

Ref/No/HDFCAMC/SE/2020-21/42

Date – July 23, 2020

National Stock Exchange of India Limited Exchange Plaza, Plot C/1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai – 400051	BSE Limited Sir PJ Towers, Dalal Street, Mumbai – 400001
Kind Attn: Head – Listing Department	Kind Attn: Sr. General Manager – DCS Listing Department

Dear Sir/Madam,

Sub: Proceeding and Voting Results of the 21st Annual General Meeting (AGM) of HDFC Asset Management Company Limited (the Company) held on July 23, 2020

The 21st AGM of the Company was held on Thursday, July 23, 2020 at 2.30 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(Listing Regulations) and applicable provisions of the Companies Act, 2013, please find enclosed herewith the following:

- 1) Summary of the proceedings of the AGM of the Company;
- 2) Voting Results pursuant to Regulation 44(3) of Listing Regulations; and
- 3) Scrutinizers Report issued by the Scrutinizer i.e. Mr. Surjan Singh Rauthan, Proprietor of S. S. Rauthan & Associates, Company Secretaries.

It may be noted that all the Resolutions placed before the Meeting as per the Notice of the 21st AGM were approved by the Members with overwhelming majority. The Proceeding of AGM, Voting Results along with the Scrutinizer's Report is also available on the Company's website at www.hdfcfund.com.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For **HDFC Asset Management Company Limited**

Sylvia Furtado
Company Secretary

Encl: a/a

HDFC Asset Management Company Limited

A Joint Venture with Standard Life Investments

CIN: L65991MH1999PLC123027

Registered Office : "HDFC House", 2ndFloor, H.T. Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai-400 020
Tel.: 022 - 6631 6333 Fax: 022 - 6658 0203 Website: www.hdfcfund.com email: shareholders.relations@hdfcfund.com

Summary of the proceedings of the 21st Annual General Meeting of HDFC Asset Management Company Limited

The 21st Annual General Meeting (AGM) of the Members of HDFC Asset Management Company Limited (the Company) was held on Thursday, July 23, 2020 at 2.30 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Mr. Deepak Parekh, Chairman of the Board, chaired the proceedings of the meeting. He mentioned that due to Covid-19 pandemic and consequent lockdown which was extended to July 31, 2020 and keeping everyone's safety in mind AGM was being conducted through video conference in compliance with circulars issued by MCA.

The requisite quorum being present, the Chairman called the meeting to order and welcomed the shareholders to the 21st AGM of the Company. He then introduced the members of the Board and other officials of the Company present at the meeting.

The Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee were present at the meeting. The representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizer were also present at the meeting.

The Chairman further informed the members that the Statutory Auditors and Secretarial Auditors had issued unqualified Audit Reports and accordingly the Audit Reports would be taken as read.

Thereafter, the Chairman addressed the members with a brief speech wherein he provided an update on impact of COVID – 19, an overview of the industry and of the Company's operations and financial performance for the financial year ended March 31, 2020 and financial performance for the quarter ended June 30, 2020.

He also provided an update on change in directorate during the year. He placed on record contributions made by Mr. Vijay Merchant, Dr. Deepak Phatak and Mr. Hoshang Billimoria during their long association with the Company. The Chairman mentioned that the Company had appointed Mr. Shashi Kant Sharma.

The Chairman further stated that the facility for remote e-voting on all the resolutions as set out in the Notice of the AGM had been provided to the shareholders in proportion to their voting rights as on the cut-off date of July 16, 2020. He also informed that voting by electronic means was also available during the AGM to those shareholders who had not already voted by means of remote e-voting.

He then concluded his speech by thanking all the Shareholders, Customers, Distribution Partners, Service Providers and Regulatory Authorities for their continued support and having reposed their confidence in the Company and to the employees of the Company for their unwavering commitment and thereafter, invited questions from the Members on the financials and the business listed in the Notice to be transacted at the AGM.

The Chairman further informed that Mr. Surjan Singh Rauthan, Proprietor of S. S. Rauthan & Associates, Company Secretaries (Membership No. FCS 4807, CP No. 3233) had been appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

On the invitation of the Chairman, Members who had registered themselves as speakers, addressed the Meeting through VC and sought clarifications on the Company's accounts and businesses.

After listening to all the questions posed by the Speaker Shareholders, Mr. Parekh jointly with Mr. Milind Barve, Managing Director of the Company responded to the queries of the Members and provided clarifications.

The Chairman then informed that the results of the remote e-voting and e-voting at the 21st AGM, together with the Report of the Scrutinizers thereon, will be disclosed to the Stock Exchanges and displayed on the website of the Company. The meeting concluded at 4.05 p.m. after being open for 30 minutes for e-voting to be completed.

The following items of business as set out in the Notice dated June 11, 2020 convening this AGM were transacted through e-voting:

Ordinary Business:

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of final dividend of Rs. 28/- per equity share for the financial year ended March 31, 2020.
3. Re-appointment of Mr. James Aird (DIN: 01057384) as a director of the Company.
4. Re-appointment of Mr. Deepak Parekh (DIN: 00009078) as a director of the Company.

5. Authority to the Board of Directors of the Company to fix remuneration of M/s. B S R & Co. LLP, Chartered Accountants, Statutory Auditors of the Company from the financial year 2020-21 up to their remaining term.

Special Business:

6. Approval for appointment of Mr. Shashi Kant Sharma (DIN: 03281847) as an Independent Director of the Company.
7. Approval for issuance of equity shares under Employees Stock Option Scheme – 2020 to the employees and directors of the Company.
8. Approval for re-appointment of Mr. Milind Barve (DIN: 00087839) as Managing Director of the Company.

Based on the Scrutinizer's Report dated July 23, 2020 issued by Mr. Surjan Singh Rauthan, all the aforementioned business were passed by the Members with requisite majority.



SS Surjan Singh Rauthan
B.Com., F.C.S.

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Chairman
HDFC Asset Management Company Limited
(CIN:L65991MH1999PLC123027)
"HDFC House" 2nd Floor, H. T. Parekh Marg, 165-166,
Backbay Reclamation, Churchgate,
Mumbai-400 020.

Subject: Passing of Resolution 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 05, 2020 read with circular dated April 08, 2020 and April 13, 2020 issued by Ministry of Corporate Affairs (MCA) and in accordance with the circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) commonly referred as ("Applicable Circulars").

Dear Sir,

1. I, Surjan Singh Rauthan (C.P.3233), Practicing Company Secretary, Proprietor of M/s S. S. Rauthan & Associates, Company Secretaries (UIN:S1999MH2026900), has been appointed as a Scrutinizer by the Board of Directors of **HDFC Asset Management Company Limited** ("the Company") at its meeting held on May 09, 2020 for the purpose of scrutinizing the remote e-Voting and voting through electronic voting system during the Annual General Meeting ('AGM') and ascertaining the requisite majority on remote e-Voting and voting through electronic voting system during the Annual General Meeting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Applicable Circulars on the businesses contained in the Notice of the 21st Annual General Meeting (AGM) of the Company held on Thursday, July 23, 2020 at 2.30 PM IST through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility.



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S. S. Rauthan & Associates

Company Secretaries



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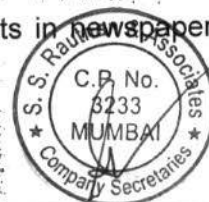
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 21st AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting and electronic voting through VC / Other Audio Visual Means ("OAVM") during the AGM is restricted in making a Scrutinizer's Report of the votes cast "in FAVOUR" or "AGAINST" the businesses set out in the Notice, based on the report generated from the electronic voting system provided by KFin Technologies Private Limited ("KFintech") (*formerly known as Karvy Fintech Private Limited*), engaged by the Company to provide remote e-voting and electronic voting during the 21st AGM of the Company held on Thursday, July 23, 2020 at 2.30 IST through VC / OAVM facilities.

3. Further to above, I submit my report as under:

3.1 The Company has provided the e-voting facility through KFintech e-voting website <https://evoting.karvy.com>. The Company had uploaded all the items of business to be transacted at the 21st AGM on the website of the Company and KFintech to facilitate its members to cast their vote through e-voting.

3.2 The Notice of 21st AGM was sent through email to the Members whose email addresses were registered with the Company and to the Members who had registered themselves on the KFintech e-voting website <https://evoting.karvy.com>. for obtaining the Notice along with Annual Report of the Company, containing the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ('MCA') along with Applicable Circulars.

3.3 As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in newspapers on June 26, 2020



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SS Surjan Singh Rauthan
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and July 1, 2020 in "**Business Standard**", (in English) and in "**Nav Shakti**" (in Marathi) and it carried all required information as specified in the said Rules and notifications.

- 3.4 The Members of the Company as on the "Cut-off" date i.e. Thursday, July 16, 2020 were entitled to vote on the businesses (item nos. 1 to 8) as set out in the Notice of the 21st AGM dated June 11, 2020.
- 3.5 The Chairman at the 21st AGM, held on Thursday, July 23, 2020 through two-way VC/ OAVM announced that Members who had not exercised their votes through remote e-voting may, exercise their votes through electronic voting system being provided during the meeting.
- 3.6 The remote e-voting commenced from Sunday, July 19, 2020 (10.00 a.m. IST) and concluded on Wednesday, July 22, 2020 (5.00 p.m. IST) and the KFintech e-voting platform was blocked thereafter.
- 3.7 After the closure of the remote e-voting, the voting platform was kept open during the AGM, the report on remote e-voting was diligently scrutinized.
- 3.8 The votes cast under remote e-voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the KFintech e-Voting system.
- 3.9 My consolidated report on the results of voting through remote e-voting and voting through electronic means during the AGM is as under:





S. S. Rauthan & Associates

Company Secretaries



SS Surjan Singh Rauthan
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Item No.1 - As an Ordinary Resolution:

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/ Abstained	No of members abstained
						In Favour	Against		
182386342	182006906	1788	181982103	21	24803	99.9864	0.0136	71269	21

- Note: i. Three (3) members voted partly in favour and partly against the resolution.
ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.2 - As an Ordinary Resolution:

Declaration of Dividend of Rs.28/- per equity share of Rs.5/- each, for the financial year ended March 31, 2020.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/ abstained	No. of members abstained
						Favour	Against		
182386342	182077913	1794	182077365	23	548	99.9997	0.0003	262	10

Note: 1. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.3 - As an Ordinary Resolution:

Re-appointment of Mr. James Aird (DIN:01057384) as a director of the Company, who retires by rotation.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/ abstained	No. of members abstained
						In Favour	Against		
182386342	180960810	1429	170476339	368	10484471	94.2062	5.7938	796482	33

Note: i. Three (3) members voted partly in favour and partly against the resolution.





S. S. Rauthan & Associates

Company Secretaries



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- ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.4 - As an Ordinary Resolution:

Re-appointment of Mr. Deepak Parekh (DIN:00009078) as a director of the Company who retires by rotation.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/abstained	No. of members abstained
						In Favour	Against		
182386342	181446233	1710	179986626	102	1459607	99.1956	0.8044	631942	20

- Note: i. Five (5) members voted partly in favour and partly against the resolution.
ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.5 - As an Ordinary Resolution:

Authority to Board to Fix remuneration of M/s B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2020-21 up to their remaining term.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/abstained	No. of members abstained
						In Favour	Against		
182386342	180960794	1431	171616805	364	9343989	94.8365	5.1635	796496	33

- Note: i. One (1) members voted partly in favour and partly against the resolution.
ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.6 - As an Ordinary Resolution:

Approval for appointment of Mr. Shashi Kant Sharma (DIN:03281847) as an Independent Director.



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Company Secretaries



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No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/abstained	No. of members abstained
						In Favour	Against		
182386342	181445658	1747	181380935	54	64723	99.9643	0.0357	632507	30

Note: i. Four (4) members voted partly in favour and partly against the resolution.
ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.7 - As a Special Resolution:

Approval for issuance of equity shares under Employees Stock Option Scheme - 2020 to the Employees and Directors of the Company.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/abstained	No. of members abstained
						In Favour	Against		
182386342	182072164	1573	179484155	239	2588009	98.5786	1.4214	6011	23

Note: i. Eight (8) members voted partly in favour and partly against the resolution.
ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

Item No.8 - As an Ordinary Resolution:

Approval for re-appointment of Mr. Milind Barve (DIN:00087839) as Managing Director.

No. of Equity Shares held	No. of valid votes cast	No. of members voted in Favour	No. of votes in Favour	No. of members voted Against	No. of votes in Against	% of votes		No. of votes invalid/abstained	No. of members abstained
						In Favour	Against		
182386342	181032234	1751	181029226	47	3008	99.9983	0.0017	1045941	30

Note: i. One (1) members voted partly in favour and partly against the resolution.
ii. Votes abstained and less voted are excluded for the purpose of counting valid votes.

4. We observed that :

- 1761 Members had cast their votes through remote e-voting at the AGM.
- 66 Members had cast their votes at the AGM.



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S. S. Rauthan & Associates

Company Secretaries



SS Surjan Singh Rauthan
B.Com., F.C.S.

5. All the relevant records of e-voting is under my safe custody until the Chairman of the Company considers, approves and signs the minutes of the 21st AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.
6. Based on the aforesaid results, we report that Seven (7) Ordinary Resolutions as set out in Items Nos. 1 to 6 & 8 and One (1) Special Resolution as set out in Item No. 7 of the Notice dated June 11, 2020 for the 21st AGM held on July 23, 2020 have been passed with requisite majority.
7. You may accordingly declare the result of remote e-voting and e-voting during the 21st AGM.

Thanking you,

Yours faithfully,

For S. S. Rauthan & Associates
Company Secretaries
UIN:S1999MH2026900



Surjan Singh Rauthan
Proprietor

M. No. FCS.-4807 C.O.P. No.:3233

Peer Reviewed Cert. No.434/2016
UDIN: F004807B000491975
Scrutinizer for Remote e-voting and
e-voting at 21st AGM .

Place : Mumbai
Date : July 23., 2020

Countersigned

Ms. Sylvia Furtado
Company Secretary

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S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

HDFC ASSET MANAGEMENT COMPANY LIMITED	
Date of the AGM/EGM	23-07-2020
Total number of shareholders on record date	458892
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	2
Promoters and Promoter Group:	287
Public:	

Resolution No.	1	ORDINARY RESOLUTION- Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.							
Resolution required: (Ordinary/Special)	NO								
Whether promoter/ promoter group are interested in the agenda/resolution?	NO								
Category	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	Votes Invalid	Votes Abstained
Mode of Voting		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0
Remote E-Voting	157,408,135	0	0.0000	0	0	0.0000	0.0000	0	0
E-Voting (VC/OAVM)									
Postal Ballot (if applicable)									
Total		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0
Promoter and Promoter Group		19,497,247	63.8530	19,472,831	24,416	99.8748	0.1252	71,067	
Remote E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
E-Voting (VC/OAVM)	30,534,576								
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total		19,497,247	63.853	19,472,831	24,416	99.8748	0.1252	71,067	
Public- Institutions		4,946,464	19.8645	4,946,077	387	99.9922	0.0078	202	
Remote E-Voting		155,060	0.6227	155,060	0	100.0000	0.0000	0	0
E-Voting (VC/OAVM)	24,901,085								
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total		5,101,524	20.4872	5,101,137	387	99.9924	0.0076	202	
Public- Non Institutions		182,006,906	85.5120	181,982,103	24,803	99.9864	0.0136	71,269	
Total		212,843,796							

For S. S. Rauthan & Associates,
Company Secretaries,



S. Rauthan
S. Rauthan Singh Rauthan
Proprietor
C.P. No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

Resolution No.	2									
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- Declaration of Dividend of Rs.28/- per equity share of Rs.5/- each, for the financial year ended March 31, 2020.									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	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	Votes Invalid	Votes Abstained	
Mode of Voting		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	0
Remote E-Voting			0.0000	0	0	0.0000	0.0000	0	0	0
E-Voting (VC/OAVM)	157,408,135									
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	0
Total		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	0
Promoter and Promoter Group		19,568,314	64.0858	19,568,314	0	100.0000	0.0000	0	0	0
Remote E-Voting			0.0000	0	0	0.0000	0.0000	0	0	0
E-Voting (VC/OAVM)	30,534,576									
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	0
Total		19,568,314	64.0858	19,568,314	0	100.0000	0.0000	0	0	0
Public- Institutions		4,946,404	19.8642	4,945,941	463	99.9906	0.0094	0	262	262
Remote E-Voting		155,060	0.6227	154,975	85	99.9452	0.0548	0	0	0
E-Voting (VC/OAVM)	24,901,085									
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	0
Total		5,101,464	20.4869	5,100,916	548	99.9893	0.0107	0	262	262
Public- Non Institutions		182,077,913	85.5453	182,077,365	548	99.9997	0.0003	0	262	262
Total		212,843,796								

For S. S. Rauthan & Associates
Company Secretaries,



S. S. Rauthan

Surjan Singh Rauthan
Proprietor
C.P. No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

Resolution No.	3	ORDINARY RESOLUTION- Re-appointment of Mr. James Aird (DIN:01057384) as a director of the Company, who retires by rotation.									
Resolution required: (Ordinary/Special)	NO										
Whether promoter/ promoter group are interested in the agenda/resolution?	NO										
Category	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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	Mode of Voting	157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0		
	Remote E-Voting	0	0.0000	0	0	0.0000	0.0000	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0		
	Remote E-Voting	18,451,476	60.4281	7,968,117	10,483,359	43.1842	56.8158	0	795,965		
Public- Non Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0		
	Remote E-Voting	4,946,139	19.8631	4,945,027	1,112	99.9775	0.0224	0	517		
Total	212,843,796	180,960,810	85.0205	170,476,339	10,484,471	94.2062	5.7938	0	517		

For S. S. Rauthan & Associates
Company Secretaries,

S. S. Rauthan

Surjan Singh Rauthan
Proprietor
C.P. No. 3233 MN-FCS-4807

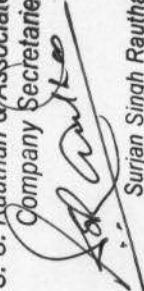


S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

Resolution No.	4										
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION - Re-appointment of Mr. Deepak Parekh (DIN:00009078) as a director of the Company who retires by rotation.										
Whether promoter/ promoter group are interested in the agenda/resolution?	NO										
Category	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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	Mode of Voting	157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0		
	Remote E-Voting	0	0.0000	0	0	0.0000	0.0000	0	0		
	E-Voting (VC/OAVM)	157,408,135	0	0	0	0.0000	0.0000	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0		
	Remote E-Voting	18,936,573	62.0168	17,478,002	1,458,571	92.2976	7.7024	0	631,741		
	E-Voting (VC/OAVM)	0	0.0000	0	0	0.0000	0.0000	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0		
	Remote E-Voting	4,946,465	19.8645	4,945,444	1,021	99.9794	0.0206	0	201		
	E-Voting (VC/OAVM)	155,060	0.6227	155,045	15	99.9903	0.0097	0	0		
Total	212,843,796	181,446,233	85.2485	179,986,626	1,459,607	99.1956	0.8044	0	631942		



For S. S. Rauthan & Associates
 Company Secretaries,

 Surjan Singh Rauthan
 Proprietor
 C.P. No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

Resolution No. Resolution required: (Ordinary/ Special)	5 ORDINARY RESOLUTION- Authority to Board to Fix remuneration of M/s B S R & Co., LLP, Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2020-21 up to their remaining term.																		
Whether promoter/ promoter group are interested in the agenda/resolution?	NO																		
Category	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	Votes Invalid	Votes Abstained										
Mode of Voting		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0										
Remote E-Voting	157,408,135	0	0.0000	0	0	0.0000	0.0000	0	0										
E-Voting (VC/OAVM)																			
Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Total	157,408,135	157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0										
Remote E-Voting	18,451,476	18,451,476	60.4281	9,108,565	9,342,911	49.3650	50.6350	0	795,965										
E-Voting (VC/OAVM)	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Total	30,534,576	18,451,476	60.4281	9,108,565	9,342,911	49.3650	50.6350	0	795,965										
Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Total	18,451,476	18,451,476	60.4281	9,108,565	9,342,911	49.3650	50.6350	0	795,965										
Remote E-Voting	4,946,123	4,946,123	19.8631	4,945,069	1,054	99.9787	0.0213	0	531										
E-Voting (VC/OAVM)	155,060	155,060	0.6227	155,036	24	99.9845	0.0154	0	0										
Total	24,901,085	4,946,123	19.8631	4,945,069	1,054	99.9787	0.0213	0	531										
Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Total	5,101,183	5,101,183	20.4858	5,100,105	1,078	99.9789	0.0211	0	531										
Total	212,843,796	180,960,794	85.0205	171,616,805	9,343,989	94.8365	5.1635	0	796,496										

For S. S. Rauthan & Associates,
Company Secretaries,



(Signature)
S. Rauthan & Associates
Proprietor
C.P. No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

Resolution No.	6									
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION - Approval for appointment of Mr. Shashi Kant Sharma (DIN:03281847) as an Independent Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	Mode of Voting	157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	
	Remote E-Voting	0	0.0000	0	0	0.0000	0.0000	0	0	
	E-Voting (VC/OAVM)	157,408,135	0	0	0	0.0000	0.0000	0	0	
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0	
	Remote E-Voting	18,936,573	100.0000	18,873,140	63,433	99.6650	0.3350	0	631,741	
	E-Voting (VC/OAVM)	18,936,573	62.0168	18,873,140	0	0.0000	0.0000	0	0	
Public- Non Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0	
	Remote E-Voting	4,945,890	19.8621	4,944,600	1,290	99.9739	0.0261	0	766	
	E-Voting (VC/OAVM)	155,060	0.6227	155,060	0	100.0000	0.0000	0	0	
Total	212,843,796	181,445,658	85.2483	181,380,935	64,723	99.9643	0.0357	0	632507	

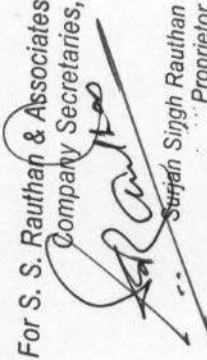



For S. S. Rauthan & Associates
Company Secretaries,
S S Rauthan
Surjit Singh Rauthan
Proprietor
C.P. No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

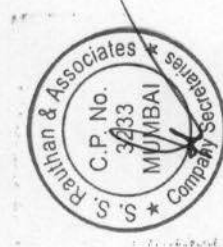
Resolution No.	SPECIAL RESOLUTION- Approval for issuance of equity shares under Employees Stock Option Scheme - 2020 to the Employees and Directors of the Company.									
Resolution required: (Ordinary/Special)	NO									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	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	Votes Invalid	Votes Abstained	
Mode of Voting		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	
Remote E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
E-Voting (VC/OAVM)	157,408,135									
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	
Promoter and Promoter Group		19,562,769	64.0676	16,981,230	2,581,539	86.8038	13.1962	0	5,545	
Remote E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
E-Voting (VC/OAVM)	30,534,576									
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		19,562,769	64.0676	16,981,230	2,581,539	86.8038	13.1962	0	5,545	
Public- Institutions		4,946,200	19.8634	4,939,830	6,370	99.8712	0.1288	0	466	
Remote E-Voting		155,060	0.6227	154,960	100	99.9355	0.0645	0	0	
E-Voting (VC/OAVM)	24,901,085									
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		5,101,260	20.4861	5,094,790	6,470	99.8732	0.1268	0	466	
Public- Non Institutions		182,072,164	85.5426	179,484,155	2,588,009	98.5786	1.4214	0	6011	
Total		212,843,796								

For S. S. Rauthan & Associates
Company Secretaries,

S. Rauthan & Associates
C.P. No. 3263
MUMBAI
Company Secretaries

Surjit Singh Rauthan
Proprietor
C.P. No. 3233 MN-FCS-4807

S S RAUTHAN & ASSOCIATES, Company Secretaries

Consolidated Voting Result (i.e. Remote e-voting and e-voting during the 21st Annual General Meeting) of HDFC Asset Management Company Ltd. in accordance with Regulation 44(3) of SEBI LODR

Resolution No.	ORDINARY RESOLUTION- Approval for re-appointment of Mr. Milind Barve (DIN:00087839) as Managing Director.									
Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	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	Votes Invalid	Votes Abstained	
Mode of Voting										
Remote E-Voting	157,408,135	157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	0
E-Voting (VC/OAVM)	157,408,135	0	0.0000	0	0	0.0000	0.0000	0	0	0
Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	0
Total		157,408,135	100.0000	157,408,135	0	100.0000	0.0000	0	0	0
Remote E-Voting		19,562,769	64.0676	19,562,769	0	100.0000	0.0000	0	5,545	0
E-Voting (VC/OAVM)		0	0.0000	0	0	0.0000	0.0000	0	0	0
30,534,576										
Public- Institutions										
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	0
Total		19,562,769	64.0676	19,562,769	0	100.0000	0.0000	0	5,545	0
Remote E-Voting		3,906,270	15.6871	3,903,278	2,992	99.9234	0.0766	0	1,040,396	0
E-Voting (VC/OAVM)		155,060	0.6227	155,044	16	99.9897	0.0103	0	0	0
24,901,085										
Public- Non Institutions										
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	0
Total		4,061,330	16.3098	4,058,322	3,008	99.9259	0.0741	0	1040396	0
Total		212,843,796	85.0540	181,029,226	3,008	99.9983	0.0017	0	1045941	0



For S. S. Rauthan & Associates
Company Secretaries,
(Signature)
Surjan Singh Rauthan
Proprietor
C.P. No. 3233 MN-FCS-4807