

August 6, 2022

New York Stock Exchange

11, Wall Street,
New York,
NY 10005
USA

Dear Sirs/Madam,

Sub: In-principle approval from Securities and Exchange Board of India ("SEBI") for change in control of HDFC Asset Management Company Limited ("HDFC AMC"), a portfolio manager, on account of the proposed composite scheme of amalgamation ("Scheme") for the amalgamation of: (i) HDFC Investments Limited and HDFC Holdings Limited, wholly-owned subsidiaries of Housing Development Finance Corporation Limited ("HDFC Limited"), with and into HDFC Limited and (ii) HDFC Limited with and into HDFC Bank Limited ("HDFC Bank")

This is in connection with our letter dated April 4, 2022, informing about the decision taken by the Board of Directors of HDFC Bank approving the proposed Scheme under Sections 230 to 232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder, subject to receipt of various statutory and regulatory approvals.

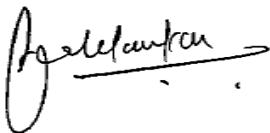
We also refer to our earlier letters, wherein we had informed you about receipt of no-objection/ approval letters including from stock exchanges and Reserve Bank of India.

In this connection, we wish to inform you that, we have been informed that on August 04, 2022, SEBI has granted its in-principle approval(s) by its letter to HDFC AMC for change in control of HDFC AMC (a subsidiary of HDFC Limited), the asset management company of HDFC Mutual Fund subject to the approval of the National Company Law Tribunal ("NCLT") under Sections 230-232 of the Companies Act and compliance with the conditions mentioned therein.

The Scheme remains subject to various statutory and regulatory approvals *inter alia* including approvals from the Competition Commission of India, the NCLT and the respective shareholders and creditors of the companies involved in the Scheme as may be required.

We request you to bring the above to the notice of all concerned.

Yours truly,
For **HDFC Bank Limited**



Santosh Haldankar
Sr. Vice President – Legal & Company Secretary