



We understand your world

16th July, 2012

Corporate Relations Dept.
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001
Fax No. 22722037/39/41

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex,
Bandra (E), Mumbai 400 050
Fax No. 26598237/38/ 66418124/25/26

HDFC Bank Ltd.
Process House,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai -400 013.
Tel.: 2496 8484
Fax.: 2496 5235

Dear Sirs,

Sub: Compliance pursuant to Clause 35A of the Listing Agreement

Pursuant to Clause 35A of the Listing Agreement, we enclose vide Annexure, the voting results for the 18th Annual General Meeting of the Company held on 13th July, 2012 in the format prescribed.

Thanking You,

Yours Faithfully,
For HDFC Bank Limited

Sanjay Dongre
Executive Vice President (Legal) &
Company Secretary

Encl: As Above



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Annexure

Voting Results for the Annual General Meeting held on 13.07.2012

Date of AGM	July 13, 2012
Total Number of Shareholders	4,43,175
No. of shareholders present in the meeting either in person or through Proxy	611
a) Promoters and Promoter Group	2
b) Public	609
No. of Shareholders who attended the meeting through Video Conferencing	Nil
a) Promoters and Promoter Group	Nil
b) Public	Nil

(Agenda - Wise)

Item No.	Detail of the Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E- Voting)
1	To consider and adopt the audited Balance sheet as at 31st March, 2012, Profit and Loss Account for the year ended on the date and Reports of the Board of Directors and Auditors thereon.	Ordinary	Show of hands - Unanimously
2	To declare dividend on equity shares	Ordinary	Show of hands - Unanimously
3	To appoint a director in place of Dr. Pandit Palande, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Show of hands - Unanimously
4	To appoint a director in place of Mr. Partho Datta, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Show of hands - Unanimously
5	To appoint Auditors and to fix their remuneration	Ordinary	Show of hands - Unanimously
6	Appointment of Mr. Keki Mistry as a Director of the Bank	Ordinary	Show of hands - Unanimously
7	Payment of Remuneration / Sitting Fees to Mr. Bobby Parikh and any other non - executive director for attending the meetings of the IT Strategy Committee	Ordinary	Show of hands - Unanimously
8	Re-Appointment of Mr. Aditya Puri as the Managing Director for the period commencing from 1st April, 2013 to 31st October, 2015	Ordinary	Show of hands - By requisite majority



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In case of Poll/Postal ballot/E-voting:

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
Promoter and Promoter Group	<p align="center">- Not Applicable - (Voting was done by Show of Hands)</p>						
Public - Institutional holders							
Public-Others							
Total							