Annexure 11A

point 11 of BSE

HDFC

HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED
www.hdfc.com

Annexure VI

Compliance Report

It is hereby certified that the draft composite scheme of amalgamation between HDFC Investments Limited and HDFC Holdings Limited, wholly-owned subsidiaries of HDFC Ltd, with and into HDFC Ltd and HDFC Ltd with and into HDFC Bank Limited ("HDFC Bank"), to the extent applicable to HDFC Ltd being a listed entity does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sr. No	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

Ajay Agarwal
Company Secretary

CERTIFIED TRUE COPY
AJAY AGARWAL
COMPANY SECRETARY

Keki M. Mistry
Vice Chairman & CEO

Housing Development Finance Corporation Ltd. MUMBAI

Corporate Office: HDFC House, H T Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai 400 020.
Tel.: 66316000, 22820282. Fax: 022-22046834, 22046758.
Regd. Office: Ramon House, H T Parekh Marg, 169, Backbay Reclamation, Churchgate, Mumbai 400 020. INDIA.
Corporate Identity Number: L70100MH1977PLC019916

Certified that the transactions/ accounting treatment provided in the draft composite scheme of amalgamation among HDFC Investments Limited, HDFC Holdings Limited, Housing Development Finance Corporation Limited and HDFC Bank Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013, are in compliance with all the Accounting Standards applicable to a listed entity.

V. Srinivasa Rangan
Chief Financial Officer

Keki M. Mistry
Vice Chairman & CEO

Date: April 7, 2022

Housing Development Finance Corporation Ltd. MUMBAI

HDFC BANK
We understand your world

April 04, 2022

To,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai - 400001

Sub: Compliance Report- Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, ("LODR Regulations") for the Composite Scheme of Amalgamation of (i) HDFC Investments Limited and (ii) HDFC Holdings Limited into Housing Development Finance Corporation Limited ("HDFC Limited"); and (ii) HDFC Limited into HDFC Bank Limited ("the Bank") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013, and other applicable laws including the rules and regulations ("the Scheme")

Format of the Compliance Report to be submitted along with the draft scheme

It is hereby certified that the draft Composite Scheme of Amalgamation of (i) HDFC Investments Limited and (ii) HDFC Holdings Limited into HDFC Limited; and (ii) HDFC Limited into the Bank and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013, and other applicable laws does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of LODR Regulations and SEBI Master Circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and any amendments thereof (SEBI Master Circular), including the following:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of SEBI Master Circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting

For HDFC Bank Limited,

Santosh Haldankar
Senior Vice President - Legal & Company Secretary

Sashi Jagdishan
Managing Director and Chief Executive Officer

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving HDFC Investments Limited, HDFC Holdings Limited, Housing Development Finance Corporation Limited and HDFC Bank Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 are in compliance with all the Accounting Standards applicable to a listed entity.

Srinivasan Vaidyanathan
Chief Financial Officer

Sashi Jagdishan
Managing Director and Chief Executive Officer