneration of the non-executive Directors except for the Part Time Non-Executive Chairperson

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	355,88,47,814	99.979	7,40,129	0.021	4,15,71,387

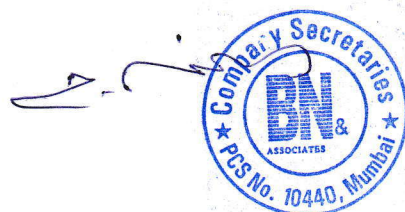
Item 8 of Notice stands passed with the requisite majority

IX) Item No. 9 of the Notice (As a Special Resolution):

To approve the reappointment of Mr. Umesh Chandra Sarangi (DIN 02040436) as an Independent Director for three years from March 1, 2021

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	349,50,51,580	98.303	6,03,30,139	1.697	4,57,77,611

Item 9 of Notice stands passed with the requisite majority



X) Item No.10 of the Notice (As an Ordinary Resolution):

To approve the appointment of Mr. Atanu Chakraborty (DIN 01469375) as a Part Time Non-Executive Chairman and independent Director for three years from May 5, 2021 and fixing his remuneration

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	355,11,64,906	99.856	51,34,011	0.144	4,48,60,413

Item 10 of Notice stands passed with the requisite majority

XI) Item No. 11 of the Notice (As an Ordinary Resolution):

To approve the appointment of Dr. (Ms.) Sunita Maheshwari (DIN 01641411) as an Independent Director for five years from March 30, 2021.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	355,61,52,090	99.958	14,85,527	0.042	4,35,21,713

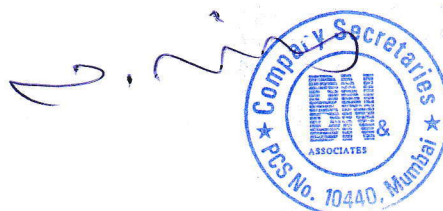
Item 11 of Notice stands passed with the requisite majority

XII) Item No. 12 of the Notice (As an Ordinary Resolution):

To ratify and approve the related party transactions with Housing Development Finance Corporation Limited

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	242,94,68,677	99.998	39,969	0.002	117,16,50,684

Item 12 of Notice stands passed with the requisite majority (Refer Note 2)



XIII) Item No. 13 of the Notice (As an Ordinary Resolution):

To ratify and approve the related party transactions with HDB Financial Services Limited

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	242,94,53,294	99.998	54,150	0.002	117,16,51,886

Item 13 of Notice stands passed with the requisite majority (Refer Note 2)

XIV) Item No.14 of the Notice (As a Special Resolution):

To Issue Unsecured Perpetual Debt Instruments (part of Additional Tier I capital), Tier II Capital Bonds and Long Term Bonds (financing of infrastructure and affordable housing) on a private placement basis

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	359,56,16,635	99.977	8,26,996	0.023	47,15,699

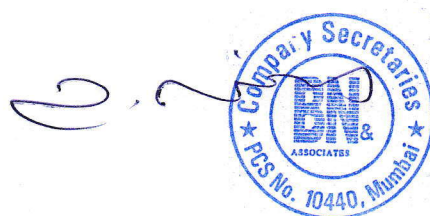
Item 14 of Notice stands passed with the requisite majority

XV) Item No.15 of the Notice (As a Special Resolution):

To consider amendment to ESOS- Plan D-2007

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	357,95,26,392	99.539	1,65,80,390	0.461	50,52,548

Item 15 of Notice stands passed with the requisite majority



XVI) Item No.16 of the Notice (As a Special Resolution):

To consider amendment to ESOS- Plan E-2010

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	357,95,29,190	99.539	1,65,79,490	0.461	50,50,650

Item 16 of Notice stands passed with the requisite majority

XVII) Item No.17 of the Notice (As a Special Resolution):

To consider amendment to ESOS- Plan F-2013

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	357,95,31,818	99.539	1,65,80,230	0.461	50,47,282

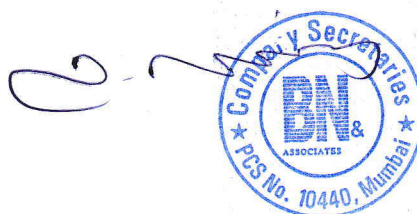
Item 17 of Notice stands passed with the requisite majority

XVIII) Item No.18 of the Notice (As a Special Resolution):

To consider amendment to ESOS- Plan G-2016

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	357,95,38,209	99.539	1,65,74,215	0.461	50,46,906

Item 18 of Notice stands passed with the requisite majority



All the Resolutions mentioned in the AGM Notice dated June 18, 2021 as per the details above and as per the break up provided in the annexure attached stands passed under Remote E-voting and voting conducted at AGM Electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Bank. All other relevant records relating to remote e-voting and Electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairperson signs the Minutes.

Thanking you,

Yours Faithfully

For B.N. & Associates
COMPANY SECRETARIES



CS B Narasimhan
(Proprietor)
(FCS no 1303 COP no 10440)



Place: Mumbai

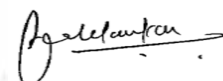
Date: July 17, 2021

The following were the witnesses to the unblocking the votes cast through remote e-voting.

1. 
Mr. K Venkataraman


2. Dr. Seethalakshmi Iyer

I have received the report:

Signature 

Santosh Haldankar

Sr. Vice President (Legal) & Company Secretary

Place: Mumbai

Date: July 17, 2021