

Standard Life (Mauritius Holdings) 2006 Limited
(the "Company")

March 12, 2019

The Managing Director
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai, India 400 001

The Managing Director
The National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai, India 400 051

Sub: Offer for Sale of face value of Rs. 10 each ("Equity Shares") of HDFC Life Insurance Company Limited (formerly known as HDFC Standard Life Insurance Company Limited) (the "Company") by one of its promoters, Standard Life (Mauritius Holdings) 2006 Limited (the "Seller") through the stock exchange mechanism intimated by way of notice on March 11, 2019

Dear Sir,

We, the Seller, refer to the notice dated March 11, 2019 ("**Notice**") sent by us whereby we proposed to sell up to 70,000,000 Equity Shares (representing 3.47% of the total issued and paid-up equity share capital of the Company) ("**Base Offer Size**") on March 12, 2019 ("**T day**") (for Non-Retail Investors only) and on March 13, 2019 ("**T+1 day**") (for Retail Investors and Non-Retail Investors who choose to carry forward their un-allotted bids) with an option to additionally sell up to 29,500,000 Equity Shares (representing 1.46% of the total issued and paid-up equity share capital of the Company), (the "**Oversubscription Option**", and the Equity Shares forming part of the Base Offer Size and the Oversubscription Option in aggregate, the "**Sale Shares**") through a separate, designated window of BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**"), in accordance with the SEBI OFS Circulars and the notices and circulars issued by BSE and NSE from time to time, in this regard (such offer for sale hereinafter referred to as the "**Offer**").

In this regard, we wish to intimate BSE and NSE of our intention to exercise the Oversubscription Option in the Offer to the extent of 29,500,000 Equity Shares (representing 1.46% of the total issued and paid-up equity share capital of the Company) in addition to 70,000,000 Equity Shares (representing 3.47% of the total issued and paid-up equity share capital of the Company) forming part of the Base Offer Size. Accordingly, the aggregate number of Sale Shares will be up to 99,500,000 Equity Shares (representing 4.93% of the total issued and paid-up equity share capital of the Company) of which, up to 9,950,000 Equity Shares (representing 0.49% of the total issued and paid-up equity share capital of the Company) would be available as part of the Offer on T+1 day, i.e. March 13, 2019.

All capitalised terms used herein but not defined shall have the meaning ascribed to them in the Notice filed with BSE and NSE.

Thanking You.

Yours sincerely,

For **Standard Life (Mauritius Holdings) 2006 Limited**


