

July 04, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Scrip Code - 500180

**The National Stock Exchange of India
Limited**

Exchange Plaza
Bandra Kurla Complex,
Mumbai 400 051
Symbol - HDFCBANK

RE: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Subject: Composite scheme of amalgamation (“Scheme”) for the amalgamation of: (i) HDFC Investments Limited and HDFC Holdings Limited, wholly-owned subsidiaries of Housing Development Finance Corporation Limited (“HDFC Limited”) with and into HDFC Limited; and (ii) HDFC Limited with and into HDFC Bank Limited (“HDFC Bank”)

Dear Sir/Madam,

As per Regulation 10(6) of the SEBI SAST Regulations, we hereby submit the report in the prescribed format in respect of the acquisition of shares pursuant to the Scheme.

The Scheme as detailed in the report below fulfils the criteria for exemption under Regulation 10 (1) (d) (iii) of the SEBI SAST Regulations.

We request you to bring the above to the notice of all concerned.

Thank you,

Yours faithfully,
For **HDFC Bank Limited**

Santosh Haldankar
Company Secretary

Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	HDFC Life Insurance Company Limited
2.	Name of the acquirer(s)	HDFC Bank Limited (“ HDFC Bank ”)
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Pursuant to the composite scheme of amalgamation (“ Scheme ”) for the amalgamation of: (i) HDFC Investments Limited and HDFC Holdings Limited, wholly-owned subsidiaries of Housing Development Finance Corporation Limited (“ HDFC Limited ”) with and into HDFC Limited; and (ii) HDFC Limited with and into HDFC Bank under Sections 230 to 232 of the Companies Act, 2013 and other applicable laws including the rules and regulations thereunder, which has been sanctioned by National company Law Tribunal, Mumbai Bench (“ NCLT ”) on March 17, 2023, all assets and liabilities of HDFC Limited, including the shares of the Target Company, have been transferred to HDFC Bank, on and from the effective date of the Scheme i.e. July 01, 2023.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10 (1) (d) (iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations.	Not Applicable

	- date of filing with the stockexchange.				
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
a.	Name of the transferor / seller	NA		NA	
b.	Date of acquisition	NA		NA	
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	NA		NA	
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	NA		NA	
e.	Price at which shares are proposed to be acquired / actually acquired	NA		NA	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a	Each Acquirer / Transferee(*): HDFC Bank Limited	NIL	NIL	108,33,42,272 of face value INR 10 each.	50.40%
b	Each Seller / Transferor: Housing Development Finance Corporation Limited	108,33,42,272 of face value INR 10 each.	50.40%	NIL	NIL

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.