

July 21, 2023

Ref. No: HDFC Life/CA/2023-24/41

Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No C/1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051 **Listing Department BSE Limited** Sir PJ Towers, Dalal Street, Fort, Mumbai – 400 001

NSE Symbol: HDFCLIFE

BSE Security Code: 540777

Dear Sir/ Madam,

#### Sub: Outcome of the 23<sup>rd</sup> Annual General Meeting held on July 21, 2023

This is to inform that the 23<sup>rd</sup> Annual General Meeting ('AGM') of the Company was held on Friday, July 21, 2023 at 3.00 p.m. (IST) through Video-Conferencing (VC)/ Other Audio Visual Means (OAVM). The AGM concluded at 5.00 p.m. (IST).

Pursuant to the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the following:

- 1. Summary of proceedings of the AGM of the Company;
- 2. Scrutiniser's Report issued by M/s MMJB & Associates LLP, Practicing Company Secretaries, Scrutinizer's for conducting the e-voting in fair and transparent manner; and
- 3. E-voting results pursuant to Regulation 44(3) of the Listing Regulations.

It may be noted that all the resolutions proposed in the notice of the 23<sup>rd</sup> AGM of the Company have been duly approved by the members with requisite majority.

The proceeding of the AGM, e-voting results along with the Scrutiniser's Report is also being hosted on the Company's website at <u>www.hdfclife.com</u>

This is for your information and appropriate dissemination.

Thanking you,

For HDFC Life Insurance Company Limited

Narendra Digitally signed by Narendra Gangan Date: 2023.07.21 23:52:08 +05'30'

Narendra Gangan General Counsel, Chief Compliance Officer & Company Secretary

Encl.: As above

HDFC Life Insurance Company Limited Corporate & Registered Office: 13<sup>th</sup> Floor, Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai - 400 011.

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#### Summary of proceedings of the 23<sup>rd</sup> Annual General Meeting of HDFC Life Insurance Company Limited

The 23<sup>rd</sup> Annual General Meeting ("AGM") of the members of HDFC Life Insurance Company Limited ("the Company") was held on Friday, July 21, 2023 at 3:00 p.m. (IST) through Video conferencing ("VC"). The meeting was held in compliance with the general circulars issued by the Ministry of Corporate Affairs ("MCA") and other applicable Circulars issued by the Securities and Exchange Board of India ("SEBI"), from time to time and in accordance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Chairman welcomed the members and other attendees for the meeting.

113 Members attended the meeting through VC.

The meeting commenced at 3.00 p.m. (IST) and concluded at 5.30 p.m. (IST) (including time allowed for *e-voting at the AGM*).

Mr Deepak S. Parekh, Chairman, took the chair and commenced the proceedings of the meeting after ascertaining that the requisite quorum was present.

He then confirmed the attendance of all the Directors present for the meeting. Mr Deepak S. Parekh, Non-Executive Chairman; Ms Vibha Padalkar, Managing Director & CEO and all other Directors including Mr VK Viswanathan, the Chairman of the Audit Committee; Mr Keki M. Mistry, the Chairman of the Stakeholders' Relationship Committee; Mr Prasad Chandran, Chairman of the Nomination & Remuneration Committee attended the meeting through VC.

Also, Mr Suresh Badami, Deputy Managing Director, Mr Niraj Shah, Executive Director & CFO and Mr Narendra Gangan, General Counsel, Chief Compliance Officer & Company Secretary joined the meeting through VC.

Representatives of the Joint Statutory Auditors viz. M/s Price Waterhouse Chartered Accountants LLP and M/s G.M. Kapadia & Co., Chartered Accountants, Secretarial Auditors viz., M/s N L Bhatia & Associates, Practising Company Secretaries; and Scrutinizer viz., M/s. MMJB & Associates LLP, Practicing Company Secretaries, attended the meeting through VC.

The Chairman informed that the members have been provided with the facility to exercise their right to vote by electronic means both through remote e-voting and e-voting at the AGM, on all the resolutions as set out in the AGM notice. Thereafter, the Chairman mentioned that the members who have joined the meeting through VC and who had not cast their votes through remote e-voting were provided an option to vote through e-voting facility made available at the AGM.

With the consent of the members present the notice convening the AGM and the Auditors Report for the financial year ended March 31, 2023, were taken as read. There were no qualifications, observations or adverse remarks on the financial statements and matters, which had any material bearing on the functioning of the Company.

The Chairman then commenced his speech and highlighted some of the key achievements of the Company during FY 2022-23. He gave an overview of the operations and the financial performance of the Company and; state of India's economy and opportunities for the life insurance industry. He also briefed the members about the performance of subsidiary companies. Mr Parekh further mentioned that pursuant to the recent amalgamation of Housing Development Finance Corporation Limited

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(HDFC Limited) with and into HDFC Bank, HDFC Bank has become the promoter and holding company of HDFC Life Insurance Company Limited. We should expect deeper engagement within the group entities, leading to greater cross-sell opportunities and long-term value creation for all stakeholders.

Mr Parekh concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

Thereafter, Mr Parekh invited speaker shareholders, who had done prior registrations, to speak and ask questions on the financials and the business listed in the Notice, annual accounts and operations of the Company for FY 2022-23.

After listening to all the questions posed by the speaker shareholders, Mr Deepak S. Parekh, Chairman and Ms Vibha Padalkar, Managing Director & CEO responded to the queries raised by the members and provided necessary clarification.

Thereafter, the Chairman informed the members about the following resolutions:

- Resolution No. 6 which deals with appointment & remuneration of Mr Niraj Shah; Resolution No. 7 and 8 which deals with remuneration of Ms Vibha Padalkar and Mr Suresh Badami. In this regard Insurance Regulatory and Development Authority of India ('IRDAI') had issued revised guidelines on remuneration of 'Directors and Key Managerial Persons of Insurers' on June 30, 2023. Basis the same, please note that the Nomination & Remuneration Committee ('NRC') of the Board of the Company would required to make the necessary modifications to ensure compliance with the revised guidelines.
- Resolution No. 9 which deals with approval of Related Party transactions with HDFC Limited. Now that HDFC Limited is merged with HDFC Bank, the approval of said resolution would be read as though it is being provided for the said transactions, as though HDFC Life was entering into them or continuing them with HDFC Bank.

The Chairman than mentioned that the e-voting module was kept open for 30 minutes after conclusion of the proceedings of the meeting at 5.00 p.m. (IST) to enable the members to cast their votes.

The Chairman announced that the e-voting results along with the consolidated Scrutiniser's Report shall be informed to stock exchanges and also be placed on the website of the Company at <u>www.hdfclife.com</u> within 2 working days from the conclusion of the meeting. The Chairman authorized the Company Secretary to declare the voting results, intimate the same to stock exchanges and host it on Company's website.

The following items of business as set out in the Notice of the 23<sup>rd</sup> AGM, were transacted through electronic voting:

Sr. No.	Resolutions	Type of Resolution
Ordinar	/ Business	
1	<ul> <li>To receive, consider and adopt:</li> <li>a) The audited standalone revenue account, profit and loss account and receipts &amp; payments account of the Company for the financial year ended March 31, 2023 and the Balance Sheet as at that date, together with the reports of the directors and auditors thereon; and</li> </ul>	Ordinary

HDFC Life Insurance Company Limited

Corporate & Registered Office: 13th Floor, Lodha Excelus, Apollo Mills Compound,

N. M. Joshi Marg, Mahalaxmi, Mumbai - 400 011.
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Sr. No.	Resolutions	Type of Resolution
	b) The audited consolidated revenue account, profit and loss account and receipts & payments account of the Company for the financial year ended March 31, 2023 and the Balance Sheet as at that date, together with the report of the Auditors thereon.	
2	Declaration of dividend on equity shares for the financial year ended March 31, 2023	Ordinary
3	Fixation of remuneration of Joint Statutory Auditors of the Company	Ordinary
Special I	Business	
4	Not filling-up the vacancy caused by the retirement of Ms Renu Sud Karnad, Non-Executive Director	Ordinary
5	Appointment of Dr Bhaskar Ghosh as an Independent Director	Special
6	Appointment of Mr Niraj Shah as Whole-time Director (designated as Executive Director and Chief Financial Officer) and fixation of his remuneration	Ordinary
7	Revision in remuneration of Ms Vibha Padalkar, Managing Director & Chief Executive Officer	Ordinary
8	Revision in remuneration of Mr Suresh Badami, Deputy Managing Director	Ordinary
9	Approval of related party transactions with Housing Development Finance Corporation Limited	Ordinary
10	Approval of related party transactions with HDFC Bank Limited	Ordinary
11	Alteration of Articles of Association of the Company	Special

The Scrutinizers' report was received and all the resolutions as set out in the Notice of the AGM were passed with requisite majority.

This is for your information and records.

HDFC Life Insurance Company Limited

Corporate & Registered Office:

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## **MMJC**

# MMJB & Associates LLP

## **Company Secretaries**

Ecstasy, 803-804, 8<sup>th</sup> Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678100

#### Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To, The Chairman HDFC Life Insurance Company Limited Lodha Excelus, 13thFloor, Apollo Mills Compound, N. M Joshi Marg, Mahalaxmi, Mumbai - 400011

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the 23<sup>rd</sup>AGM of the shareholders of the Company, held on Friday, July 21, 2023 at 03.00 P.M. through video conferencing ("VC") /other audio-visual means ("OAVM") in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. I, Omkar Dindorkar, Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on April 26, 2023 to conduct the following:
  - (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) Electronic Voting at the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Friday, July 21, 2023 at 03.00 P.M.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 23<sup>rd</sup>AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the MCA Circular dated April 8, 2020, April 13, 2020, June 15, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022and SEBI Circular dated May 12, 2020, September 28, 2020, January 15, 2021,May 13, 2022 and January 05, 2023and applicable provisions of the SEBI Listing Regulations, the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement on Wednesday, June 28, 2023, only through electronic mode, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, June 23, 2023 ("Cut-off-date").

- C. The Company had appointed KFin Technologies Limited ("KFintech"), the Registrar and Transfer Agent of the Company for conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed by us and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by KFintech for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, July 17, 2023at 09.00 AM and ended on Thursday, July 20, 2023 at 05:00 P.M. and the KFintech remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders through remote e-voting and by way of electronic voting at the AGM, I have issued Scrutinizer's Report dated July 21, 2023.
- F. Resolution No. 9 & 10 of this report are related party transactions as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 ("Listing Regulations"). Further, Regulation 23 (4) of Listing Regulations states that no related party shall vote to approve such resolution whether the entity is a related party to the particular transaction or not. Accordingly, we have reconciled from the list of related parties given to us by the Company and excluded their voting while finalizing the voting results for aforesaid resolutions.

Date of AGM	July 14, 2023
Total number of shareholders on record date (i.e. as on July14, 2023)	9,38,006
No. of shareholders present in the meeting either in person or the	nrough proxy:
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Confer	rencing:
Promoter and Promoter group	1
Public	112

#### **<u>Resolution Item No. 1 - Ordinary Resolution:</u>**

To receive, consider and adopt:

- (a) the audited standalone revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2023 and the balance sheet as at that date, together with the reports of the directors and auditors thereon; and
- (b) the audited consolidated revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2023 and the balance sheet as at that date, together with the report of the auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/(2) ]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	-	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	70,75,85,832	88.85	70,70,58,322	5,27,510	99.93	0.07
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		70,75,85,832	88.85	70,70,58,322	5,27,510	99.93	0.07
	Dublic	Remote E-Voting	26,99,78,791	9,48,56,282	35.13	9,48,54,345	1,937	100.00	0.00
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,87,803	35.29	9,52,85,866	1,937	100.00	0.00
	Total		2,14,96,79,456	1,84,86,33,784	86.00	1,84,81,04,337	5,29,447	99.97	0.03

## **Resolution Item No. 2 - Ordinary Resolution:**

To declare dividend on equity shares for the financial year ended March 31, 2023.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/(2) ]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	-	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,73,13,345	90.07	71,73,13,345	0	100.00	0.00
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,73,13,345	90.07	71,73,13,345	0	100.00	0.00
	D1.1.	Remote E-Voting	26,99,78,791	9,48,56,499	35.13	9,48,55,013	1,486	100.00	0.00
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,88,020	35.29	9,52,86,534	1,486	100.00	0.00
	Total		2,14,96,79,456	1,85,83,61,514	86.45	1,85,83,60,028	1,486	100.00	0.00

## **Resolution Item No. 3 - Ordinary Resolution:**

Payment of remuneration to Joint Statutory Auditors

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/( 1)]*100	[4]	[5]	[6]=[(4) /(2)]*10 0	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	1	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,50,65,042	89.79	70,23,48,088	1,27,16,954	98.22	1.78
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,50,65,042	89.79	70,23,48,088	1,27,16,954	98.22	1.78
	D.11.	Remote E-Voting	26,99,78,791	9,48,56,118	35.13	9,48,51,656	4,462	100.00	0.00
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,87,639	35.29	9,52,83,177	4,462	100.00	0.00
	Total		2,14,96,79,456	1,85,61,12,830	86.34	1,84,33,91,414	1,27,21,416	99.31	0.69

#### **Resolution Item No. 4 - Ordinary Resolution:**

Non-filling-up the vacancy caused by the retirement of Ms. Renu Sud Karnad (DIN: 00008064), Non-Executive Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/(2) ]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	-	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,47,74,462	89.76	71,40,54,896	7,19,566	99.90	0.10
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,47,74,462	89.76	71,40,54,896	7,19,566	99.90	0.10
	Dubl's	Remote E-Voting	26,99,78,791	9,48,56,418	35.13	9,48,29,950	26,468	99.97	0.03
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,87,939	35.29	9,52,61,471	26,468	99.97	0.03
	Total		2,14,96,79,456	1,85,58,22,550	86.33	1,85,50,76,516	7,46,034	99.96	0.04

## Resolution Item No. 5-Special Resolution:

Appointment of Dr. Bhaskar Ghosh (DIN: 06656458), as an Independent Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/(2) ]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	_	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,50,65,043	89.79	71,26,17,297	24,47,746	99.66	0.34
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,50,65,043	89.79	71,26,17,297	24,47,746	99.66	0.34
	D. hl's	Remote E-Voting	26,99,78,791	9,48,55,276	35.13	9,48,26,121	29,155	99.97	0.03
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,86,797	35.29	9,52,57,642	29,155	99.97	0.03
	Total		2,14,96,79,456	1,85,61,11,989	86.34	1,85,36,35,088	24,76,901	99.87	0.13

#### **Resolution Item No. 6 - Ordinary Resolution:**

Appointment of Mr. Niraj Shah (DIN: 09516010), as Whole-time Director (designated as Executive Director and Chief Financial Officer) and to fix his remuneration.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	-	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,50,65,043	89.79	70,22,40,172	1,28,24,871	98.21	1.79
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,50,65,043	89.79	70,22,40,172	1,28,24,871	98.21	1.79
		Remote E-Voting	26,99,78,791	9,48,56,019	35.13	9,48,45,733	10,286	99.99	0.01
3	Public-Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,87,540	35.29	9,52,77,254	10,286	99.99	0.01
	Total		2,14,96,79,456	1,85,61,12,732	86.34	1,84,32,77,575	1,28,35,157	99.31	0.69

## **Resolution Item No. 7 - Ordinary Resolution:**

Revision in remuneration of Ms. Vibha Padalkar (DIN: 01682810), Managing Director & Chief Executive Officer

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/( 2)]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	_	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73
	Dechlis	Remote E-Voting	26,99,78,791	9,48,55,361	35.13	9,48,40,070	15,291	99.98	0.02
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,86,882	35.29	9,52,71,591	15,291	99.98	0.02
	Total		2,14,96,79,456	1,85,61,12,074	86.34	1,84,36,96,495	1,24,15,579	99.33	0.67

## **Resolution Item No. 8 - Ordinary Resolution:**

Revision in remuneration of Mr. Suresh Badami (DIN: 08224871), Deputy Managing Director

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/( 1)]*100	[4]	[5]	[6]=[(4)/( 2)]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	1	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73
	D.11.	Remote E-Voting	26,99,78,791	9,48,55,393	35.13	9,48,39,624	15,769	99.98	0.02
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total	]	9,52,86,914	35.29	9,52,71,145	15,769	99.98	0.02
	Total		2,14,96,79,456	1,85,61,12,106	86.34	1,84,36,96,049	1,24,16,057	99.33	0.67

## **Resolution Item No. 9 - Ordinary Resolution:**

Approval of related party transactions with Housing Development Finance Corporation Limited

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/(2) ]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	0	0.00	0	0	0.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	-	Total		0	0.00	0	0	0.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,72,55,772	90.07	71,66,32,002	6,23,770	99.91	0.09
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,72,55,772	90.07	71,66,32,002	6,23,770	99.91	0.09
	Dublic	Remote E-Voting	26,99,78,791	9,36,67,212	34.69	9,36,62,090	5,122	99.99	0.01
3	Public- Others	E- Voting at AGM		3,64,021	0.13	3,64,021	0	100.00	0.00
		Total		9,40,31,233	34.83	9,40,26,111	5,122	99.99	0.01
	Total		2,14,96,79,456	81,12,87,005	37.74	81,06,58,113	6,28,892	99.92	0.08

## Resolution Item No. 10 - Ordinary Resolution:

Approval of related party transactions with HDFC Bank Limited.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]*1 00	[7]=[(5)/(2)]*100
	Promoter	Remote E-Voting	1,08,33,42,272	0	0.00	0	0	0.00	0.00
1	and Promoter	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	Group	Total		0	0.00	0	0	0.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,59,35,617	89.90	71,53,11,847	6,23,770	99.91	0.09
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,59,35,617	89.90	71,53,11,847	6,23,770	99.91	0.09
	Public-	Remote E-Voting	26,99,78,791	9,36,67,213	34.69	9,36,62,100	5,113	99.99	0.01
3	Others	E- Voting at AGM		3,64,021	0.13	3,64,021	0	100.00	0.00
		Total		9,40,31,234	34.83	9,40,26,121	5,113	99.99	0.01
	Total		2,14,96,79,456	80,99,66,851	37.68	80,93,37,968	6,28,883	99.92	0.08

## Resolution Item No. 11 - Special Resolution:

Alteration of Articles of Association of the Company:

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	[6]=[(4)/( 2)]*100	[7]=[(5)/(2)] *100
	Promoter and	Remote E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
1	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	_	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Public -	Remote E-Voting	79,63,58,393	71,51,20,837	89.80	69,09,06,332	2,42,14,505	96.61	3.39
2	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		71,51,20,837	89.80	69,09,06,332	2,42,14,505	96.61	3.39
	D.111	Remote E-Voting	26,99,78,791	9,48,56,247	35.13	9,48,52,835	3,412	100.00	0.00
3	Public- Others	E- Voting at AGM		4,31,521	0.16	4,31,521	0	100.00	0.00
		Total		9,52,87,768	35.29	9,52,84,356	3,412	100.00	0.00
	Total		2,14,96,79,456	1,85,61,68,754	86.35	1,83,19,50,837	2,42,17,917	98.70	1.30

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the AGM.

#### It is to be noted that:

- 1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' are frozen and
- 2. Voting rights on those shares held by HDFC Life Employees Stock Option Trustare frozen.
- 3. The vote cast does not include invalid votes & abstained votes.
- 4. All the aforesaid resolutions were passed with requisite majority.

Thanking you, Yours faithfully,

#### For MMJB & Associates LLP Company Secretaries

OMKAR MADHAV DINDORKAR DINDORKAR 23:6:14 +05'30'

#### **Omkar Dindorkar**

Designated Partner ACS: 43029 CP: 24580 PR: 2826/2022 UDIN: A043029E000659911 Place: Mumbai Date: July 21, 2023

#### For HDFC Life Insurance Company Limited

Narendra Gangan Digitally signed by Narendra Gangan Date: 2023.07.21 23:51:23 +05'30'

Narendra YeshwantGangan General Counsel Chief Compliance Officer &Company Secretary Place: Mumbai Date: July 21, 2023

Resolution No.	1										
	receipts and pay as at that date, t	RDINARY - To receive, consider and adopt: (a)the audited standalone revenue account, profit and loss account and ceipts and payments account of the Company for the financial year ended March 31, 2023 and the balance sheet at that date, together with the reports of the directors and auditors thereon; and (b)the audited consolidated venue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2023 and the balance sheet as at that date, together with the reports of the directors and auditors thereon; and (b)the audited consolidated venue account, profit and loss account and receipts and payments account of the Company for the financial year account of the balance sheet as at that date, together with the report of the auditors thereon.									
Resolution required: (Ordinary/ Special)											
Whether promoter/promoter group are       Interested in the agenda/resolution?       No											
	% of Votes Polled on % of Votes % of Votes										
				outstanding		No. of	in favour on	against on			
		No. of shares	No. of votes	shares (3)=[(2)/(1)]*	No. of Votes –	Votes – against		votes polled (7)=[(5)/(2)]			
Category	Mode of Voting	held (1)	polled (2)		in favour (4)	(5)	*100	*100			
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00			
Promoter and Promoter Group	Poll	1,08,55,42,272	0	0.00	0	0	0.00	0.00			
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00			
	E-Voting	79,63,58,393	70,75,85,832	88.85	70,70,58,322	5,27,510	99.93	0.1			
Public- Institutions	Poll	75,05,50,555	0	0.00	0	0	0.00	0.00			
	Total		70,75,85,832	88.85	70,70,58,322	5,27,510	99.93	0.07			
	E-Voting	26,99,78,791	9,48,56,282	35.13	9,48,54,345	1,937	100.00	0.00			
Public- Non Institutions	Poll	20,33,70,731	4,31,521	0.16	4,31,521	0	100.00	0.00			
	Total		9,52,87,803	35.29	9,52,85,866	1,937	100.00	0.00			
	Total	2,14,96,79,456	1,84,86,33,784	86.00	1,84,81,04,337	5,29,447	99.97	0.03			

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To d	declare dividend	on equity shares	for the financ	cial year ended N	1arch 31,	2023			
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No									
				% of Votes						
				Polled on			% of Votes	% of Votes		
		outstanding No. of in favour or								
		shares Votes – votes polled								
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	against	(6)=[(4)/(2)]	(7)=[(5)/(2)]		
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	(5)	*100	*100		
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00		
Promoter and Promoter Group	Poll	1,00,55,42,272	0	0.00	0	0	0.00	0.00		
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00		
	E-Voting	79,63,58,393	71,73,13,345	90.07	71,73,13,345	0	100.00	0.00		
Public- Institutions	Poll	/9,05,56,595	0	0.00	0	0	0.00	0.00		
	Total		71,73,13,345	90.07	71,73,13,345	0	100.00	0.00		
	E-Voting	26 00 79 701	9,48,56,499	35.13	9,48,55,013	1,486	100.00	0.00		
Public- Non Institutions	Poll	26,99,78,791	4,31,521	0.16	4,31,521	0	100.00	0.00		
	Total		9,52,88,020	35.29	9,52,86,534	1,486	100.00	0.00		
	Total	2,14,96,79,456	1,85,83,61,514	86.45	1,85,83,60,028	1,486	100.00	0.00		

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - Pay	ment of remuner	ation to Joint Sta	atutory Audito	ors				
Whether promoter/ promoter group are									
interested in the agenda/resolution?	No								
				% of Votes					
				Polled on			% of Votes	% of Votes	
		outstanding in favour on							
				shares			votes polled	votes polled	
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	No. of Votes	(6)=[(4)/(2)]	(7)=[(5)/(2)]	
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	– against (5)	*100	*100	
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00	
Promoter and Promoter Group	Poll	1,08,55,42,272	0	0.00	0	0	0.00	0.00	
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00	
	E-Voting	79,63,58,393	71,50,65,042	89.79	70,23,48,088	1,27,16,954	98.22	1.78	
Public- Institutions	Poll	75,05,58,555	0	0.00	0	0	0.00	0.00	
	Total		71,50,65,042	89.79	70,23,48,088	1,27,16,954	98.22	1.78	
	E-Voting	26,99,78,791	9,48,56,118	35.13	9,48,51,656	4,462	100.00	0.00	
Public- Non Institutions	Poll	20,39,78,791	4,31,521	0.16	4,31,521	0	100.00	0.00	
	Total		9,52,87,639	35.29	9,52,83,177	4,462	100.00	0.00	
	Total	2,14,96,79,456	1,85,61,12,830	86.34	1,84,33,91,414	1,27,21,416	99.31	0.69	

Resolution No.	4													
Resolution required:														
(Ordinary/ Special)	ORDINARY - No	ot filling-up the v	acancy caused by	the retirement of M	ls. Renu Sud Karr	nad								
Whether promoter/														
promoter group are														
interested in the														
agenda/resolution?	No													
				% of Votes Polled			% of Votes in							
				on outstanding			favour on votes polled	% of Votes against on						
	Mode of	No. of shares	No. of votes	-	No. of Votes –	No. of Votes –	(6)=[(4)/(2)]*10	votes polled						
Category	Voting	held (1)	polled (2)		in favour (4)	against (5)	0	(7)=[(5)/(2)]*100						
Promoter and	E-Voting		1,04,57,60,149		1,04,57,60,149		100.00	0.00						
Promoter Group	Poll	1,08,33,42,272	0	0.00	0		0.00							
	Total		1,04,57,60,149		1,04,57,60,149	_		0.00						
	E-Voting		71,47,74,462	89.76			99.90	0.10						
Public- Institutions	Poll	79,63,58,393	0	0.00	0		0.00	0.00						
	Total		71,47,74,462	89.76	71,40,54,896	7,19,566	99.90	0.10						
Public- Non	E-Voting	26 00 78 701	9,48,56,418	35.13	9,48,29,950	26,468	99.97	0.03						
Institutions	Poll	26,99,78,791	4,31,521	0.16	4,31,521	0	100.00	0.00						
	Total		9,52,87,939	35.29	9,52,61,471	26,468	99.97	0.03						
	Total	2,14,96,79,456	1,85,58,22,550	86.33	1,85,50,76,516	7,46,034	99.96	0.04						

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Appoir	ntment of Dr. Bh	askar Ghosh as a	n Independer	nt Director			
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes				
				Polled on			% of Votes	% of Votes
				outstanding			in favour on	against on
				shares		No. of	votes polled	votes polled
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	Votes –	(6)=[(4)/(2)]	(7)=[(5)/(2)]
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	against (5)	*100	*100
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
Promoter and Promoter Group	Poll	1,06,55,42,272	0	0.00	0	0	0.00	0.00
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	E-Voting	79,63,58,393	71,50,65,043	89.79	71,26,17,297	24,47,746	99.66	0.34
Public- Institutions	Poll	79,03,38,393	0	0.00	0	0	0.00	0.00
	Total		71,50,65,043	89.79	71,26,17,297	24,47,746	99.66	0.34
	E-Voting	26,99,78,791	9,48,55,276	35.13	9,48,26,121	29,155	99.97	0.03
Public- Non Institutions	Poll	20,39,78,791	4,31,521	0.16	4,31,521	0	100.00	0.00
	Total		9,52,86,797	35.29	9,52,57,642	29,155	99.97	0.03
	Total	2,14,96,79,456	1,85,61,11,989	86.34	1,85,36,35,088	24,76,901	99.87	0.13

Resolution No.	6											
Resolution required: (Ordinary/ Special)		RDINARY - Appointment of Mr. Niraj Shah as Whole-time Director (designated as Executive Director and Chief inancial Officer) and to fix his remuneration										
Whether promoter/ promoter group are												
interested in the agenda/resolution?	No											
	% of Votes											
		Polled on         % of Votes         % of Votes										
		outstanding in favour on against on										
				shares			votes polled	votes polled				
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	No. of Votes	(6)=[(4)/(2)]	(7)=[(5)/(2)]				
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	– against (5)	*100	*100				
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00				
Promoter and Promoter Group	Poll	1,00,55,42,272	0	0.00	0	0	0.00	0.00				
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00				
	E-Voting	79,63,58,393	71,50,65,043	89.79	70,22,40,172	1,28,24,871	98.21	1.79				
Public- Institutions	Poll	79,03,38,393	0	0.00	0	0	0.00	0.00				
	Total		71,50,65,043	89.79	70,22,40,172	1,28,24,871	98.21	1.79				
	E-Voting	26,99,78,791	9,48,56,019	35.13	9,48,45,733	10,286	99.99	0.01				
Public- Non Institutions	Poll	20,33,70,791	4,31,521	0.16	4,31,521	0	100.00	0.00				
	Total		9,52,87,540	35.29	9,52,77,254	10,286	99.99	0.01				
	Total	2,14,96,79,456	1,85,61,12,732	86.34	1,84,32,77,575	1,28,35,157	99.31	0.69				

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Rev	ision in remunera	ation of Ms. Vibh	a Padalkar, N	lanaging Director	~ & CEO				
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No									
				% of Votes						
				Polled on			% of Votes	% of Votes		
		outstanding in favour on against								
				shares			votes polled	votes polled		
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	No. of Votes	(6)=[(4)/(2)]	(7)=[(5)/(2)]		
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	– against (5)	*100	*100		
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00		
Promoter and Promoter Group	Poll	1,08,55,42,272	0	0.00	0	0	0.00	0.00		
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00		
	E-Voting	79,63,58,393	71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73		
Public- Institutions	Poll	79,03,38,393	0	0.00	0	0	0.00	0.00		
	Total		71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73		
	E-Voting	26,99,78,791	9,48,55,361	35.13	9,48,40,070	15,291	99.98	0.02		
Public- Non Institutions	Poll	20,33,70,731	4,31,521	0.16	4,31,521	0	100.00	0.00		
	Total		9,52,86,882	35.29	9,52,71,591	15,291	99.98	0.02		
	Total	2,14,96,79,456	1,85,61,12,074	86.34	1,84,36,96,495	1,24,15,579	99.33	0.67		

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - Rev	ision in remunera	ation of Mr Sures	sh Badami, De	puty Managing [	Director				
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No									
				% of Votes						
				Polled on			% of Votes	% of Votes		
		outstanding in favour on against o								
				shares			votes polled	votes polled		
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	No. of Votes	(6)=[(4)/(2)]	(7)=[(5)/(2)]		
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	– against (5)	*100	*100		
	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00		
Promoter and Promoter Group	Poll	1,00,55,42,272	0	0.00	0	0	0.00	0.00		
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00		
	E-Voting	79,63,58,393	71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73		
Public- Institutions	Poll	75,05,56,555	0	0.00	0	0	0.00	0.00		
	Total		71,50,65,043	89.79	70,26,64,755	1,24,00,288	98.27	1.73		
	E-Voting	26,99,78,791	9,48,55,393	35.13	9,48,39,624	15,769	99.98	0.02		
Public- Non Institutions	Poll	20,33,70,731	4,31,521	0.16	4,31,521	0	100.00	0.00		
	Total		9,52,86,914	35.29	9,52,71,145	15,769	99.98	0.02		
	Total	2,14,96,79,456	1,85,61,12,106	86.34	1,84,36,96,049	1,24,16,057	99.33	0.67		

Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - Rela	ated party transa	ction with Hou	sing Develop	ment Finance (	Corporatio	n Limited	
Whether promoter/ promoter group are								
interested in the agenda/resolution?	Yes							
				% of Votes				
				Polled on			% of Votes	% of Votes
		in favour on	against on					
				shares	No. of Votes	Votes –	votes polled	votes polled
		No. of shares	No. of votes	(3)=[(2)/(1)]	– in favour	against	(6)=[(4)/(2)]	(7)=[(5)/(2)]
Category	Mode of Voting	held (1)	polled (2)	* 100	(4)	(5)	*100	*100
	E-Voting	1,08,33,42,272	0	0.00	0	0	0.00	0.00
Promoter and Promoter Group	Poll	1,00,55,42,272	0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
	E-Voting	79,63,58,393	71,72,55,772	90.07	71,66,32,002	6,23,770	99.91	0.09
Public- Institutions	Poll	/9,03,36,393	0	0.00	0	0	0.00	0.00
	Total		71,72,55,772	90.07	71,66,32,002	6,23,770	99.91	0.09
	E-Voting	26 00 79 701	9,36,67,212	34.69	9,36,62,090	5,122	99.99	0.01
Public- Non Institutions	Poll	26,99,78,791	3,64,021	0.13	3,64,021	0	100.00	0.00
	Total		9,40,31,233	34.83	9,40,26,111	5,122	99.99	0.01
	Total	2,14,96,79,456	81,12,87,005	37.74	81,06,58,113	6,28,892	99.92	0.08

Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - Rela	ated party transac	tion with HDF	C Bank Limite	d					
Whether promoter/ promoter group are										
interested in the agenda/resolution?	Yes									
				% of Votes						
				Polled on			% of Votes	% of Votes		
				outstanding		No. of	in favour on	against on		
				shares		Votes –	votes polled	votes polled		
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes	against	(6)=[(4)/(2)]	(7)=[(5)/(2)]	Votes	
Category	Mode of Voting	held (1)	polled (2)	* 100	– in favour (4)	(5)	*100	*100	Invalid	Votes Abstained
	E-Voting	1,08,33,42,272	0	0.00	0	0	0.00	0.00	0	1,04,57,60,149
Promoter and Promoter Group	Poll	1,08,55,42,272	0	0.00	0	0	0.00	0.00	0	0
	Total		0	0.00	0	0	0.00	0.00	0	1045760149
	E-Voting	79,63,58,393	71,59,35,617	89.90	71,53,11,847	6,23,770	99.91	0.09	0	17,89,947
Public- Institutions	Poll	79,03,38,393	0	0.00	0	0	0.00	0.00	0	0
	Total		71,59,35,617	89.90	71,53,11,847	6,23,770	99.91	0.09	0	1789947
	E-Voting	26,99,78,791	9,36,67,213	34.69	9,36,62,100	5,113	99.99	0.01	0	11,90,134
Public- Non Institutions	Poll	20,39,78,791	3,64,021	0.13	3,64,021	0	100.00	0.00	0	67,500
	Total		9,40,31,234	34.83	9,40,26,121	5,113	99.99	0.01	0	1257634
	Total	2,14,96,79,456	80,99,66,851	37.68	80,93,37,968	6,28,883	99.92	0.08	0	1048807730

Resolution No.	11							
Resolution required: (Ordinary/ Special)	SPECIAL - Alteration of Articles of Association - Appointment of Nominee Director by Debenture Trustees							
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes				
				Polled on			% of Votes	% of Votes
				outstanding			in favour on	against on
				shares			votes polled	votes polled
		No. of shares	No. of votes	(3)=[(2)/(1)]	No. of Votes –	No. of Votes	(6)=[(4)/(2)]	(7)=[(5)/(2)]
Category	Mode of Voting	held (1)	polled (2)	* 100	in favour (4)	– against (5)	*100	*100
Promoter and Promoter Group	E-Voting	1,08,33,42,272	1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1,04,57,60,149	96.53	1,04,57,60,149	0	100.00	0.00
	E-Voting	79,63,58,393	71,51,20,837	89.80	69,09,06,332	2,42,14,505	96.61	3.39
Public- Institutions	Poll	/9,03,38,393	0	0.00	0	0	0.00	0.00
	Total		71,51,20,837	89.80	69,09,06,332	2,42,14,505	96.61	3.39
Public- Non Institutions	E-Voting	26,99,78,791	9,48,56,247	35.13	9,48,52,835	3,412	100.00	0.00
	Poll		4,31,521	0.16	4,31,521	0	100.00	0.00
	Total		9,52,87,768	35.29	9,52,84,356	3,412	100.00	0.00
	Total	2,14,96,79,456	1,85,61,68,754	86.35	1,83,19,50,837	2,42,17,917	98.70	1.30