

Ref/No/HDFCAMC/SE/2023-24/36

Date- June 26, 2023

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.
<b>Kind Attn: Head – Listing Department</b>	<b>Kind Attn: Sr. General Manager – DCS Listing Department</b>

**Sub: Proceeding and Voting Results of the 24<sup>th</sup> Annual General Meeting of HDFC Asset Management Company Limited held on June 26, 2023**

Dear Sir/Madam,

Please note that, in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 (the Act) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 24<sup>th</sup> Annual General Meeting (AGM) of HDFC Asset Management Company Limited (the Company) was held on Monday, June 26, 2023 at 3.00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

As per the requirement under Listing Regulations and applicable provisions of the Act, please find enclosed herewith the following:

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

It may be noted that all the Resolutions placed before the AGM as per the Notice of the 24<sup>th</sup> AGM have been duly approved by the Members with requisite majority. The Proceeding of AGM, Voting Results along with the Scrutiniser's Report are also available on the Company's website at [www.hdfcfund.com](http://www.hdfcfund.com).

Kindly take the above information 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**

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](http://www.hdfcfund.com) email: [shareholders.relations@hdfcfund.com](mailto:shareholders.relations@hdfcfund.com)

## **Summary of proceedings of the 24<sup>th</sup> Annual General Meeting of HDFC Asset Management Company Limited**

The 24<sup>th</sup> Annual General Meeting (AGM) of the Members of HDFC Asset Management Company Limited (the Company) was held on Monday, June 26, 2023 at 3 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 this Meeting was convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

The requisite quorum being present, the Chairman called the meeting to order and welcomed the members to the 24<sup>th</sup> AGM of the Company. He then introduced the members of the Board and other officials of the Company present at the meeting. All the Directors were present at the AGM.

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 Indian Economy, industry performance and Company's operational and financial performance for the financial year ended March 31, 2023.

He also provided an update on change in directors during the year. He mentioned that Mr. Rushad Abadan, Non-Executive Director nominated by abrdn Investment Management Limited (formerly Standard Life Investments Limited) has resigned as director of the Company w.e.f. April 18, 2023,. He placed on record contributions made by Mr. Abadan during his association with the Company. He also stated that Mr. Keki Mistry, Non-Executive Director will retire by rotation at the 24<sup>th</sup> AGM of the Company as Mr. Mistry had conveyed that he does not intend to seek re-appointment. He placed on record contributions made by Mr. Mistry during his tenure.

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 June 19, 2023. 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.

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.

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.

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. Navneet Munot, Managing Director & CEO 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 24<sup>th</sup> 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 4.45 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 May 30, 2023 convening this AGM were transacted through e-voting:

**Ordinary Business:**

1. a. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon; and  
b. Adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon.
2. Declaration of final dividend of Rs. 48/- per equity share for the financial year ended March 31, 2023.

**Special Business:**

3. To not fill up the vacancy caused by retirement of Mr. Keki Mistry who retires by rotation at the conclusion of this Annual General Meeting.
4. Approval for the re-appointment of Mr. Dhruv Kaji as an Independent Director of the Company.
5. Approval for the re-appointment of Mr. Jairaj Purandare as an Independent Director of the Company.
6. Approval for the re-appointment of Mr. Sanjay Bhandarkar as an Independent Director of the Company.
7. Approval for the re-appointment of Mr. Parag Shah as an Independent Director of the Company. and
8. Approval for the re-appointment of Ms. Roshni Nadar Malhotra as an Independent Director of the Company

Post completion of the AGM and after scrutiny of votes, Mr. Surjan Singh Rauthan, Scrutiniser, submitted his Report. As per the Report submitted by the Scrutiniser, all the aforementioned business as set out in the Notice of Annual General Meeting dated May 30, 2023 were passed by the members with requisite majority.





CS 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" 2<sup>nd</sup> Floor, H. T. Parekh Marg,  
165-166, Backbay Reclamation, Churchgate,  
Mumbai - 400 020.

**Subject: Consolidated Scrutinizer's Report on Remote E-voting and voting through electronic voting system conducted 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 issued by Ministry of Corporate Affairs (MCA) and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, for the 24<sup>th</sup> Annual General Meeting (AGM) of the HDFC Asset Management Company Limited held on Monday, June 26, 2023 at 3.00 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

Dear Sir,

I, Surjan Singh Rauthan (Membership No.FCS-4807, C.P.No. 3233), Practicing Company Secretary, Proprietor of M/s S. S. Rauthan & Associates, Company Secretaries (UIN:S1999MH026900), has been appointed as a Scrutinizer by the Board of Directors of **HDFC Asset Management Company Limited** ("the Company") at its meeting held on April 25, 2023 for the purpose of scrutinizing the remote e-Voting and voting through electronic voting system during the 24<sup>th</sup> Annual General Meeting ('AGM') and ascertaining the requisite majority on remote e-Voting and voting through electronic voting system during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereto, the General Circulars issued by Ministry of Corporate Affairs (MCA) and Regulation 44 of Securities and



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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 24<sup>th</sup> AGM of the Company held on Monday, June 26, 2023 at 3.00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and notifications made thereunder and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 24<sup>th</sup> AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting and electronic voting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") during the AGM is restricted in making a Scrutinizer's Report of the votes cast "FOR" or "AGAINST" the businesses set out in the Notice, based on the report generated from the electronic voting system provided by KFin Technologies Limited ('KFintech') (*formerly known as KFin Technologies Private Limited*), engaged by the Company to provide remote e-voting and electronic voting during the 24<sup>th</sup> AGM of the Company held on Monday, June 26, 2023 at 3.00 p.m. (IST) through VC / OAVM facilities.
2. Further to above, I submit my report as under:
  - 3.1 The Company has provided the remote e-voting facility through KFintech. The Company had uploaded all the items of business to be transacted at the 24<sup>th</sup> AGM on the website of the Stock Exchanges, Company and KFintech to facilitate its members to cast their vote through e-voting.
  - 3.2 Annual Report alongwith the 24<sup>th</sup> AGM Notice was sent electronically only to those Members who had registered their email addresses with the Depository Participants/Registrar and Share Transfer Agent (RTAs) i.e. KFintech upto the cut-off date for sending the AGM notice i.e. May 26, 2023.
  - 3.3 As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in newspapers on June 5, 2023 in

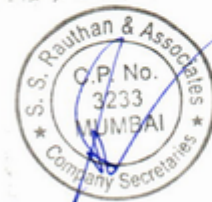






“**Business Standard**”, (in English) and in “**Nav Shakti**” (in Marathi) and it carried all required information as specified in the said Rules and notifications.

- 3.4 The Members of the Company as on the “Cut-off” date i.e. Monday, June 19, 2023 were entitled to vote on the businesses (item nos. 1 to 8) as set out in the Notice of the 24<sup>th</sup> AGM dated May 30, 2023.
- 3.5 The Chairman at the 24<sup>th</sup> AGM, held on Monday, June 26, 2023 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 Thursday, June 22, 2023 (10.00 a.m. IST) and concluded on Sunday, June 25, 2023 (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 On completion of remote e-Voting and e-voting during the AGM by the members, the voting facility was unblocked. I have scrutinized and reviewed the remote e-voting and e-voting during the AGM 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:





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

**Item No.1 - As an Ordinary Resolution:**

**TO RECEIVE, CONSIDER AND ADOPT:**

(a) The Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon; and

(b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the 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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161418138	1087	161416669	18	1469	99.9991	0.0009	560	9	160934

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. One (1) member voted partially in favour and partially against.

**Item No.2 - As an Ordinary Resolution:**

**Declaration of Dividend of INR 48/- per equity share for the financial year ended March 31, 2023.**

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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161418270	1092	161416893	18	1377	99.9991	0.0009	428	4	160934

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. One (1) member voted partially in favour and partially against.







### Item No.3 - As an Ordinary Resolution:

To not fill up the vacancy caused by retirement of Mr. Keki M. Mistry (DIN:00008886) who retires by rotation at the conclusion of this Annual General Meeting

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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161416613	1047	161414707	49	1906	99.9988	0.0012	2085	20	160934

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. Three (3) members voted partially in favour and partially against.

### Item No.4 - As a Special Resolution:

Approval for re-appointment of Mr. Dhruv S. Kaji (DIN:00192559) as an Independent Director 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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161416237	1024	160378254	70	1037983	99.3570	0.6430	2461	20	160934

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. One (1) member voted partially in favour and partially against.

### Item No.5 - As a Special Resolution:

Approval for re-appointment of Mr. Jairaj M. Purandare (DIN:00159886) as an Independent Director 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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161416236	1038	160878942	58	537294	99.6671	0.3329	2462	19	160934





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

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. Two (2) members voted partially in favour and partially against.

**Item No.6 - As a Special Resolution:**

Approval for re-appointment of Mr. Sanjay Bhandarkar (DIN:01260274) as an Independent Director 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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161416223	1044	161045807	50	370416	99.7705	0.2295	2475	20	160934

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. One (1) member voted partially in favour and partially against.

**Item No.7 - As a Special Resolution:**

Approval for re-appointment of Mr. Parag C. Shah (DIN:00374944) as an Independent Director 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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	161416236	1040	161040762	56	375474	99.7674	0.2326	2462	19	160934

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. Two (2) members voted partially in favour and partially against.







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

**Item No.8 - As a Special Resolution:**

**Approval for re-appointment of Ms. Roshni Nadar Malhotra (DIN: 02346621) as an Independent Director 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 "Against"	% of votes		No. of votes invalid/ Abstained	No. of members abstained	Less Voted
						Favour	Against			
213469480	160745242	898	149787251	199	10957991	93.1830	6.8170	673455	20	160935

**Note:**

1. Votes abstained and less voted are excluded for the purpose of counting valid votes.
2. Four (4) members voted partially in favour and partially against.
3. We observed that:
  - a) 1098 Members had cast their votes through remote e-voting.
  - b) 15 Members had cast their votes during the AGM through electronic voting system.
4. 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 24<sup>th</sup> AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.
5. Based on the aforesaid results, we report that Three (3) Ordinary Resolutions and Five (5) Special Resolution as set out at Items Nos. 1 to 8 of the Notice dated May 30, 2023 for the 24<sup>th</sup> AGM held on Monday, June 26, 2023 have been passed with requisite majority.



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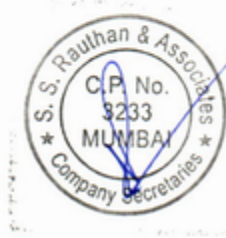
**SS Surjan Singh Rauthan**  
B.Com., F.C.S.

6. You may accordingly declare the result of remote e-voting and e-voting during the 24<sup>th</sup> AGM.

Thanking you,

Yours faithfully,

For S. S. Rauthan & Associates  
Company Secretaries  
UIN:S1999MH026900



  
CS Surjan Singh Rauthan  
Proprietor

M. No. FCS.-4807 C.O.P. No.:3233  
Peer Reviewed Cert. No. : 1840/2022  
UDIN: F004807E000499697  
Scrutinizer for Remote e-voting and  
e-voting at 24<sup>th</sup> AGM

Place : Mumbai  
Date : June 26, 2023

Countersigned

Sylvia Furtado  
Company Secretary



S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.

VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Date of the AGM/EGM	26-06-2023
Total number of shareholders on record date	568406
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	86

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: (a) The Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon; and (b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Auditors thereon;										
Whether promoter/promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public- Institutions	E-Voting	5,39,21,992	4,69,99,847	87.1627	4,69,99,847	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>4,69,99,847</b>	<b>87.1627</b>	<b>4,69,99,847</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public- Non Institutions	E-Voting	4,73,67,658	21,56,077	4.5518	21,54,608	1,469	99.9318	0.0681	0	560	
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>22,38,461</b>	<b>4.7257</b>	<b>22,36,992</b>	<b>1,469</b>	<b>99.9344</b>	<b>0.0656</b>	<b>0</b>	<b>560</b>	
<b>Total</b>	<b>21,34,69,480</b>	<b>16,14,18,138</b>	<b>75.6165</b>	<b>16,14,16,669</b>	<b>1,469</b>	<b>99.9991</b>	<b>0.0009</b>	<b>0</b>	<b>560</b>		



For S. S. Rauthan & Associates  
Company Secretaries,

*(Signature)*  
Proprietor  
26/06/2023

S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.

VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend of INR 48/- per equity share for the financial year ended March 31, 2023									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	5,39,21,992	4,69,99,847	87.1627	4,69,99,847	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,69,99,847</b>	<b>87.1627</b>	<b>4,69,99,847</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,73,67,658	21,56,209	4.5521	21,54,832	1,377	99.9361	0.0638	0	428
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>22,38,593</b>	<b>4.726</b>	<b>22,37,216</b>	<b>1,377</b>	<b>99.9385</b>	<b>0.0615</b>	<b>0</b>	<b>428</b>
<b>Total</b>	<b>21,34,69,480</b>	<b>16,14,18,270</b>	<b>75.6166</b>	<b>16,14,16,893</b>	<b>1,377</b>	<b>99.9991</b>	<b>0.0009</b>	<b>0</b>	<b>428</b>	



For S. S. Rauthan & Associates  
Company Secretaries,

*[Signature]*  
Proprietor



**S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.**  
**VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - To not fill up the vacancy caused by retirement of Mr. Keki M. Mistry (DIN:00008886) who retires by rotation at the conclusion of this Annual General Meeting										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	5,39,21,992	4,69,98,570	87.1603	4,69,98,570	0	100.0000	0.0000	0	1,277	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>4,69,98,570</b>	<b>87.1603</b>	<b>4,69,98,570</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>1277</b>
Public- Non Institutions	E-Voting	4,73,67,658	21,55,829	4.5513	21,53,923	1,906	99.9115	0.0884	0	808	
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>22,38,213</b>	<b>4.7252</b>	<b>22,36,307</b>	<b>1,906</b>	<b>99.9148</b>	<b>0.0852</b>	<b>0</b>	<b>808</b>	
<b>Total</b>	<b>21,34,69,480</b>	<b>16,14,16,613</b>	<b>75.6158</b>	<b>16,14,14,707</b>	<b>1,906</b>	<b>99.9988</b>	<b>0.0012</b>	<b>0</b>	<b>2085</b>		



For S. S. Rauthan & Associates  
 Company Secretaries,

Proprietor

S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.

VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the re-appointment of Mr. Dhruv S. Kaji (DIN:00192559) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	5,39,21,992	4,69,99,847	87.1627	4,59,64,068	10,35,779	97.7962	2.2037	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,69,99,847</b>	<b>87.1627</b>	<b>4,59,64,068</b>	<b>10,35,779</b>	<b>97.7962</b>	<b>2.2038</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,73,67,658	21,54,176	4.5478	21,51,972	2,204	99.8976	0.1023	0	2,461
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>22,36,560</b>	<b>4.7217</b>	<b>22,34,356</b>	<b>2,204</b>	<b>99.9015</b>	<b>0.0985</b>	<b>0</b>	<b>2461</b>
<b>Total</b>	<b>21,34,69,480</b>	<b>16,14,16,237</b>	<b>75.6156</b>	<b>16,03,78,254</b>	<b>10,37,983</b>	<b>99.3570</b>	<b>0.6430</b>	<b>0</b>	<b>2461</b>	



For S. S. Rauthan & Associates  
Company Secretaries,

*(Signature)*  
Proprietor



S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.

VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Resolution No.	5									
Resolution required: (Ordinary/Special)	SPECIAL - Approval for the re-appointment of Mr. Jairaj M. Purandare (DIN:00159886) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	5,39,21,992	4,69,99,847	87.1627	4,64,64,501	5,35,346	98.8609	1.1390	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,69,99,847	87.1627	4,64,64,501	5,35,346	98.8610	1.1390	0	0
Public- Non Institutions	E-Voting	4,73,67,658	21,54,175	4.5478	21,52,227	1,948	99.9095	0.0904	0	2,462
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		22,36,559	4.7217	22,34,611	1,948	99.9129	0.0871	0	2462
Total	21,34,69,480	16,14,16,236	75.6156	16,08,78,942	5,37,294	99.6671	0.3329	0	2462	



For S. S. Rauthan & Associates  
Company Secretaries,

*S. S. Rauthan*  
Proprietor

**S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.**  
**VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION**  
**44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the re-appointment of Mr. Sanjay Bhandarkar (DIN: 01260274) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	5,39,21,992	4,69,99,847	87.1627	4,66,31,409	3,68,438	99.2160	0.7839	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,69,99,847</b>	<b>87.1627</b>	<b>4,66,31,409</b>	<b>3,68,438</b>	<b>99.2161</b>	<b>0.7839</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,73,67,658	21,54,162	4.5477	21,52,184	1,978	99.9081	0.0918	0	2,475
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>22,36,546</b>	<b>4.7216</b>	<b>22,34,568</b>	<b>1,978</b>	<b>99.9116</b>	<b>0.0884</b>	<b>0</b>	<b>2475</b>
<b>Total</b>	<b>21,34,69,480</b>	<b>16,14,16,223</b>	<b>75.6156</b>	<b>16,10,45,807</b>	<b>3,70,416</b>	<b>99.7705</b>	<b>0.2295</b>	<b>0</b>	<b>2475</b>	



For S. S. Rauthan & Associates  
 Company Secretaries,

Proprietor



S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.

VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the re-appointment of Mr. Parag C. Shah (DIN:00374944) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	5,39,21,992	4,69,99,847	87.1627	4,66,26,368	3,73,479	99.2053	0.7946	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,69,99,847</b>	<b>87.1627</b>	<b>4,66,26,368</b>	<b>3,73,479</b>	<b>99.2054</b>	<b>0.7946</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,73,67,658	21,54,175	4.5478	21,52,180	1,995	99.9073	0.0926	0	2,462
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>22,36,559</b>	<b>4.7217</b>	<b>22,34,564</b>	<b>1,995</b>	<b>99.9108</b>	<b>0.0892</b>	<b>0</b>	<b>2462</b>
<b>Total</b>	<b>21,34,69,480</b>	<b>16,14,16,236</b>	<b>75.6156</b>	<b>16,10,40,762</b>	<b>3,75,474</b>	<b>99.7674</b>	<b>0.2326</b>	<b>0</b>	<b>2462</b>	



For S. S. Rauthan & Associates  
Company Secretaries,

*(Signature)*  
Proprietor

S. S. RAUTHAN & ASSOCIATES, COMPANY SECRETARIES.

VOTING RESULTS OF ANNUAL GENERAL MEETING OF HDFC ASSET MANAGEMENT COMPANY LIMITED HELD ON JUNE 26, 2023 AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the re-appointment of Ms. Roshni Nadar Malhotra (DIN:02346621) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	11,21,79,830	11,21,79,830	100.0000	11,21,79,830	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,21,79,830</b>	<b>100.0000</b>	<b>11,21,79,830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	5,39,21,992	4,63,28,844	85.9183	3,53,72,880	1,09,55,964	76.3517	23.6482	0	6,71,003
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,63,28,844</b>	<b>85.9183</b>	<b>3,53,72,880</b>	<b>1,09,55,964</b>	<b>76.3517</b>	<b>23.6483</b>	<b>0</b>	<b>671003</b>
Public- Non Institutions	E-Voting	4,73,67,658	21,54,184	4.5478	21,52,157	2,027	99.9059	0.0940	0	2,452
	Poll		82,384	0.1739	82,384	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>22,36,568</b>	<b>4.7217</b>	<b>22,34,541</b>	<b>2,027</b>	<b>99.9094</b>	<b>0.0906</b>	<b>0</b>	<b>2452</b>
<b>Total</b>	<b>21,34,69,480</b>	<b>16,07,45,242</b>	<b>75.3013</b>	<b>14,97,87,251</b>	<b>1,09,57,991</b>	<b>93.1830</b>	<b>6.8170</b>	<b>0</b>	<b>673455</b>	



For S. S. Rauthan & Associates  
Company Secretaries;

*[Signature]*  
26/06/2023

Proprietor