

30th June, 2018

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

Dear Sir,

Sub: Proceedings/ Outcome of the 24th Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the 24th Annual General Meeting (AGM) of the Bank was held on June 29, 2018 at 2.30 p.m. at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai- 400020.

Please find enclosed herewith the following disclosures pertaining to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

1. Proceedings of the 24th AGM as Annexure A and
2. Disclosures under Schedule III of the Regulations as Annexure B

Pursuant to Regulation 44 of the SEBI Listing Regulations, the Bank has disclosed the combined results of e-voting, along with the Scrutinizer's Report to the Stock Exchanges.

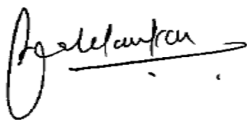
All resolutions were passed with overwhelming majority.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For HDFC Bank Limited



Santosh Haldankar

Vice President- Legal & Company Secretary

Annexure A

Proceedings of the 24th AGM

The 24th AGM of the Bank was held on June 29, 2018 at 2.30 p.m. at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai- 400020.

Since Mrs. Shyamala Gopinath, Chairperson of the Board, was unable to attend the meeting due to personal commitments, pursuant to the provisions of the Companies Act, Secretarial Standards and Articles of Association of the Bank, the Board of Directors had unanimously elected Mr. Bobby Parikh to be the Chairman of the AGM. Accordingly, Mr. Bobby Parikh chaired the meeting.

Mr. Srikanth Nadhamuni could not attend the meeting since he was not well. All other directors of the Bank were present. The Chairmen of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the meeting. The representatives of the Statutory Auditors and Secretarial Auditors were also present at the meeting.

The requisite quorum having been present, the Chairman, Mr. Bobby Parikh called the meeting to order and welcomed the shareholders to the Bank's 24th AGM. Mr. Parikh stated that the Bank had received 3 corporate representations for 54,32,16,100 equity shares and 16 proxies for 36,50,183 equity shares aggregating to 21.01% of the total voting share capital of the Bank.

The Chairman further informed the members that the Secretarial Auditors' Report for the year ended 31st March, 2018 contained an observation in connection with the Directions issued by SEBI to the Bank on 23rd February, 2018 regarding leakage of unpublished price sensitive information relating to the Bank's financials through a social networking application on page 74 of the Annual Report. The Chairman requested the members whether the same could be taken as read. The Chairman further informed the members that the Board had provided an explanation on page no. 43 of the Directors' Report to the said observation and that the Bank had provided the required reports and information to SEBI within the stipulated timelines.

The Chairman further stated that the facility for remote e-voting on all the resolutions as set out in the Notice of the AGM had been provided to the shareholders in proportion to their voting rights as on the cut-off date of 22nd June, 2018. He also informed that voting by electronic means was also made available at the AGM venue to those shareholders who had not already voted by means of remote e-voting. The Chairman further informed that Mr. B Narasimhan, M/s. B. N. & Associates, Practising Company Secretaries had been appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner and that he was present at the meeting.

The following items as stated in the Notice of 24th AGM were then taken up for consideration:

| Item no. | Resolutions |
|-----------------|---|
| 1. | Adoption of audited financial statements (standalone and consolidated) for the year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon |
| 2. | Declaration of Dividend on equity shares |
| 3. | Appointment of Director in place of Mr. Keki Mistry (DIN 00008886), who retires by rotation and being eligible, offers himself for re-appointment |
| 4. | Appointment of Statutory Auditors and fixing of their remuneration |
| 5. | To ratify and approve related party transactions with Housing Development Finance Corporation Limited |
| 6. | To ratify and approve related party transactions with HDB Financial Services Limited |
| 7. | To issue Perpetual Debt Instruments |

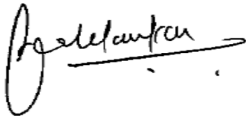
The above resolutions were proposed and seconded for voting by various shareholders.

The Chairman thereafter invited the shareholders to put forth their observations and seek clarifications, if any relating to the annual financial statements, Annual Report for the year 2017-18 and matters related thereto.

Some of the shareholders present at the meeting expressed their views/sought clarifications on various issues relating to the business and operations of the Bank. After hearing from the speaker shareholders as above, Mr. Aditya Puri, Managing Director, responded to their observations and provided clarifications.

The Chairman then informed that the results of the remote e-voting and e-voting at the AGM, together with the Report of the Scrutinizers thereon, will be disclosed to the Stock Exchanges and displayed on the website of the Bank within 48 hours.

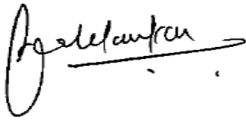
The Chairman thanked the shareholders for attending the 24th AGM of the Bank and declared the meeting as concluded.

A handwritten signature in black ink, appearing to read "Aditya Puri", with a horizontal line extending to the right.

Annexure B:

Disclosure of Material Events under Schedule III of the Regulations

1. Approval of shareholders was obtained for appointment of M/s. S. R. Batliboi, Chartered Accountants (Firm Registration No. 301003E/E300005) as the Statutory Auditors of the Bank and fixing of their remuneration.
2. Approval of shareholders was obtained for issue of Perpetual Debt Instruments (part of Additional Tier I Capital), Tier II Capital Bonds and Long Term Bonds (financing of infrastructure and affordable housing) on a private placement basis of an amount in aggregate not exceeding Rs. 50,000 crore.

A handwritten signature in black ink, appearing to read 'S. R. Batliboi', with a horizontal line extending to the right.