

CERTIFIED TRUE COPY OF THE MINUTES OF THE FOURTH MEETING OF STRATEGIC TRANSACTION COMMITTEE OF HDB FINANCIAL SERVICES LIMITED HELD ON WEDNESDAY, OCTOBER 30, 2024 ON SHORTER NOTICE AT 09:30 A.M. AT BOARD ROOM, HDB HOUSE, TUKARAM SANDAM MARG, A - SUBHASH ROAD, VILE PARLE (E), MUMBAI – 400 057

APPROVAL AND ADOPTION OF THE DRAFT RED HERRING PROSPECTUS IN RELATION TO THE OFFER

“RESOLVED THAT, in furtherance of the resolution passed by the board of directors of the Company (the **“Board”**) on October 28, 2024 reviewing the draft of the draft red herring prospectus, a further updated draft of the draft red herring prospectus (the **“DRHP”**), in respect of the initial public offering of equity shares of face value of ₹ 10 each of the Company (the **“Equity Shares”**) consisting of a fresh issue of such number of equity shares of the Company which aggregates up to ₹25,000 million and an offer for sale of Equity Shares by HDFC Bank Limited up to ₹1,00,000 million, at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer (**“BRLMs”**), as provided to, and tabled before the Committee containing the requisite information as prescribed under applicable laws and regulations, be and is hereby approved for filing with Securities and Exchange Board of India (**“SEBI”**), BSE Limited, National Stock Exchange of India Limited (which together with BSE Limited shall collectively be referred to as the **“Stock Exchanges”**) and such other authorities or persons as may be require;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with SEBI, the Stock Exchanges, registrar of companies and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto;

RESOLVED FURTHER THAT, the Directors of the Company and the Chief Financial Officer, be and hereby authorized to sign the said Draft Red Herring Prospectus on behalf of the Company and file the same with the SEBI for their observations and with the relevant stock exchanges for obtaining their in-principle approval and for listing purposes and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the afore going resolutions;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and/or Company Secretary of the Company be and are hereby authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action.”

**Certified True Copy
For HDB Financial Services Limited**

**Dipti Khandelwal
(Company Secretary)
Membership No.: F11340**

June 11, 2025