

Transcript of the 29th Annual General Meeting of HDFC Bank Limited held on August 11, 2023

Mr. Santosh Haldankar – Company Secretary, HDFC Bank:

Good afternoon, dear Shareholders. I, Santosh Haldankar, Company Secretary of HDFC Bank welcome you all to this 29th Annual General Meeting of your Bank. I, on behalf of the board members and the management hope and wish for the safe and good health of all the shareholders and their families. Pursuant to the provisions of the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI, this meeting is being held through video conferencing, other audio-visual means. A live webcast of the proceedings of this meeting is also provided on the website of NSDL. The register of directors and key managerial personnel, the necessary certificates from the auditors, and all relevant documents referred to in the notice of the AGM are available electronically for inspection by the shareholders during the AGM. Shareholders who wish to inspect such documents may send their request to me. While we had provided the e-voting facility to shareholders, the same is also available to the shareholders during this AGM. Shareholders who have not yet cast their vote may cast the same during the meeting. The process for e-voting is already explained in detail in the notice of the AGM. Please note, that shareholders who have already voted on the resolutions by way of remote e-voting will not be able to vote again at the AGM. Participation of the shareholders through video conferencing, other audio-visual means is being reckoned for the purpose of quorum.

I now wish to inform that around 91 shareholders are attending this meeting through video conferencing. Accordingly, the requisite quorum is present for the meeting. The annual report for the financial year 2022-23 and the notice convening this Annual General Meeting have been sent to you in advance through electronic means. The notice and Annual Report are also available on our website. I'm pleased to announce that both the Statutory and Secretarial Auditors have given unqualified reports. Accordingly, with the permission of the shareholders, I take the audit reports as read. With the permission of the shareholders, I shall also take the notice convening this meeting as read. Now without any further delay, I request the Chairman, Mr. Atanu Chakraborty to continue with the proceedings of the meeting. Thank you. Over to you, Chairman sir.

Mr. Atanu Chakraborty -- Chairman, HDFC Bank:

Thank you, Santosh. Esteemed shareholders, my distinguished colleagues on the Board, and the senior management of the HDFC Bank, it gives me great pleasure to welcome you all to the 29th Annual General Meeting of the Bank. I would now like to introduce all the board members who are participating in this meeting through the video conferencing mode. Starting from my right is:

- Mr. Keki Mistry, Non-Executive Director and Chairman of Stakeholders Relationship Committee of the Board
- Mr. M. D. Ranganath, Independent Director and Chairman of the Audit Committee of the Board
- Mr. Umesh Sarangi, Independent Director and Chairman of Nomination and Remuneration Committee of the Board

- Mr. Sashidhar Jagdishan, Managing Director & CEO of the Bank
- Mr. Kaizad Bharucha, Deputy Managing Director of the Bank
- Mrs. Renu Karnad, Non-Executive Director
- Mr. Sandeep Parekh, Independent Director
- Dr. (Mrs.) Sunita Maheshwari, Independent Director
- Mrs. Lily Vadera, Independent Director
- Mr. Bhavesh Zaveri, Executive Director

We also have with us Mr. Srinivasan Vaidyanathan, Chief Financial Officer of the Bank with us. The representatives of M/s M M Nissim & Co. LLP. M/s Pricewaterhouse LLP, joint Statutory Auditors of the Bank, as well as M/s Alwyn Jay & Co, Secretarial Auditors of the Bank, and the legal counsels. They are also attending this AGM through video conferencing mode.

As confirmed by the Company Secretary that the quorum for the meeting is present, with the permission of the members, I call this meeting to order.

Friends, last year we announced the merger of our parent company HDFC Limited into the Bank. I would now like to inform the members that we have completed the merger effective July 1, 2023, the planned dateline. This was possibly one of the largest such transaction in the history of corporate India. On behalf of the board and management, I convey sincere appreciation to the teams of both the organizations who persevere together to ensure a smooth and successful integration. Following the footsteps of Late Mr. H.T. Parekh vision and values, the dedication and sagacity suggest of Mr. Deepak Parekh, this has who have helped to create this large financial conglomerate. On behalf of all the members as well as the board, I would like to take this opportunity to extend to him our shared sense of gratitude. As a consequence of this merger, the larger balance sheet of the Bank would offer to the national economy possibilities of higher growth, a large bouquet of financial products for the customers, and higher flows into affordable housing, agriculture, MSME, etc.

As a consequence of this merger, the Bank is poised to benefit from the addition of the market leader home loan product, which can now be directly offered through the Bank's large network of branches helping a greater number of people fulfill their aspiration to be homeowners. The home loan business will also benefit from low cost of funds that a bank traditionally enjoys. It will also enable the Bank to offer to its wider customer base, a full suite of financial products like life insurance, general insurance, health insurance, investment products like mutual fund by leveraging the strength of some of the major entities like HDFC Ergo, HDFC Life, as they come into the Bank's fold as a result of this merger. If you have a look at the economy, the global economy during the year saw huge headwinds on account of continuing conflict between Ukraine and Russia as well as sorting inflation. Central banks across the globe tighten their monetary policies and this has led to increased interest rates, such actions invariably lead to a decline in demand and employment leading to deceleration in growth of the global trade and economy, however, India has stood out as a notable exception.

For the last two financial years, it has been the fastest growing economy in its category. International Monetary Fund has projected that India would grow by 6.1% during the year. Such continuous growth would open up myriad opportunities in various sectors of the economy. This has been possible due to

prompt action by RBI to control the inflationary tendency at its slightest hint of unfolding. Continued investments by central and many state governments in infrastructure, this has not only spurred growth but also created opportunities for other sectors to grow. A virtual cycle of sorts, on account of actions taken in the past few years, the financial sector in India is in robust health now and capable of pushing high credit flows, which invariably leads to greater growth. Financial inclusion at a massive scale and digitalization have not only spurred greater formalization of economy, but also reduce transaction costs. This has enabled technology-based innovations. India's GDP is expected to be in multiples of its current level over next decades with concomitant growth and disposable per capita income across the board with a massive uptake of private investments. This rise in per capita and disposable income will after a point result in huge uplift in demand for housing, automobiles, consumer durables, and increased proliferation of financial services.

Deeper financial inclusion will enable near universalization in access to formal financing channels, which in turn will improve productivity and income levels and the growth potential of the products championed by the Bank. Your bank is well poised to capitalize on this opportunity both for financing private investment and consumer finance aided by its low cost of funds, wider customer reach, and a large and very stable balance sheet. We feel privileged to be part of this growing and dynamic economic environment and India's growth story. Let me now highlight our performance for the last financial year. The annual report placed before you show our robust performance in the last financial year during which we grew our balance sheet and improved our asset quality. I shall now highlight some key performance parameters. Our balance sheet grew by 19.2% to reach a level of ₹24,66,081 crores. Net interest income for the year witnessed a robust growth of 20.6% over the previous year to ₹86,842 crores and net interest margin was stable at 4.1%.

Our net profit increased by 19.3% to ₹44,109 crore for the year. Gross non performing assets reduced to 1.12% from 1.17%. Our cost to income ratio is at 40% for the year. The Bank's growth has been spread across its various business units that is corporate and other wholesale loans that grew by 12.6%, commercial and rural banking loans that grew by 29.8%, and domestic retail by 20.8% over the previous year. During the year, we added 1,479 branches including those in semi urban and rural India taking our total number of branches to 7,821 a fairly wide reach. We remain steadfast in our commitment to drive shareholders' value. The board has proposed a dividend payout of ₹19 per equity share of ₹1 each in line with our stated dividend distribution policy. In the last financial year, we added over 1.1 crore customers and ended the year with total of 8.28 customers.

Improving customer journey is a never-ending journey in every organization and your bank remains steadfastly committed to it. Friends, the Bank lays great importance to governance and risk architecture and your bank has grown consistently across business cycle maintaining a very stable balance sheet as well as a stable asset quality. This has been due to a strong commitment to corporate governance and a robust risk architecture. This has been driven from the board and permeates across the organization. Various committees of the board met through the year to give guidance as well as maintain oversight. Oversight by the board of your bank would continue to lay emphasis on balancing growth with strong compliance, risk management, as well as an unwavering focus on customer satisfaction.

Technology is a major differentiator between various performance and your bank has a very sharp focus on technology and digital continues to be the focal point of our transformational strategy. Modernization of applications that has been cloud native architecture and modern design active-active construct. Focus on

self-sustenance by developing or co-creating our own IP and critical front-end platforms like mobile and payment application that have reduced outsourcing risk. Hiring and nurturing new age skills through enterprise factory construct that facilitates hiring of core architect, designers, and full stack developers. Invest into creation of robust technology infrastructure through focus on observability predictive capacity management and real-time resilience.

The Bank has used the above strategic pillars and has made significant progress throughout the year and many flagship programs like phase up 2.0, our neo tech powered payment app, smart hub Vyapar for merchants, expressed car loan digital platform processing application, etc. They are just few of the examples of the digital transformation that your bank is carrying out. Our digital orientation grew to 76% and our financial transaction digital penetration grew to 95% in FY22-23. The Bank will continue to invest in technology to be at the forefront of digital revolution that India is currently witnessing. The Bank makes significant contribution to government schemes to highlight a few, the government as well as RBI provided special support to MSME sector during the pandemic through various schemes such as interest moratorium, ECLGS, ECLGS extension, and COVID support loans.

Your bank emerged as a star performer with the highest dispersal of ₹44,823 crores in the ECLGS scheme benefiting over 1.25 lakh customers. Similarly, it was the biggest contributor to credit guarantee trust fund for micro and small enterprises in the last financial year further supporting the MSME sector. The Bank is committed to supporting small and marginal farmers taking its product to more villages thus expanding coverage in rural India. Last year we had reached customers in about 1.65 lakh villages. We plan to significantly enhance our footprint in the coming years. Our CSR initiative, Parivartan, which has programs in 27 states across the country has impacted numerous households in a positive way. The Bank also remains committed to efforts of government to address climate change and other environmental issues.

Before I conclude, let me bring out key changes that have been made to the board since the last AGM. We are pleased to have Sri Keki Mistry on board of the Bank as Non-Executive Director, Sri Kaizad Bharucha has been re-designated as Deputy Managing Director, Sri Bhavesh Zaveri has joined the board as an Executive Director. Sri Sanjiv Sachar completed his five-year terms on the board with stellar contributions.

Last, but not the least, I would like to sincerely thank the Government of India, Reserve Bank of India, Competition Commission of India, Securities and Exchange Board of India, Insurance Regulatory and Development Authority of India, National Company Law Tribunal, Ministry of Corporate Affairs, and all other agencies for helping us navigate through the complexities of the merger and also guiding us on many other issues of significance. Whilst I take this opportunity to express gratitude to our shareholders and customers for reposing their faith and trust in us. The board of your bank, the senior management, and all employees rededicate ourselves to serve in the best possible way. Friends, the country would celebrate 77th Independence Day in on 15th August and enters its 76th year of Independence. On this occasion, I sincerely wish you and your dear one's safety, well-being, good health, and prosperity.

Now, I'd like to invite shareholders who have registered themselves as speaker shareholders to express their views at this meeting. You would appreciate that, since the AGM is being convened solely for the adoption of financial results of the Bank and transacting certain other businesses as specified in the notice, we request you to restrict your questions pertaining to the same and the performance of the Bank for the financial year

2022-23, that's the business at hand. May I know request the moderator to invite speaker shareholders in order of their registrations please.

Moderator:

Thank you, Sir. Dear Shareholders, when your name is announced you will be sent a request to unmute your microphone, kindly unmute your microphone, switch your camera on, and speak. Kindly restrict all queries or comments to a maximum of three minutes. Our first shareholder to speak is, Mr. Vinayak S Bapat. Mr. Bapat could you kindly unmute your microphone and speak.

Mr. Vinayak S Bapat – Shareholder:

Yes, please. Good afternoon Chairman Sir, MD; and respected members of the board. It's very nice to meet on a very momentous occasion where HDFC Bank now is amongst the top 10 banks in the world and this has happened because of the untiring efforts of the Bank, its Board of Directors, as well as their counterparts in HDFC Limited. A huge opportunity now presents us and I'm sure the team under the guidance of the Chairman and the board will leverage this opportunity to take HDFC Bank to greater heights. We are already #7 in the top 10 and hopefully maybe top three by the time the Chairman ends his first five-year term. I think this is in line also with the tall aspirations that are Prime Minister has set in the country up for. Looking at the business in hand Sir, I would start with the AGM notice today. I observe that the directors report and the auditor's report are for adoption by the members. I also observe that the directors report is not addressed to the members, but is addressed to the stakeholders as you will see on page 168. In Companies Act, there is no term as stakeholders. We are the members and the shareholders and we are convened here to approve the same.

Moreover Sir, I think the shareholders deserve a little bit of respect because all directors are appointed by the shareholders and the directors are accountable to the shareholders, so please I think this should stand corrected, it should be that the directors report should be addressed to the members. There is no AGM of stakeholders. Secondly Sir, approval of dividend. It's the boards prerogative to recommend a dividend and it's the members the same to either approve it or you know otherwise. Normally, it is always approved. There's no question of declaring a dividend. The members are supposed to approve the proposed dividend by the board. Thirdly Sir, on page 171, I observe certain appropriations from the profit after tax to various reserves. It is in the fitness of things if the amounts appropriated to these reserves were also explained in the directors' report. It is by surmise that one feels that the statutory reserve is 10% of the PAT, but for the first time we have a special reserve in the current year of 500 crores, which is not there in the previous year, so obviously the directors have got some reason for keeping aside 500 crores if that can be explained Sir, it would help?

Sir point no. 6 on the agenda. I feel very embarrassed to bring up this year after year. This is the shortfall in CSR for financial years 2015 and 2016 totaling to 131 crores for both the years therein. At the last AGM I remember; the directors had committed that they would cover this maybe over a period of one or two years. I notice that this is not the case in the current year. Do we have a program or a phased way of being there? the CSR thing, I think needs a little bit of clarification and moreover Sir in the light of Credila, which has been sold off by HDFC Limited, do we need to pass resolution no. 9, which is based on some

financial arrangement for Credila because Credila is no longer a subsidiary of HDFC itself, so whether we need that resolution or not? And another point is on the bonds, we are raising 50,000 crores of bonds. I've noticed that State Bank has done two issues of 10,000 crores each of 15-year tenure, which is a landmark achievement at 7.5% coupon rates. I think we also should do some infrastructure bonds from this 50,000 crores and the 50,000 crores doesn't exceed the reserves and share capital on a standalone basis, but it marginally does on a consolidated basis, so in case the resolution is on a consolidated basis, then I have nothing to say but, if it is on a standalone basis, I think you're well within the companies limit to go ahead with 50,000 crores and still be 1:1 ratio of net worth to borrowings and I hope banking deposits are not under borrowing to the best of my knowledge because banking business requires people to raise deposits - banks to raise deposits.

Sir, I have nothing else to say because the guillotine has come down and maybe I'll leave it to the Chairman at the end of the session, if he can allocate me some time because I've got a few points. Thank you.

Moderator:

Thank you, Sir. Thank you for understanding as well. Our next speaker shareholder is Ms. Ashalata Maheshwari. Ma'am, could you kindly unmute your microphone, switch your camera on, and speak.

Moderator:

Hello, we appear to have an audio and connectivity problem with Ms. Maheshwari. We could move on to Mr. Gautam Tiwari, who's our third speaker shareholder. Mr. Tiwari, could you kindly unmute your microphone?

Mr. Gautam Tiwari —Shareholder:

Sir, I'm very to see you all well and healthy. My dear Chairman Sir, very honorable, respectable Mr. Atanu Chakraborty, I'm very happy to see our Keki Mistry, our Kaizad Bharucha, our Sandeep Parekh is there, Renu Karnad is there, but one very important thing I'm missing is Mr. Deepak Parekh, of course I will come to my question, Sir. Sir, I will wrap it up within 3-4 minutes, don't worry at all and Sir, our all other Board of Directors, team HDFC Bank Limited along with the merged HDFC Limited, and my fellow shareholders, myself Gautam Tiwari, I'm participating from Mumbai. Dear Sir, we are very happy that you have given a dividend of ₹19 on ₹1 face value to shareholders and made them happy. Sir, it's a strong and robust balance sheet, very transparent, informative, as it is always, very well designed with all facts and figures in place, and adhering to all corporate governance norms in practice. Investor service, I must say is excellent beyond doubt it is the best in the world and it is amongst top 10 that the HDFC Bank and merger entity of HDFC Limited Secretarial Department have been providing to the shareholders all the time. We are very much grateful to them and for their services, I pay salute Sir and Sir our rest of the things with the HDFC Bank, the dealings is very clear, very transparent, and we have got a very good respect Sir not even here, but even abroad also when I go and see, our HDFC Bank automatically accrued best of the respect.

Sir, we are amongst top 10 now. I'm very sure within a year or two, we are going to become within first five, within top five. Sir, there are small queries which I've got, but small queries but in a big way Sir.

Dear Sir, now I have a few questions since the accounts presented together with notes thereon are simple and self-explanatory, therefore I will not touch the accounts because it is self-explanatory Sir and good notes are provided. Sir, my first question is why only ₹19 has been declared as dividend for the year 22-23? HDFC Limited paid a dividend of ₹44, whereas why we are given only ₹19? Sir, second is why there is no increase in dividend payout ratio, it has been around 23% over last three years, there should be some increase because everywhere it's an increase? Third Point Sir, who are the shareholders who hold more than 1% of the share capital of the Bank?

Is there any substantial change in the shareholding pattern after the merger, that is post-merger? How many ESOPs were granted during FY23? Any ESOPs granted to the employees who came from our parent company, HDFC Limited? A very important and main question, why Mr. Deepak Parekh is not on board of HDFC Bank where he is the pioneer after him since pretty long time during parent company HDFC Limited, please come out with HDFC Bank, please come out with HDFC Bank. And when HDFC Bank is there finally it has merged with HDFC parent company, no more it is merged with this, so why Mr. Deepak Parekh is not there. This is not my question, this is the question of all the shareholders and all the investors.

What is our attrition rate in FY23? What is the percentage of women employees we have as on March 31st, 2023? How much was spent towards CSR activities during FY23, please tell us about the projects upon which amounts have been spent?

Sir, please share your experience on the entire merger process which lasted for 15 months or so for example steps taken for integration post July 1st, 2023, etc.

Sir, 10th is what is the global rank of HDFC Bank post-merger?

11th - when will the PAT that is profit after tax will touch Rs. 1 lakh crore mark?

Then last, by when do you think we will have 25000 branches and how many branches do we have in Jammu & Kashmir now?

And lastly what is the retirement age of our employees.

Thank you very much, sir. I wish a long and happy life and a good journey with all famous directors and all bank staff who have always helped us customers and always given total support cordial and harmonious from all sides. I once again salute the Bank, we are proud investors of the Bank and proud shareholders of the Bank. Thank you very much, sir, God bless you.

Moderator:

Thank you very much, Mr. Gautam Tiwari. We shall attempt to reconnect with Mrs. Ashalata Maheshwari, and hopefully we will have better audio connectivity.

Mrs. Ashalata Maheshwari – Shareholder:

Respected Chairman Sir, distinguished directors, my name is Ashalata Maheshwari, my humble greetings to all of you.

Chairman Sir, today I have become very emotional, and I am sad because I am missing the meeting of HDFC and most of all missing Mr. Deepak Parekh whose tremendous effort has made HDFC Limited a part of HDFC Bank. I am sure that the Bank will reach its heights due to your leadership and efforts. You will create record over record world over. MD sir, looking at your smile I would like to say a few words - I would have definitely compared you to something but it is difficult as you are already incomparable. I am happy to see Mr. Keki Mistry and would like to say - Your smile should never leave your lips. Nobody should get angry with you in this world. God should be so kind on you so much so that the stars from the sky too should fall down to earth only because you wish it to happen.

I have received the annual report and would like to say that it is very clear and so information that I would like to praise the team who has made it. Your performance is wonderful. The company is also giving us good dividend. Your ESG program is very good. I came to know that the company has 25% women employees so I am very happy about that fact. It is good to see that you believe that employees are your wealth. I would like to appreciate and applaud the team work and now you have also got many more employees from HDFC so it is a silver lining in your cloud. I would also like to say that the two company secretaries, Agarwal ji and Santosh ji are so hard working and sincere I am sure we will not find any company secretaries like them anywhere else. It is my request to you to please retain these two secretaries. Please convey my message to Mr. Deepak Parekh that I have missed him a lot today, I pray that God keeps him and his family happy and he has all the happiness in the world.

Chairman Sir, I would like to give you my blessings and say - I am waiting for the day when your smile should be more beautiful than flowers, your greatness should be better than the moon and the stars, your flight should be higher than the sky, the world will see your greatness one day. In the same way I too would like to see your greatness one day.

With this I thank you all, stay happy and bless you, I strongly support you all, thank you.

Moderator:

Thank you very much, ma'am. Our 4th shareholder to speak is Mr. Ratanchand Surana.

Mr. Ratanchand Surana – Shareholder:

Respected Chairman, Shri Jagdishan, Mr. Keki Mistry and other members of the board of directors and my fellow shareholders, good afternoon.

I will take this opportunity to talk more of the institution rather than trying to say some small things which does not add any value to the company.

First, let me thank Mr. Deepak Parekh, Mr. Keki Mistry and Mr. Sashi Jagdishan along with the board of directors who have taken tremendous efforts to put this merger together and have taken a tough decision

because leaving a board position and leaving the company to someone else really requires a lot of courage. And let me tell you one thing that all you gentlemen have made India proud today and its 1.2 billion people proud by making one of the Indian banks as the 3rd or 4th largest banks in the world, which is really a great contribution to the country and it is a proud moment for all of us.

Having said that I would like to refer to something which was published in Mint sometime on 15th April 2015 which I think still holds true. And the headline reads - HDFC Bank the world's most expensive bank is a 20% a year growth machine. The Bank has reported a growth of annual profit at least 20% every year since 1998 unmatched by any of the world's 200 biggest lenders, and analysts says that the firm will maintain that place. This has been confirmed by the Managing Director Mr. Jagdishan speaking after the merger.

As per the analysts Ashburton Investment Ltd, which stated, "Stock that offers compelling growth profiles and good corporate governance paid at a premium and HDFC Bank fits that bill." And it also says lastly, "Foreigners have a never-ending appetite for the stock like HDFC Bank which delivers sustainable long-term growth and own a clean set of books." It is really a record that HDFC Bank has never hit a headline of any newspaper national or international for something which we would not love to see.

Now, speaking on the merger the Managing Director has so confidently said that every 4-5 years we will create HDFC Bank. This shows confidence, this shows what a good corporate governance the Bank has. And am I proud that I am a shareholder from initial days, and I am really, really happy with the Bank. Now the immediate impact of the merger is quite significant too, it has put the Bank into the list of top 100 lenders in the world in terms of asset. It has a balance sheet size of 32 lakh crores next only to State Bank of India's 55 lakh crores as of 31st March 2023, ICICI Bank stands 3rd with a balance sheet size of 16 lakh crores, market cap will be approximately 157 billion dollars. The total employees will be almost 177000. The Bank is aiming at a growth rate of 20%. Now with all this was possible and achievable purely because of the corporate governance and putting the human resources first. I remember having spoken to Shri Sashi some time when I met him personally. He says that the effort is by all of my human assets. It is not me alone, it is all of them who have contributed to this success. And I still believe, he believes that that statement holds good.

Now coming to the grievances, a small grievance I would like the Bank to look at its processes. Certain processes which can be cleared at the branch level should be done at the branch. Recently, I wanted a client ID for my demat account and you wouldn't believe it took almost two and half days and that also happened because the top management with whom I was in touch directed somebody to do it and it was delivered within half an hour so I do not know why it couldn't have been given at the same time, why someone has to beg. So, I would request that certain processes should be reviewed but no doubt like the branch like Dadar branch with so much rush and all, great effort, great employees, great cooperation and always sweet.

Thank you very much and God bless all of us.

Moderator:

Thank you very much, Mr. Surana. Our next speaker shareholder is Mrs. Celestine Mascarenhas. Ms. Mascarenhas, we can see you and we can hear you, ma'am.

Mrs. Celestine Mascarenhas – Shareholder:

Respected Chairman, Mr. Antanu Chakraborty, MD and CEO, Sashi Jagdishan, other members of the board, my fellow shareholders, I am Mrs. C.E. Mascarenhas, speaking from Mumbai.

First, I must thank our honourable Mr. Deepak Parekh and his uncle for bringing such an institution HDFC Limited which has grown to such an extent we cannot imagine about 30-40 years this was put in, I was a very young girl, but today we cannot think at what level it is and where we will be reaching as the number one bank. Sir, I am very grateful to you, thank you so much.

Now I thank our Company Secretary, Mr. Santosh Haldankar, and his team for sending me the annual report and also registering me as a speaker at my request, and giving me this beautiful platform to speak which was very easy to operate, thanks to the team which has done this work.

Annual report is full of knowledge, facts and figures, information, very exhaustive but self-explanatory, adhering to all the norms of corporate governance. Our working is good, our deposits are up, also our advances, income up, PBT, PAT and a good dividend of Rs. 19 against an EPS of 79.25 for share per value of Re. 1, our payout comes to 24.07 and a very good market cap which will grow I am sure with this merged entity, the market cap will definitely become double means HDFC Limited and HDFC Bank which we will see in the next year.

Next, congratulation for all awards and accolades, I will not name them - all are in the annual report, and also very good CSR work.

Now, my queries, sir. I go to the ESG, sir, we are now so big have we done any rating of ESG. If rated, what is our rating and who is the rating agency. And any plan to list it on any ESG platform whether domestic or international or it is already done please throw light.

Number 2 is how many employees with the merged HDFC Limited, what will be the total staff strength now. Number 3 is how much of our business is online compared to offline that is business what you get from the branches. Number 4 is where is our deep core competence, in retail banking or in the wholesale banking? Number 5 is do we use IT tool like AI/ML, blockchains, cloud computing, Chat GPT, etc. If used then what is the total spend on these sort of tools.

Lastly what is the future roadmap for the next 5 years with this big merger of HDFC parent with the child, where do we want to see HDFC Bank as number one among the private banks as the merger will take our bank to greater and greater heights.

I support all the resolutions, I wish my company all the best, and especially I wish you and the entire HDFC Bank team best of health because health is wealth and keep on growing and growing up, the sky can be limit.

With this thank you very much, God bless our company, thank you once again.

Now Mr. Mascarenhas, next speaker will speak.

Mr. Aloysius Mascarenhas – Shareholder:

Respected Chairman sir, very distinguished members of the board and my fellow shareholders, good afternoon to you all, my name is Aloysius Mascarenhas. I am a shareholder of this prestigious bank for a very, very long time. I hold many shares of this bank. It is a great asset in my portfolio. Now we have done exceedingly well, stellar performance as shown in facts and figures and pictures in our annual report which is transparent and adhering to all the parameters required for a good corporate governance. Our results are excellent, our PBT and PAT has gone up and you have declared a very good dividend of Rs. 19, very good and EPS has also gone up. Very good, sir, keep it up.

We have many branches in India. I would like to how many more will be added to our branches and we have few branches abroad namely UAE, Kenya, Hong Kong and Bahrain. Are we going to have many more branches, kindly explain and inform us.

We are doing very well and we have now opened a Citi branch in Gift City of Gujarat. It is a very attractive center because a lot of tax concessions so a lot of corporates are getting themselves incorporated in Gift City of Gujarat, so a very good venture.

I am happy to note that we are in many government schemes and digitalization of milk procurement and payment which has benefited farmers and dairy societies. We have got very good CSR activities and excellent risk management.

Now coming to a very pertinent question which affects not only me but to many of my shareholders about the unclaimed dividend and the unclaimed shares. Now, sir, if by chance any shareholder has forgotten to encash his dividend 7 years ago, afterwards he has encashed it but because he has failed to encash last 7th year dividend - he loses his dividend, okay, but he is also going to lose his shares. Many of my shares and other shareholders have lost and gone to IPF Investor Protection Fund to see that genuine shareholders are not penalized and especially old shareholders like me. Not only that, sir, to get dematting is a hell of a lot of problems, it takes 3 months to get demat. Even KYC it takes 3 months, we send all SR1/SR2 all the requirements for KYC but it doesn't come so we are held up in getting our shares dematted. Not only that, sir, my own case, my father's name was not put in the demat whereas share certificate has my father's name for that I have given Aadhaar card, PAN card, all certification and bank certification, everything, but still it has come back.

Sir, please look into this matter. With this sir, I end my speech wishing you personally and all the board members and more importantly all the employees all the very best in the days and years to come. We are

in the midst of the festive season so I wish each one of you a very happy festive season. Thank you, sir, God bless you and our company. Thank you.

Moderator:

Thank you very much, Mr. and Mrs. Mascarenhas. Our 7th speaker shareholder is Ms. H.S. Patel. Ma'am, you have been placed in the meeting put on your microphone, switch your camera on if you desire and go ahead and speak. Ms. Patel ma'am, could you kindly unmute your microphone. Ms. Patel, please unmute your microphone and speak. We appear to have a bad connection out there. So, we will move onto our 8th speaker, Ms. Hodayun Pourdehi.

Ms. Hodayun Pourdehi – Shareholder:

I am a shareholder since inception, I am a senior citizen so we know everything about our company, how it has worked hard, come up and so on.

Now I want to say that HDFC and HDFC Bank have been merged but are all the employees retained. We very much care for them. We care for our company secretary also, Mr. Ajay. So, I hope they are very well taken care of. Along with all the employees. Sir, business as usual, right, it should be as usual. HDFC I am talking HDFC and HDFC Bank. Now you have mentioned in HDFC over 7000 branches yes, I have myself seen the branches there very good branch. My friend is having an account. PSU banks are very few and far between and what good service. Do you know what happened? Your HDFC Bank prevented my friend's account of HDFC from being hacked and at the spur of the moment they immediately blocked her account. They rang her up and asked have you sent Re. 1. She said no. They immediately blocked her account, this is just creditable. We want that branch to get an award and my friend's money was saved. What research you are doing to prevent cybercrime, I want to know. Are you doing research yourself or are you linked with some other agency to prevent cybercrime? It is very important because this is what I have seen with my own eyes. And one more thing I want to know you have branches in the north as I told you. What about Manali branches, has the flood damaged them in anyway, sir, we are asking because we are genuinely concerned about the north. The huge floods have washed away homes and hotels and houses, what about the branches, are they safe. Of course, even if they are not, I am sure you get to build immediately but what problems you faced in these floods with our branches in the north.

And one more thing, Mr. Mascarenhas said about physical shares, you should tell Mr. Deepak Parekh to tell to the government on our behalf. We used to tell him all this, and he used to place our grievances to the government. Now, sir, please you do so, our Mr. Keki Mistry is on board all of you are there, please do something for us senior citizens, we should not be harassed because we are senior citizens the authorities should not harass us, should not return back our physical certificates under some pretext or the other. I am not telling you at length because I want to cut short my speech because others can speak. Thank you very much. But just try to extend the date of 30th September deadline for submitting physical share certificates.

I wish you all the best, pleasure to have met you all. Good day, bye.

Moderator:

Thank you so much, ma'am. Our 9th shareholder to speak is Mr. Tamal Kumar Majumder. Mr. Majumder, we can see you, could you kindly unmute your microphone.

Mr. Tamal Kumar Majumder – Shareholder:

Respected Mr. Chakraborty, Mr. Mistry, Mr. Jagdishan, Mrs. Karnad and other directors of the Bank, myself Mr. Tamal Kumar Majumder, an equity shareholder from Kolkata. My special thanks to our Company Secretary, Mr. Haldankar and team for sending the hard copy of the annual report well in time and keeping in touch with the shareholders. Mr. Haldankar also called me before the meeting.

My special thanks also to our beloved erstwhile HDFC Limited Company Secretary, Mr. Ajay Agarwal and his team consisting of Arunabh Bhattacharya, Laxmi Shetty and others for maintaining cordial relationship with the shareholders. Mr. Agarwal is always available over phone or mail and always ready to sort out any shareholder related problem. He is with our Group for a long time and I wish to hope that you and the board will place him in a senior position commensurate with his seniority within the group.

Sir, the board of directors of the company on 4/4/2022 decided to merge the business of 45 year old father with the business of 28 year old offspring HDFC Bank Limited. And after the merger our beloved Parekh sir retired after completing his illustrious innings with the group. Sir, we are attending this meeting shortly after his retirement. Our corporate doyen and our beloved Mr. Parekh, after taking over from his uncle legendary H. T. Parekh, he took HDFC to greater heights with team mates like Keki Mistry, Renu Karnad and others. I always made it a point of not asking any queries at the meeting where any Chairman or director of the company retires as a mark of respect to the corporate doyen. Recently I did the same thing as regards Mahindra & Mahindra meeting is concerned. Today again as a mark as respect to our beloved Parekh sir I have decided to not ask any questions at the meeting. I have prepared a questionnaire on the accounts of the Bank and will send it to you by mail.

Today I want to share my experiences in attending the meetings chaired by Mr. Parekh and I hope that nobody will object to it.

Padma Bhushan Deepak Parekh and HDFC are synonymous. HDFC Limited was officially registered on 17/10/1978 and formerly launched on 22.10.78. Deepak Parekh joined HDFC Limited as DGM in November 1978 at the age of 34 years, became its ED in 1983 at the age of 39 years and chairman in February 1993 before completion of 49 years of age. He remained the chairman for more than 30 years upto the last date of its existence, that is 30/6/2023, its merger with HDFC Bank took place with effect from 1/7/2023. HDFC Limited launched its IPO of 8.5 lakh equity shares of 100 each in 1978. The issue was not totally subscribed and stock also listed below the price. During the year investors thought it a bubble which will burst any time. But the so-called bubble became a respected institution under his dynamic leadership. He and his team introduced so many unique financial instruments like Masala Bond etc in order to raise money from national and international markets at a lower rate of interest. During the long journey shareholders got generous dividend, shares on rights issue and small premium, bonus shares, etc, and its last day of trading at the stock exchanges its Rs. 2 paid up equity share closed at BSE at 2729.95 with a whopping market capitalization of 5,00376 crores. Under his chairmanship HDFC Bank was incorporated

in August 1994 after getting in principle approval from the Reserve Bank of India. The Bank commenced its operation in January 1995. Its initial public offer of 5 equity shares each over-subscribed 55 times at a time and subsequently listed at BSE on 19.5.1995. It is rumoured that RBI made a stipulation at the time of giving in principle approval for the Bank that Deepak Parekh will not be the chairman of the Bank. Due to such so-called stipulations Mr. Shobha Singh Thakur was appointed as the chairman of the Bank and chaired the first AGM held on 25.2.1995.

His credibility was so high that nobody including other bidders had the takeover, took any finger of suspicion towards him. Only the Institute of Chartered Accountants India criticized his appointment on the Board of which he replied in his own style by saying 'you are not here to please people, so let them criticize'. I am attending AGMs cheered by him for a long time and noticed that he used to take note of every point raised at the meeting and try to clarify those points at the time of reply.

In this era when phone lines of shareholders who raise critical queries at the AGMs are disconnected by many company managements in the so called name of technical glitch, Parekh's attitude towards small shareholders is really a unique example. He is always nice to everybody. It's also always a pleasure talking to him at his chamber at the HDFC House, Mumbai or at the meeting venue. I sat there as a student and asked questions on several issues which he used to reply very clearly. Despite being a legend in his lifetime, he never showed any arrogance and always remained a simple professional with clear thinking on issues. He is a born leader and will guide our policymakers in the right direction in the coming years. Recently, I met him at the HDFC House where he said that he will shift from the building within six months. My honest request to the Board to keep that chamber at the HDFC House as a mark of respect to him. He should be there all through his life. I think HDFC Bank will do the needful in this regard and thank you Mr. Chairman for allowing me to share my thoughts. Thank you.

Moderator:

Thank you very much Mr. Majumdar. Our 10th speaker shareholder is Ms. Shobhana Mehta.

Ms. Shobhana Mehta – Shareholder:

Respected Chairman Sri Atanu ji, MD and CEO Sri. Sasidharan ji, Directors on Board and my fellow shareholders, my name is Shobhana Mehta. Good afternoon everyone. Sir, I received the e-notice and annual report well in time. Our secretarial department has made the annual report very colourful and informative. They have included colourful graphs, chart and photograph and tried to convey the story of our bank. For excellent presentation, I would like to thank our company secretary ShriSanthosh ji and his team. Post the merger, I would also like to welcome Ajay ji and Lakshmi ji to the secretarial department. I would like to also thank those who have contributed in making the balance sheet. Very well done, very good and keep it up.

Sir, since the merger of HDFC Limited and HDFC Bank, I can see a shortcoming. That is our well known Chairman of HDFC Limited Mr. Deepak. Along with a request I would also like to make a suggestion that Mr. Deepak as the Chairman Emeritus should always be a part of the company. Because after the retirement Sri. Ratan Tata ji and the Chairman of L&T, Sri. A. M. Nayak ji is still connected with the company. So

then why cannot Mr. Deepak be so? Please do convey my regards and good wishes to him, and also let him know that all of us missed him a lot.

Sir, looking at the results and considering the competition and the market scenario, I would like to say that the Bank has reflected an excellent and encouraging performance. Along with the net revenue, PBT, PAT, the book value per share, the earnings per share etc. have also quite increased. In short, I would like to say that there is an all-round improvement and as a result of the good results, you have increased our dividend and recommended Rs. 19 per share as against of Rs. 15.50. So, I would like to congratulate you and your team for the excellent results and also thank you for the same. The earnings per share has become Rs. 79.25 so you could have considered a round figure of Rs. 20 per share as the dividend. But you have remained conservative. Now that the company doesn't have to pay any dividend tax, you could have distributed that 10% savings on tax. It would have been great. But anyway I would like to say 'yeh dil maange more' and 'yeh dil hain ki maan tha nahi', sir.

Next year, the company will be conducting its 30th AGM. So please consider an increase in the dividend because now we will only get the dividend through the Bank. Initially we used to get the dividend from two companies – HDFC Limited and HDFC Bank. Now you will have to make up for the loss. I would also like to congratulate you and your entire team on the awards and recognition that the company has received. Sir just for my information, I would like to know the names of those who are defaulters of more than Rs. 100 crores. How many defaulters are there under credit cards, car loans etc.? If you can, request you to share the details of the same. Suppose if all the answers are not ready with you currently, you may also mail it to me through the secretarial department. I am fine with that as well. Without repeating the questions that has already been asked here, and also supporting all the resolutions that you have set forth in the meeting today, my best wishes to the company. I would also like to say, *day-by-day aapki khushiyaan ho jaayen double, aapki zindagi se door rahe har trouble. Bhagvan aap sabko rakhe bilkul fit. Bank mein aur zindagi mein aane wale har din ho super hit.* With these good wishes, I would like to wish you and the entire staff for the upcoming festivals and Raksha Bandan too, which is on 30th of August. I would also like to add *phoolon ki khushboo kaliyoon ki bahar, chaand ki chaandni, apno ka pyaar, Mubarak ho aap sabko aane wale sabhi thiyohar.* May you be blessed with good health and wealth. With these good wishes, I wish all of you all the very best for the future success.

To the join the meeting today, Santhosh ji, Ajay ji and Lakshmi ji has helped me. So I would like to thank the entire secretarial department. And also, I would like to thank the Zoom team. My regards to Mr. Deepak and good wishes. All the best. Thank you very much sir.

Moderator:

Thank you very much, ma'am. Our next shareholder who had registered to speak, Mr. Ronald Fernandez, has not joined the meeting. So we move on to our 12th speaker shareholder, Mr Ajay Venkatesh Bhagavat.

Mr. Ajay Venkatesh Bhagavath – Shareholder:

Very good afternoon to you all. Myself Ajay Bhagavat, an ex-employee of HDFC Bank. I've worked there for last 16 years and I had retired on medical grounds. I have just logged in as a speaker to sincerely and

with folded hands to thank Sashi Sir, as he has approved my mediclaim reimbursement which I had in the last AGM requested to kindly provide me a medical premium reimbursement. On the 16th of July, last AGM, he had assured in the concluding section that ‘Ajay, I will do something for you. I will ask my team to do something for you’. And Gita ji from HR has coordinated for the last 2 years and Sashi Sir has approved 10 years medical premium reimbursement. Thank you, sir. God bless you. This is the only reason I had logged in as a speaker. Thank you very much, sir. This was of great help to me. Goodbye.

Moderator:

Thank you very much, sir. Our next shareholder to speak, number 13 is Praful Chavda.

Mr. Praful Chavda – Shareholder:

This is Praful Chavda from Hyderabad. There was a report post the merger of the company that you company has become no. 4 in the world. From astrology point of view till 39 it will be really good. And by the time it is the 39th AGM you will be no. 1 in the world. Write this down, this is my guarantee, sir. What I say does happen and you can see that after the 30th AGM the company will move forward in leaps and bounds. Sir on page no. 93 it is mentioned ‘to stay safe of any financial. Very good sir. I got all the information that I want. This should be set up in all the branches of the Bank, sir.

Just like how you have set up the image of an announcement made by Reserve Bank, when I go to the Bank I do see it, but I don’t read it. There is a big photo of Amitabh Bachchan. Reserve Bank has never mentioned anywhere that you have you put up such a big photo of Amitabh Bachchan. But you have set up such a big photo that we have to move one foot away from the image and read the message in it. By doing this, don’t give publicity to Amitabh Bachchan. Just type in the announcement in a bigger font and display it so that the customers will get the right information.

Sir, people take loan. After taking the loan, they don’t pay it. If it was a home loan, the person would have built a house and that will be auctioned. Do the auction at their houses. You take the custody of the two-wheeler or the four-wheeler and leave it at some empty piece of land. For almost a year it just stays there, and that vehicle becomes a scrap. It is of no use to anyone. Then when someone buys it, you also collect the rent from that person for keeping it with you. Instead of this, if you do the auction at the owner’s house, the neighbors will see the kind of person he is, that is, this fellow doesn’t pay the loans taken on time and that he is a. The neighbors should get to know that this fellow was running the vehicle on loan and that he defaulted. As a result, that person feels insulted and embarrassed.

The second thing is, it is important to educate our staff. Your staff is not educated, be it the manager or assistant manager. I shall give you an example. I am an HUF account holder. I also have a savings account. When I went to get a UPI number for the HUF account and I wanted to take part in IPO. For about 6 months I was troubled. I was told to write a letter and after writing the letter they said my account was blocked and that as soon as it reopens, I would get the UPI number. After that I was told since I had BSNL SIM card, it would not be possible to get one for it. I was told to do many things and 6 months passed away. The manager, the assistant manager and all the staff was under stress. They didn’t know that for HUF accounts UPI numbers cannot be generated. When I asked the same question in the AGM of another bank,

I got to know that HUF , those who are not individual will not get UPI number. Your manager and other staff didn't know about this.

Another thing is, I went to your bank and I narrowly escaped death. I would have got a heart attack. That is the kind of work the manager did . Ten minutes later, a lady went to meet the manager. She came out and started shouting 'it is something serious. Come fast'. I thought maybe the notes I gave them were fake, the police will catch me, there will be raid at my home and there will be raids at my son-in-law's house . I would have got a heart attack. They should not have shouted like that. It was nothing serious . If you come to the Ratnapuri branch you will get to know how bad it is. It is just like a fish market. There isn't even a single seat for senior citizens to sit. Nobody gets up also when they see senior citizens . send me the video so that in case I have made any mistake, I can improve myself. Educate the staff aptly, sir. Thank you sir.

Moderator:

Thank you very much Mr. Praful Chavda. We are now attempting to reconnect with Ms. H. S Patel. We had an audio issue earlier. We are attempting to reconnect with Ms. H. S Patel.

Ms. H. S Patel – Shareholder:

Thank you so much. On the first trial, I was not connected because my mobile was mentioning that the host is not unmuting you. This was mentioned on my mobile. I do not know why this multimedia people are doing like this. Anyway, respected Chairman, Mr. Atanu Chakraborty Sir, Mr. Sashidaran, our MD and CEO, other respected Directors on the Board Mr. Kaizad Bharucha and others and our CFO and our CS Mr. Santosh Haldankar. He or his team, nobody from his team has ever bothered to check that whether we are connected or not connected. Year after year this is being done. This time also it was HDFC team who has taken care to see that we are coming as speakers, what is our speaker number, whether we are comfortably...even now when I was not connected on the first attempt. This is the second attempt that they have given me and HDFC's team has tried. Ajay Agarwal's team has tried this. Lakshmi, Kritika, Vaishali thank you very much for this trouble that you have taken for me. Mr. Atanu Chakraborty, please note this. The speaker before me also of course I do not know, but yes, some points of his were very true, very true. You must take care of this in your secretarial department.

Anyway, I leave it to you and to God. HDFC is the father and HDFC Bank is a child. Even in human cases, even in big cases and even in small-small areas also, I find that innumerable times the young generation discards the elder generation. We feel very sorry for the whole HDFC team which was started by Deepak Parekh, his father and his uncle and the family. The HDFC was encouraged and progressed by very good directors in the name of Renu Karnad, Keki Mistry and so on. We here miss them out. I very badly miss out Deepak Parekh and Keki Mistry. They were the genius of HDFC. Please do not let them go. Deepak Parekh is not even an additional Director? He may not be a Whole-Time director or that, but at least let him be an additional Director on the Board. Independent Director he may not be. And we want Keki Mistry to be not only additional Director, but an Independent Director also. There are very few Parsis on the Board of HDFC Bank. Why is it so? We have only Kaizad Bharucha and that one another Parsi. That's all. Why there are no Parsis? Are we not literate culture of India? We are the most literate community of India and there are no Parsis on the Board. There are no Parsis in the management team. It's really surprising.

And Mr. Santosh Haldankar, please follow the footsteps of Mr. Ajay Agarwal. He was very helpful to the shareholders. He was very touchy. Bank is prospering because of HDFC. Let me see after him, after Deepak Parekh and Keki Mistry and the previous CEO and MD of our HDFC how this HDFC Bank is prospering. Really it is time for people to see this. I would like to know where do you see HDFC Bank especially after the merger 3-4 years hence. Today HDFC Bank has surpassed all other banks in the market cap. Their FD rate is 6.25 while SBI market rate is 6.10 and ICICI is 6.5.

I also congratulate all the employees of the Bank. They have worked hard to receive various awards for the Bank. Here I would like to draw special attention for Mr. Sashidhar. I'm congratulating you, MD & CEO for getting the Business Standard Banker Award of the Year. Congratulations to you, Mr. Sashidhar. And one more thing that you are the highest paid CEO in terms of remuneration in India. And it is very true many shareholders have objected.

Sir, you have given a very good speech, very illuminating and we came to know many good things about the Bank. But sir, your speech lasted for quite sometimes 10-12-15 minutes. We shareholders are given only three minutes. Whole book consists of so many pages; 400-500 pages and you're telling us to talk only for three minutes. Even introduction with the directors and the people take away 4-5 minutes. It's very-very surprising. And let me tell you that when they hold and various other foreign banks and other depositories are there, the meeting is lasting from morning 9.30-10 o'clock tonight 10 o'clock. There the multimedia people type are not there for conducting the meeting We will talk for 2-3 minutes and then complete the whole thing in 2-3 hours. Please don't adopt such attitude. Please! Because only once in a year we shareholders get the chance to speak. This is shareholders meeting, this is not Board meeting. Full right shareholders have to speak. I don't say that you consume 15-20 minutes or half hour. No. But give us at least 10-15 minutes to speak in once in a year. Very surprising! After the closing of the meeting when you will go to have lunch you all will have it for 1 hour-2 hours but here you are asking us only for three minutes to speak. Very surprising!

Anyway, I'm coming up with my questions. As I said before, I would like to have Mr. Deepak Parekh and Mr. Keki Mistry on the Board, either additional director Keki Mistry. I would like to have him as an Independent Director also. Sir, why this annual report is an integrated annual report given to me? I do not know whether I alone have been given the integrated report or it is only integrated report on this 29th AGM of HDFC Bank. It's quite surprising. And that too I had to remind Mr. Ajay Agarwal to send me the report of the Bank. This team has worked excellently very well in all these years for the shareholders. And I hope this team should remain as a secretarial head for HDFC Bank also.

Anyway. Sir, shareholders have got very good dividend from HDFC. Under your leadership, I'm sure that this practice of getting good dividend for the shareholders will continue even in HDFC Bank. This legacy, this practice should be continued. We have hard earned money. I have invested a lot of money in HDFC Bank right from the inception. We were working class people. I have not invested my forefathers' and all money in HDFC. I have invested my hard earned salary as a working class people. So I'm sure that bank will continue the legacy of HDFC also and even the goodness of the secretarial department should also be continued with the shareholders. Due to the merger, HDFC branches will it become HDFC bank branches

also? Will this be the same with the Bank in all the HDFC branches? Then, what will be the terms with the employees of HDFC with effect the merger? Due to this merger, how many employees have resigned and what is the attrition rate that is affected post-merger? If you could throw some light on it, please.

The very surprising point here is the balance sheet. After the merger, the balance sheet amount figures have increased considerably. Cash balance, bank balance is overflowing and you are giving us giving an only of Rs. 19. This only shows that the practice of HDFC is not going to be followed by the Bank, is it so? Is it so? Sorry, I'm negating because my turn as a speaker I lost...many points were spoken away by other shareholders. Also, the size of the balance sheet has become so small in the printing, in the annual report. It is very-very small, on page 318. Half a page only balance sheet. Why in detail form it is not given by the finance people? Why it is in the short form? Please throw light on that. As the point is already spoken by other shareholders, I will not come on that point.

Sir, deposit agents and home loan how will HDFC Bank deal with that of the HDFC? Deposit agents of HDFC and home loan for HDFC, how HDFC bank is going to do this? Please throw some light on this. We want an answer please. Once in a year we have this. Many companies have the practice of not answering the shareholders also. And it is very surprising why I'm investing in such companies. Sir, the fear of COVID has gone since last 2-3 years. Still, this time, even though it is after merger very important meeting, this is still it was not physical. Why? It was very comfortably... so many companies have done physical meetings. Why are we not having a physical meeting this time? Because extra work would be levied on Haldankar, on the company secretary department. Is it? So I'm asking. I don't know. But it should have been done. Physical meeting was very important in today's meeting. Today's meeting ought to have been a physical meeting rather than keeping it as OAVC meeting. At least we could have met the old directors of HDFC, the secretarial team of HDFC. Please let me know what will be the position of the secretarial team and CFO after this merger. Because secretarial team of HDFC is much-much senior to that of HDFC Bank and we are highly ill-treated by your bank. I'm really dissatisfied. I feel very-very bad and I don't know.

Anyway, I once again thank the secretarial department of HDFC and even the Bank people. The people who have worked hard in the Bank during the winter, during the monsoon season, during this hot summer. Thank you very much for giving good results. Though we have not received good dividend from the management team, the results have been quite good. The cash is overflowing as the population of India is overflowing and destroying the nutrition of the soil. Like that, the cash balance of the Bank is overflowing. But nothing. It is like for the shareholders. Anyway, whatever it is, that is our luck. I was going to thank even this multimedia because in other companies they have treated me very well and very good amount of way they have treated the shareholders also.

I would like to know the flagship program which is there. Will it be of HDFC? I hope and I wish that it should be continued by the Bank also. Mr. Sashidhar, you are an MD, and today the Bank price is 1626. It is not even in two digit of thousands. It is only in one digit of thousand on this 29th AGM. I really wish that even though the profit is so very high, skyrocketing, the share price has not increased so much.

I thank everybody for this, for giving me an opportunity to speak. And my special thanks to Mr. Ajay Agarwal. I also thank Mr. Haldankar for this annual report and God bless everybody. All the best to you.

Moderator:

Thank you very much, ma'am. We move on to our 14th shareholder, Ms. Anisha Kathotia.

Ms. Anisha Kathotia – Shareholder:

Respected Chairman Sir, Managing Director Sir and the other esteemed Board members, I am Anisha Kathotia, a proud shareholder and a member of MillenniumBank. Sir, net interest margin has been going down for the Bank. What is the reason behind this and where do we see it going in the future? Thank you.

Moderator:

We appear to have lost connectivity. We will move on to our next shareholder who is present Mr. Mukesh Ajmera, speaker Number 15 is not present, neither Santosh Kumar Saraf, speaker Number 16. We shall move on to our 17th shareholder who registered Mamta Manoj Choraria. Mr. Santosh Kumar Saraf, we can see you now sir.

Mr. Santosh Kumar Saraf – Shareholder:

Respected Chairman, and all the present members of the Board of Directors, officers and employees, I'm Santosh Kumar Saraf and I greet all of you. I hope you all are in good health and safe. Sir, I would like to thank management and their staff because of their hard work we are getting a dividend of 19 per share, nineteen rupees per rupee that's a very good dividend and I congratulate you and your staff for the same.

Many people say a lot of things and few of them think that they themselves are the Managing Director of the Bank. This behavior is not good, I didn't like the behavior of the earlier speaker and as a shareholder I beg your pardon on behalf of him.

Sir, our group did a merger which is good. What is the present status of our Secretary, Mr. Ajay Agarwal and his team member Lakshmi Shetty and what is the plan for the future, please let us know? Ajay Agarwal ji would always keep in touch with us, he would call once or twice a year and speak to us and would ask our well-being. We rarely find such good-hearted people. So, give him such a role in public relations so that he can keep connected to us.

Sir, with merger the Bank is become pretty big and in this the HDFC distributors which are there who collect fixed deposits for you, I've heard the rules have been made stringent for them. So, what I mean to say is that the HDFC fixed deposit collectors there lot of them who are and some of them don't do LIC, etc., and there are some who do LIC also. So, you put a condition for them that in a year they have to do X number of LIC, how is it possible, sir. How will a LIC agent do other LIC. The other thing is the ones who did fixed deposits did not know any other work, today you tell them to do marketing and get loan, how will that be possible, sir. I have heard you are changing their status, which is very wrong. They need to have a special relation, because they have served HDFC for decades. They have brought business, and if you change their status then old men like me, how will we manage, therefore I request you to please rethink about this. We had brought your business without condition and within minutes you change the condition

in not right. Please rethink about it. I would not say much and at present the number of female employees is 27%, and after merger what has been their percentage if you have kindly let me know. Because HDFC had quite a lot of female employees and yours was 20%, and we do not have the annual report post-merger. So, what is the status about that please try to tell.

Sir, I will not say much, as the merger has just happened and we will see the results in a year. I would like to mention that this VC meetings are very good. With this the outstation shareholders can also attend, connect and express their gratitude to you and your subordinates. In the future if you intend to conduct a physical meeting then I request you to keep the VC option too. So, anywhere in India or even if there are shareholders in foreign countries can attend and share their views. Now without taking much of your time I wish to thank you and your team including the employees, director, secretary level all of them and all of their family best wishes for the financial year 2023 – 2024, and I pray to god for all of them and their families that financial year 23–24 for all of them is healthy, wealthy, and prosperous. Namaskar, Please do rethink on what I mentioned about the distributors status after merger, Namaskar!

Moderator:

Thank you very much, Mr. Santosh Kumar Saraf. We shall now connect with Mr. Mukesh V Ajmera. Speaker Number 15 .

Mr. Mukesh V. Ajmera – Shareholder:

Thank you, Mr. Jagdishan, Chairman Shri Chakraborty, greetings to Sashidhar Jagdishan have been waiting for a very long time. Everybody is . In case it gets disconnected, please do reconnect to me, because I have some very important things to talk to the management, which is in the interest of the company, as well as the shareholders also. At the outset, I would like to express my thankfulness and gratitude to Shri Deepak Parekh for creating a topmost institution in the country. All of us are very proud of it. And as many speakers mentioned, he should be on the Board of Directors. And I would even go to the point of saying, he should be the Chairman Emeritus, or a Mentor Chairman, whatever you call it, how Mr. Narayan Murthy was for Infosys. Because he knows the company since his childhood, and I'm sure he can contribute substantially.

There are three major things I would like to talk about, it is extremely important for the management, I request all of you to please pay attention to it. The first thing is Mr. Jagdishan, if you recall, I talked last year also, but nothing has happened and that is about the credit card. See credit card, you have reward points. And they are expiring after some time. Why do they expire? As I understand, only human beings are supposed to expire, not the rewards we get, nor the salary all of us get, nor anything that we get, as a bonus or anything else. Why are the credit cards expiring? If possible, I would like to have the, you know, profit and loss analysis of that in terms of by expiring them how much the company is gaining. And there are a lot of other areas where we don't even get the points. So as a leading bank, as a customer friendly bank, it is supposed to be you should be the leader in creating a new benchmark in our country. As you might be aware, many years ago in in the US, the airlines abolished the expiry, I'm talking about almost 30-40 years back and so, all the other reward points are not having any expiry. So, why should we so please look into this is extremely, extremely important. It's like you know, making a fool of us eventually, if we

are not able to utilize it. It should be left to us. Even after we die, it should be transferable to whoever we want, even when we are alive. So, let us get India is now coming of age in several areas and the Prime Minister is talking about ease of living. So, let us have a country which is at par with global lot of things and customer relationship management is the next topic I want to talk about.

We should migrate to a very stable customer relationship platform which it is not in fact it is not across the Banking industry. Our Prime Minister is talking about ease of living, we don't even have peace of living leave alone ease of living. It is difficulty of living that still exists. And there are many different areas which have to be where it is necessary to centralize. When I used to write to Aditya Puri, Mr. Aditya Puri once upon a time for any issue like after playing musical chairs it used to come to the branch. Branch does not have jurisdiction over it, they don't have decision making power, they don't even have the system with them. The system is in Mumbai and for which I had come also many years back for changing one little thing which is for sweep-in account you used to have FIFO, First In First Out, long ago. I was instrumental in enabling into LIFO life Last In First Out, which is how it should be an RBI should have given this directive to all the banks.

And many such prick points are there, many thorns are there and people because human nature is adaptable, we end up living '*hota hai chalta hai*' and people end up carrying on. What I would suggest is for any systemic issue, have a very powerful backend team like a call center in Mumbai. Let people talk to them directly instead of wasting your branches man hours. If you are to calculate in terms of profitability, hundreds of crores are being lost in the branch dealing with it. The branch two-three people then head office two-three people. Let the connection be straight to the people who are knowledgeable in Mumbai. They should be able to decide and many problems are resolved in a matter of no time. By playing this musical chair, the company is losing too much of time.

Now one last thing I would like to talk about is many investors have grievances about shares, and other things. Though our regulators and many others say we are simplifying things in reality, once again, like there is no ease of living. In one of the other companies, one of the largest South Indian groups, my mother shares are not being transmitted to me for 23 years, that has become my life's mission. Is it what ease of living is as the Prime Minister is talking about? There are simpler ways of discovering. See it is our shares, it's our family shares, it should come to us and some god knows what kind of rules it goes to, I don't know what how we are protected, nor are we educated. In fact, it should be the other way around. IEPF needs to be educated as to how to deal with these kinds of issues. It's no rocket science. It is resolvable, RBI, finance ministry and even regulators should form a panel including shareholders, to simplify ways of enabling all these things. It's extremely, extremely important. You must be aware that two lakh crores of public money is lying unclaimed with the government and it's a shame in Azadi ka Rajat Mahotsav, 75th year of independence, and that is in banks, its shares and dividends, it is insurance policies, because people who are claiming them when they are alive, it is not claimable, because of the kind of hegemony of the British legacy of rules and regulations and procedures. And, you know, there are many such things. So, the like-minded people need to do something about it and I will request HDFC Bank and many other large corporates to also get involved with these kinds of issues.

So please do look into this, it's a very serious matter. In fact, this matter should reach the Prime Minister only he can change some of these things like Swachhata Abhiyan. Thank you very much. All the best.

Moderator:

Thank you very much, sir. Our 17th shareholder to speak is Mamta Manoj Choraria. Ma'am, we can see you, kindly unmute your microphone and speak.

Ms. Mamta Manoj Choraria – Shareholder:

Good afternoon, Chairman sir and all the esteemed board members. I'm a proud shareholder and a Millennium Bank. Our bank is growing multifold. Big NBFCs like Bajaj Finance is also going manifold. Will there be any healthy competition? That was my question. Thank you.

Moderator:

Thank you very much ma'am. Thank you. We move on to our next shareholder. Speaker number 21 Manoj Kumar Gupta. Our speaker number 18 Vinay Vishnu Bedre, number 19 Sushma Chanda and number 20 Raj Kumari have not joined. So, we will go to number 21 Manoj Kumar Gupta. Mr. Gupta, can you kindly unmute your microphone?

Mr. Manoj Kumar Gupta – Shareholder:

Hello, Good afternoon respected Chairman, Board of Directors, fellow shareholders. My name is Manoj Kumar Gupta. I have joined this meeting from Calcutta. First of all, I feel proud to be a part of HDFC and we have become the shareholder before merger and after merger. And I congratulate to you and your team for the good result of the company and excellent dividend of rupees 19 per share to the shareholders, in spite of several challenges.

And sir, I will not take much time like Patel and Mr. Ajmera. Please convey our best wishes to Mr. Deepak Parekh. I wish to God for his healthy and prosperous, safe long life. And sir, what is step you will take as the defaulters and how you will recover the money and how much amount is due claim from the credit card holders. And average rate of interest of the credit card holders dues? And how you will reward to the shareholders in future and my best wishes to the Company Secretary, thanks to him and his team for help us to join this meeting through VC. And wish to God to give you more success to take the Bank on new heights because our bank has become the second largest bank in the country and fourth largest bank in the world. Thank you, sir.

Moderator:

Thank you very much Mr. Manoj Kumar Gupta. We move on to our 22nd shareholder who registered Swaran Lata.

Ms. Swaran Lata – Shareholder:

Good afternoon, Chairman sir, board of directors and fellow shareholders joining the meeting globally. Sir, I have full faith in the management as the company is giving us a good dividend. All my queries have been covered in the Chairman's speech as well as the questions raised by other shareholders.

Sir, but I want to know that what is this special reserve where in the Bank has transferred 500 crore rupees and I will not take much of your time as it is already very, we have a very limited time. So, I would like to convey my thanks to our Company Secretary, Mr. Santosh ji, CFO, Mr. Srinivasan, and madam Lakshmi ji and Ajay Agarwal, who assisted me for the submission of form 15 H for dividend purpose. At last, I hope the management will follow this platform of VC to conduct the shareholder meeting in future also so that the shareholders like me can express our views from faraway places. Thank you and all the best.

Moderator:

Thank you very much. We move on to our 23rd speaker shareholder Namrata Chirag Parikh. Ma'am, we can see you kindly unmute your microphone and speak.

Ms. Namrata Chirag Parikh – Shareholder:

Good afternoon to the respective Chairman, MD and all the esteemed board members. I'm Namrata a very proud shareholder of HDFC Bank and a member of Millennium Mams. My question to you is that technology is going to be instrumental for the next leg of growth in the Bank. How well are we prepared for this? Thank you.

Moderator:

Thank you very much, ma'am. We have a few speakers who logged in but did not join the meeting. Mr. Manjeet Singh, Mrs. Savijeet Singh, Savita Rani, Kamal Kishore Jhavar, Gaurav Leeladhar Rosarker, Sharad Kumar Jivraj Shah, Nirupama Sharad Shah, Rajesh Jelani, Surendra Sharad Kumar Shah, and we now have Mr. Kartik Trivedi speaker Number 33 who will be speaking. Sir, could you kindly unmute your microphone and go ahead and speak. Yes, we can hear and see you. Please go ahead.

Mr. Kartik Trivedi – Shareholder:

Yes, sir. Good afternoon and the best wishes on the merged balance sheet and Atanu sir, congratulations on the merger and Sashi sir to you also. So, the thing is that the first one is CSR activity. So, I think so, again our issue has been come up with a shortfall in the CSR spending. The CSR spending is just to do to I think so un-spread. So, it is concentrated on some certain areas. It is not concentrated on all the states. So that is one thing. Just a minute I will. I think moderator has locked me. I think so I'm unable to.

Mr. Atanu Chakraborty – Chairman, HDFC:

You are audible Mr. Trivedi, please go ahead. You're audible.

Mr. Kartik Trivedi – Shareholder:

Hello.

Moderator:

Sir, we can hear you, please go ahead, sir. Okay, we do have lost connectivity with Mr. Trivedi. We move on to speaker number 34 Hasmukhlal T. Vora.

Mr. Hasmukhlal T. Vora – Shareholder:

Hello.

Moderator:

Mr. Vora. Speaker number 34 Hasmukhlal T. Vora. Sir, could you kindly unmute your microphone and speak. Mr. Vora, if you could kindly unmute your microphone and go ahead and speak.

Okay, there appears to be a connectivity problem with Mr. Vora's audio. We'll move on to our 35th speaker Jayrashmi Jayantilal Sanghavi. Sir, you need to unmute your microphone sir, we can see you.

Mr. Jayrashmi Jayantilal Sanghavi – Shareholder:

Sir, greetings to the Chairman and all the members on the dais. Sir, I'm a shareholder since HDFC was a mutual fund, I have been the shareholder for all. I had taken a loan against property from HDFC and I had a very bad experience. Then I closed from here and went to Citibank where the interest was very less. My relation with Citibank was more than four decades. I have to say this as you can consider this as a suggestion or complaint but this will be very helpful for bank as well as for every client.

Sir, I'm repeating myself that two days ago, I received a call from HDFC, Warren road. They asked why did I close the account from our bank and opened in some other bank? So, I asked them how did they come to know? They have received an email. Hence, I explained to the officer who spoke to me that what all I don't like here. The interest rate was more and the EMI which I was paying they were putting charge on that as well. Sir, your unnecessary charges, out of pocket expenses are very high compared to other banks. I stay on Peddar Road, opposite Jaslok Hospital, behind Doctor house and there is a nice branch here. When the branch was made, I went and asked for a locker. They said the lockers are not available. I asked what is the problem? So, they told me to give some fixed deposits, what balance will you keep? Sir, I don't think that Reserve bank has laid down any rules that you are behaving in this manner. I spoke to Santosh, our Company Secretary, and he gave a positive reply. He asked for a mail and he will manage it.

Sir, I'm a senior citizen, my age is 77, if I'm getting a locker near my house which is at a short distance then it is convenient for me. Sir, you should also take into consideration that I'm a shareholder too. I'm not getting the benefit of senior citizen as per the Government rule regarding maintaining the minimum balance for the saving account. I can open the demat account. I don't think you have the online trading account. I

know that ICICI is best for that. Many people are recommending me for that. I know the top officials of ICICI and also, I'm a good shareholder.

I want to say that Mr. Ajay Agarwal is a nice and down to earth person who says he can't do anything, if we want write a letter. Mr. Ajay Agarwal speaks over the phone and if he misses a call, he calls back too. When we go and meet him personally, he behaves properly. I would say Mr. Ajay Agarwal must get the post of Secretary. I agree that Santosh is a good person but Ajay Agarwal is a quite senior person. I would say that give him some responsibility. My problem of locker should be cleared.

Now regarding credit card, I have Citibank credit card for more than four decades so when I sometime delay the payment then they waiver the charges and interest and they waiver late payment charges. Because of all these facilities many a times I feel why should I leave Citibank. Citibank is changing to Axis bank; half body is of Citibank and half is of Axis. I also mentioned that you are sending us from 7 stars to 2 star. Axis is like a 2 star. In Citibank branch, the way they welcome or receive their customers, as soon as we come, they ask for Tea or coffee and water. It is like Indian tradition, which should be there. If senior citizens go to the cash counter, then they should get first preference. Government has given the guidelines but they are not getting implemented.

Please listen to me I'm not telling for my benefit rather you should keep a physical meeting. You are avoiding physical meeting. I will write to the PM and will post on the portal. All the companies are avoiding it for their own benefit, so that they can reduce the expenses and on online you can finish it fast, that's totally wrong. It has been more than one year post Carona and the condition is better then why don't you conduct physical meeting. Sir, it is important to have a physical meeting. In physical meeting, you will listen to us. In online it is like a compulsion that we have to conduct a meeting and listen to the shareholders, that's why you are hearing. This is what I feel. I would say that you are forced to do this. Sir, I have a heavy respect for Deepak bhai and all the previous employees who are retired now. I requested for a hard copy and I received one. In this photos are nice; I am a photographer and my father was Asia's biggest photographer in 1947. The photographers of the leader which government has had been taken by my father. Sir, I have requested many times that being a shareholder appoint me as a photographer. You are not doing that. Why are you continuing with what is going on? I believe that if you want to improve the Bank and keep the shareholders happy then definitely our bank will also improve everything will be good. The unnecessary changes like if we go to ask for hardcopy then they ask for charges. This is wrong. It is approved by government that if the account holder wants a hardcopy, then it has to be given mandatory for senior citizens. You are avoiding it and charging for it.

I'm going to write this for sure that you are doing the AGM for the sake of it, it's compulsory. I will write to SEBI and to higher authorities also and I'm that kind of person. My father was a freedom fighter and I am also like him, this is how my nature is, that's what runs in my blood. Whatever is wrong, we should fight for that. Even my Jain religion says this that if anything is wrong then don't endure it. Sir, my question is that why are they refusing locker to me? Why they making wrong demand? I am ready to open an account, I am ready to open Demat account and I will transfer it from elsewhere and I will have a good balance in savings bank also but if you ask me to maintain lakhs of rupees then, Sir, for senior citizen cannot be

possible keeping lakhs of rupees in saving account or current account. Bank wants to take undue advantage. That's not how it should be. Sir, I would like to say that bank taking undue advantage, that is not correct. Sir, what is the benefit for senior citizen? My current account like my business is also less. L&T themselves called me to tell 'Sir, there's a physical meeting, please do come'. And Nayak Sahab heard music concerns nicely and told 'Very good suggestion'. He spoke these words only for me out of the many speakers present.

Sir, I would also like to say this, some photograph are good and my suggestion is that our good branches, like Pedder Road Branch, that photo should also be included. It is important. Banks that are progressing, according to me, the interested shareholders should... According to me all the shareholders will be interested only, so update them that 'This is the service that HDFC is delivering well. These are the changes. We are giving this benefit to the account holders'. Sir, according to me it would make things better. Don't give deaf ears to my suggestions, it should be implemented. If it doesn't get implemented, so I told Ajay Agarwal also 'Sir, I won't join in just to say plus points. I will speak even the negative points as well which I feel are there in the Bank'. Yes, no doubt bank has plus points also but improve on the negative points, Sir. I just want to request this. Thank you very much. Pranaam.

Moderator:

Thank you very much, Sir. We shall now attempt to reconnect with Mr. Hasmukhlal T. Vora.

Mr. Hasmukhlal T. Vora – Shareholder:

Thank you. Respected Chairman, my name is Hasmukh Vora from Mumbai. I'm a shareholder of our bank and also of the parent since last many years. First of all, our historical merger with our parent it was a grand merger involving detailed procedures, solving a lot of incidental problems and incidental procedures successfully concluded. I compliment you and your whole team for achieving this great job. At this AGM, I convey my sincere thanks to Shri. Ajay Agarwal, the Company Secretary of our erstwhile parent and now a part of our bank. I wish him all the best. I also convey my thanks to our Company Secretary Shri. Santosh Haldankar and his full secretarial team for the assistance and information provided to us shareholders from time to time, which is very useful.

Coming to accounts. I find that in the standalone accounts and in consolidated accounts there's no uniformity. I mean, in the standalone accounts, the figures are shown in thousands and millions. However, in consolidated accounts the figures are shown in rupees in crores. I would suggest that we should have a uniformity and we should have a figures only in rupees so that it will facilitate comparison.

Now, coming to the profit for the year. It is observed that from Page 22-27 the standalone profit is ₹44,109 crores and consolidated profit is ₹46,149 crores, Page 319. So, about ₹2000 crores is contributed by our subsidiaries and associates. I request you to kindly advise which main three subsidiaries have contributed to this respective amount of rupees ₹2000 crores?

Then our parent HDFC Limited enriched the shareholders through value unlocking by giving shares in its various subsidiaries like HDFC Life, HDFC AMC, et cetera. I would like to know whether there is any scope for our bank for any such value unlocking? If so, kindly advise.

Lastly, I thank you and wish you all the best. Thank you.

Moderator:

Thank you very much, Sir. Our next shareholder who registered to speak, Mr. S. Raman, has not joined the meeting. So, we move on to shareholder number 37, Ms. Lekha Shah. Ma'am...

Ms. Lekha Shah – Shareholder:

Thank you, Sir. Respected Chairman Sir, Board of Directors and my fellow members, good afternoon to all of you. Myself Lekha Shah from Mumbai. First of all, I'm very much thankful to our Company Secretary Santosh Bhai, especially Lakshmi Shetty ji Ma'am and Vaishali Ma'am for sending the AGM notice well in time, which is full of knowledge, fact and figures in place. So, I am very thankful to our company secretarial team. Thank you, Chairman Sir, for explaining us about the Bank. Congratulation for excellent work, Sir. Sir, I pray to God that he always showers his blessing upon you. Sir, I would thank all the person of bank for receiving awards and recognition by the Bank during the year FY22 and FY23. And also I'm very happy our bank is doing very well in the field of CSR activities.

Chairman Sir, I would like to ask few questions. My first question is, how much is our income contribution from our international branches in FY23? Now with the merger of HDFC, which are the new growth driveways our bank is focusing? Thanks for the dividend, Sir. Chairman Sir, I hope the Bank will continue video conference meeting in future. Sir, I strongly and wholeheartedly support all the resolutions for today's meeting and my best wishes always with our bank and wish prosperity. Thank you so much, Sir.

Moderator:

Thank you, Ma'am. Our next three shareholders who registered, Shubrabhata Barik, Ashit Kumar Pathak and Hariram Choudhary have not logged in. We move on to our 41st shareholders, Smita Bharat Shah. Ma'am.

Ms. Smita Bharat Shah - Shareholder:

Thank you, Sir. Respected Chairman Sir, Shri. Atanu ji, MD Shri Sashidhar ji and other noted Directors present, hello from Smita Shah. Sir, first of all I would like to thank the secretarial team. Ajay ji, Santhosh ji, Lakshmi ji everyone provides good investor services with full responsibility. Especially my husband Mr. Bharat Shah has a very good experience that always they keep calling us when there's an AGM 'Do join our AGM'. Since last 4 years its being done through VC means and it is because of their support that we are able to connect with you. So, we are getting good help and support from them. Plus, as per our request they have sent us the physical copy also. So, heartily I want to appreciate their work and good investor services. I heartily appreciate Shri. Ajay ji, Santhosh ji, Lakshmi ji Madam and would like to thank them for the good investor services. My best wishes for best future. Sir, we were quite back in the speakers queue and many points has been put forth by the previous shareholders with regards to loans.

Sir, Bharat Shah is on the line with me.

Sir, just one minute. Sir, under your leadership may the Bank grow. My best wishes, Sir. Always keep smiling. My best wishes. I fully support the resolutions and I thank you.

Sir, Bharat Shah is on the line with me. He will speak now. Thank you.

Moderator:

Thank you, Ma'am.

Mr. Bharat Shah - Shareholder:

Respected Chairman Sir and MD, I won't take much of your time. I will just take one minute because it is already very late. Sir, I have been the shareholder of HDFC Bank since past many years and since past many years I have been attending the AGM. You have taken bank to newer heights, Sir. and he runs the Bank keeping in mind the interest of the shareholders. You have given good returns to the shareholders, given good bonus. So, I would like to thank you and your entire team and all the employees of the company. The services of your bank is also good. Everything works in organized manner. Many thanks. I would like to thank the Company Secretary Shri. Haldankar ji, Agrawal ji, Lakshmi ji of his team and the entire CS team. They always give respect to the shareholders, solve queries of the shareholders if any. Many thanks to them, Sir. Sir, if possible organize a physical AGM next year. We haven't met since 4 year, so in physical AGM we will meet face-to-face. My best wishes for all the upcoming festivals- Ganesh Chaturthi, Deepavali. Sir, thanks for all the awards. You are doing good CSR activities, so many thanks for that. You have my full support for all the resolutions. Thank you very much. Jai Hind, Sir. Jai Hind. Thank you very much, Sir.

Moderator:

Thank you very much, Mr.Shah. Our next speaker shareholder is Mr. S. Raman. He now appears to have logged in, so we'll connect with Mr. S. Raman, Speaker Number 36. Okay, so we appear to be having some connectivity problems with Mr. Raman. We'll move on to Speaker Number 43, Pratham Changoiwala. Speaker Number 43.

Mr. Pratham Changoiwala - Shareholder:

Hello everyone. Good afternoon to the Chairman and to Board of Directors. I guess I am the youngest speaker shareholder today, so thank you so much for the opportunity. I won't take much of your time. So, I want to ask us two questions. In light of recent cybersecurity concerns in the financial sector, what investment or strategies has the Bank implemented to safeguard customer data and protect against cyber threats? And one another question is, what measures has the Bank taken to enhance the digital capabilities according to customer preferences and adapt in this rapidly changing AI and digitalization? So, proud to be a member of HDFC team. Thank you.

Moderator:

Thank you very much, Sir. Our next two speakers are not logged in, Mr. Tapan Kumar Halder and Mr. Swapan Kumar Maithi. So, we'll move on to Speaker Number 46, Jinal Mulraj Maroo. Ma'am, we can see that you've logged in. Kindly unmute your microphone and speak. Ms. Maru, could you kindly unmute your microphone and speak? There appears to be a connectivity problem here. So, we'll move on to Speaker Number 47, Dharav Jamadar. Mr. Dharav Jamadar, we can see you. Can you kindly unmute and speak?

Mr. Dharav Jamadar - Shareholder:

Good afternoon and greetings of today to the respected Chairman and all the board members. My name is Dr. Dharav Jamadar from Surat, Gujarat. A proud shareholder and a customer of HDFC Bank. So, first of all, Sir, I would like to congratulate each and every stakeholder of my company on performing tremendously well, outperforming the peers on various benchmarks and also posting a robust and impeccable numbers both on QOQ and YOY basis. Sir, it is an honor and a privilege to get an opportunity to have an insightful conversation with you on this platform. Some of my questions, which I would request you to address, are, first, examining the current spread can we experience a contraction in NIMS? If yes, how much amount of profitability will get impacted because of it?

Second, is there any further scope of increasing shareholding in the listed subsidiary of ours allowed by RBI? If yes, please share the percentage amount that is yet to be done. Third, by when and at what rate do you think India achieves its terminal value, terminal rate, and what shall be its impact on the Indian financial system? Fourth, what can be the major challenges that can hinder the synergy that can be created by the merger of HDFC and HDFC Bank? Fifth, which segment will be having the maximum amount of loan growth and which segment will be contributing the most to the NPAs of ours?

Lastly, Sir, I would like to raise an issue which I suppose I am giving a suggestion. So, the working environment in Indian banking system has drastically changed since decades because of push strategy and persistently increasing targets the mental and emotional health of our employees is consequently getting hampered. Well, they are the front face of our company. If they are happy, then our customers will be happy. So, a small suggestion from my end, we can conduct a small Happiness or Satisfaction Index of employees where in a proper feedback, suggestions and opinions of all employees can be taken in order to create a pull strategy so that we can get customers on our own. Let us set a state-of-the-art work culture for the industry as a whole and let us set a benchmark for the work culture in the Banking industry.

Thank you for this opportunity.

Moderator:

Thank you very much, Sir. We move on to our next speaker shareholder serial number 48, Subhash G. Kabnur.

Mr. Subhash G. Kabnur – Shareholder:

Hello, good afternoon. My salutations to Mr. Deepak Parekh, the patriarch of the HDFC Group. Salutations to the board members of the erstwhile HDFC Limited. Respected Chairman, Board members of HDFC Bank, my name is Subhash Kabnur. I'm speaking from Navi Mumbai. Congratulations and best wishes and kudos to both the management and the teams involved in getting this megamerger smoothly, in a seamless manner. A huge bank has now become humongous. HDFC is a customer centric organization, Bank is a transaction centric organization. The Bank will go ahead to do a lot of transactions, make a lot of money to the shareholders. Stakeholders are happy, shareholders are happy. So, everything is going good.

In this, there are innumerable customer deficiencies that come to light, which it seems is ignored by the management. Probably it doesn't reach them. Worse still are the faults when innovating this big, difficult financial matters, which the Bank seems to conveniently wash away the risk to customers or to others. I'll share a couple of my experiences. Two months ago, I needed a Pledge form. I went to the biggest branch in Kharghar and I asked them 'I need a Pledge form'. They said, 'Sir, there is no DP desk here in Kharghar. You need to go either to Belapur, Vashi or Panvel'. I asked them, 'Can I do it online through net banking?'. None of your staff was sure whether I could do that. I anyway did it. I went the next day to Belapur Branch. The lady, the DP desk lady, couldn't check whether what I did online was in queue. She anyway took a physical form, took my PAN and everything and issued another booklet. So, what happens is in four days I get two sets of booklets of the Pledge form. I just needed one, okay. Now, if I look back, about 12 years ago, I walked into the branch in Churchgate, Mistry Bhavan, where I have an account since the Bank was formed. Initially, the tone was different and when they saw my account and my holdings the tone immediately changed. Take it five years ahead, at the same Kharghar branch, when the ATM procedures changed where you had to just put the ATM card in and take it out, I was a bit confused. So, I went and asked the reception 'Is there something changed?'. The lady didn't know. You see, 6 months ago my family wanted to get the Demat done, so they went to the Vashi branch. The staff didn't know that there is a transposition of shares case also. They didn't take the signatures and that is still pending with me, you see.

So, these are the things, you know, this is the front line staff. Now, take a more bigger complicated financial matter, which one of my good friend Mr. Subodh Kude is facing right now. In mid of July'2021, during the COVID times, Mr. Kude, he's ex-CEO of a German company based in Pune and his wife, a doctor, a COVID warrior, lost ₹38.04 lakhs from their two accounts in Aundh branch in Pimpri, Chinchwada. They approached the Bank, they approached the RM immediately. They approached the RM and the branch. They were told, 'Oh! You go to the grievance channel'. Fine, he went through the grievance channel. They even advised him 'Go and file a FIR', which he did. Now, he went through these channels. All along, he was getting the same standard reply. He even went to his acquaintances in the Bank. They first said 'Okay, let us look at'. Being a CEO he had some acquaintances. He even got about 400-500 accounts of his staff with the Bank branch. Now he went and he asked them, they said 'Fine, we'll look into it' but they backed off which he doesn't know why. Then, meanwhile, the Bank is giving them a same standard reply that 'The fault lies with the customer. The customer compromised his login details and the Bank has done its review. The internal ombudsman has done its review. Our systems are fine. Everything is fine'. The same thing was portrayed to the ombudsman and other agencies. Meanwhile, the police were doing the investigation right from day one. They came out with a report which showed that there was a SIM swap fraud. Meanwhile, the customer has been vouching genuinely, pleading to the Bank and even telling them that 'Look, I have not done it. I don't know who did it'. He told the Bank right from day one. Still, the police never got any response from the Bank right from day one. It was a very delayed, delayed, delayed response. Finally, the

police could find out there was a SIM swap fraud. There were systems which were used somewhere in Chennai. This was Net Banking transactions through NEFT and RTGS to unknown beneficiaries sitting in Noida and Calcutta. 2 of them were with HDFC Bank and two of them with your Bête noire ICICI bank, your competitor. Now both these big systemic banks, systemically important banks, did nothing about the fraud. They never cooperated with the police. Now the police has sent the investigation report to the Bank last year, even till today the Bank has not responded. It's the same standard response. So, Sir, questions arise that what is it that the Bank trying to hide? Is the Bank so big or both these banks for that matter so big that they are now a law unto themselves. Now, why...

There were letters sent to management and the Board. There was no call from any senior management. You hit the senior management desk and that's the same standard reply. So, my point is, why can't the Bank, senior executive of a bank, make a call to a fully compliant KYC customer? Meanwhile, you're supporting, you're silently shielding the non-KYC compliant fraudsters. Now, there are RBI guidelines which state that it is the Bank's responsibility to safeguard customer assets and work in customers best interest. So, I as a shareholder, I feel that the Bank should fund his accounts and recover the money from the fraudsters.

I was in the U.K. for about a decade and I've worked in an environment of treating customers fairly. I've seen customers, I went to a Nexa workshop, there was a customer who was mis-sold a life insurance policy. He is trying to get in touch with the Bank. He is not getting a response. He was just chatting with me. He said 'Look, this is what HDFC Bank does now'. Now, I recently read in the news two days ago how the customer was forced to go to National Consumer Forum to get some gold amount reimbursed by the Bank. Why is the Bank stretching the customers so far? Why can't the Bank be upfront accountable and treat customers fairly.

Sir, with due regards, thank you so much for this opportunity. Thank you.

Moderator:

Thank you very much, Sir. And we shall now attempt to reconnect with Ms. Jinal Mulraj Maroo. Ma'am, we can see you. Kindly unmute your microphone and speak. Ma'am, you'll need to unmute your microphone. We still can't hear you. Ma'am, there appears to be an audio problem. No, we can't hear you at all, Ma'am. We can't hear you at all, Ma'am. There does appear to be a connectivity problem with your audio, Ma'am. We'll try and reconnect with Speaker Number 40, Hariram Chaudhary.

Mr. Hariram Chaudhary – Shareholder:

Mr. Chairman, my name is Hariram Chaudhary. I'm speaking from my home in Santacruz. Now, I will take only three minutes. First, I appreciate the secretarial department, Mr. Haldankar, Lakshmi of, who assisted us. And Mr. Chairman, I suggest that we hold hybrid system, digital as well as online, decision by by High Court and in many other companies where return . We have the option of taking either of them.

My next suggestion is that we have the get together after Diwali. So, this is my suggestion.

And, Mr. Chairman, kindly about the CSR kindly let us know how much amount we have spent? Whether this amount is more than 2% of the Net Profit?

And Mr. Chairman, one complaint in there for Santacruz branch. When server is down sometimes, it is down for 3-4 days, 5 days, a week? We have given the shares for dematerialization, we should be given the acknowledgement and we should not be asked to come again and again every day. Let them take the shares, let them give the acknowledgement and whenever the server is working they can do the work. The second alternate is Santacruz West branch, that we will not like to go. So, kindly give you the instructions that when the customer come take the paper, do the work when the server is up.

Now, Mr. Chairman, the Annual Report was prepared very, very informative by the Secretary. My compliments to him. And I suggest that one dedicated mobile phone in the secretarial department so that if we don't get the landline number, we can communicate and send a message in the mobile number.

Kindly let us know whether we are using the water harvesting, solar energy; all this. And what digital data, digital innovation we have done? Have we adopted Artificial Intelligence? Kindly let us know about that. How much capital expenditure we did during the FY22-23?

Now, Mr. Chairman, about unclaimed dividend. Those will not claimed the dividends, you send one more reminders so that you will not send their dividends to the government.

With this, I conclude by conveying my best wishes for all round progress and prosperity of the company. Chairman, Haldankar ji, my name is Hariram Chaudhary. Thank you.

Moderator:

Thank you very much, Sir. We shall attempt to reconnect with Speaker Number 33, Kartik Trivedi. Mr. Trivedi, we can hear you.

Mr. Kartik Trivedi – Shareholder:

Yeah. So, good afternoon, Sir. Congratulations and best wishes on the merger to both of you, Atanu Sir and Sashi Jagdishan Sir. So, I will start with first point, CSR activity. So, there is a shortfall of CSR activity again. I think so last year also I pointed out and I think so one thing needs to be taken into consideration that CSR spend shall be spread out all the states. So, I think so CSR spending activity is concentrated in some areas. But business comes from all the states as our bank is spread out in all the states. So, every state should get an equal opportunity. CSR spending value may cross 1000 crores in the coming quarter or the coming years. So, this needs to be taken into consideration.

Secondly, I want to ask you about credit cards. So, the media reports that you had a meeting with Apple officials about the launch of co-branded cards. So, if you can, throw some light on this, if possible.

Third is that I recommend Mr. Sandeep Parekh as an Independent Director, should not be retained. So, I request a better replacement for Mr. Sandeep Parekh. Then in connection with the last 1 or 2 AGMs that I was present with regards to the case of Pushpal Roy I had written to you several times in the last year 2021 – 22 and I have spoken about the same in the AGM also. I even tried to connect with you at your HDFC Worli office 2 – 3 times but your secretary to the MD didn't allow me to have an audience with you. The company secretary department had done their procedure but your assistant or secretary to MD has downplayed my request despite sending an e-mail request and doing everything officially. So, I want to know why I haven't received any response to the 6-7 mails that I have sent you. I was sure that something bad was happening with the employees and then the Pushpal Roy effect happened. So, I am happy that it has been accepted finally that harassment is happening with the employees at the lower end. I can talk about a lot of things, but I have already put all the details in the mail sent. So, I don't want to repeat each and every detail. So, if you have not, I think you have not referred to my mails, so there is still something that you can do.

Now I want to it is mentioned about cashiers, I want to repeat that cashiers are also given targets. Cashiers are supposed to count notes and follow the process but the branch manager at the Bank tells them to go for the targets. So, it's a human mind, it can either do a calculative job or a logical job. So, while doing the logical job to tend to make mistakes. And I know what mistakes at the lower end and then you have to pay from your pocket and it's a story of most of the branches. So, it never comes up to the top management, but everything happens and is settled at the lower end and also. So, mistakes happen, so please follow proper process. So, I just want to say that sales is a practice, and there is nothing hardcore about it. So, you have to manage it in a better and fair way. There will be many incidents, but you need to downplay all these incidents and avoid repeating the same in future.

So, like I said there are many mails, and I don't want to repeat them. I tried to meet with you in your office and I am very upset with your secretary to MD because she didn't allow me to do so despite repeated requests. Even Santosh Haldankar knows about this.

One more thing that I would like to say to Atanu Sir is that Sashi Jagdishan Sir is about to retire, or his tenure is about to end, so are you going to retain him or what will be the future course of action? So, I had a few points and most of the topics have been covered, still if there are any queries remaining, I will write to you.

So, it is my request that, based on the points that I have highlighted, please take care of the lower-end employees as this is all due to the density of too many branches. Around Churchgate itself there are about 8 – 9 branches and all these branches are fighting for the same set of clients. As a result of this the pressure is going to build, same is the case with Andheri as well where there are 9 branches located as close as 1 km from each other. They too are fighting for the same set of clients. So, such confusions are bound to happen. So please act logically like you should consider opening branches in my state Rajasthan, or Madhya Pradesh or Uttar Pradesh. Because Bombay has the highest density of branches i.e., 250 branches in an area of 700 sq kms. Every 1 km or 1.5 or 2 kms there is a branch and all branches concentrated in a certain area are fighting for the same set of clients. So, there are no fruitful results. So, please refer to my 5 – 6 mails sent earlier if I have missed out on anything. This is one.

I was 100% sure about the harassment at the lower end of the employees and then came to light the Pushpal Roy case. But this case was just the tip of the iceberg, the scenario is very vast and huge at the lower level. Thank you very much. I had many more points to cover, but I don't want to talk about it now as the moderator is not allowing us to continue further. Thank you.

Moderator:

Thank you, Sir. We shall attempt to reconnect with Mr. Ashit Kumar Pathak speaker no. 039. Mr. Pathak, could you kindly unmute your microphone.

Mr. Ashit Kumar Pathak - Shareholder:

Very good afternoon respected Chairman, board of directors, CEO and fellow members joining the 29th AGM of HDFC Bank Ltd. My name is Ashit Kumar Pathak joining from Dumdum Kolkata. My sincere gratitude to the company secretary Mr. Santosh Haldankar and the entire leadership team for allowing me to speak. So, I thank the company management for giving me a second chance. Sir I have come to you. Firstly, after the merger of HDFC Ltd with HDFC Bank what would be the business potential mostly in housing finance, I would like to know what my bank could get more than HDFC Ltd? If possible, throw some light on this.

Next Sir, I, as a key partner of HDFC Ltd., feel that the business progression is not so flexible after the merger because there are targets for selling some other products other than fixed deposits. So, in my opinion you should allow the key partners in flexible ways as HDFC Ltd did earlier. Next, in my strong opinion, is there any chance that the existing depositors of HDFC Ltd will get additional interest as HDFC Ltd has given after this amalgamation?

Next Sir, recently, it has been decided that with effect from August 12th fortnight, bank should maintain incremental CRR of 10% on increase of their NDTL between May 19th to July 28th. This measure is intended to absorb the surplus liquidity generated by various factors due to return of ₹2,000 notes to the Banking system. Sir, with this news, i.e. impact on capital market, is there going to be any impact on our bank accordance? If so, please throw some light on this topic.

And also, recently RBI said that banks can choose to compromise settlements of technical write offs for accounts classified as fraud or willful defaulters. Did this announcement make any impact on our accordance, if possible, throw some light on this.

And finally, at present our net NPA and net GNPA and capital adequacy ratio status as on 2nd quarter of financial year 2024? Nothing to say more. I am proud to be a member of HDFC Bank and the no. 1 bank, 2nd, number 2nd in the domestic market. I think my bank will be more prosperous in the future. Thank you, Sir.

Moderator:

Thank you very much Sir. We shall now attempt to re-connect with Sharadkumar Jivraj Shah, speaker no. 29.

Mr. Sharadkumar Jivraj Shah - Shareholder:

Sir, my number is 29 and I was surprised that this is the 29th Annual General Meeting too, so maybe purposely you have given me 29 no is what I thought. Sir, in the light of the prevailing issues I have already forwarded my mail with 3 – 4 points. I will just read out those points.

Firstly, we have received shares on 14th July 2023 of HDFC Bank. There was ample time prior to 14th July, and I fail to understand why HDFC did not conduct their last meeting and said goodbye to the shareholders? This was necessary, I have also observed that in FY 22-23 the number of shares are 558 crores in Q1 and after this issue of shares to the HDFC fellow I would like to know in Q2 for FY 23-24 what is the total number of shares of the Bank?

At present the promoters code 20.87 shares in Q1, in Q2 what will happen to promoters coding . How much percentage it will increase or whether it will reduce, that I don't know. So please highlight. And one thing what I observed Sir, I am very happy, whatever changes have taken place, but Datamatics is there. So, I am very happy with Datamatics Service and no problem, Sir.

And when I refer to page 154 and 155 it gives me a complete history and information. The maximum PE ratio was 29.48 and today's PE ratio is 20.06. What action you need to increase share price when your performance is good and earning per share is increasing every year. So what action you are seeing so that the market share price will go up? Because if you just have a look at the balance sheet the market share price is absolutely steady. It is constant, not increasing. So, it becomes that our PE ratio is low and what I have seen is that 20 is not a good PE ratio it can still go up to like TATA Motors where the PE ratio is 100. Why cannot we go to that extent? That is what I am looking for, Sir. So please look into these aspects and earning per share 82.57, is a good earning. And I have absolutely no doubt that in future you will see that these HDFC shares which are merged with HDFC Bank will not suffer getting less dividends. So, you take care of these new shares in such a way that the dividend or the amount that they have been receiving for the last so many years remain the same.

I have only one more point Sir, now I look into Page no. 319, this is a consolidated report and it is in crores so it is very easy to understand and read but if I see page no. 227 that is standalone reports it is in zero, zero so it is very difficult to understand, not able to read also, not able to understand also. So, what I am looking at is if a bank does not have consistency, logic, and common sense in operating how it will go in the longer run? So at least give some fixed money like crore, million sometimes you feel like giving zero zero and it becomes very difficult. But one thing is there now I have more than 30,000 shares of HDFC Bank, and I am very happy that at least I must get 8-10 lakhs dividend that is my...because this time Vedanta has given me 10 lakh dividends. So, look from that angle. Thank you very much. Primarily I am looking for your Moderator Laxmi, I had seen the mail because you said that my name is not there. Then after working for 1 hour finally, they could connect me to the meeting, and I was able to express my views. And from what

others are saying, one thing is definite Ajay Agarwal should be in the right place, because he has given good service to the shareholders. That's all that I am looking forward to. Thank you very much Sir.

Moderator:

Thank you very much Sir. Happy to have connected with you finally. With that all shareholders who registered to speak at the AGM and did log in have now been given the chance to express themselves and I hand the proceedings back to our chairman. Over to you Sir.

Mr. Atanu Chakraborty – Chairman, HDFC Bank:

Thank you, dear shareholders. It was very interesting to see the millennial shareholders also coming in along with certainly the shareholders who have been with the company for decades. I am really grateful to all the shareholders for coming prepared, having seen the things, giving observations, giving advice and trust me each one of your advice would be taken and would carry the weightage as much as any other advice would be. And they would be taken with full weight of the consideration that each of the suggestions deserves to be.

First I must mention to Mr. Vinayak Bapat's issue that he has raised that it should be addressed to the members and not stakeholders. So, I must apologize, yes you are the owners, and we are placing before you the annual reports and other matters for approval. Certainly, is placed before you. The notice certainly has gone to you but wherever that reference comes it would be suitably corrected. However, you would appreciate that the annual report is also read by many other stakeholders and to that extent other stakeholders also like to see and have a stake in the annual report. But the point was very well taken.

Now there have been observations on the dividend and the dividend has been per the dividend policy. And what in the future and it has been a substantial increase over the last year's numbers and depending upon how the company performs in the coming years we will continue to follow our extent dividend policy.

Lots of shareholders have mentioned this and on this I am not referring it to any particular person I will just say that Ms. Homayun Pouredehi has raised the issue of whether the employees of HDFC Ltd would be retained. Quite a few other shareholders have also raised a similar issue. All of them apart from those who had not retired at the time of the effective date have come into the fold of the Bank. And because they have created this product, their repository of very substantial amount of knowledge in that and they have been suitably placed within the Bank which was carried out by the Integration Committee. It went through a very elaborate process as to how employees, where, what grade, what were their expertise where they need to be placed and there was tremendous amount of work that was done on this to ensure that every person who comes into the Bank finds his/her right niche. And even thereafter there have been- would be cases where there would be mismatches and which lead to grievance. So, there is a procedure and framework for grievance handling as well. That has also been set in motion.

I share with all of you the fact that Mr. Parekh is not in the board of the Bank on account of the fact that there is an RBI guideline dated November 19th- Corporate Governance guidelines dated April 26th, 2021, which preclude anybody above 75 years to be on board of a Bank read along with the company's law. So,

we really miss his expertise, his knowledge, his sagacity on the board, the Bank. He has been in his sense a person who guided the institution, he created the entire financial conglomerate along with his esteemed colleagues two of whom Mr. Keki Mistry and Ms. Renu Karnad have joined the board as I mentioned in my address. Mr. Parekh has not only been instrumental in creating this financial conglomerate he has also been responsible for creating many public financial institutions. I certainly share the sentiments of each of you with respect to his contribution and I would personally meet him and convey your thoughts and sentiments.

Mr. Tiwari had asked about the age of retirement – 60 years in the case of the Bank and HDFC Ltd having now merged into the Bank the age of retirement for their employees would also be 60 years.

The percentage of women, now the combined percentage is 22.63. We aspire to reach a level of 25%.

A question was asked by Mr. Tiwari again as to the number of branches in J & K, it is 119 branches.

Mrs. Mascarenhas had mentioned about after how many years our shares go to IEPF. Madam they are sent to IEPF after 7 years of unclaimed dividend as per the present rules under the company's act. There is a procedure to get it back, they belong to the concerned shareholder. And they are, IEPF operates under the aegis of Ministry of Corporate Affairs – Government of India. We would very much like to be of any help where the Bank can step in to ensure that the documents are properly vetted for any of you. However, the broader change in the policy can only come from the ministry.

I would request subsequently Mr. Jagdishan to handle the issue related to CSR shortfall as well as the special provision related to 500 crores made in the annual report.

Mr. Tamal Majumder and a few others have sent their questionnaires by email, they will be suitably replied to in detail by email. As well as the number of defaulters above Rs. 100 crores would also be, that detail would be sent separately.

I am grateful to Mr. Chavda for having noticed the 'Vigil Aunty' advertisement and communication.

The fixed deposit agents would certainly be treated appropriately within the Bank as per and within the norms that RBI lays down for similar relationships. Trust us, we do consider them a very valuable resource for the Bank.

Another question has come in about the number of shares allotted – the number is 311 crores. The question I understand had come from Mr. Sanghvi. As for Mr. Sanghvi's issue related to the locker, I would request Mr. Jagdishan to have his senior official to get in touch with them and if something could be done in that respect.

Namrata, as she is a youngster, has rightly the issue of criticality of technology – we fully accept it, that technology is going to be not only a disrupter but would also be a great means of ensuring better services to the clients and customers. I had mentioned in my speech the areas, the main pillars of technology AIML is one of them, however this entire gamut of technology starting from using the Cloud apart from using

other platforms through APIs, apart from using the new issues that come up through improvement in technology and there is a very special enterprise factory which virtually works like a technology company. However, this is an area which will continue to grow, and the Bank would certainly like to not only keep up but keep ahead of that curve in that area. Having said this if I have missed out any specific replies, we will see to it that goes by email.

One of the questions raised by Mrs. Mascarenhas was relating to number of staff – now on March 31st, 2023, it was 1,73, 222.

Now I will request Mr. Sashi Jagdishan to further answer queries which specifically relate to the shortfall in CSR, appropriation to deserves and any other thing that I might have missed out on while trying to answer shareholders' questions.

Mr. Sashi Jagdishan – Managing Director and CEO, HDFC Bank:

Thank you, Chairman. Thank you to all the shareholders for being patient and asking all your questions, some of which I think the Chairman has already answered and some probably we will answer in due course in writing. But I have sort of taken note of most of your questions and I would like to sort of try and respond in an aggregated manner to the best of my ability. I think this being the first AGM post the merger which consummated on the 1st of July, I echo the Chairman's and some of the members views on Mr. Parekh for leading a conglomerate of par excellence and spawning a lot of great institutions which we now as HDFC Bank have inherited. We are also happy, and the Chairman has mentioned as to why we will not have the fortune of having him on our board, but we are happy to have Mr. Mistry, Ms. Karnad and Rangan on our board. Rangan is something that the board has sought approvals from the Reserve Bank of India so that is yet to be gone. But at least as much as possible the senior leadership of HDFC Ltd will be in some form or the other be associated with the merged entity.

As the Chairman said I think we have as committed by all the seniors in the past at the time of the announcement of the merger, all the staff we have all come in, who were there on the date of the merger have all joined HDFC Bank. We believe there has been a fair process in ensuring that their grading and their tagging to the right roles have been appropriate. I am sure in any merger there will be some gaps, and which is what as I announced at the time of merger, is that we do have a grievance mechanism to address that.

Yes, fair amount of members did talk about specifically the erstwhile company secretary Mr. Agarwal and erstwhile CFO as the Chairman has eluded I think they are all very valuable and they all have an important role to play. You can be rest assured that due respect has been given to them and will be given to each and every member of the senior leadership and the staff of HDFC Ltd.

I may probably take this opportunity to layout the thought process that we had as to why this merger took place in the 1st part itself. As you know, the mortgage is a very important product. It is something that evokes a lot of emotion and this is something that all of us have witnessed how HDFC Ltd. did their business in home loans. The kind of customer connect they had is one of the reasons why they were so loved, not just by the customers but universally across the length and breadth of the country. It's quite apparent as to

the kind of value that particular organization created in terms of their service to the customers. HDFC Bank did not have it and they had a lot of other product offerings whether it's in the liability account, in terms of other consumer assets, in terms of investments, in terms of insurance, in terms of brokerage. This was one gap which was not there and there was a kind of a restraint in terms of what an HDFC Ltd. non-deposit taking or in terms of their funding requirements. You know, it made sense for the merger to happen. The timing as we had mentioned last year as well was all appropriate in terms of the regulatory, the convergence, in terms of the incremental funding that was required to support the kind of merger. I think all that came in together and that is the reason why I think the two boards of the Bank and HDFC Ltd. decided to take this forward with the members and then post that with all the regulators and that is the reason why we are here today.

We believe that this is once in a lifetime opportunity for the Bank with its large distribution footprint, with its large customer base of over 8cr. customers, where we have a very limited penetration. We have very few branches which were distributing home loans. We had just about a 2pc of our customer base which had penetrated into HDFC home loans. You know, the opportunity for us to sweat out distribution, penetrate more into the customer base and the ability to offer the complete bouquet of financial services product, riding on technology is something that the Bank will now have the capability. It is now for us to execute the rationale for why we merged with HDFC Ltd. We believe we have a wonderful chance with our 28yr. old history in terms of executing this. It's not going to be easy as you know that the risk of the merger is the funding part. I think one of the members did ask about it and we believe that this is a challenge that the entire bank, the leadership team of HDFC Bank and all the levels below are very excited about. I think time will tell but we are extremely confident that the way that we have grown over the last 10yrs., there is no reason why we will not be able to surmount the challenges and even grab the opportunity to grow similarly over the next many years. In fact, in my letter to the members, I did sort of spell out that if we do manage to execute so well, there is an opportunity for the Bank to create a new HDFC Bank every 4-5yrs. without compromising on our credit philosophy, without comprising on our profitability. I think there is a great opportunity just this merger is going to give us.

In addition to that, we have got many more new subsidiaries which is in the life insurance space, in the general insurance space and in the real estate investment space, in the asset management space which only adds more to the product offering and also try and have synergies between these subsidiaries and the distribution network of the Bank and try and see how we can enhance the profitability of subsidiaries as well. So we are quite buoyant about it. I think this is something that time will tell but if you go by the past execution track record of the Bank, we are reasonably sanguine about it.

Yes, some of the members did mention about what will happen to the NIMs. On a standalone basis itself, I think the Bank has demonstrated that it can do its business in a range bound manner, as I said, that's been always the philosophy that we will not compromise growth for profitability. It doesn't mean that, if a NIM number is X, we will be working towards that. But it is range bound, we sort of operate between a range of 4 to 4.4pc over multiple business and interest rate cycles. It is also dependent on the business mix that is there but this largely the kind of NIMs that we will operate in. But with the merger, because the home loans are now going to be a significant part of the total advances booked and it carries a lesser spread but having said that, it will also carry lesser cost and lesser credit cost as well. The NIMs will drop. I think in Q2, it should be the 1st quarter 2 results which should be declared sometime in later part of October. It will be

visible as to where the impact of NIM will be but I can assure you that the profitability or the returns over a period of the year, about 12-15-18 months will come back to the levels that one is always seen for HDFC Bank.

In terms of technology, as the Chairman in his speech had eluded to in terms of all the areas, the focus areas, just not in re-imagining the technology architecture but also the kind of new developments that we are building platforms on the Cloud. We believe that the Bank has silently done a lot of things in the last couple of years and is ready to sort of take on new challenges and new frontiers on that aspect, whether it is the more...whether it's in AI ML, whether it's on data, whether it is on the platforms as well, digital platforms. We are going to be star investments, that's one of our topmost priorities in terms of technology, that's why a fair amount of investments which is sometimes ranging around 7-8pc of net revenues will be in that particular 7-8pc of the total cost will be in technology and that's a very significant portion of that but the future benefits of that is going to be immense because not just the on-boarding part of it but also the transaction part of it will all sort of bring in the cost of operations in the future. So we are quite excited about the kind of work that's going on in the background. Some of you may not be seeing it but it's just a matter of time and you will see this as we unleash and unveil some of the customer facing platforms to the world at large.

The cyber security and cybercrime and 'Vigil Aunty' came for a lot of discussions and I think these are very valid points to be discussed. The Chairman also alluded to the same. I can assure you that it's in the Board and IT Strategic Committee of the Board and the management are very aware of the kind of issues and the threats that the cyber world possesses and more and more we move into digital and technology platforms, the vulnerability will only increase. But I think the kind of investments, the focus that the Board and the committees have on trying to fortify their systems, their vulnerability is in their technology platforms is on the topmost priority. I wouldn't say that it will be fool proof. I don't think anyone in the world can ever say that our firewalls or the kind of fortress that we build on the technology to ward off these cyber-crimes is going to be fool proof, no one can do that but all we can tell you is, ours will be much better than some of the others'. It is there not just in India but globally. But let me also appeal to some of the people out here, on this call, who are largely senior citizens, that you please be careful of whatever mails that you receive, the kind of SMSes that you receive, the kind of WhatsApp messages that you receive. Bulk of the problems that our customers are facing is when you click on some of these messages, these are all the fraudsters that are there everywhere and they try and lure all of you and all of us into clicking some of the messages which we are not supposed to do and we are virtually....these are called phishing and wishing attacks which then gives control to the fraudsters and they have the ability to see your passwords and then they take the money away. This is the problem that we are seeing. I know, one of the members did talk about his friend in Pune, Aundh Branch, while the specific aspect of it, I will have a look at it but definitely a sim swapping as you would also understand is something that is not our responsibility at all. You and I, including myself, we have to be careful about the devices, about ensuring that we don't share our passwords, we don't share our, even our devices. I mean today, even if you keep your computers open or you keep your mobiles open or you keep your chargers in your ports, there is always a potential threat for people to misuse and abuse that. We have to be careful. So this is the 'Vigil Aunty' as one of them said is a very important one. We are very proud that the team has undergone a lot of efforts to make the awareness drive. We will continue to do so. At the same time, I am assuring you that we are also building more security on our platforms. It may sort of give you a fair amount of inconvenience but I can assure you

that security is much better than the convenience that we may lose and that is something that we will keep on updating the members, as to what are the kind of investments we are doing on that particular front.

On special reserve, I think the fact that the merger is now giving us a fair amount of opportunity to deploy in long term loans especially affordable housing, there are sections or there are chapters in the Income Tax Act that if you do appropriate to a special reserve then we will have eligibility of the profits that accrue on the deployment of long term housing assets. So that's the reason why we have pre-empted and transferred to these special reserves. It going to be a free reserve, it's not going to be an encumbered reserve and sort of gives us the ability to get tax exemptions in future as and when we get profits out of the long term housing assets.

Bonds, yes, we have taken the members' approvals to sort of issue upto 50,000cr. of bonds. With the merger, with the fact that we would like to have a very well balanced mix in funding but in deposits and bonds which are very stable. You will see a fair amount of bonds coming out are stable in the future as well.

Credila is still...it continues to be a subsidiary. The Bank has....is in the process of getting the approvals, the regulatory approvals before we can put it to vote so post that, you will have the resolution maybe through electronic means. So the resolutions will come in at that point in time.

The Chairman also mentioned the shortfall on CSR. You now, there are 2 parts to it. Is there a shortfall in this year? No, there is no shortfall. The provisions of the CSR allow us to utilize some of the excesses in the past 3yrs. and that's exactly what we have done. So we have complied with the regulations in terms of that. I think one of the members, Mr. Bapat did mention about the shortfall that happened several years ago and that is something that yes, I did commit to it that we will try and you know, make good and try and catch up on that in future. See, you know, while some of these things I may spell it out but I have realized that in this area of CSR, we have to be extremely careful where we deploy and what are the kind of opportunities that are there. It is a substantial amount, if we have to cover that but I guess, over a period of time, we will try and find out better opportunities because we don't just want to dole out like this biscuits because there is a shortfall. We need to have, there is a good cadence and governance by the CSR committee of the Board. We need to find the right partners, the right opportunities to do that which we will do so in due course.

I think one of them also mentioned about the fact that, is it, ad equity distributed across the length and breadth of the country? I think, we will have a look at it. I think maybe, you know as I said, while I do understand there are low GDP states which probably may need these kinds of support but we also find that we also need appropriate agencies, of credible agencies in those states to be able to deploy to the end beneficiaries that we would like to benefit. There is a gap. These are certain things, these are some of the pitfalls in the country but we will put our best foot forward and ensure that the distribution is there across the country.

Yes, a lot of people did talk about the physical meeting vs. virtual meeting. . We are very happy to do, please don't have any doubts that we would love to meet you in person as well but I can assure you that there are a lot of people who have given feedback that even within Mumbai, that it is, since a large part of them are all senior citizens, it is in this kind of a traffic, during the monsoons, it is very difficult to traverse

from different parts of the city to go to a physical AGM. It is tiring, it is taxing so most of them, some of you have said physical but a large part of you prefer to have virtual meetings and it also enables people from shareholders members from other cities to log in and efficiently communicate with us. So there are lot of positives. There is nothing right or wrong and if the regulations do change that we need to go back to physical, we will be more than happy to do so.

There is also a fair amount of questions on employees, on culture, on attrition, the kind of respect the lower employees, I think let me add this in one go, this is one of the priorities of the management and also of the board in terms of the right ethos and respect that we give to the employees.. Yes, you did mention about some of the transgressions that have happened ...I think in a bank of our size, you will have these things but you should also appreciate the kind of swift action that the board and the management took in terms of when it gets pointed out. we are very clear as to we will not tolerate any of these things which will not in consonance with the culture of the Bank. I know, one of the members did write to me, it's not that we have not, he did mention about the density of branches. Look, while you may have view, we have a different view, density of branches is very important. Mumbai and Delhi continue to be one of the most high economic areas, that we are a commercial bank, we are there for the members, we need to ensure that we are there. Yes, there will be some overlaps within the geography but from a customer centric perspective, from a customer perspective, no one, none of them will even travel beyond 1-3kms going forward. So today, the average distance of branches is still about 7-8 kms but in certain metropolitan cities, yes, you will have within the kilometre or two, a fair amount of branches. So this is a reality. There will be overlaps. I am not saying that it will be squeaky clean. These are all healthy competitions. Having said that, as I said, the thought process of trying and ensuring that we respect the youngsters, the young officers of the Bank is very well taken. This is line with the ethos of the board of the Bank that it has been driving over the last couple of years and you will see changes. It's not going to happen overnight but I can assure you, this is one of the top most priorities of the institution and we are very confident that the needle will move and you will see a fair amount of employee satisfaction becoming better and better, the happiness portion getting better and better over a period of time. We will write in due course, I am not too sure if we have already done that in the coming year but we will try and publish these kinds of numbers in due course even in the shareholder's report.

Central grievance, central helpdesk for grievance redressal instead of branches, look, we do have a fair amount of alternate options in terms of mails. I can assure you that any member of the board, management and senior leadership gets it. we have a separate desk that looks into it. customers do find it very convenient to get into the branches but I do accept and acknowledge the fact that the branches sometimes need to take the help of the backend teams etc. But we do have the phone banking centres and at 14 locations. We have a toll free number, we have other numbers which is there available on the website, people can do that. Large part of the complaints, queries and requests come through that particular channel as well. We will try and evangelize and propagate that channel even more but the kind of distribution network that we are adding on, it is not going to be easy for customers to not to go into the branches to air their grievances. We can't say no. Ultimately the distribution point is there for the customers, we have to take in but we will try and see how we can make that efficient.

Credit cards, a lot of questions and especially one of the members talked about the expiry of cards and he sort of linked it to saying that airlines have a perpetual loyalty points and we should have perpetual loyalty

points. Sir, if you really look at the terms and conditions, we will have the ability or the discretion to change these with proper communication to the customers. So even I am a customer. I would also love to have perpetual points but ultimately any product offering, whether it is a card, whether it is any other products of the Bank will have to make economic sense. So if there is a period of time, if the business believes that you will have to expire and that is what we have done with adequate communication to all of us. So they have done that. And you know, airlines across the globe, while it may be very nice from our perspective, we are getting, we are able to enjoy perpetual loyalty points in airlines but if you probably also keep in mind the profitability of the airlines globally as well. So it's important that we are a commercial bank. We need to ensure that whatever we offer makes economic sense and the recessions that have been taken is only after factoring in reasonableness and also the profitability of the business. So they have taken that call. I know that like you, even I am also like many many people on this call, even the members of the board and the management, we are all impacted. We all had to undergo similar kind of feature at points in time but that's the way it is. While you did mention even last year's thing, we should be an outlier here and we should not follow business practices of other card companies but sir, that's not possible especially when it impacts profitability.

Mr. Surana mentioned about client masters being available in branches sir. Sir, thank you for these kind of suggestions. I think it is in progress and we should sort of have this implemented in a couple of months' time.

In terms of sweep-in, I think one of the members did talk about sweep-in, at least our facilities are pick and choose. The depositor can choose which deposits he or she would like to use for sweep-in and within that, you mentioned that you would like to have a LIFO and not a FIFO but at least in my case, since I am also had taken that facility, it is LIFO. But since you specifically mentioned that it's not LIFO and its FIFO, let me re-examine it. At least the last that I had seen, it was LIFO basis. But let me examine it from an operational convenience perspective and from a customer feedback perspective. Your feedback is well taken, we will do that.

Lastly in terms of the competition, yes, competition has been intense, will continue to be intense. With respect to the NBFCs has space, I think one of the members, millennial members did mention about what's the competition like vis a vis other NBFCs. See, the NBFCs have a space, it has a different segment to cater to. Banks have to cater to a completely different segment and if you have seen over the last 4 decades, the segments that the NBFCs used to patronize, banks have started to enter. It's a matter of time, maybe in 8-10yrs. time, banks such as us and other banks will get into this space which is very vast, where NBFCs are there but until then, I don't see any threats at this juncture, we operate in a different- there will be some minor overlaps but as of now, I think the space for us to grow is very large in India. We are all blessed to be in India where the penetration is very low for financial services. Now with the HDFC Ltd. merger, the mortgages, I think you have heard the leadership team, that's why HDFC always talks about the low penetration of mortgages and the GDP. So the runway is very large and we see that as a great opportunity. We don't have to go down the risk ladder, there is space for a lot of people to grow. We are reasonably bullish, buoyant, to be part of the Indian financial services landscape. We are blessed with the kind of platform that your bank has and I think you will start to see the fruits of this merger and considering the the proven execution track record of HDFC Bank through its vast employee work force play out reasonably well and I am sure all of you will be proud of that.

With that, I think I covered more or less all the points that had been mentioned by various members. I am sorry if I would have missed out any. I promise you that we will respond if at all there are any mails that has come in from you all. Thank you and I will go back to our Chairman. Thank you.

Mr. Atanu Chakraborty – Chairman, HDFC Bank:

Thank you, Mr. Jagdishan. Those questions which required detailed answer or where the mails have been sent, received would be answered separately. Before I thank all the members for their questions, insights, observations, so on and so forth, your questions, your observations are always a guidepost for the board and the management and for all the employees to take the organization forward. Before I conclude the annual general meeting of the Bank, I reiterate that the window for voting at this meeting will be available for the last 30mins after the conclusion of this meeting. I request the shareholders who have not voted, to vote before the voting window is closed. The board of the Bank has appointed Mr. B. Narasimhan, practicing Company Secretary as the scrutinizer to supervise the e-voting process. I authorize Mr. Santosh Haldankar, the Company Secretary to receive and declare the voting result. The result of e-voting along with scrutinizer's report will be declared within 2 working days of the AGM and would be communicated to the stock exchanges and also published on the website of the Bank and NSDL. I thank all the shareholders for attending the 29th Annual General Meeting of the Bank and declare the proceedings of this AGM as closed. On behalf of our board and management, I once again appeal to shareholders to take care and be safe and kindly vote if you haven't. Thank you. Thank you all.

(E-Voting begins)

(END OF TRANSCRIPT)