

June 19, 2021

BSE Limited

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

National Stock Exchange of India Limited

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

Dear Sir,

Re: Intimation under Reg 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”)

We wish to inform you that the Board of Directors of HDFC Bank Limited (“Bank”) at its meeting held on June 18, 2021 have approved the purchase of 3,55,67,724 equity shares of Rs. 10 each, representing 4.99% of the outstanding issued and paid-up share capital of HDFC ERGO General Insurance Company Limited from Housing Development Finance Corporation Limited (“HDFC Limited”), the promoter and related party of the Bank, at a price determined based on an independent valuation report, subject to receipt of necessary approvals including the regulatory approvals and approval from the shareholders of the Bank (the “Transaction”).

The relevant disclosures on the Transaction pursuant to the Listing Regulations are given below:

a.	Name of the target entity, details in brief as size, turnover etc.	HDFC ERGO General Insurance Company Limited (“HDFC ERGO”) For the financial year ended on March 31, 2021, the turnover (Gross Written Premium) and net-worth of HDFC ERGO was Rs. 12,443.93 crore and Rs. 2,926.86 crore respectively.
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Transaction is with HDFC Limited, promoter and related party of the Bank, hence it is a related party transaction. The Transaction will be carried out on an arms’ length basis post receipt of requisite regulatory approvals and compliances with the conditions precedent including approval from the shareholders.

c.	Industry to which the entity (shares in which are being acquired) belongs	General Insurance
d.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>HDFC ERGO has been one of the fastest growing private General Insurers in the country, having grown its Gross Written Premium at a 35% CAGR over the last 13 years.</p> <p>The Bank has been a distribution partner of HDFC ERGO since 2009.</p> <p>The proposed Transaction enables the Bank to participate in the growth opportunity of HDFC ERGO and augment HDFC ERGO's growth prospects leading to long-term value creation by HDFC ERGO for its shareholders.</p>
e.	Brief details of any governmental or regulatory approvals required for the acquisition	The Transaction will require approval from the Insurance Regulatory and Development Authority of India ("IRDAI"). The Bank will also be seeking approval from the Reserve Bank of India ("RBI"). Any other necessary regulatory/governmental approvals will be evaluated prior to the share purchase agreement for the Transaction and will be applied for as required.
f.	Indicative time period for completion of the acquisition	By September 30, 2021 (subject to completion of customary conditions precedent, including receipt of relevant regulatory and shareholders' approvals).
g.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration.
h.	Cost of acquisition or the price at which the shares are acquired	<p>The Transaction will be carried out at a price determined based on the valuation report issued by an independent valuer.</p> <p>The aggregate consideration for purchase of 3,55,67,724 shares of Rs. 10 each of HDFC ERGO is Rs. 1,906.43 crore i.e. Rs. 536 per share.</p>
i.	Percentage of shareholding / control acquired and / or number of shares acquired	3,55,67,724 equity shares of Rs. 10 each of HDFC ERGO representing 4.99 % of the current outstanding paid-up capital of HDFC ERGO.

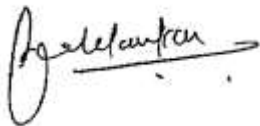
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>HDFC ERGO is a joint venture between HDFC Limited and ERGO Group AG, the primary insurance entity of the Munich Re Group of Germany. HDFC ERGO has a market share of 6.2% for FY 2020-21 (in terms of Gross Direct Premium Income) in India, and offers products like Motor, Health, Travel, Home, Personal Accident and Cyber Insurance in primarily the retail space and customized products like Property, Marine and Liability Insurance in the corporate space through its network of 203 branches and a wide distribution network.</p> <p>The turnover of HDFC ERGO, measured in terms of Gross Written Premium, for the last three financial years is as under:</p> <p>FY 2018-19: Rs. 8,721.80 crore</p> <p>FY 2019-20: Rs. 9,760.10 crore</p> <p>FY 2020-21: Rs. 12,443.93 crore</p>
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This is for your information and appropriate dissemination.

Thanking You,

Yours faithfully,

For HDFC Bank Limited



Santosh Haldankar
Sr. Vice President (Legal) & Company Secretary