

July 16, 2024

Ref. No: HDFC Life/CA/2024-25/49

**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No C/1, Block G,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai- 400 051

**Listing Department**  
**BSE Limited**  
Sir PJ Towers,  
Dalal Street,  
Fort,  
Mumbai – 400 001

NSE Symbol: HDFCLIFE

BSE Security Code: 540777

Dear Sir /Madam,

**Sub: E-voting Results of the 24<sup>th</sup> Annual General Meeting (AGM)**

This is with reference to the 24<sup>th</sup> AGM of the members of the Company held on July 15, 2024.

In this regards, please find enclosed herewith Scrutiniser's Report issued by M/s MMJB & Associates LLP, Practicing Company Secretaries, and e-voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements Regulations), 2015.

All the resolutions proposed at the 24<sup>th</sup> AGM were passed with requisite majority.

The aforesaid documents are also being hosted on the Company's website at <https://www.hdfclife.com/about-us/investor-relations>.

This is for your information and appropriate dissemination.

Thanking you,

**For HDFC Life Insurance Company Limited**

**Narendra Gangan**  
**General Counsel, Chief Compliance Officer &**  
**Company Secretary**

Encl. : As above

# *MMJB & Associates LLP*

## Company Secretaries

Ecstasy, 803-804, 8<sup>th</sup> Floor, Citi of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678100  
LLPIN: AAR-9997

### **Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the 24<sup>th</sup> Annual General Meeting (“AGM”)**

To,  
**Mr. Narendra Gangan**  
**General Counsel, Chief Compliance Officer & Company Secretary,**  
**HDFC Life Insurance Company Limited (“the Company”)**  
Lodha Excelus, 13<sup>th</sup> Floor, Apollo Mills Compound,  
N. M. Joshi Marg, Mahalaxmi, Mumbai - 400011

**Consolidated Scrutinizer’s Report on voting through remote e-voting and electronic voting at the 24<sup>th</sup> AGM of the shareholders of the Company, held on Monday, July 15, 2024 at 3:00 p.m. (IST) through video conferencing (“VC”) /other audio-visual means (“OAVM”) in terms of provisions of the Companies Act, 2013 (“Act”) read with the Rules issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”).**

- A. I, Omkar Dindorkar (Membership No. A43029), Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as Scrutinizer in the meeting of Board of Directors of the Company held on April 18, 2024 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) **Electronic voting at the AGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 during the 24<sup>th</sup> AGM held on Monday, July 15, 2024 at 3:00 p.m. (IST).
- B. Pursuant to Sections 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 24<sup>th</sup> AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the shareholders of the Company whose e-mail addresses were registered with the Company/ Company’s Registrar and Share Transfer Agent/the Depository Participant(s) for communication purposes in compliance with the General Circular No. 09/2023 dated September 25, 2023, other circulars issued by the Ministry of Corporate Affairs from time to time and Master Circular no. SEBI/ HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India (“SEBI”)(“the Circulars”) and applicable

provisions of the SEBI Listing Regulations, the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company has completed dispatch of Notice of AGM along with explanatory statement on Saturday, June 22, 2024 to those members whose name(s) appeared in the Register of Members of the Company or Register of Beneficial Owner maintained by the Depositories as on Friday, June 14, 2024 (the "Cut off date").

- C. The Company had appointed KFin Technologies Limited ("KFintech"), the Registrar and Transfer Agent of the Company for the remote e-voting facility and conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed by us and votes cast were unblocked.
- D. The remote e-voting period commenced on Wednesday, July 10, 2024 at 9:00 a.m. (IST) and ended on Sunday, July 14, 2024 at 5:00 p.m. (IST) and the KFintech remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders through remote e-voting and by way of electronic voting during the AGM, I have issued this Scrutinizer's Report dated July 16, 2024.
- F. Resolution No. 12 & 13 of this report are related party transactions as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 ("Listing Regulations"). Further, Regulation 23 (4) of Listing Regulations states that no related party shall vote to approve such resolution whether the entity is a related party to the particular transaction or not. Accordingly, we have reconciled from the list of related parties given to us by the Company and excluded their voting while finalizing the voting results for aforesaid resolutions.

<b>Date of AGM</b>	<b>July 15, 2024</b>
<b>Total number of shareholders on record date (i.e., as on the cut-off date for e-voting i.e. July 08, 2024)*</b>	9,09,952
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	Not Applicable
Public	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing</b>	
Promoter and Promoter group	2
Public	91

*\*HDFC Bank Limited is the sole promoter of the Company. The above total number of shareholders and attendance are Folio based for the purpose of this report.*

**Resolution Item No. 01 - Ordinary Resolution:**

To receive, consider and adopt:

- (a) the audited standalone revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2024 and the balance sheet as at that date, together with the reports of the directors and auditors thereon; and  
 (b) the audited consolidated revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2024 and the balance sheet as at that date, together with the report of the auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	68,52,55,561	83.9451	68,43,09,977	9,45,584	99.8620	0.1380
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>68,52,55,561</b>	<b>83.9451</b>	<b>68,43,09,977</b>	<b>9,45,584</b>	<b>99.8620</b>	<b>0.1380</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,98,640	35.0141	8,79,94,276	4,364	99.9951	0.0049
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,99,429</b>	<b>35.2134</b>	<b>8,84,95,065</b>	<b>4,364</b>	<b>99.9951</b>	<b>0.0049</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,85,70,97,262</b>	<b>86.3373</b>	<b>1,85,61,47,314</b>	<b>9,49,948</b>	<b>99.9488</b>	<b>0.0512</b>

**Resolution Item No. 02 - Ordinary Resolution:**

To declare dividend of ₹ 2/- per equity share for the financial year ended March 31, 2024.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,22,30,066	86.0245	70,22,30,066	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,22,30,066</b>	<b>86.0245</b>	<b>70,22,30,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,98,472	35.0141	8,79,95,333	3,139	99.9965	0.0035
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,99,261</b>	<b>35.2134</b>	<b>8,84,96,122</b>	<b>3,139</b>	<b>99.9965</b>	<b>0.0035</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,40,71,599</b>	<b>87.1264</b>	<b>1,87,40,68,460</b>	<b>3,139</b>	<b>99.9998</b>	<b>0.0002</b>

**Resolution Item No. 03 - Ordinary Resolution:**

To appoint a Director in place of Mr. Keki M. Mistry (DIN: 00008886) who retires by rotation and, being eligible, offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	65,83,70,580	4,37,97,484	93.7625	6.2375
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		70,21,68,064	86.0169	65,83,70,580	4,37,97,484	93.7625	6.2375
3	Public- Others	Remote e-voting	25,13,23,232	8,79,98,564	35.0141	8,79,88,157	10,407	99.9882	0.0118
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		Total		8,84,99,353	35.2134	8,84,88,946	10,407	99.9882	0.0118
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,40,09,689</b>	<b>87.1236</b>	<b>1,83,02,01,798</b>	<b>4,38,07,891</b>	<b>97.6623</b>	<b>2.3377</b>

**Resolution Item No. 04 - Ordinary Resolution:**

Appointment of one of the Joint Statutory Auditors - M/s BSR & Co. LLP, Chartered Accountants (Firm Registration no.: 101248W/W-100022).

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	69,92,89,968	28,78,096	99.5901	0.4099
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>69,92,89,968</b>	<b>28,78,096</b>	<b>99.5901</b>	<b>0.4099</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,988	35.0099	8,79,80,989	6,999	99.9921	0.0079
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,88,777</b>	<b>35.2092</b>	<b>8,84,81,778</b>	<b>6,999</b>	<b>99.9921</b>	<b>0.0079</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,39,99,113</b>	<b>87.1231</b>	<b>1,87,11,14,018</b>	<b>28,85,095</b>	<b>99.8460</b>	<b>0.1540</b>

**Resolution Item No. 05 - Ordinary Resolution:**

Approve payment of remuneration to Joint Statutory Auditors.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,14,04,092	85.9233	68,79,43,499	1,34,60,593	98.0809	1.9191
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,14,04,092</b>	<b>85.9233</b>	<b>68,79,43,499</b>	<b>1,34,60,593</b>	<b>98.0809</b>	<b>1.9191</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,934	35.0099	8,79,80,099	7,835	99.9911	0.0089
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,88,723</b>	<b>35.2092</b>	<b>8,84,80,888</b>	<b>7,835</b>	<b>99.9911</b>	<b>0.0089</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,32,35,087</b>	<b>87.0875</b>	<b>1,85,97,66,659</b>	<b>1,34,68,428</b>	<b>99.2810</b>	<b>0.7190</b>



**Resolution Item No. 06 - Special Resolution:**

Appointment of Mr. Venkatraman Srinivasan (DIN: 00246012), as an Independent Director.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	67,01,87,451	3,19,80,613	95.4454	4.5546
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		70,21,68,064	86.0169	67,01,87,451	3,19,80,613	95.4454	4.5546
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,888	35.0099	8,79,79,442	8,446	99.9905	0.0095
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		Total		8,84,88,677	35.2092	8,84,80,231	8,446	99.9905	0.0095
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,39,99,013</b>	<b>87.1231</b>	<b>1,84,20,09,954</b>	<b>3,19,89,059</b>	<b>98.2930</b>	<b>1.7070</b>

**Resolution Item No. 07 - Special Resolution:**

Appointment of Mr. Subodh Kumar Jaiswal (DIN: 08195141), as an Independent Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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)]*10 0	[4]	[5]	[6]= [(4)/(2)]*100	[7]= [(5)/(2)]*100
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,14,04,092	85.9233	69,66,13,406	47,90,686	99.3170	0.6830
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,14,04,092</b>	<b>85.9233</b>	<b>69,66,13,406</b>	<b>47,90,686</b>	<b>99.3170</b>	<b>0.6830</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,888	35.0099	8,79,77,873	10,015	99.9887	0.0113
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,88,677</b>	<b>35.2092</b>	<b>8,84,78,662</b>	<b>10,015</b>	<b>99.9887</b>	<b>0.0113</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,32,35,041</b>	<b>87.0875</b>	<b>1,86,84,34,340</b>	<b>48,00,701</b>	<b>99.7437</b>	<b>0.2563</b>

**Resolution Item No. 08 - Special Resolution:**

Amendments to Articles of Association.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	68,77,78,379	84.2542	65,36,23,546	3,41,54,833	95.0340	4.9660
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>68,77,78,379</b>	<b>84.2542</b>	<b>65,36,23,546</b>	<b>3,41,54,833</b>	<b>95.0340</b>	<b>4.9660</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,134	35.0096	8,79,80,939	6,195	99.9930	0.0070
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,87,923</b>	<b>35.2089</b>	<b>8,84,81,728</b>	<b>6,195</b>	<b>99.9930</b>	<b>0.0070</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,85,96,08,574</b>	<b>86.4540</b>	<b>1,82,54,47,546</b>	<b>3,41,61,028</b>	<b>98.1630</b>	<b>1.8370</b>

**Resolution Item No. 09 - Ordinary Resolution:**

Revision in remuneration of Ms. Vibha Padalkar (DIN: 01682810), Managing Director & Chief Executive Officer.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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)]*10 0	[4]	[5]	[6]= [(4)/(2)]*100	[7]= [(5)/(2)]*100
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	69,64,53,228	57,14,836	99.1861	0.8139
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>69,64,53,228</b>	<b>57,14,836</b>	<b>99.1861</b>	<b>0.8139</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,97,586	35.0137	8,79,63,936	33,650	99.9617	0.0383
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,84,98,375</b>	<b>35.2130</b>	<b>8,84,64,725</b>	<b>33,650</b>	<b>99.9620</b>	<b>0.0380</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,40,08,711</b>	<b>87.1235</b>	<b>1,86,82,60,225</b>	<b>57,48,486</b>	<b>99.6933</b>	<b>0.3067</b>

**Resolution Item No. 10 - Ordinary Resolution:**

Revision in remuneration of Mr. Suresh Badami (DIN: 08224871), Deputy Managing Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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)]*10 0	[4]	[5]	[6]= [(4)/(2)]*100	[7]= [(5)/(2)]*100
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>69,63,98,975</b>	<b>57,69,089</b>	<b>99.1784</b>	<b>0.8216</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,97,548	35.0137	8,79,63,142	34,406	99.9610	0.0390
		E- Voting at AGM		2,90,789	0.1157	2,90,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,82,88,337</b>	<b>35.1294</b>	<b>8,82,53,931</b>	<b>34,406</b>	<b>99.9610</b>	<b>0.0390</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,37,98,673</b>	<b>87.1137</b>	<b>1,86,79,95,178</b>	<b>58,03,495</b>	<b>99.6903</b>	<b>0.3097</b>

**Resolution Item No. 11 - Ordinary Resolution:**

Revision in remuneration of Mr. Niraj Shah (DIN: 09516010), Executive Director & Chief Financial Officer:

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
3	Public- Others	Remote e-voting	25,13,23,232	8,79,97,524	35.0137	8,79,40,537	56,987	99.9353	0.0647
		E- Voting at AGM		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
		Total		8,84,98,313	35.2129	8,84,41,326	56,987	99.9356	0.0644
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,40,08,649</b>	<b>87.1235</b>	<b>1,86,81,82,573</b>	<b>58,26,076</b>	<b>99.6891</b>	<b>0.3109</b>

**Resolution Item No. 12 - Ordinary Resolution:**

Approval of related party transactions with HDFC Bank Limited.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	0	0.0000	0	0	0.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>70,21,68,064</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,486	35.0097	8,79,79,285	8,201	99.9907	0.0093
		E- Voting at AGM		1,89,907	0.0756	1,89,907	0	100.0000	0.0000
		<b>Total</b>		<b>8,81,77,393</b>	<b>35.0853</b>	<b>8,81,69,192</b>	<b>8,201</b>	<b>99.9907</b>	<b>0.0093</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>79,03,45,457</b>	<b>36.7435</b>	<b>79,03,37,256</b>	<b>8,201</b>	<b>99.9990</b>	<b>0.0010</b>

**Resolution Item No. 13 - Ordinary Resolution:**

Approval of related party transactions with HDB Financial Services Limited.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	0	0.0000	0	0	0.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>70,21,68,064</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,159	35.0096	8,79,79,951	7,208	99.9918	0.0082
		E- Voting at AGM		1,89,907	0.0756	1,89,907	0	100.0000	0.0000
		<b>Total</b>		<b>8,81,77,066</b>	<b>35.0852</b>	<b>8,81,69,858</b>	<b>7,208</b>	<b>99.9918</b>	<b>0.0082</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>79,03,45,130</b>	<b>36.7435</b>	<b>79,03,37,922</b>	<b>7,208</b>	<b>99.9991</b>	<b>0.0009</b>



**Resolution Item No. 14 - Special Resolution:**

Approval of Employee Stock Option Scheme – 2024.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	68,16,41,746	2,05,26,318	97.0767	2.9232
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>68,16,41,746</b>	<b>2,05,26,318</b>	<b>97.0767</b>	<b>2.9233</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,812	35.0098	8,79,41,845	45,967	99.9477	0.0522
		E- Voting at AGM		2,90,789	0.1157	2,90,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,82,78,601</b>	<b>35.1255</b>	<b>8,82,32,634</b>	<b>45,967</b>	<b>99.9479</b>	<b>0.0521</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,37,88,937</b>	<b>87.1133</b>	<b>1,85,32,16,652</b>	<b>2,05,72,285</b>	<b>98.9021</b>	<b>1.0979</b>

**Resolution Item No. 15 - Special Resolution:**

Approval of special rights available to HDFC Bank Limited.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>1,08,33,42,272</b>	<b>100.0000</b>	<b>1,08,33,42,272</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutional holders	Remote e-voting	81,63,13,843	70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>70,21,68,064</b>	<b>86.0169</b>	<b>70,21,68,064</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
3	Public- Others	Remote e-voting	25,13,23,232	8,79,87,796	35.0098	8,79,56,224	31,572	99.9642	0.0358
		E- Voting at AGM		2,90,789	0.1157	2,90,789	0	100.0000	0.0000
		<b>Total</b>		<b>8,82,78,585</b>	<b>35.1255</b>	<b>8,82,47,013</b>	<b>31,572</b>	<b>99.9642</b>	<b>0.0358</b>
<b>Total</b>			<b>2,15,09,79,347</b>	<b>1,87,37,88,921</b>	<b>87.1133</b>	<b>1,87,37,57,349</b>	<b>31,572</b>	<b>99.9983</b>	<b>0.0017</b>

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the AGM.

**It is to be noted that:**

1. Voting rights on the shares transferred to 'Investor Education and Protection Fund' are frozen.
2. Voting rights on those shares held by HDFC Life Employees Stock Option Trust are frozen.
3. The votes cast does not include abstained votes.
4. There were no invalid votes cast on the above resolutions.
5. All the aforesaid resolutions were passed with the requisite majority.
6. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular No. SEBI/HO/AFD/AFD-PoD-2/CIR/P/2023/148 dated 24<sup>th</sup> August 2023 (subsumed as a part of the SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated 30<sup>th</sup> May 2024) have been restricted as provided in the said Circular.

Thanking you,  
Yours faithfully,

**For MMJB & Associates LLP  
Company Secretaries**

OMKAR  
MADHAV  
DINDORKAR

Digitally signed by OMKAR  
MADHAV DINDORKAR  
Date: 2024.07.16 18:43:19  
+05'30'

**Omkar Dindorkar  
Designated Partner**

ACS: 43029  
CP: 24580  
PR: 2826/2022  
UDIN: A043029F000755433  
Place: Mumbai  
Date: July 16, 2024

**For HDFC Life Insurance Company Limited**

Narendra  
Gangan

Digitally signed by Narendra  
Gangan  
Date: 2024.07.16 20:16:35 +05'30'

**Narendra Gangan  
General Counsel  
Chief Compliance Officer & Company Secretary**

ACS: 11770  
Place: Mumbai  
Date: July 16, 2024

Resolution No.	1							
Resolution required: (Ordinary/ Special)	<p>ORDINARY - To receive, consider and adopt:</p> <p>(a)the audited standalone revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2024 and the balance sheet as at that date, together with the reports of the directors and auditors thereon; and</p> <p>(b)the audited consolidated revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2024 and the balance sheet as at that date, together with the report of the auditors thereon.</p>							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	68,52,55,561	83.9451	68,43,09,977	9,45,584	99.8620	0.1380
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		68,52,55,561	83.9451	68,43,09,977	9,45,584	99.8620	0.1380
Public- Non Institutions	E-Voting	25,13,23,232	8,79,98,640	35.0141	8,79,94,276	4,364	99.9950	0.0050
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,99,429	35.2134	8,84,95,065	4,364	99.9951	0.0049
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,85,70,97,262</b>	<b>86.3373</b>	<b>1,85,61,47,314</b>	<b>9,49,948</b>	<b>99.9488</b>	<b>0.0512</b>

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend of INR 2/- per equity share for the financial year ended March 31, 2024							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*10
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,22,30,066	86.0245	70,22,30,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,22,30,066	86.0245	70,22,30,066	0	100.0000	0.0000
Public- Non Institutions	E-Voting	25,13,23,232	8,79,98,472	35.0141	8,79,95,333	3,139	99.9964	0.0036
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,99,261	35.2133	8,84,96,122	3,139	99.9965	0.0035
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>1,87,40,71,599</b>	<b>87.1264</b>	<b>1,87,40,68,460</b>	<b>3,139</b>	<b>99.9998</b>	<b>0.0002</b>

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Keki M. Mistry (DIN: 00008886) who retires by rotation and, being eligible, offers himself for the re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	65,83,70,580	4,37,97,484	93.7625	6.2375
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	65,83,70,580	4,37,97,484	93.7625	6.2375
Public- Non Institutions	E-Voting	25,13,23,232	8,79,98,564	35.0141	8,79,88,157	10,407	99.9882	0.0118
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,99,353	35.2134	8,84,88,946	10,407	99.9882	0.0118
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,87,40,09,689</b>	<b>87.1236</b>	<b>1,83,02,01,798</b>	<b>4,38,07,891</b>	<b>97.6623</b>	<b>2.3377</b>

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of M/s. BSR & Co. LLP, Chartered Accountants, as one of the Joint Statutory Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	69,92,89,968	28,78,096	99.5901	0.4099
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	69,92,89,968	28,78,096	99.5901	0.4099
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,988	35.0099	8,79,80,989	6,999	99.9920	0.0080
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,88,777	35.2092	8,84,81,778	6,999	99.9921	0.0079
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,87,39,99,113</b>	<b>87.1231</b>	<b>1,87,11,14,018</b>	<b>28,85,095</b>	<b>99.8460</b>	<b>0.1540</b>

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Payment of remuneration to Joint Statutory Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,14,04,092	85.9233	68,79,43,499	1,34,60,593	98.0809	1.9191
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,14,04,092	85.9233	68,79,43,499	1,34,60,593	98.0809	1.9191
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,934	35.0099	8,79,80,099	7,835	99.9911	0.0089
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,88,723	35.2091	8,84,80,888	7,835	99.9911	0.0089
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>1,87,32,35,087</b>	<b>87.0875</b>	<b>1,85,97,66,659</b>	<b>1,34,68,428</b>	<b>99.2810</b>	<b>0.7190</b>



Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Venkatraman Srinivasan (DIN: 00246012) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	67,01,87,451	3,19,80,613	95.4454	4.5546
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	67,01,87,451	3,19,80,613	95.4454	4.5546
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,888	35.0099	8,79,79,442	8,446	99.9904	0.0096
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,88,677	35.2091	8,84,80,231	8,446	99.9905	0.0095
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>1,87,39,99,013</b>	<b>87.1231</b>	<b>1,84,20,09,954</b>	<b>3,19,89,059</b>	<b>98.2930</b>	<b>1.7070</b>

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Subodh Kumar Jaiswal (DIN: 08195141) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,14,04,092	85.9233	69,66,13,406	47,90,686	99.3170	0.6830
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,14,04,092	85.9233	69,66,13,406	47,90,686	99.3170	0.6830
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,888	35.0099	8,79,77,873	10,015	99.9886	0.0114
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,88,677	35.2091	8,84,78,662	10,015	99.9887	0.0113
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,87,32,35,041</b>	<b>87.0875</b>	<b>1,86,84,34,340</b>	<b>48,00,701</b>	<b>99.7437</b>	<b>0.2563</b>

Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Amendments to Articles of Association of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	68,77,78,379	84.2542	65,36,23,546	3,41,54,833	95.0340	4.9660
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		68,77,78,379	84.2542	65,36,23,546	3,41,54,833	95.0340	4.9660
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,134	35.0096	8,79,80,939	6,195	99.9930	0.0070
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,87,923	35.2088	8,84,81,728	6,195	99.9930	0.0070
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,85,96,08,574</b>	<b>86.4540</b>	<b>1,82,54,47,546</b>	<b>3,41,61,028</b>	<b>98.1630</b>	<b>1.8370</b>

Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration of Ms. Vibha Padalkar (DIN: 01682810), Managing Director & CEO							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	69,64,53,228	57,14,836	99.1861	0.8139
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	69,64,53,228	57,14,836	99.1861	0.8139
Public- Non Institutions	E-Voting	25,13,23,232	8,79,97,586	35.0137	8,79,63,936	33,650	99.9618	0.0382
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,98,375	35.2130	8,84,64,725	33,650	99.9620	0.0380
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>1,87,40,08,711</b>	<b>87.1235</b>	<b>1,86,82,60,225</b>	<b>57,48,486</b>	<b>99.6933</b>	<b>0.3067</b>

Resolution No.	10							
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration of Mr. Suresh Badami (DIN: 08224871), Deputy Managing Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
Public- Non Institutions	E-Voting	25,13,23,232	8,79,97,548	35.0137	8,79,63,142	34,406	99.9609	0.0391
	Poll		2,90,789	0.1157	2,90,789	0	100.0000	0.0000
	Total		8,82,88,337	35.1294	8,82,53,931	34,406	99.9610	0.0390
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,87,37,98,673</b>	<b>87.1137</b>	<b>1,86,79,95,178</b>	<b>58,03,495</b>	<b>99.6903</b>	<b>0.3097</b>

Resolution No.	11							
Resolution required: (Ordinary/ Special)	ORDINARY - Revision in remuneration of Mr. Niraj Shah (DIN: 09516010), Executive Director & CFO							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	69,63,98,975	57,69,089	99.1784	0.8216
Public- Non Institutions	E-Voting	25,13,23,232	8,79,97,524	35.0137	8,79,40,537	56,987	99.9352	0.0648
	Poll		5,00,789	0.1993	5,00,789	0	100.0000	0.0000
	Total		8,84,98,313	35.2129	8,84,41,326	56,987	99.9356	0.0644
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>1,87,40,08,649</b>	<b>87.1235</b>	<b>1,86,81,82,573</b>	<b>58,26,076</b>	<b>99.6891</b>	<b>0.3109</b>

Resolution No.	12							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of related party transactions with HDFC Bank Limited							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	0	0.0000	0	0	0	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0	0
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,486	35.0097	8,79,79,285	8,201	99.9907	0.0093
	Poll		1,89,907	0.0756	1,89,907	0	100.0000	0.0000
	Total		8,81,77,393	35.0853	8,81,69,192	8,201	99.9907	0.0093
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>79,03,45,457</b>	<b>36.7435</b>	<b>79,03,37,256</b>	<b>8,201</b>	<b>99.9990</b>	<b>0.0010</b>

Resolution No.	13							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 10
Promoter and Promoter Group	E-Voting	1,08,33,42,272	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,159	35.0096	8,79,79,951	7,208	99.9918	0.0082
	Poll		1,89,907	0.0756	1,89,907	0	100.0000	0.0000
	Total		8,81,77,066	35.0852	8,81,69,858	7,208	99.9918	0.0082
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>79,03,45,130</b>	<b>36.7435</b>	<b>79,03,37,922</b>	<b>7,208</b>	<b>99.9991</b>	<b>0.0009</b>



Resolution No.	14							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of Employee Stock Option Scheme – 2024							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	68,16,41,746	2,05,26,318	97.0767	2.9233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	68,16,41,746	2,05,26,318	97.0767	2.9233
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,812	35.0098	8,79,41,845	45,967	99.9478	0.0522
	Poll		2,90,789	0.1993	2,90,789	0	100.0000	0.0000
	Total		8,82,78,601	35.2091	8,82,32,634	45,967	99.9479	0.0521
<b>Total</b>		<b>2,15,09,79,347</b>	<b>1,87,37,88,937</b>	<b>87.1133</b>	<b>1,85,32,16,652</b>	<b>2,05,72,285</b>	<b>98.9021</b>	<b>1.0979</b>

Resolution No.	15							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of special rights available to HDFC Bank Limited							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,08,33,42,272	100.0000	1,08,33,42,272	0	100.0000	0.0000
Public- Institutions	E-Voting	81,63,13,843	70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		70,21,68,064	86.0169	70,21,68,064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	25,13,23,232	8,79,87,796	35.0098	8,79,56,224	31,572	99.9641	0.0359
	Poll		2,90,789	0.1157	2,90,789	0	100.0000	0.0000
	Total		8,82,78,585	35.1255	8,82,47,013	31,572	99.9642	0.0358
	<b>Total</b>	<b>2,15,09,79,347</b>	<b>1,87,37,88,921</b>	<b>87.1133</b>	<b>1,87,37,57,349</b>	<b>31,572</b>	<b>99.9983</b>	<b>0.0017</b>