

July 16, 2025

Ref. No: HDFC Life/CA/2025-26/27

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, Plot No C/1, Block G,
Bandra-Kurla Complex,
Bandra (East),
Mumbai- 400 051

Listing Department

BSE Limited

Sir PJ Towers,
Dalal Street,
Fort,
Mumbai – 400 001

NSE Symbol: HDFCLIFE

BSE Security Code: 540777

Dear Sir/ Madam,

Sub: Outcome of the 25th Annual General Meeting (AGM) held on July 16, 2025

This is to inform that the 25th AGM of the Company was held on Wednesday, July 16, 2025 at 2.00 p.m (IST) and concluded at 4.39 p.m (IST) (including time allowed for e-voting at the AGM), through Video- Conferencing (VC)/ Other Audio Visual Means (OAVM), all the resolutions mentioned in the notice of the 25th AGM have been duly approved by the members with the requisite majority

In this regard, please find enclosed summary of the proceedings of the AGM.

The same is also being hosted on the Company's website at www.hdfclife.com.

This is for your information and appropriate dissemination.

Thanking you,

For HDFC Life Insurance Company Limited

Narendra Gangan

**General Counsel, Chief Compliance Officer &
Company Secretary**

Encl.: As above

**Summary of proceedings of the 25th Annual General Meeting (AGM) of
HDFC Life Insurance Company Limited**

The 25th AGM of the members of HDFC Life Insurance Company Limited ("the Company") was held on Wednesday, July 16, 2025 at 2.00 p.m. (IST) through Video conferencing/ Other Audio Visual Means. The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Mr. Keki M. Mistry, Chairman, took the chair and commenced the proceedings of the meeting after ascertaining that the requisite quorum was present.

The Chairman welcomed the members and other attendees for the meeting. 123 members attended the meeting (including through authorised representatives).

Leave of absence was granted to Ms. Bharti Gupta Ramola, Independent Director, since she was unable to attend the meeting due to other prior commitments.

The Chairman then confirmed the attendance of the Directors for the meeting including the Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee.

The representatives of the Joint Statutory Auditors viz. M/s BSR & Co. LLP and M/s G.M. Kapadia & Co., Chartered Accountants, Secretarial Auditor viz., M/s Mehta & Mehta, Practising Company Secretaries; and Scrutinizer viz., M/s. MMJB & Associates LLP, Practicing Company Secretaries, attended the meeting.

The Chairman informed that the members have been provided with the facility to exercise their right to vote by electronic means both through remote e-voting and e-voting at the AGM, on all the resolutions as set out in the AGM notice. Thereafter, the Chairman mentioned that the members who have joined the meeting through VC and who had not cast their votes through remote e-voting were provided an option to vote through e-voting facility made available at the AGM using the e-voting platform of National Securities Depository Limited (NSDL).

The Chairman informed the members that the Joint Statutory Auditors' Report on the financial statements (standalone and consolidated) and Secretarial Audit Report for the year ended March 31, 2025 did not have any qualifications/reservations/observations. The same was taken as read. Also, the notice convening the AGM along with text of resolutions and explanatory statements were taken as read.

The Chairman then commenced his speech and highlighted the important aspects of the India's economy, some key regulatory changes, and achievements of the Company during FY 2024-25.

The Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

On the invitation of the Chairman, Members who had registered themselves as speakers, addressed the Meeting through VC and sought clarifications on the Company's accounts and businesses.

After listening to all the questions posed by the speaker shareholders, Mr. Keki M. Mistry, Chairman and Ms. Vibha Padalkar, Managing Director & CEO responded to the queries raised.

The Chairman then mentioned that the e-voting module was kept open for 30 minutes after conclusion of the proceedings of the meeting to enable the members to cast their votes.

The Chairman then informed that the e-voting results along with the consolidated Scrutiniser's Report would be disclosed to the stock exchanges within two working days and shall also be hosted on the website of the Company and NSDL.

The Chairman authorized the Company Secretary to declare the voting results, intimate the same to stock exchanges and host it on Company's website.

The following items of business as set out in the Notice of the 25th AGM, were transacted through e-voting:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt: (a) the audited standalone revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2025 and the balance sheet as at that date, together with the reports of the directors and auditors thereon; and (b) the audited consolidated revenue account, profit and loss account and receipts and payments account of the Company for the financial year ended March 31, 2025 and the balance sheet as at that date, together with the report of the auditors thereon	Ordinary
2.	Declaration of dividend of ₹ 2.10/- per equity share for the financial year ended March 31, 2025	Ordinary
3.	Appointment of Director in place of Ms Vibha Padalkar (DIN: 01682810) who retires by rotation and, being eligible, offers herself for re-appointment	Ordinary

4.	Payment of remuneration to Joint Statutory Auditors	Ordinary
Special Business		
5.	Appointment of M/s Mehta & Mehta, Company Secretaries as the Secretarial Auditor and payment of their remuneration	Ordinary
6.	Payment of remuneration in the form of profit-related commission to Non-Executive Directors	Ordinary
7.	Appointment of Mr Vineet Arora (DIN: 07948010), as Whole-time Director (designated as Executive Director & Chief Business Officer) and to fix his remuneration	Ordinary
8.	Revision in remuneration of Ms Vibha Padalkar (DIN: 01682810), Managing Director & Chief Executive Officer	Ordinary
9.	Revision in remuneration of Mr Niraj Shah (DIN: 09516010), Executive Director & Chief Financial Officer	Ordinary
10.	Approval of related party transactions with HDFC Bank Limited	Ordinary
11.	Approval of Employee Stock Option Scheme – 2025	Special
12.	Approval of Employee Stock Option Scheme – 2025 for the eligible employees of the subsidiary company (ies)	Special
13.	Approval of Performance Restricted Stock Units Scheme - 2025	Special
14.	Approval of Performance Restricted Stock Units Scheme - 2025 for the eligible employees of the subsidiary company(ies)	Special

The meeting commenced at 2.00 p.m. (IST) and concluded at 4.39 p.m. (IST) (including time allowed for e-voting).

This is for your information and records.

Thanking you,

For HDFC Life Insurance Company Limited

Narendra Gangan
General Counsel, Chief Compliance Officer &
Company Secretary