



We understand your world

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E-mail : shareholder.grievances@hdfcbank.com
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HDFC Bank Limited
Process House,
Kamala Mills Compound,
Senapati Bapat Marg,
Lower Parel, Mumbai - 400013.
Tel.: 022-2498 8484
Fax: 022-2496 5235

22nd July, 2015

BSE Limited
Dept. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Fax No. 022-22722037 / 39 / 41

The National Stock Exchange of India Limited
The Listing Department
Exchange Plaza
Bandra Kurla Complex
Mumbai 400 051
Fax No. 022-26598237 / 38 / 66418124/25/26

Re: Voting Results of Annual General Meeting (AGM) of HDFC Bank Limited as per Clause 35-A of Listing Agreement

Dear Sir,

We enclose herewith the results of the voting for the resolutions set out in the Notice of the AGM dated 18th June, 2015, as per Clause 35-A of the Listing Agreement. All resolutions were passed with overwhelming majority.

This is for your information and records.

Thanking you,

Yours faithfully,

For HDFC Bank Limited

Sanjay Dongre
Executive Vice President (Legal) & Company Secretary

Encl: As above

HDFC BANK LIMITED

AGM Voting Report for Notice dated 18th June 2015 Commenced on 17th July 2015 and Concluded on 21st July 2015

Resolution No 1 -- Ordinary Resolution	Promoter / Public	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
Adoption of the Audited Financial Statements (Standalone and Consolidation) for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	773491419	71.50	773491419	0	100.00	0.00
	Public - Others	886391796	36405981	4.11	36404454	1527	100.00	0.00
	Grand Total	2511458217	1211048220	48.22	1211046693	1527	100.00	0.00

Resolution No 2 -- Ordinary Resolution	Promoter / Public	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
Declaration of Dividend on Equity Shares	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	775897434	71.72	775897434	0	100.00	0.00
	Public - Others	886391796	36429181	4.11	36428654	527	100.00	0.00
	Grand Total	2511458217	1213477435	48.32	1213476908	527	100.00	0.00

Resolution No 3 -- Ordinary Resolution	Promoter / Public	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
Appointment of Directors in place of Mr. Paresh Sukthakar, Who retires by rotation and being eligible offer himself for re-appointment	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	775897434	71.72	768968362	6929072	99.11	0.89
	Public - Others	886391796	36429181	4.11	36426324	2857	99.99	0.01
	Grand Total	2511458217	1213477435	48.32	1206545586	6931929	99.43	0.57




Resolution No 4 -- Ordinary Resolution	Promoter / Public	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
Appointment of Directors in place of Mr. Kaizad Bharucha Who retires by rotation and being eligible offer himself for re-appointment		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	775897434	71.72	768968362	6929072	99.11	0.89
	Public - Others	886391796	36405981	4.11	36403093	2888	99.99	0.01
	Grand Total	2511458217	1213454235	48.32	1206522275	6931960	99.43	0.57

Resolution No 5 -- Ordinary Resolution	Promoter / Public	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
Re-appointment of Statutory Auditors and fixing of their remuneration		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	757211428	69.99	749711548	7499880	99.01	0.99
	Public - Others	886391796	36405981	4.11	36404439	1542	100.00	0.00
	Grand Total	2511458217	1194768229	47.57	1187266807	7501422	99.37	0.63

Resolution No 6 -- Special Resolution	Promoter / Public	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
Appointment of Mr. Malay Patel as Independent Director of the Bank		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	769327350	71.11	769317216	10134	100.00	0.00
	Public - Others	886391796	36405565	4.11	36398838	6727	99.98	0.02
	Grand Total	2511458217	1206883735	48.06	1206866874	16861	100.00	0.00

Resolution No 7 -- Special Resolution	Promoter / Public	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
Increase in approved limit of borrowing not exceeding Rs.50,000 Crore over and above the paid-up capital and free reserves		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	775897434	71.72	775897434	0	100.00	0.00
	Public - Others	886391796	36405981	4.11	36403889	2092	99.99	0.01
	Grand Total	2511458217	1213454235	48.32	1213452143	2092	100.00	0.00



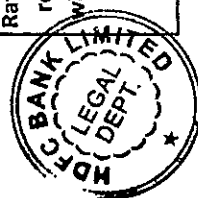
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Resolution No 8 -- Special Resolution	Promoter / Public	No. of shares held	No of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Ratification and Approval of Related Party Transactions with HDFC Limited	Promoter and Promoter Group	543216100	0	0.00	0	0	0.00	0.00
	Public - Institutional holders	1081850321	759198637	70.18	759198637	0	100.00	0.00
	Public - Others	886391796	15603102	1.76	15600970	2132	99.99	0.01
	Grand Total	2511458217	774801739	30.85	774799607	2132	100.00	0.00

Resolution No 9 -- Ordinary Resolution	Promoter / Public	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	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Re-appointment of Mr. Aditya Puri as Managing Director of the Bank	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	769365947	71.12	769365947	0	100.00	0.00
	Public - Others	886391796	36429181	4.11	36424629	4552	99.99	0.01
	Grand Total	2511458217	1206945948	48.06	1206941396	4552	100.00	0.00

Resolution No 10 -- Ordinary Resolution	Promoter / Public	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	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Revision in the terms of appointment of Mr. Kaizad Bharucha Executive Director	Promoter and Promoter Group	543216100	401150820	73.85	401150820	0	100.00	0.00
	Public - Institutional holders	1081850321	768995947	71.08	768995947	0	100.00	0.00
	Public - Others	886391796	36405966	4.11	36403083	2883	99.99	0.01
	Grand Total	2511458217	1206552733	48.04	1206549850	2883	100.00	0.00

Resolution No 11 -- Special Resolution	Promoter / Public	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	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Ratification and Approval of related party transaction with HDB Financial Service Limited	Promoter and Promoter Group	543216100	0	0.00	0	0	0.00	0.00
	Public - Institutional holders	1081850321	775067750	71.64	775067750	0	100.00	0.00
	Public - Others	886391796	15603087	1.76	15597048	6039	99.96	0.04
	Grand Total	2511458217	790670837	31.48	790664798	6039	100.00	0.00



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