July 23, 2019

Ref. No: HDFC Life/CA/2019-20/23

National Stock Exchange of India Limited
Exchange Plaza, Plot No C/1, Block G,
Bandra-Kurla Complex, Bandra-East,
Mumbai- 400 051

NSE Symbol: HDFCLIFE

Kind Attn.: Head - Listing

BSE Limited,
Sir PJ Towers,
Dalal Street,
Mumbai – 400 001

BSE Security Code: 540777

Kind Attn.: Sr. General Manager – DCS
Listing Department

Sub: Intimation under Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

We wish to inform you that the 19th Annual General Meeting (AGM) of the Members of the Company was held today i.e. Tuesday, July 23, 2019 at 2.30 p.m. at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai-400 020. The Members present at the AGM transacted the businesses mentioned in the Notice dated June 20, 2019.

In this connection, as required under the Listing Regulations and the applicable provisions of the Companies Act, 2013, we hereby submit the following:

1. Summary of the proceedings of the said AGM;
2. Combined e-voting results in the prescribed format;
3. Report of combined e-voting results dated July 23, 2019 issued by Mr. Surjan Singh Rauthan, Proprietor of S. S. Rauthan & Associates, Company Secretaries, Scrutinizer.

All the resolutions were passed with the requisite majority.

You are requested to kindly take the above documents on record.

For HDFC Life Insurance Company Limited

Narendra Gangan
EVP, Company Secretary &
Head- Compliance & Legal

Encl: As above

Summary of the Proceedings of the 19th Annual General Meeting of the Company

The 19th Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, July 23, 2019 at 2:30 p.m. at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai - 400 020. In compliance with the applicable provisions, the Company had also provided a one-way live web cast of the proceedings of the AGM. The meeting was attended by 149 Members in person, including proxies. The requisite quorum being present, Mr. Deepak S. Parekh, Chairman of the Company called the meeting to order and welcomed the Members to the meeting.

All the remaining directors including Mr VK Viswanathan, the Chairman of the Audit Committee, Mr Keki Mistry, the Chairman of the Stakeholders Relationship Committee, Mr Ranjan Mathai, Chairman of the Nomination & Remuneration Committee of the Company, and representatives of the joint statutory auditors and the secretarial auditors attended the meeting.

Mr Parekh informed that the requisite registers were open for inspection by the Members till the conclusion of the meeting.

Mr Parekh then commenced his speech and gave an overview of the operations and the financial performance of the Company for the financial year ended March 31, 2019. Thereafter, he invited questions from the Members on the financials and the business listed to be transacted at the meeting.

After listening to all the queries, Mr Parekh and Ms Vibha Padalkar, Managing Director & CEO, gave detailed response to the said queries. Mr Parekh concluded his speech by placing on record his appreciation to all the stakeholders for having reposed their trust in the Company and to the employees of the Company for their continued hard work and dedication. He informed the Members that pursuant to Companies Act, 2013 read with relevant Rules, the Company had provided an opportunity to all its Members to exercise their voting rights through electronic voting (remote e-voting) for the items of business to be transacted at the AGM. The remote e-voting facility was provided to all the Members of the Company as on July 16, 2019, being the cut-off and record date, by Karvy Fintech Private Limited (Karvy). He also informed the Members that the Company has made arrangements for voting through electronic voting system 'Insta Poll' at the venue of the meeting.

Following items of business as set out in the Notice dated June 20, 2019 convening this meeting were transacted through remote e-voting and Insta-Poll at the AGM venue:

Ordinary Business:

1. 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, 2019, and the Balance Sheet as at that date, together with the reports of the Directors', Management, and Auditors thereon; and (b) The Audited Consolidated Revenue Account, Profit and Loss Account and Receipts and Payments Account of the

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

Company for the financial year ended March 31, 2019 and the Balance Sheet as at that date, together with the Reports of the Auditors thereon
2. Confirm the payment of Interim Dividend on Equity Shares as final dividend
3. Re-appointment of Mr. Keki Mistry (DIN: 00008886) as a Director of the Company
4. Re-appointment of M/s Price Waterhouse Chartered Accountants LLP, Chartered Accountants, as one of the Joint Statutory Auditors and to fix remuneration of Joint Statutory Auditors of the Company

Special Business:

5. Approval for not filing up the vacancy caused by retirement of Sir Gerald Grimstone (DIN: 01910890)
6. Appointment of Ms. Bharti Gupta Ramola (DIN: 00356188) as an Independent Director
7. Re-appointment of Mr. VK Viswanathan (DIN: 01782934) as an Independent Director
8. Re-appointment of Mr. Prasad Chandran (DIN: 00200379) as an Independent Director
9. Continuation of Directorship of Mr. Deepak Parekh (DIN: 00009078) as a Non-Executive Director of the Company
10. Revision in the remuneration of Ms. Vibha Padalkar (DIN: 01682810), Managing Director & CEO
11. Revision in the remuneration of Mr. Suresh Badami (DIN: 08224871), Executive Director
12. Approval of Employee Stock Option Scheme - 2019 for the eligible employees of the Company
13. Approval of Employee Stock Option Scheme - 2019 for the eligible employees of Subsidiary Company(ies) of the Company
14. Increase in foreign portfolio investment limits in the Company

Based on the Scrutinizer's Report dated July 23, 2019, issued by Mr. Surjan Singh Rauthan, Proprietor of S. S. Rauthan & Associates, Company Secretaries, all the aforementioned business were passed by the Members with requisite majority.

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HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Date of the AGM/EGM	23-07-2019
Total number of shareholders on record date	390979
No. of shareholders present in the meeting either in person or through	
Promoters and Promoter Group:	1
Public:	148
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Item No.1- Ordinary Resolution

Receive, consider and adopt:(a) The Audited Standalone Revenue Account, Profit and Loss Account and Receipts and payment Account of the Company for the financial year ended March 31, 2019, and the Balance Sheet as at that date, together with the reports of the Directors', Management, and Auditors thereon; and (b) The Audited Consolidated Revenue Account, Profit and Loss Account and Receipts and Payment Account of the Company for the financial year ended March 31, 2019 and the Balance sheet as at that date, together with the Reports of the Auditors threon.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255469057	77.5217	255469057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255469057	77.5217	255469057	0	100.0000	0.0000
Public- Non-Institutions	E-voting	185017749	7314618	3.9535	7314437	181	99.9975	0.0025
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		8099339	4.3776	8099158	181	99.9978	0.0022
TOTAL		2017489149	1766494364	87.5591	1766494183	181	100.0000	0.0000

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
100.0000	0.0000

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.2- Ordinary Resolution

Confirm the payment of Interim Dividend on Equity Shares as final dividend

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	255828621	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	255828621	0	100.0000	0.0000
Public- Non-Institutions	E-voting	185017749	7315218	3.9538	7226183	89035	98.7829	1.2171
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		8099939	4.3779	8010904	89035	98.9008	1.0992
TOTAL		2017489149	1766854528	87.5769	1766765493	89035	99.9950	0.0050

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.9950	0.0050

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

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VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.3- Ordinary Resolution

Re-appointment of Mr. Keki Mistry (DIN: 00008886), as Director of the Company, who retires by rotation

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	222255853	33572768	86.8769	13.1231
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	222255853	33572768	86.8769	13.1231
Public- Non-Institutions	E-voting	185017749	5526938	2.9872	5524932	2006	99.9637	0.0363
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6311659	3.4114	6309653	2006	99.9682	0.0318
TOTAL		2017489149	1765066248	87.4883	1731491474	33574774	98.0978	1.9022

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
98.0978	1.9022

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.4- Ordinary Resolution

Approval of re-appointment of M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration No.012754N/N500016),Chartered Accountants as one of the Joint Statutory Auditor and to fix remuneration of Joint Statutory Auditors of the Company.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	253687086	2141535	99.1629	0.8371
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	253687086	2141535	99.1629	0.8371
Public- Non-Institutions	E-voting	185017749	5526954	2.9873	5523342	3612	99.9346	0.0654
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6311675	3.4114	6308063	3612	99.9428	0.0572
TOTAL		2017489149	1765066264	87.4883	1762921117	2145147	99.8785	0.1215

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.8785	0.1215

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.5- Ordinary Resolution

Approval for not filling-up the vacancy caused by retirement of Sir Gerald Grimstone (DIN:01910890) who retire by rotation and does not offer himself for re-appointment.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	255765830	62791	99.9755	0.0245
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	255765830	62791	99.9755	0.0245
Public- Non-Institutions	E-voting	185017749	5525508	2.9865	5524872	636	99.9885	0.0115
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6310229	3.4106	6309593	636	99.9899	0.0101
TOTAL		2017489149	1765064818	87.4882	1765001391	63427	99.9964	0.0036

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.9964	0.0036

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.6- Ordinary Resolution

Approval for appointment of Ms. Bharti Gupta Ramola (DIN:00356188) as an Independent Director

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	250187269	75.9189	236522722	13664547	94.5383	5.4617
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		250187269	75.9189	236522722	13664547	94.5383	5.4617
Public- Non-Institutions	E-voting	185017749	5526903	2.9872	5524672	2231	99.9596	0.0404
	Poll		784721	0.4241	784471	250	99.9681	0.0319
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6311624	3.4114	6309143	2481	99.9607	0.0393
TOTAL		2017489149	1759424861	87.2086	1745757833	13667028	99.2232	0.7768

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.2232	0.7768

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.7- Special Resolution

Approval of appointment of Mr. VK Viswanathan (DIN: 01782934) as an Independent Director

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	245973706	74.6403	234228105	11745601	95.2249	4.7751
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		245973706	74.6403	234228105	11745601	95.2249	4.7751
Public- Non-Institutions	E-voting	185017749	5526903	2.9872	5523972	2931	99.9470	0.0530
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6311624	3.4114	6308693	2931	99.9536	0.0464
TOTAL		2017489149	1755211298	86.9998	1743462766	11748532	99.3306	0.6694

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.3306	0.6694

We, report that the Special Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.8- Special Resolution

Approval of appointment of Mr. Prasad Chandran (DIN:00200379) as an Independent Director

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	245973706	74.6403	238301689	7672017	96.8810	3.1190
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		245973706	74.6403	238301689	7672017	96.8810	3.1190
Public- Non-Institutions	E-voting	185017749	5526888	2.9872	5523682	3206	99.9420	0.0580
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6311609	3.4114	6308403	3206	99.9492	0.0508
TOTAL		2017489149	1755211283	86.9998	1747536060	7675223	99.5627	0.4373

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.5627	0.4373

We, report that the Special Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.9- Special Resolution

Approval for continuation of directorship of Mr. Deepak Parekh (DIN:00009078) as a Non-Executive Director

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	228403905	27424716	89.2800	10.7200
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	228403905	27424716	89.2800	10.7200
Public- Non-Institutions	E-voting	185017749	5525939	2.9867	5524633	1306	99.9764	0.0236
	Poll		784721	0.4241	782921	1800	99.7706	0.2294
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6310660	3.4108	6307554	3106	99.9508	0.0492
TOTAL		2017489149	1765065249	87.4882	1737637427	27427822	98.4461	1.5539

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
98.4461	1.5539

We, report that the Special Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.10 - Ordinary Resolution

Approval for revision in the remuneration of Ms. Vibha Padalkar (DIN:01682810), Managing Director & Chief Executive Officer

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	250187269	75.9189	249929650	257619	99.8970	0.1030
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		250187269	75.9189	249929650	257619	99.8970	0.1030
Public- Non-Institutions	E-voting	185017749	4212423	2.2768	4208016	4407	99.8954	0.1046
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		4997144	2.7009	4992737	4407	99.9118	0.0882
TOTAL		2017489149	1758110381	87.1435	1757848355	262026	99.9851	0.0149

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.9851	0.0149

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.11 - Ordinary Resolution

Approval for revision in the remuneration of Mr. Suresh Badami (DIN:08224871), Executive Director.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	250187269	75.9189	249929650	257619	99.8970	0.1030
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		250187269	75.9189	249929650	257619	99.8970	0.1030
Public- Non-Institutions	E-voting	185017749	5216153	2.8193	5125123	91030	98.2548	1.7452
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6000874	3.2434	5909844	91030	98.4831	1.5169
TOTAL		2017489149	1759114111	87.1932	1758765462	348649	99.9802	0.0198

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.9802	0.0198

We, report that the Ordinary Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.12 - Special Resolution

Approval for Employee Stock Option Scheme-2019 for the eligible employees of the Company.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	245881748	9946873	96.1119	3.8881
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	245881748	9946873	96.1119	3.8881
Public- Non-Institutions	E-voting	185017749	6187327	3.3442	6097766	89561	98.5525	1.4475
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		6972048	3.7683	6882487	89561	98.7154	1.2846
TOTAL		2017489149	1765726637	87.5210	1755690203	10036434	99.4316	0.5684

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.4316	0.5684

We, report that the Special Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC LIFE INSURANCE CO. LIMITED MUMBAI

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.13- Special Resolution

Approval for Employee Stock Option Scheme-2019 for the eligible employees of Subsidiary Company(ies) of the Company.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	245881748	9946873	96.1119	3.8881
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	245881748	9946873	96.1119	3.8881
Public- Non-Institutions	E-voting	185017749	7016427	3.7923	6926121	90306	98.7129	1.2871
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		7801148	4.2164	7710842	90306	98.8424	1.1576
TOTAL		2017489149	1766555737	87.5621	1756518558	10037179	99.4318	0.5682

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.4318	0.5682

We, report that the Special Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

HDFC Life Insurance Company Limited

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON JULY 23, 2019 OF HDFC LIFE INSURANCE COMPANY LIMITED

Item No.14- Special Resolution

Approval for increase in foreign portfolio investment limits in the Company.

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 vote polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1502925968	1502925968	100.0000	1502925968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		1502925968	100.0000	1502925968	0	100.0000	0.0000
Public- Institutions	E-voting	329545432	255828621	77.6308	255828621	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		255828621	77.6308	255828621	0	100.0000	0.0000
Public- Non-Institutions	E-voting	185017749	7326528	3.9599	7324113	2415	99.9670	0.0330
	Poll		784721	0.4241	784721	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		8111249	4.3840	8108834	2415	99.9702	0.0298
TOTAL		2017489149	1766865838	87.5775	1766863423	2415	99.9999	0.0001

RESULTS :-

Percentage of votes cast in "For"	Percentage of votes cast "Against"
99.9999	0.0001

We, report that the Special Resolution as set out in the Notice dated June 20, 2019 for Annual General Meeting held on July 23, 2019 has been passed by the shareholders with requisite majority.

S. S. Rauthan & Associates
Company Secretaries

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

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto)

To,
The Chairman
HDFC Life Insurance Company Limited
(Formerly known as HDFC Standard Life Insurance Company Limited)
(CIN:L65110MH2000PLC128245)
13th Floor, Lodha Excelus, Apollo Mills Compound,
N.M. Joshi Marg, Mahalaxmi,
Mumbai-400 011.

Dear Sir,

I, Surjan Singh Rauthan (C.P. 3233), Practicing Company Secretary, Proprietor of M/s S. S. Rauthan & Associates, Company Secretaries, has been appointed as a Scrutinizer by the Board of Directors of **HDFC Life Insurance Company Limited** *(Formerly known as HDFC Standard Life Insurance Company Limited)* (herein after referred as "the Company") for the purpose of scrutinizing the remote e-voting and e-voting undertaken at the venue of 19th Annual General Meeting (AGM) of the Company held on July 23, 2019 at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Near Bombay Hospital & Medical Research Centre, New Marine Lines, Mumbai-400 020 on the resolution contained in the Notice convening the said AGM and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the Notice of the 19th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and the e-voting undertaken at the venue is to ensure that the voting process is conducted in a fair and transparent manner, and is restricted to submitting a Scrutinizer's Report of the votes cast "for" or "against" the resolution stated in the notice to the Chairman of the Company or the person authorised by him, based on the report generated from the electronic voting system provided by Karvy Fintech Private Limited (Karvy) (*formerly known as Karvy Computershare Private Limited)*, the authorized agency to provide e-voting facilities.

2. Further to above, I submit my report as under:
   2.1 The Company has provided the e-voting facility through Karvy Fintech Pvt. Ltd., (Karvy) E-Voting website https://evoting.karvy.com.

S. S. Rauthan & Associates * C.P. No. 3233 MUMBAI * Company Secretaries

Practicing Since 1999

CELEBRATING 20th ANNIVERSARY

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The Company had uploaded all the items of business to be transacted at the 19th Annual General Meeting on the website of the Company and Karvy to facilitate its members to cast their vote through e-voting.

2.2 The notice of AGM sent (both through e-mail and physical form) contained the procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

2.3 As prescribed in the said Rules, the Company has also published an advertisement in newspapers on **26th June, 2019** in **"Business Standard"**, (in English) and in **"Sakal"** (in Marathi). It carried the required information as specified in the said rules.

2.4 Voting rights of Member have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on the cut off-date i.e **Tuesday, July 16, 2019.**

2.5 The remote e-voting commenced from **Thursday, July 18, 2019 (9.00 a.m. IST) and concluded on Monday, July 22, 2019 (5.00 p.m. IST).**

2.6 At the AGM, the Chairman after the discussion on all matters included in the said Notice was over, announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights electronically, which was made available at the venue of the AGM.

2.7 Thereafter, on completion of the voting at the venue of the AGM, the voting summary of the votes cast at the AGM venue was generated from the electronic voting system provided by the Karvy.

2.8 The votes cast through remote e-voting were unblocked in the presence of two witnesses Mrs. Kaushalya D. Adhikari and Ms. Juie Pavle who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

S. S. Rauthan & Associates ★ C.P. No. 2233 MUMBAI ★ Company Secretaries

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CS Surjan Singh Rauthan
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The consolidated results of the valid remote e-voting together with that of voting at the venue of the AGM is as under:

Item No.1 - As an Ordinary Resolution:

(a) To receive, consider and adopt the Audited Standalone Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended March 31, 2019, and the Balance Sheet as at that date, together with the reports of the Directors', Management, and Auditors thereon.

(b) To receive, consider and adopt the Audited Consolidated Revenue Account, Profit and Loss Account and Receipts and Payments Account of the Company for the financial year ended March 31, 2019 and the Balance Sheet as at that date, together with the Reports of the Auditors thereon.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
608	1766494183	100

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
6	181	0

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

S. S. Rauthan & Associates * C.P. No. 8233 MUMBAI * Company Secretaries *

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Item No.2 - As an Ordinary Resolution:

To confirm the payment of Interim Dividend on Equity Shares as final dividend on Equity Shares for the financial year ended March 31, 2019.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
603	1766765493	99.9950

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
17	89035	0.0050

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.3 - As an Ordinary Resolution:

Re-appointment of Mr. Keki Mistry (DIN: 00008886), as Director of the Company, who retires by rotation.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
529	1731491474	98.0978

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
90	33574774	1.9022

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(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.4 - As an Ordinary Resolution:

Approval of re-appointment of M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration No.012754N/N500016), Chartered Accountants as one of the Joint Statutory Auditor and to fix remuneration of Joint Statutory Auditors of the Company.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
584	1762921117	99.8785

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
36	2145147	0.1215

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.5 - As an Ordinary Resolution:

Approval for not filling-up the vacancy caused by retirement of Sir Gerald Grimstone (DIN: 01910890) who retire by rotation and, does not offer himself for re-appointment.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
601	1765001391	99.9964

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(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
12	63427	0.0036

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.6 - As an Ordinary Resolution:

Approval for appointment of Ms. Bharti Gupta Ramola (DIN:00356188) as an Independent Director.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
552	1745757833	99.2232

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
59	13667028	0.7768

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

S. S. Rauthan & Associates * C.P. No. 3223 * MUMBAI * Company Secretaries

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Item No.7 - As a Special Resolution:

Approval of appointment of Mr. VK Viswanathan (DIN: 01782934) as an Independent Director.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
572	1743462766	99.3306

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
29	11748532	0.6694

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.8 - As a Special Resolution:

Approval of appointment of Mr. Prasad Chandran (DIN:00200379) as an Independent Director.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
583	1747536060	99.5627

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
17	7675223	0.4373

S. S. Rauthan & Associates C.P. No. 3228 MUMBAI Company Secretaries

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(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.9 - As a Special Resolution:

Approval for continuation of directorship of Mr. Deepak Parekh (DIN:00009078) as a Non-Executive Director.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
545	1737637427	98.4461

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
74	27427822	1.5539

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.10- As an Ordinary Resolution:

Approval for revision in the remuneration of Ms. Vibha Padalkar (DIN:01682810), Managing Director & Chief Financial Officer.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
578	1757848355	99.9851

S. S. Rauthan & Associates C.P. No. 2883 MUMBAI Company Secretaries

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(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
29	262026	0.0149

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
3	1314130

Item No.11- As an Ordinary Resolution:

Approval for revision in the remuneration of Mr. Suresh Badami (DIN:08224871), Executive Director.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
578	1758765462	99.9802

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
32	348649	0.0198

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

703, Navjivan Commercial Premises Co-op. Soc. Ltd., Lamington Road, Mumbai - 400 008.
Tel. : +91-22-2301 2626 • Telefax. : 91-22-2309 1275 • Mob. : +91-99874 45899 / 84528 65509
E-mail : ssrauthan@ssrgroupindia.in / ssrassociates@gmail.com • Website : www.ssrgroupindia.in

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

Item No.12 - As a Special Resolution:

Approval for Employee Stock Option Scheme-2019 for the eligible employees of the Company.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
581	1755690203	99.4316

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
39	10036434	0.5684

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
2	829100

Item No.13- As a Special Resolution:

Approval for Employee Stock Option Scheme-2019 for the eligible employees of Subsidiary Company(ies) of the Company.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
576	1756518558	99.4318

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
45	10037179	0.5682

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(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

Item No.14- As a Special Resolution:

Approval for increase in foreign portfolio investment limits in the Company.

(i) Voted **for** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
601	1766863423	99.9999

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
21	2415	0.0001

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
NIL	NIL

We observed that :
a) 66 Members had cast their votes at the AGM.
b) 560 Members had cast their votes through remote e-voting.

S. S. Rauthan & Associates * C.P. No. 3213 MUMBAI * Company Secretaries

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S. S. Rauthan & Associates

Company Secretaries

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Based on the aforesaid results, we report that 8 Ordinary Resolutions as set out in Items Nos. 1 to 6,10,11 and 6 Special Resolutions as set out in Item Nos.7 to 9 and 12 to 14 of the Notice dated June 20, 2019 for the 19th AGM held on July 23, 2019 have been passed with requisite majority.

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 19th AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,
For S. S. Rauthan & Associates
Company Secretaries

S. S. Rauthan & Associates * C.P. No. 3233 MUMBAI * Company Secretaries

Surjan Singh Rauthan
Proprietor
FRN:S1999MH026900
FCS No.4807C.P. No.3233
Scrutinizer for Remote e-voting and e-voting at AGM Venue

Place : Mumbai
Date : July 23, 2019

Countersigned

Mr. Narendra Gangan
EVP, Company Secretary &
Head - Compliance & Legal

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