

August 11, 2023

BSE Limited National

Dept of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Scrip Code - 500180

Stock Exchange of India Limited

The Listing Department
Exchange Plaza
Bandra Kurla Complex,
Mumbai 400 051
Symbol – HDFCBANK

Dear Sir / Madam,

Sub: Proceedings / Outcome of the 29th Annual General Meeting (“AGM”) of HDFC Bank Limited (“the Bank”)

We wish to inform you that the 29th AGM of the Bank was held on August 11, 2023 at 01:30 p.m. (IST) through video-conferencing (VC) means.

Please find enclosed herewith the following disclosures pertaining to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”):

1. Proceedings of the 29th AGM as Annexure A and
2. Disclosures under Schedule III of the SEBI Listing Regulations as Annexure B

Please be informed that, pursuant to Regulation 44 of the SEBI Listing Regulations, the Bank has disclosed the combined results of e-voting, along with the Scrutinizer’s report, to the stock exchanges.

All resolutions were passed with requisite majority.

You are requested to kindly take the same on your records.

Thanking you,

Yours Truly,

For HDFC Bank Limited

Santosh Haldankar
Company Secretary

Encl: a/a

Annexure A

Proceedings of the 29th AGM of the Bank

The 29th AGM of the Bank was held on August 11, 2023 at 01:30 p.m. (IST). In compliance with the applicable provisions, the Bank had provided two-way video-conferencing facility and one-way live webcast of the proceedings of the AGM.

Mr. Atanu Chakraborty, Part-time Chairman of the Board of the Bank, chaired the meeting.

The Chairmen of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the meeting. The representatives of the joint Statutory Auditors, Secretarial Auditors and legal counsel of the Bank, were also present at the meeting.

At the outset, Mr. Santosh Haldankar, the Company Secretary of the Bank welcomed the members to the AGM. He confirmed that the requisite quorum was present.

The Company Secretary further informed the members that the joint Statutory Auditors and Secretarial Auditors had issued unqualified Audit Reports and pursuant to the applicable provisions of the Companies Act, 2013 and the Secretarial Standards, he stated that the Audit Reports and the Notice of the AGM would be taken as read.

Thereafter, the Chairman addressed the members of the Bank with a brief speech wherein he apprised them, *inter alia*, about the economic environment, the Bank's performance, governance and risk architecture, technological transformation, and ESG initiatives.

The following items as stated in the Notice of 29th AGM were proposed for consideration:

Item No.	Particulars of the Resolution	Type of Resolution
Ordinary Business:		
1	To receive, consider and adopt the audited financial statements (standalone) of the Bank for the financial year ended March 31, 2023 along with the Reports of the Board of Directors and Auditors thereon	Ordinary
2	To receive, consider and adopt the audited financial statements (consolidated) of the Bank for the financial year ended March 31, 2023 along with the Report of Auditors thereon	Ordinary
3	To consider declaration of dividend on Equity Shares	Ordinary
4	To appoint a director in place of Mr. Kaizad Bharucha (DIN: 02490648), who retires by rotation and, being eligible, offers himself for re-appointment	Ordinary
5	To fix the overall audit remuneration of the joint statutory auditors	Ordinary

Item No.	Particulars of the Resolution	Type of Resolution
Special Business:		
6	To approve the appointment of Mrs. Renu Karnad (DIN: 00008064) as a Non-Executive (Non-Independent) Director of the Bank	Ordinary
7	To approve the appointment of Mr. Keki Mistry (DIN: 00008886) as a Non-Executive (Non-Independent) Director of the Bank	Ordinary
8	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	Special
9	To approve the Related Party Transactions with HDFC Credila Financial Services Limited	Ordinary
10	To approve the Related Party Transactions with HCL Technologies Limited	Ordinary

The Chairman thereafter invited the shareholders to put forth their observations and seek clarifications, if any, relating to the annual financial statements, the Integrated Annual Report for FY 2022-23 and matters related thereto.

Some of the shareholders, attending the meeting through video-conferencing means, expressed their views / sought clarifications on various aspects such as Shareholder queries were inter alia on matters such as Employee Retention/Welfare, Customer Service, Dividends, CSR & ESG Initiatives, Technological Advances, Cyber Security, and Financial Statements / Ratios. etc. After hearing from the speaker shareholders as above, the Chairman and Mr. Sashidhar Jagdishan, Managing Director & Chief Executive Officer, responded to their queries and provided clarifications.

The Chairman reiterated that the e-voting facility was also available until thirty (30) minutes after the conclusion of the AGM, to those shareholders who had not already voted by means of remote e-voting. He further stated that Mr. B. Narasimhan, M/s. B. N. & Associates, Practising Company Secretaries had been appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

The Chairman then stated that the results of the remote e-voting and e-voting at the 29th AGM, together with the Scrutinizer's report, will be disclosed to the stock exchanges and displayed on the website of the Bank within two (2) working days.

The Chairman thanked the shareholders for joining the 29th AGM of the Bank and concluded the meeting at 05.10 p.m. (IST).

Annexure B

Disclosure of Material Events under Schedule III of the SEBI Listing Regulations

1. Re-appointment of Mr. Kaizad Bharucha (DIN: 02490648) as Deputy Managing Director of the Bank
2. Appointment of Mrs. Renu Karnad (DIN: 00008064) as a Non-Executive (Non-Independent) Director of the Bank
3. Appointment of Mr. Keki Mistry (DIN: 00008886) as a Non-Executive (Non-Independent) Director of the Bank
4. Approval of shareholders was obtained for the issue of 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