



CIN: L65920MH1994PLC080618  
Email: [shareholder.grievances@hdfcbank.com](mailto:shareholder.grievances@hdfcbank.com)  
Website: [www.hdfcbank.com](http://www.hdfcbank.com)

HDFC Bank Limited,  
Zenith House,  
Opp Race Course Gate no. 5 & 6,  
Keshavrao Khadye Marg,  
Mahalaxmi, Mumbai- 400034  
Tel.:022-39760001/0012

May 28, 2022

**BSE Limited**

Department of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400001  
Scrip Code: 500180

**National Stock Exchange of India  
Limited**

Listing Department  
Exchange Plaza,  
Bandra-Kurla Complex  
Mumbai 400051  
Scrip Symbol: HDFCBANK

**Sub: Annual Secretarial Compliance Report of the Bank for the year ended March 31, 2022 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir,

Pursuant to the applicable provisions of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we attach herewith the Annual Secretarial Compliance Report of the Bank for the year ended March 31, 2022.

This is for your information and appropriate dissemination.

**For HDFC Bank Limited**

**Santosh Haldankar**  
**Senior Vice President- Legal & Company Secretary**

**SECRETARIAL COMPLIANCE REPORT OF HDFC BANK LIMITED  
FOR THE YEAR ENDED MARCH 31, 2022**

**To  
The Board of Directors  
HDFC Bank Limited ("the Bank")**

We, **BNP & Associates, Company Secretaries**, have examined:

- (a) All the documents and records made available to us and explanation provided by HDFC Bank Limited ("the Bank"),
- (b) The filings/ submissions made by the Bank to the stock exchanges,
- (c) Website of the Bank,
- (d) Any other document/ filing, as may be relevant, which has been relied upon by us to make this certification,

for the year ended March 31, 2022 ("Review Period") in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, Circulars, Guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include :-

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable as the Bank has not bought back / have not considered to buy-back any of its securities during the financial year under review)**



- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (erstwhile The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (repealed with effect from . August 13, 2021);
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (erstwhile The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(repealed with effect from . August 9, 2021);
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with clients.( **-Not applicable as the Bank is not registered as a Registrar to an issue and as a Share Transfer Agent during the financial year under review;**
- (i) The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;
- (j) The Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994;
- (k) The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 and Circulars /Guidelines issued thereunder;

Based on the above examination, we hereby report that, during the Review Period:

- (a) The Bank has complied with the provisions of the above regulations and circulars/ guidelines issued thereunder.
- (b) The Bank has maintained proper records under the provisions of the above Regulations and Circulars/ Guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) No action has been taken against the Bank/ its Promoters/ Directors/ Material Subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and Circulars/ Guidelines issued thereunder:



(d) The Bank has taken the necessary actions to comply with the observations made in previous reports – Not Applicable

**For BNP & Associates  
Company Secretaries  
[Firm Regn. No. P2014MH037400]  
PR No: 637/2019**

Place: Mumbai  
Date: 27<sup>th</sup> May, 2022.



A handwritten signature in black ink, appearing to read "Kalidas Ramaswami".

**Kalidas Ramaswami  
Partner  
FCS F2440 / CP No. 22856  
UDIN: F002440D000404512**