TATA CONSULTANCY SERVICES

TATA

Integrated Annual Report | 2023-2024

20 TRANSFORMING INDUSTRIES

Backdrop: TCS Gitanjali Park Campus, Kolkata, India

20 years of creating value for you

Since our IPO in 2004

About **TCS**

Tata Consultancy Services is an IT services, consulting and business solutions organization that has been partnering with many of the world's largest businesses in their transformation journeys for over 56 years. Its consulting-led, cognitive powered, portfolio of business, technology and engineering services and solutions is delivered through its unique Location Independent Agile™ delivery model, recognized as a benchmark of excellence in software development.

A part of the Tata group, India's largest multinational business group, TCS has over 601,000 of the world's best-trained consultants in 54 countries. The company generated consolidated revenues of US$29.1 billion in the fiscal year ended March 31, 2024, and is listed on the BSE and the NSE in India.

TCS' proactive stance on climate change and award-winning work with communities across the world have earned it a place in leading sustainability indices such as the MSCI Global Sustainability Index and the FTSE4Good Emerging Index. For more information, visit **www.tcs.com**

Transforming Industries

The TCS' FY 2023-24 (FY 2024) Integrated Annual Report delves into the capability of technological innovations and their impact on business models. Technology is increasingly an enabler in what enterprises can do to adapt and thrive in this new era. Businesses are relying on technologies to help improve their competitive advantage, drive strategy and growth. From Banking, Retail and Manufacturing to Healthcare and Utilities, technology is ***Transforming Industries*** in the way they operate, and enhance their customer and employee experience.

TCS, with its full services capability and industry specific contextual knowledge, has always remained relevant to clients and stayed close to them in the past technology cycles. The synergistic relationship between Cloud and AI/GenAI technology, is ushering in a significant shift in how industries approach innovation and efficiency. With over half of the workforce trained in AI/ML and Gen AI, TCS will continue to be clients' trusted transformation partner.

Recent Annual Report Themes

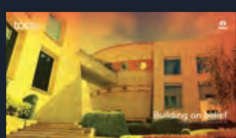
FY 2023

Innovate, Adapt, Thrive

FY 2022

Innovating for Greater Futures

FY 2021



Building on Belief

FY 2020

Purpose-driven. Resilient. Adaptable

FY 2019

Growth and Transformation with Business 4.0™

Content

Board of **Directors**

Non-Independent, Non Executive

N Chandrasekaran
Chairman
C C M N

Aarthi Subramanian
M N

Non-Independent, Executive

K Krithivasan
CEO & MD
M M M NE

N G Subramaniam
COO & ED
M M NE

Independent, Non Executive

O P Bhatt
C M M I

Dr Pradeep Kumar Khosla
C M I

Hanne Sorensen
M M I

Keki Mistry
C C M I

Al-Noor Ramji
M M I

Average Age (years) — 57 | 65 | 73

Average Tenure on the Board (years) — 0 | 07 | 17

Board Independence (%)

56% Independent — 44% Non-Independent

Average Tenure of Independent Directors on the Board (years) — 0 | 06 | 12

I — Independent, Non-Executive Director
NE — Non-Independent, Executive Director
N — Non-Independent, Non-Executive Director

Board Committees — C Chairman — M Member

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee
- Executive Committee
- Risk Management Committee*

** Samir Seksaria (Chief Financial Officer), is also a member of the Committee*

Management Team

Corporate

K Krithivasan
Chief Executive Officer and Managing Director

N G Subramaniam
Chief Operating Officer and Executive Director

Samir Seksaria
Chief Financial Officer

Milind Lakkad
Chief Human Resources Officer

Dr. Harrick Vin
Chief Technology Officer

Abhinav Kumar
Chief Marketing Officer

Madhav Anchan
General Counsel Legal

Pradeep Manohar Gaitonde
Company Secretary

Business Heads

Industries

Susheel Vasudevan
Banking Financial Services and Insurance

Shankar Narayanan
Banking Financial Services and Insurance

Debashis Ghosh
Life Sciences, Healthcare, Energy, Resources and Utilities

Krishnan Ramanujam
Consumer Business Group

Anupam Singhal
Manufacturing

V Rajanna
Technology, Software and Services

Akhilesh Tiwari
Communications, Media and Information Services

Markets

Suresh Muthuswami
Chairman – TCS North America

Amit Bajaj
North America

Amit Kapur
UK & Ireland

Sapthagiri Chapalapalli
Europe

Girish Ramachandran
Growth Markets

Services

Siva Ganesan
AI.Cloud

Vikram Karakoti
Enterprise Solutions

Ganesa Subramanian Vaikuntam
Cyber Security

Ashok Pai
Enterprise Cognitive Business Operations

Regu Ayyaswamy
IOT & Digital Engineering

Kamal Bhadada
TCS Interactive

Across industries globally, there are multiple mega trends that are shaping priorities of businesses: AI, New Energy, Supply Chain and Talent. These transitions will require substantial investment in technology across industry sectors. Your company is making significant investments and building capabilities to partner with customers during this phase of rapid technological shifts.

Letter from the Chairman

Dear Shareholder,

In FY 2024, your company has continued to deliver strong performance. I am pleased to share with you that your company has crossed annual revenues of **₹240,893 crore,** a growth of **6.8%,** over the previous year. With relentless focus on operational excellence, this growth has come at an industry leading operating margin of **24.6%*,** an increase from 24.1% last year. The order book for FY 2024 came at an all-time high of **US$ 42.7 billion** supported by strong client relationships and engagement. Client metrics continue to exhibit healthy progress with strong client additions. Employee retention continues to be at benchmark levels in the industry. TCS has been selected as a **Top Employer of Choice** in 32 countries. TCS has retained its ranking as the second most valuable global IT services brand, valued at **US$19.2 billion,** an increase of **US$2 billion** from last year.

The global environment around the world continues to go through significant shifts. Post the pandemic, which resulted in supply chain shocks, there was an economic slowdown especially in developed markets. While initial signs of stability began to emerge, the military conflicts have further intensified this year and continue to impact the global supply chains.

After two years of recessionary fears, persistently high inflation, and unprecedented monetary tightening, the global macro-outlook looks relatively better now with improving growth, disinflation, and monetary easing in sight.
Across industries globally, there are multiple mega trends that are shaping priorities of businesses: **AI, New Energy, Supply Chain and Talent.**

- GenAI technologies will impact almost every sector and country going forward. Enterprises have already invested in cloud, data infrastructure and large processing power which will aid AI/ GenAI. GenAI will not only improve productivity, but also create impact we hitherto have not seen or imagined.

- Global energy transition is accelerating, and businesses are making clear commitments towards a sustainable future. The energy requirement of our fast-changing world is enormous. Key is to lower the cost of energy while also transitioning to renewables. This transition requires large investment in technology, electric mobility, renewable power, hydrogen and sustainable fuel.

*Excludes settlement of legal claim

- Geo-political challenges are continuing to alter established supply chains and companies are rebalancing their supply chains to address both resilience and efficiency. New global supply chain ecosystems are being created, with India playing an important role in advanced manufacturing.

- Advanced manufacturing, new technologies like AI, new energy, data and business models are changing the future of work and are compelling new skillsets to be built for the future.

- Secure networks have become a key necessity as data is the foundation for businesses of today. These networks power everything from predictive analytics and AI to personalized customer experiences. As value of data increases, along with concerns of privacy and protection, it has rightly become a focal point of security for all businesses.

The key question is what these disruptions mean to the IT services industry and how your company is preparing for these? As enterprises globally prepare to respond to these mega trends, we see multiple opportunities for your company. Every industry is embracing these trends and their business is being shaped for the future. For example:

- The deployment of AI and GenAI will significantly help financial institutions in both driving efficiency as well as target new customers and serve customers in a very personalized manner. For example, Insurance claims will be processed in a matter of minutes, lending and disbursements will become much faster.

- Adoption of new energy solutions and AI technology is driving the future of automobiles. It is not only driving reduction of emissions but also providing a new level of customer experience.

- AI is accelerating drug development by screening millions of compounds, predicting interactions and generating new candidates for testing.

- Connected medical devices together with AI and GenAI will transform Healthcare in a significant way. It will enhance productivity, enable remote care and help overcome shortage of skilled resources.

- In Advanced manufacturing, an AI-first approach will drive new benchmarks in productivity, efficiency and sustainability.

- Telecom industry globally is upgrading communication infrastructure to 5G/6G. These high speed, low latency networks, along with edge compute and AI will become the backbone of businesses in future.

These transitions will require substantial investment in technology across industry sectors. Your company is making significant investments and building capabilities to partner with customers during this phase of rapid technological shifts:

- In FY 2024, TCS has consolidated AI and Cloud expertise with the creation of the AI.Cloud unit. In addition, each of the business groups are developing domain-specific AI/GenAI offerings relevant to the industry value chain. Over 300,000 employees have been upskilled on GenAI technologies in FY 2024. TCS' products and services are also being enhanced with AI capabilities. For example, TCS BaNCS™ is enriching its product portfolio with integrated AI/ML and GenAI capabilities; AI is also being embedded in Cybersecurity services to enable predictive capabilities.

- To partner with customers on their energy transition agenda, TCS is investing in research on green hydrogen, biofuels; developing digital platforms to help customers reduce Scope 1/2/3 emissions. Our proprietary ESG framework enables enterprises to build transparency into operations and simplifies compliance reporting.

- TCS is pioneering the engineering of the 5G/6G communication stacks using open standards. Two state-of-the-art labs for future ready communication infrastructure and interoperability have been setup at Bengaluru and Gurugram. Investments are being made in multiple niche technologies such as 5G SA Core, O-RAN radios, to build these solutions indigenously.

- Your company continues to invest in upskilling its talent base of over 600,000 employees. Employees are actively leveraging experiential and personalized learning on a wide range of emerging technologies, clocking over 51 million learning hours in FY 2024. TCS continues to build strong talent supply chains with deep partnerships with leading educational institutions, shaping the curriculum for new skill needs for the future.

On behalf of the Board of Directors of the company, I want to thank you for your continued trust, confidence, and support.

Warm regards,
N Chandrasekaran
Chairman

Letter from the **CEO**[1]

Dear Stakeholder,

It is my privilege to be writing to you from this desk as we near 20 years to our listing since August 25, 2004. Over the last two decades, your company's Revenue and Net Profits have grown at a compounded annual growth rate of over 18% each.

It has been almost a full year since my transition as CEO, and I am happy to report that it has been a very stable and seamless experience for all our stakeholders. During this period, we refocused on our industry and technology expertise, emphasized and refreshed the core values that define who we are as a company, and doubled down on customer centricity and employee empathy.

We had a strong finish to the fiscal year FY 2024, with revenue for the year at **₹240,893 crore.** This is, a growth of **6.8%** over the previous year (**3.4%** in constant currency). Demand for our services showed remarkable resilience as macroeconomic uncertainties and geopolitical volatilities continued in major markets through the year.

This growth came with an industry leading operating margin of **24.6%[2].** More importantly we exited the year with a quarterly operating margin of **26% in Q4,** demonstrating our commitment to the margin band of 26% to 28%. Our Net Margin was at **19.3%[2].**

The Earnings Per Share was at **₹127.74[2],** a growth of **10.9%** over the prior year.

Among the Business Segments, Manufacturing grew **10.6%,** Life Sciences and Healthcare grew **8.7%,** Banking, Financial Services and Insurance grew **5.6%,** Consumer Business grew **4.9%,** Communication, Media and Technology grew **4.6%,** while Others grew **14.5%** (YoY in reported currency).

Among geographies, growth was led by emerging markets: Latin America grew **21.1%,** India grew **20.3%,** Middle East & Africa grew **14.8%** while Asia Pacific grew **4.0%.** The UK grew **17.7%,** Continental Europe grew **6.5%.** North America grew **2.3%** (YoY in reported currency).

We are seeing strong deal momentum across markets resulting in double-digit growth in our TCV of **US$ 42.7 billion,** which reflects our deepening partnership with our clients and gives us optimism for the medium to long term growth outlook.

In keeping with our capital allocation policy of returning substantial free cashflow to shareholders, the Board has recommended a final dividend of **₹28** per share, bringing the total dividend for the year to **₹73** per share. The company also successfully completed its fifth buyback program, distributing **₹17,000 crore** to shareholders. For the full year, the company's shareholder payout was **₹47,445 crore,** which will be our largest payout to date. Our average shareholder payout has been **more than 100%** during the last 5 years.

[1] GRI 2-22

[2] Excludes settlement of legal claim

Business Overview

Established in 1968, our company has been a pioneer in the IT industry, across various technology cycles. At each of these defining moments, we refocused our investments, reinvented ourselves, and helped clients transform their businesses to stay ahead of the technology curve.

During FY 2024, customers continued reprioritization of projects in favor of those which are considered business-critical and where ROI realization is likely faster. We continue to see pressure on customers' discretionary spending. The recently won deals are converting into revenue as planned, the ongoing engagements started during the pandemic are being re-examined for the incremental value generated. While transformation remains a key ask, customers are expecting the same to be funded through savings from operations. Hence, the key engagement themes we saw during the year were around cost optimization and cloud transformation.

Demand was led by vendor consolidation, cloud migration and transformation, customer and employee experience enhancement, operating model transformation, business process optimization, supply chain initiatives, sustainability, AI enablement i.e. creating a cloud and data foundation for AI, and early-stage AI-infused transformational engagements.

Today, clients are seeing cloud as a strategy for business transformation and growth. The shift to cloud-native products and platforms is being fast-tracked, to achieve increased collaboration, security, scalability and efficiency. Hybrid, multi-cloud platforms are now becoming mainstream. Cloud adoption is a catalyst for innovation, and a strategy for business and growth itself. It provides the unifying digital fabric that forms the foundation for a connected future—one that continues to unfold with each technological advancement, including generative AI (GenAI).

> We launched several initiatives this year to inculcate a strong engineering culture among our employees and build deeper skills in market relevant technologies like Cloud, AI, Cyber Security and more. TCS is collaborating with all the hyperscalers and entering new partnerships with other important players in the AI ecosystem to upskill at scale and build AI computing infrastructure to develop AI solutions for our customers.

The rise of GenAI has been catching customers' attention, and it promises a leap in productivity and accelerates the creation of new products and services. Although still in the early stages of adoption, the use of GenAI is expected to transform every industry. Many of our clients who are early adopters have begun experimentation and exploration on various use cases of GenAI, with our help.

The Innovation Edge

Exploring innovative uses of GenAI continues to be a key focus area. We are helping our customers to use AI to:
(i) Assist, leveraging AI to supplement tacit knowledge with contextual knowledge to boost work effectiveness (ii) Augment, accelerating elite performance through collaborative intelligence, where humans and machines complement and magnify each other's talents, and (iii) Transform, leaping to a knowledge-driven superstructure with fast, consistent, and high-quality decision output to deliver new ways of working and the full realization of enterprise-wide AI. We have created one of the largest AI / ML and GenAI talent pools in the industry. We have doubled down on partnerships in areas such as AI, cloud, quantum computing and cybersecurity. These early investments have given TCS a head start in being a partner in our customers' technology adoption journey.

With our contextual knowledge and domain expertise, engineering DNA and intellectual capital, we have been the preferred partner for many customers in their strategic initiatives. This year, we signed several deals that are industry- defining in nature. We have included narratives about the work we did for **BSNL** – building an indigenous network, a true nation building project and how we built an advanced post trading platform for **SIX** in this Integrated Annual Report.

Our continued investments in Research and Innovation, and in building intellectual property, have further strengthened our transformational credentials. Many of our earlier R&I programs have matured into successful platforms and solutions which performed very well this year and helped differentiate our growth. We leveraged TCS HOBS™ to transform Celcom Axiata Berhad's core business support systems. For PostNord, TCS TwinX™ is helping increase sorter capacity, remove bottlenecks, and improve the collection and distribution sort plan. Similarly, TCS Omnistore™ is helping European home improvement company Kingfisher orchestrate a faster, smoother, and seamless checkout experience.

Building a Skilled Workforce

Our approach to talent is strategic — we consider our employees as key stakeholders in our growth. Our ability to cycle through different technology and business model changes, continuously embrace new knowledge and stay relevant, defines us and gives us a significant edge over our competitors.

We have a strength of **601,546** employees, and our LTM attrition in IT services was **12.5%,** down by **760 bps** over the previous year. Our workforce continued to be very diverse, with over **152** nationalities represented and with women making up **35.6%** of the employee base.

We launched several initiatives this year to inculcate a strong engineering culture among our employees and build deeper skills in market relevant technologies like Cloud, AI, Cyber Security and more. TCS is collaborating with all the hyperscalers and entering new partnerships with other important players in the AI ecosystem to upskill at scale and build AI computing infrastructure to develop AI solutions for our customers.

In FY 2024, TCSers logged **51 million** learning hours, and acquired nearly **5 million** competencies. A culture of lifelong learning and innovation, by closely linking learning with careers and rewards, has placed us as the Global Top Employer for the 9th consecutive year, across 32 countries — placing us as one in only 16 organizations worldwide to achieve this status.

Embracing Aalingana

We have fully adopted Project Aalingana, the Tata group's sustainability roadmap and the aim is to be net zero by 2045, integrating sustainability into business strategy and concentrating on three interlinked pillars of the project, i.e., promoting the decarbonization of our company and value chains; utilizing a systematic, circular economy approach to reduce resource usage and waste; and protecting and regenerating the environment.

We continue to make good progress in our net zero journey, on the environmental front. TCS had set a target to reduce its absolute Scope 1 and Scope 2 emissions by 70% by 2025 and become net zero by 2030. We are well ahead of our initial Scope 1 and 2 targets and have achieved a reduction of **80%** in Scope 1 and 2 emissions in FY 2024 over a baseline of 2016. We are doing this by increasing use of renewable sources of energy and improving energy efficiency.

The company's strategy for reducing emissions includes addition of more green buildings to the company's real estate portfolio, reduction of IT system power usage, responsible sourcing, and the use of TCS Clever Energy™, which leverages IoT, machine learning and AI to optimize energy consumption across campuses.

TCS is not only improving its own sustainability but also helping clients develop and implement their sustainability strategies and improve outcomes. We have built a comprehensive suite of over 200 offerings in sustainability services and solutions across different industry verticals. These solutions help enterprises decarbonize their operations and create net-zero pathways, addressing biodiversity loss and growing inequity. We help customers embed circularity in their products and services, by helping design agile, resilient, and sustainable supply chains and promoting reuse, recapture, and recycling.

Passion for Our Purpose

TCS is meaningfully connecting marginalized groups, including women and youth, to economic opportunities. We continue to work with communities across the world, pursuing our long-standing commitment to programs in the areas of education, literacy for livelihood, skilling for employment, and digital entrepreneurship; while exploring areas of healthcare, digital inclusion, water, climate and sustainability.

Through clearly defined focus areas and strategic programs, our work has impacted the lives of over **7.1 million people.** We are working with public and social sector organizations to help close the literacy gap among the most marginalized adults, helping them access government entitlements and improving access to livelihood. We are empowering students in government schools with 21st century skills, introducing them to careers of the future, while empowering and building capacity of the teachers and education system.

By working with other private sector organizations, we are helping marginalized youth transition from college to meaningful careers across a variety of sectors. Our digital entrepreneurs are connecting disadvantaged communities in rural and aspirational districts across India with front line services in social welfare, banking, finance, insurance, health, e-commerce, logistics and more.

Our employee volunteer program called **HOPE** (Hours of Purpose by Employees) resulted in over **6.7 million hours** dedicated to purpose projects across dimensions of biodiversity, mental health, climate action, circularity, literacy, education, skilling, mentoring, conservation and more covering the 17 UN Sustainable Development Goals.

Greater Governance

Governance at TCS encompasses ensuring ethical and transparent business conduct, addressing sustainability risks and opportunities and aligning robust disclosure requirements under the aegis of the board. At TCS, the Tata Code of Conduct serves as a guide for all employee behavior.

TCS consciously embeds the highest standards of governance in its operations. We have a holistic compliance framework and an integrated governance structure that encourages a strong commitment to global Environment, Social and Governance (ESG) disclosure standards for promoting transparency and accountability. As part of the Tata Group, we have long recognized the ESG stewardship as core to our purpose. We have a proud legacy of pioneering positive change, not just within the industry but in the communities where we operate as well, and our commitment remains steadfast.

Looking Ahead

Our all-time high order book, continued deal flow and pipeline velocity give us confidence in our business momentum. Looking forward, we see greater opportunities ahead, as businesses become more technology-intensive and depend on technology to drive competitive differentiation and transform their industries. Our integrated business model which drives value creation for all our stakeholders, will continue to help us benefit from each new wave of technology change, and be a force multiplier for our growth and leadership in years to come. We thank you for your continued support in our journey ahead.

Best regards,
K Krithivasan
Chief Executive Officer and Managing Director

The **Year Gone By**

Q4

Announced a 15-year expansion of its partnership with **Aviva**, the UK's leading insurance, wealth and retirement provider, to transform Aviva's UK life business and enhance customer experience leveraging the **TCS BaNCS™** platform. As part of this, the end-to-end policy administration and servicing will expand to cover over 5.5 million policies.

Announced a **final dividend of ₹28 per share,** taking the total dividend for the year to **₹73** per share. The company also completed its fifth successful buyback returning **₹17,000 crore** to shareholders, wherein the buyback process was completed in record time of **63** days. The **total shareholder payout** for the year was **₹47,445 crore.**

Recognized as a **Global Top Employer** by the **Top Employers Institute** for the ninth consecutive year, for TCS' pioneering employee engagement and talent development initiatives. TCS was also named a top employer in **32 countries** and regions, including Europe, the UK, the Middle East, North America, Latin America, and South-East Asia.

Ranked the **#1 IT service provider for customer satisfaction in Europe** in an independent survey of over 2,000 CXOs of the continent's top IT spenders by **Whitelane Research**, for the **11th consecutive time.** The study also revealed that TCS demonstrated an 'exceptional' level of performance across five key IT domains: Digital Transformation, Workplace Services, Security Services, Application Services and Cloud Services, where TCS scored more than **80%,** and maintained a healthy lead compared to industry average scores.

Launched an **AI Experience Zone** to foster hands-on proficiency in AI and GenAI for its employees. Within this immersive environment, TCS employees can explore, engage, and experiment with cutting-edge GenAI-powered applications, creating innovative use cases, with all necessary guardrails and while upholding Responsible AI principles.

FORTUNE
WORLD'S MOST ADMIRED COMPANIES™ 2024

Featured on **FORTUNE® Magazine's 2024** list of the **World's Most Admired Companies**, also featured in the **Forbes Global 2000 Rankings of the largest companies** in the world.

Ranked the **second most valuable IT services brand** (brand value up **11.5%** to **US$19.2 billion**) by **Brand Finance**, with the incremental **US$2 billion** growth being the highest absolute growth posted among the Top 25 leading IT firms in the world.

Former Executive Director, **Phiroz Vandrevala**, passed away in January 2024. He was a key part of the leadership team and made many significant contributions, such as being part of the efforts to take TCS public in its IPO in 2004, opening-up new markets, mentoring a new generation of TCSers, and in building a strong foundation for the company in the life and pensions industry.

Enabled Europe's most modern post-trade platform with **Euroclear Finland**, the national central securities depository of Finland, to integrate its core platform with the European securities settlement engine. This transformation program ensures easier cross-border settlements for investors in Finnish securities, attract more investment into the country, improve access to capital for Finnish issuers and also reduce cross-border settlement risks and costs for investors.

Launched **TCS Pace Port™ London**, the company's sixth global research and co-innovation hub, which is set to become a dynamic center for cutting-edge technology research and development in the region. The Pace Port will focus on innovation across a cross-section of industries, government priorities and critical national infrastructure while creating an ecosystem of experiences.

Sponsored 13 running events through the year, including the **TCS New York City Marathon, TCS Amsterdam Marathon, TCS London Marathon, TCS Toronto Waterfront Marathon and TCS Lidingöloppet,** where total distance covered by the runners crossed more than 80 million miles.

TCS New York City Marathon

TCS London Marathon

TCS Toronto Waterfront Marathon

Q3

Selected by **ASX**, Australia's primary securities exchange to provide a next generation clearing and settlement platform to service the Australian market. TCS will leverage its flagship product TCS BaNCS for Market Infrastructure to enable the transformation, replacing ASX's existing platform for cash equities clearing and settlement.

Partnered with **The Munch Museum** in Oslo, to create immersive and interactive drawing experiences for local visitors and global audiences. Scientists from TCS Research will leverage their expertise in AI and Machine Learning to bring Edvard Munch's artworks and creative process to life through the power of digital innovation. TCS will also provide IT consultancy, collaborative workshops, and talent exchanges to help create immersive museum experiences that showcase the future of art.

Partnered with **Macquarie University** to launch the **TCS GoZero Hub**, a research and innovation center to guide Australian organizations in their journeys towards **net zero carbon emissions.** Aligning with the central themes of COP28, this hub will focus on five core themes – *energy transition, carbon management, nature positive future, circular economy and sustainable waste management, and climate adaptation and resilience* – and how to limit and prepare for future climate change. The TCS GoZero Hub will also support education pathways, providing relevant skills and knowledge to prepare students for successful, future-focused careers.

Professor Dan Johnson, Pro Vice-Chancellor – Research, Innovation and Enterprise, Macquarie University; K. Krithivasan, CEO & MD, TCS; and Girish Ramachandran, President, TCS Growth Markets at the launch of the TCS GoZero Hub in Sydney.

Paid tribute to the passing away of **Mr. Y P Sahni**, one of the members of the original founding team at TCS, who laid the foundations of the company and served as the President till his retirement in 1996.

Signed a multi-year partnership with **ASDA** in a divestiture and digital transformation deal, to help implement a new organization-wide IT operating model, following its divestiture from Walmart. The strategic partnership will leverage TCS' cloud, AI, and security solutions to help ASDA deliver the divestiture smoothly, on-time and securely, in addition to further enabling ASDA in enhancing its customer experience and innovation capabilities to help increase their market share and retain price leadership.

Selected by **TPG Telecom**, Australia's leading telecommunications company, as a strategic technology transformation partner, to simplify and streamline internal systems and platforms, enhance customer journeys and products, and increase digitisation. This will help TPG Telecom become Australia's best digital telco by delivering great value connectivity services to end customers.

Partnered with **SIX,** the operator of the Swiss and Spanish financial market infrastructures, to transform its post trade market infrastructure, which offers greater flexibility, security, and ease of maintenance and its modern, cloud-ready architecture can also integrate more easily with digital ecosystems, opening-up possibilities of innovative new products and services. The program is more scalable and currently processes more than 4 million transactions per day, covering more than 60 global markets.

The signing of the Swiss Securities Clearing Corporation (SECOM) deal in 1989, marked TCS' entry on the global stage, competing with a select set of large consulting firms for executing large, complex programs involving deep domain expertise. SIX' mission critical core platform was originally built by TCS, and was one of the world's first online real-time settlement systems.

Q2

Selected by **BSNL**, state-owned telecom operator of Government of India, to roll out a modern 4G/5G mobile communication infrastructure across India covering 100K telecom sites, as part of its efforts to build indigenous telecom technology and local manufacturing of the telecom gear.

Partnered with **JLR**, a large UK based multinational automobile company, to accelerate digital transformation across its business, TCS will deliver a broad range of services spanning application development & maintenance, enterprise infrastructure management, cloud migration, cybersecurity, and data services. TCS will help JLR transform to a leaner and scalable operating model with a future-ready digital core, by leveraging new technologies to transform IT operations and adopting new ways of working.

Choosen by **British Council**, the UK's international organization for educational opportunities and cultural relations, to transform its professional services function that includes Finance, Procurement, Human Resources and Digital & Technology. TCS will leverage its contextual knowledge, deep domain expertise and proprietary platforms to help develop more innovative and user-friendly services. The partnership will also enable the British Council to focus on improving the quality and efficiency of services, ultimately leading to an enhanced customer experience.

Selected as a strategic partner by the **Government of India** to transform the **Government e-Marketplace (GeM) platform**, into a world-class platform. The project will enable growth and scale, improve inclusivity for MSME enterprises, enhance data analytics for improved supply-chain operations and provide enriched user experience through innovation and domain expertise of TCS.

Partnered with **Dassault Systèmes** through its **Living Heart Project** that unites an ecosystem of cardiovascular researchers, educators, medical device developers, regulatory agencies including US FDA, and practicing cardiologists, to develop and validate realistic digital simulations of the human heart. The TCS Bio Digital Twin is a biophysics-based high-fidelity computational model developed by TCS' researchers, to enable investigation of the function of a particular human organ remotely and non-invasively.

- Created the first-ever digital heart of long-distance runner, two-time Olympian, and Boston Marathon champion Des Linden. The twin will help see, measure, and monitor the heart going through significant stress—and predict with high accuracy how it will perform, to transform how the athlete trains.

At the 2023 TCS New York City Marathon Expo at the Javits Center in New York City, two-time Olympic marathoner Des Linden (right) examines a digital twin of her heart being developed by Tata Consultancy Services, next to Dr. Srinivasan Jayaramen, Principal Scientist at TCS. TCS is developing a digital twin version of her heart to showcase how digital twin technology is set to transform how elite athletes train, compete, and manage their health while demonstrating the power and potential of personalized health and wellness. (Photo credit: Joe Hale)

Q1

Selected by **Nest**, UK's largest workplace pension scheme, to digitally transform its scheme administration services with a future-ready, digitally enabled, omnichannel platform powered by TCS BaNCS™. TCS will leverage the latest technologies and data analytics to deliver enhanced, personalized, and self-directed experiences to members. This will enable Nest's 12 million members and 1 million employers to access the right information at the right time, in the way that suits them best.

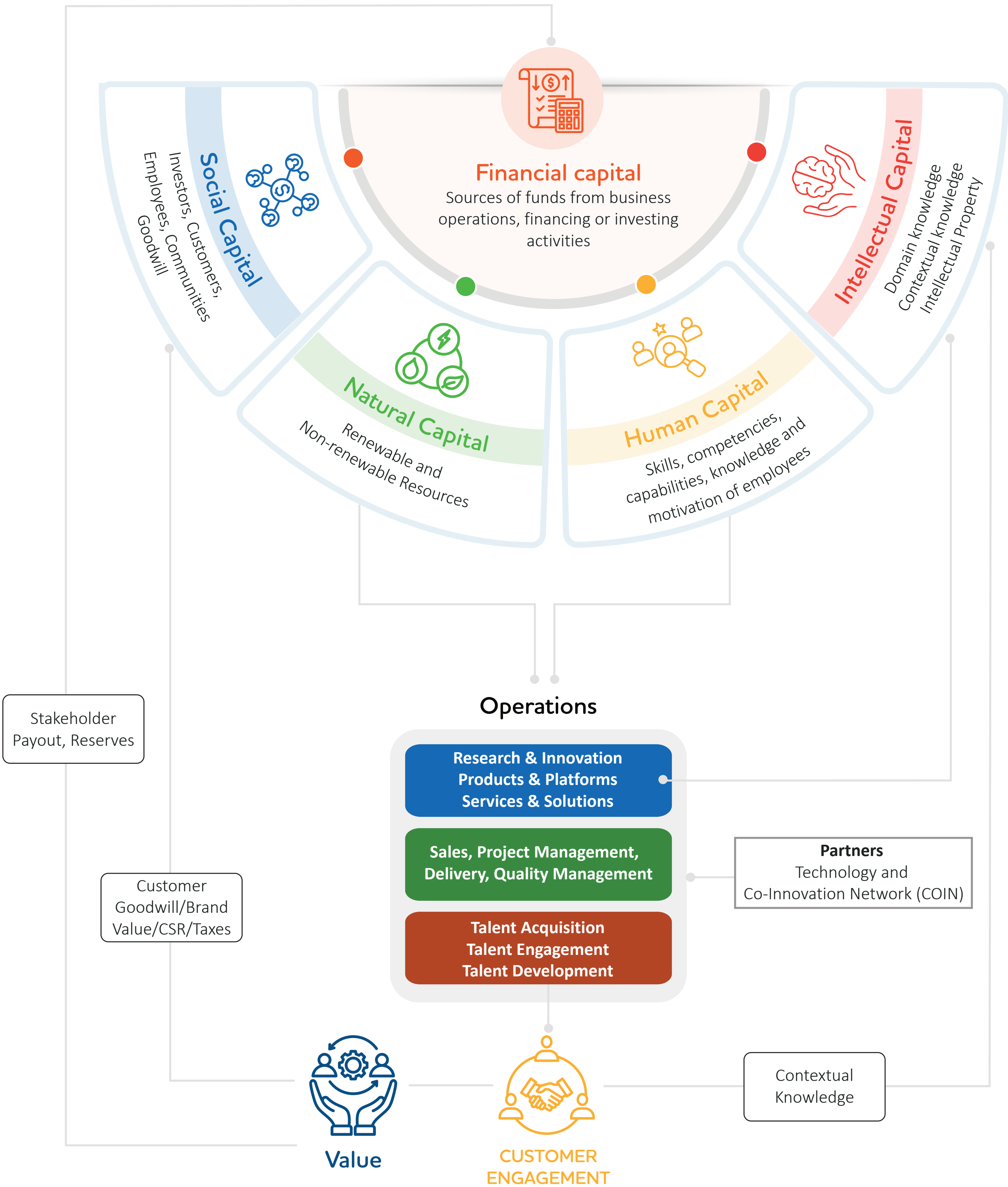
Awarded a 10-year contract by the **UK's Department for Education (DfE)** to manage the scheme administration services and further enhance customer experiences for the **Teachers' Pension Scheme in England and Wales**. TCS' future-ready, digitally enabled, omnichannel platform, powered by TCS BaNCS™, will enable accurate administration of pension records, payment of benefits, effective scheme finance management, proactive member engagement and easy access to information.

Engaged by **Standard Life International DAC**, a wholly owned subsidiary of the Phoenix Group, to transform its operating model and enhance the customer experience for its policyholders in Europe, using the TCS Digital Platform for Life and Pensions, powered by TCS BaNCS. TCS will set up a customer operations center in Germany, and a future-ready Life and Pensions Digital Platform for Germany and Austria. As part of the transformation, TCS will create comprehensive, omnichannel, journey-based digital experiences for policyholders and advisors.

Celebrated 20 years in Mexico by inaugurating a new office in **Monterrey**, becoming TCS' **ninth office** in the country overall, with a state-of-the-art building which is one of the tallest in the cities. TCS serves more than 250 clients out of these centers.

TCS Integrated Business Model

Value Creation using the Five Capitals



Financial Capital

TCS' longevity is a testimony to the strength of our business model and our ability to reinvent ourselves in an ever-evolving technology landscape to stay relevant to our customers while remaining focused on creating value for all our stakeholders.

Outcomes

- Best in class profitability and strong balance sheet provide greater ability to invest in newer capabilities and to weather economic downturns
- Superior Return Ratios
- Sustained long term cashflow
- Consistently high shareholder returns

₹ crore

TCS Value Creation and Distribution[1]

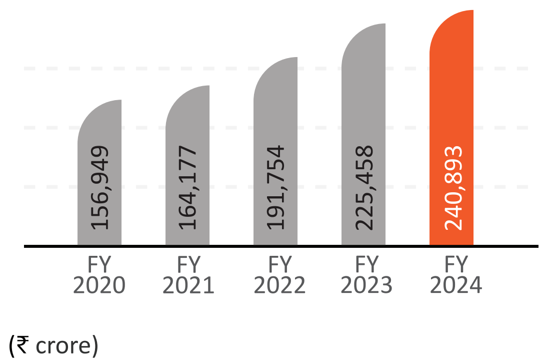
	FY 2023	FY 2024	% of FY 2024 Revenue	Y-o-Y Growth (%)
Revenue from operations	225,458	240,893	100.0	6.8
Employee cost	127,522	140,131	58.2	9.9
Other cost of operations *	43,699	41,451	17.2	(5.1)
R&D and innovation expense	2,500	2,751	1.1	10.0
Community Investments	866	953	0.4	10.0
Tax expense *	14,604	16,262	6.8	11.4
Shareholder payout including proposed final dividend	42,079	47,445	19.7	12.8

* Excludes settlement of legal claim in FY 2024

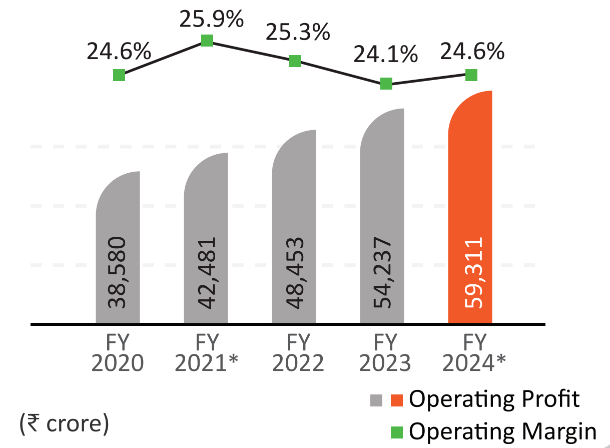
[1] GRI 201-1 [2] Adjusted for Bonus shares

From listing till Jan'2024, not considered while calculating share price return

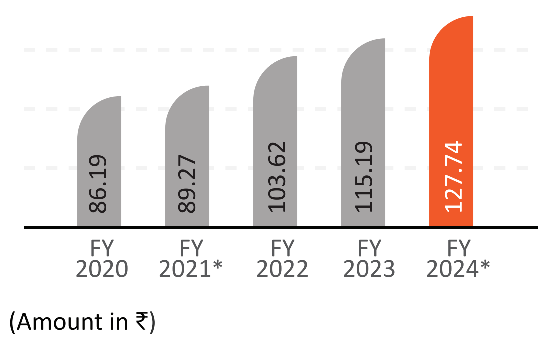
Revenue Trend
CAGR 10.5%



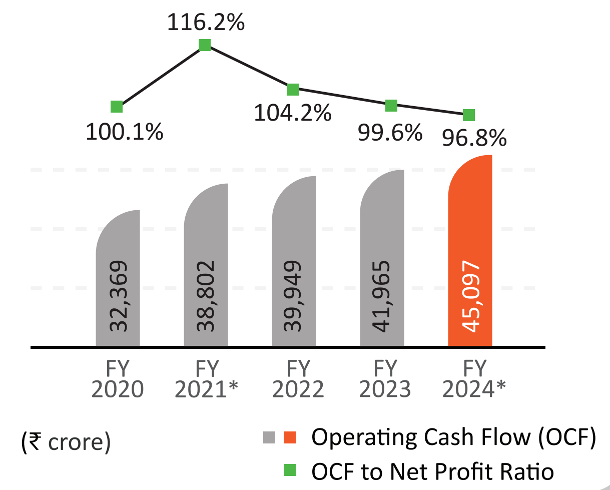
Operating Profit Trend



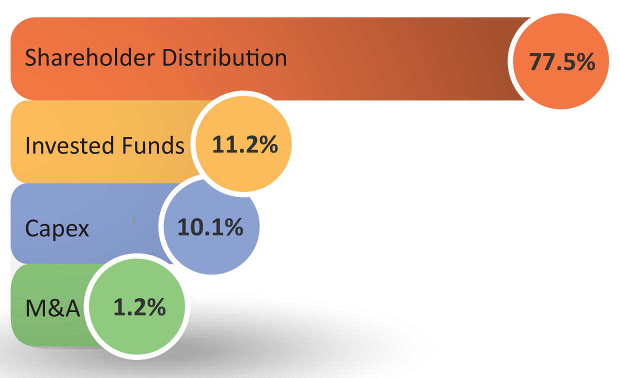
Earnings per share
CAGR 9.0%



OCF and Cash Conversion

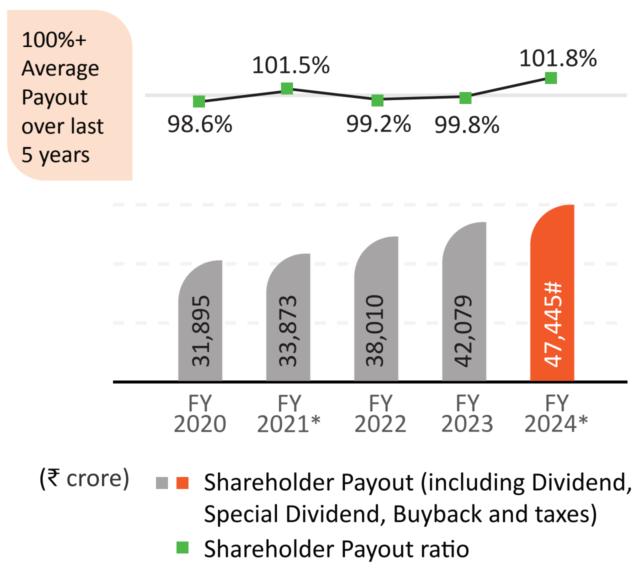


Cash Usage for the last 20 years



For the period FY 2005 to FY 2024

Shareholder Payouts

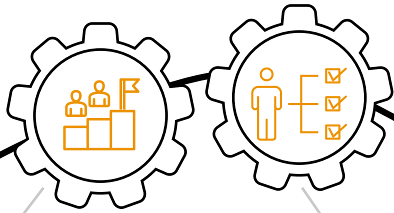


includes proposed final dividend

* Excludes provision (in FY 2021) and settlement (in FY 2024) of legal claim

Human Capital[1]

Best in Class Talent Management



601,546 Employees

Workforce
Globally distributed, highly localized

12.5% LTM attrition in IT services

Talent Retention
Revert to normal range in FY 2024

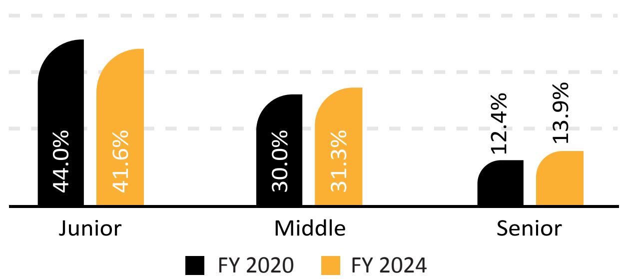
Talent Diversity and Inclusion

152 Nationalities

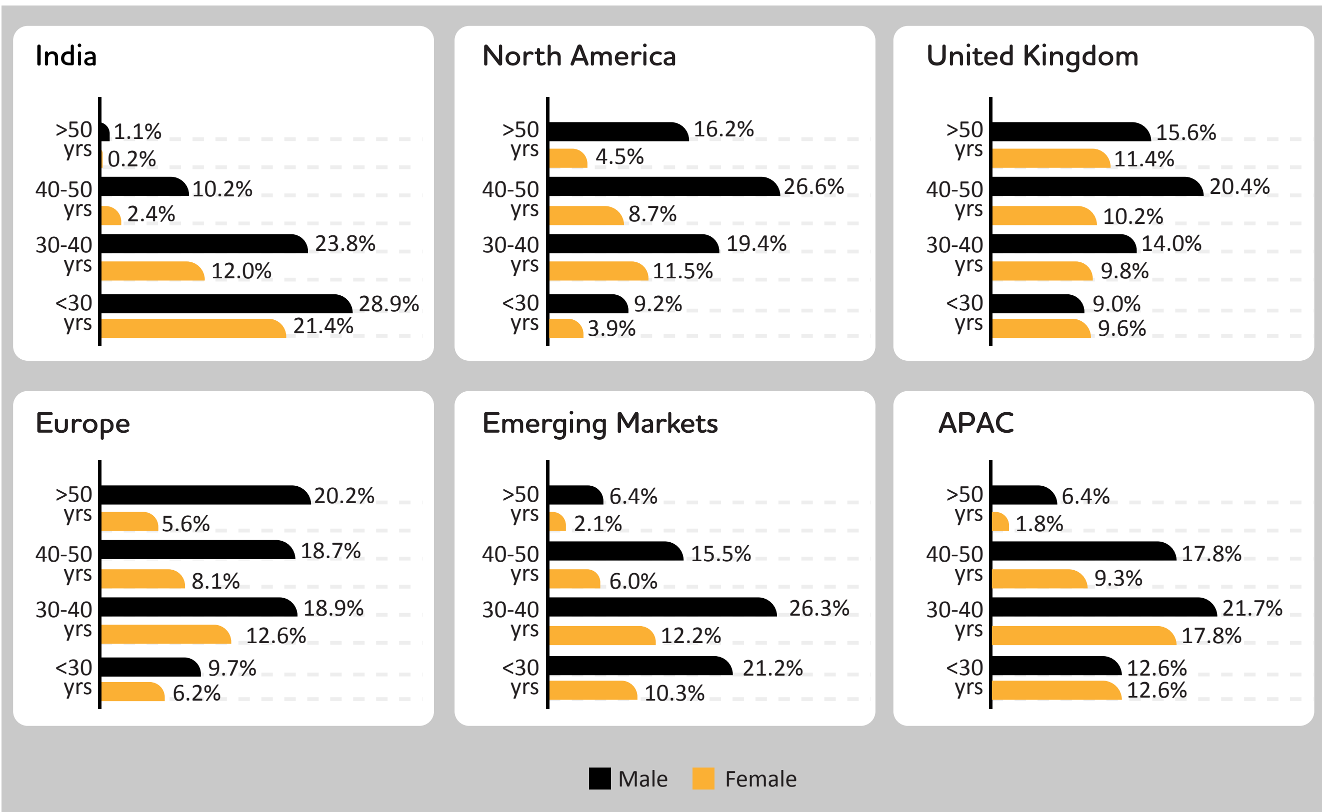
3 Generations
89% Millennials

~214,000+ Women
35.6% of workforce
58%+ Increase in senior women executives over last 5 years
797 Unique patents filed by women

Rising up the ranks
% Women improved at mid- and senior levels over last 5 years



TCS Employees by Region, Age and Gender



[1]GRI 401-1, GRI 405-1

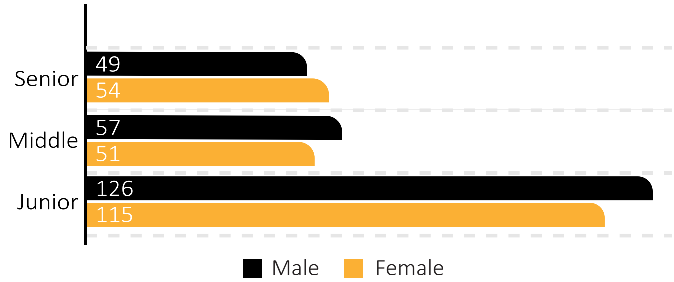
Talent Development

TCS is invested in its people for the long term, supporting them to build meaningful careers they aspire to, supporting the development of its people, providing them with opportunities and tools for them to continuously develop and reinvent their skills and careers, so they remain at the cutting edge of innovation.

51 million Learning Hours

5 million Competencies acquired

Average Learning Hours per employee[2] **87.1 hrs**



Engagement with Purpose

TCS Elevate
423,000 employees pursued learning linked to career growth

Contextual Masters
73,000 CMs
27% Women

Focused Training
Building a strong **Engineering culture** with focus on Software and Secuware Training

Initial Learning Program
Resumed 100% in-person training for freshers

AI. Cloud Certification
Goal to make **"Every TCSer GenAI Ready by 2025".** Over half of the workforce already trained on AI/ML including GenAI.

Mid-level Training
65,000 completed since inception
25,000 deployed in opportunities matching their skills

[2]GRI 404-1

Intellectual Capital

Highlights

5,500+
Researchers and Innovators

3,919 / 8,040
Patents Granted / Filed (cumulative)

257
Tier-1 Publications

40+
Research and Innovation centers

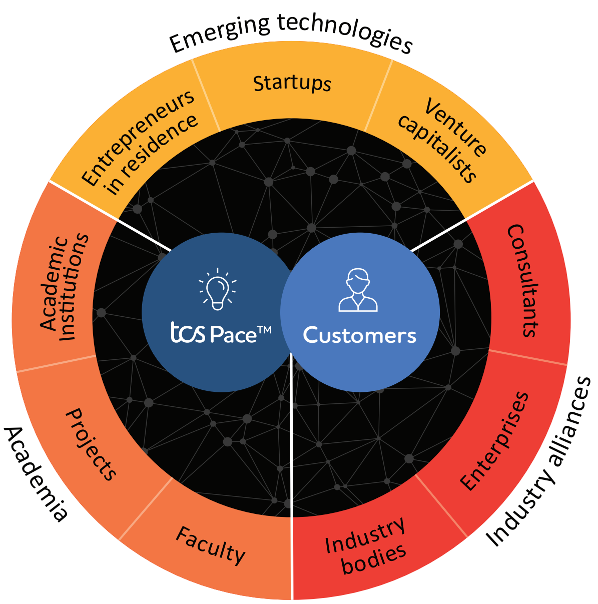
70+
Academic Partners

6 Pace Ports Co-Innovation Hubs
New York, Amsterdam, Toronto, Pittsburgh, Tokyo, London

2,900+
Start-up Partners

The TCS Pace Innovation Ecosystem

A platform that brings together these three rings and the layers within them to create a comprehensive and engaged ecosystem of innovation. Pace is geared toward building innovation experiences and systems of rigor in innovation to create tangible business outcomes for customers speedily and at scale.



Focus Areas of TCS' R&I:

- Purposeful AI
- Computing Futures
- Digital Sciences
- Sustainable Futures

Physical Sciences

- Meta Materials for Communications
- New Materials Formulation
- Li-ion Batteries
- Catalysis
- Effluent Treatment

Behavioural and Business Sciences

- Emotional Wellbeing for Enterprise
- Consumer Behavior in Retail
- Gamified Engagement and Learning
- Understanding Personae in Connected Homes

Life Sciences

- Generative Design in:
  - Drug (including vaccines and proteins) design and synthesis
  - Molecules, Formulations and Manufacturing Processes

Computing / Data Sciences

- Generative AI
- High Performance Computing and AI
- Multicloud deployments
- Cyber Cloud- Data Residency, Compliance, Security- Resilience on Cloud
- Low Energy Hardware, Low Energy High Performance Computing
- Edge Hardware for Compute and Communication
- Quantum Communications
- Robo Logistics
- Learning Aided Adaptive Software
- Digital Transformation for Applications
- AI in Software Development Lifecycle and Data Analytics
- AI for Cybersecurity
- Privacy preserving Service Operations, Privacy preserving Biometrics, Trustworthy AI
- Remote Sensing Spacetech for Sustainability and Infrastructure
- Energy Internet and Carbon Market
- Sustainability in Manufacturing, Carbon Capture, NetZero Transition and Renewables

Products and Platforms

tcs BaNCS™

- 29 new wins and 38 go-lives in FY 2024, including 5 large insurance platform wins
- Services more than 30% of the global population for Banking, 100+ Countries covered
- 8 out of top 10 custodian and asset management firms run on TCS BaNCS
- Largest independent solution provider in financial market infrastructure, serving over 20 countries with mission critical systems
- Market leader in Indian brokerage and trading system, with 35% volume market share, across front, back office, risk and professional clearing
- Largest BpaaS provider, delivering digital transformation to the UK Life & Pension industry, serving 1 in 3 UK citizens
- Services more than 140 million property and casualty policies globally; also leading India's general insurance segment

ignio

- Market leading autonomous enterprise platform encompassing unified observability, AI platform and end to end closed loop automation
- 130+ deals closed, 20 new customers went live in FY 2024 with AI and GenAI use cases
- Business Health Monitoring (BHM), Business Transaction Monitoring (BTM), hybrid and multi CloudOps with FinOps capabilities

tcs iON

- 425+ new wins in FY 2024
- 65 million candidates assessed
- More than 2,900 question papers delivered in FY 2024, 54% increase YoY
- Over 3,100 corporates have access to fresher talent pool through TCS iON NQT

tcs ADD™

- Comprehensive suite, powered by AI, for digital transformation of drug development and clinical trials
- 1250+ studies onboarded by TCS ADD Platform
- More than 1 million adverse event case processed by TCS ADD Platforms using AI.
- 2 new wins and 4 go-lives in FY 2024

tcs HOBS™

- Plug and play SaaS based business platform to digitally transform business, network and revenue management domains of subscription-based businesses
- 3 new wins and 5 go-lives in FY 2024

tcs Optumera™

- AI /ML powered merchandise optimization platform that enables retailers to unlock exponential value by optimizing space, mix, price in an integrated manner
- 1 new win in FY 2024

tcs TwinX™

- AI powered enterprise digital twin covering customer, product and process to help business leaders simulate and optimize enterprise decisions, predict and proactively manage outcomes
- 13 new wins and 8 go-lives in FY 2024
- Helps businesses achieve:
  - Enhanced and accelerated cashflows upto 10%
  - Upto 10-15% increase in revenues
  - Upto 2X faster time to market
  - Build a sustainable competitive advantage
  - Enhanced customer experience
  - Improved asset utilization by 5%

tcs OmniStore™

- AI powered composable commerce platform that provides a unified, personalized and 'always on' checkout experience for shoppers across channels, helping businesses roll out omnichannel customer journeys and new services quickly without worrying about channel constraints
- 2 wins and 1 go-live in FY 2024

tcs MasterCraft™

- Digital platform to optimally automate and manage IT processes.
- GenAI driven digital products to optimally and securely modernize legacy applications and data.
- Processed 325 billion records for data privacy and 15 billion records for data quality
- Automated generation of 60+ mn lines of Java and JavaScript code, with over 50% productivity gains
- Analyzed 600 million lines of legacy code, delivering a productivity improvement of 20-30%
- 110 new wins in FY 2024

jile

- Scalable Agile DevSecOps platform to accelerate software development and delivery
- 29 new wins in FY 2024

QUARTZ

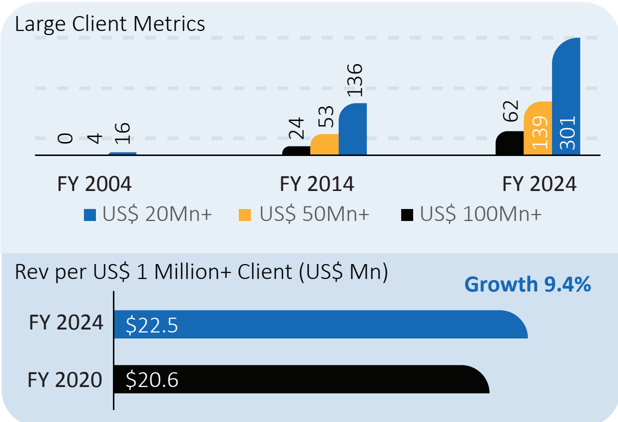
- Business solutions, foundational technology and tools that bring together combinatorial power of next-gen technologies including DLT/AI, across varied industries like BFSI, Supply Chain, Energy, Utilities and eGovernance.
- 6 new wins and 3 go-lives in FY 2024

Social Capital

TCS' business model and strategy have resulted in fostering long term relationships with its customers, suppliers, a highly skilled workforce, continuous increase in market share, maintain integrity and strong ethics as a responsible corporate citizen and transform industries through a proven track record in longer term value creation. All of this has significantly enhanced the company's brand value, which is a quantifiable measure of its social capital with stakeholders.

Customers

Customer-centricity is at the core of TCS' business strategy. It seeks to deliver superior outcomes, and build strong, enduring relationships. By proactively investing in building newer capabilities, and launching new services and solutions with which to add value in newer parts of the client's business, TCS continually expands and deepens its client relationships.



Outcomes

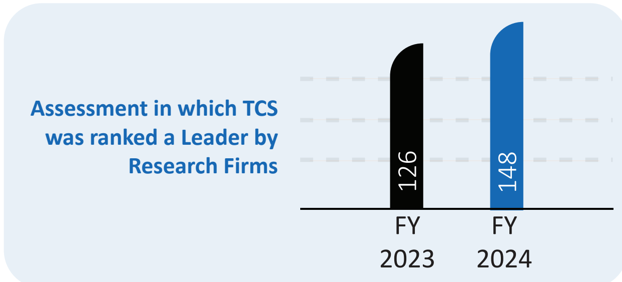
- Expanding participation across broad range of stakeholders across the enterprise including business heads, CMOs, CROs, COOs, CFOs and even CEOs
- Continual expansion of customer relationships in terms of services consumed
- Highly satisfied customers

Investors

TCS is seen as a benchmark in its outreach to investors, its transparency and disclosures, and communication of its longer- term strategy. For the last many years, its Investor Relations program has been winning awards based on surveys of investors and analysts across Asia.

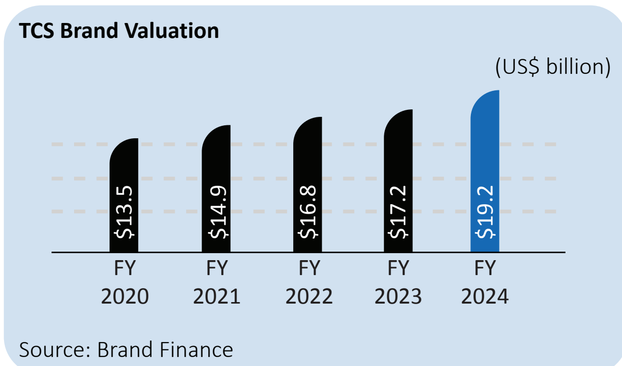
Industry Analysts

TCS has a robust engagement program with research firms and industry analysts. Briefing industry analysts and participating in competitive assessments ensures visibility with prospective clients who use such reports to evaluate vendors.



Branding

TCS posted the highest growth in brand value in the IT Services sector this year, increasing the value of its brand by US$ 2 billion according to **Brand Finance**. Its current brand valuation of **US$ 19.2 billion** cements its position among the Top 2 Brands globally in its industry. The Kantar BrandZ **'Most Valuable Global Brands 2023'** report also ranked TCS among the Top 50 brands globally, across all industries.



[1] includes multiple investors in group meetings

Community[2]

Education	Literacy	Entrepreneurship	Employment	Health & Wellness	Business with purpose
Ignite My Future Over **312K** students and **6K** educators gained computational thinking and 21st century skills **goIT** Over **118K** students and **3.6K** educators applied digital innovation skills'	**Literacy as a Service (Laas)** Over **20K** adults gained literacy and access to government entitlements	**BridgeIT** **348** active entrepreneurs in FY 2024 Providing valuable rural India serving **312K** beneficiaries	**Youth Employment Program (YEP)** **23K** marginalized youth gained industry readiness	**Tata Medical Center, Kolkata and Cancer Institute, Chennai** Over **173K** new patient consultations	Engaged over **345** customers, creating **138** purpose partnerships

Our **CSR programs on Education, Livelihood, Employment, Entrepreneurship** ensured the inclusion of marginalized talent through social transformation

3.4x
Enhancement in income for women who complete YEP and get employment in comparison to an average worker in rural area

4.6x
Higher earnings for women BridgeIT participants compared to other self-employed in rural India

96%
Students who completed goIT demonstrated understanding of how technology can be used to improve their community

90%
LaaS program participants encouraged their own children especially girls to go to school

₹953 crore
CSR Spend

7.1 million
beneficiaries

143K+ volunteers
6.7 million hours

[2] GRI 413-1

Natural Capital

TCS combines its strong sense of purpose with digital expertise and innovation to drive not only its own sustainability journey, but also that of its customers, business partners and stakeholders.
The company's environmental stewardship rests on four pillars: carbon footprint mitigation, water conservation and recycling, waste reduction and recycling, and preserving biodiversity.

Energy Management and GHG Emissions Reduction

Target:

70% reduction of Scope 1 + 2 emissions by 2025 (vs base year 2016) and Net Zero by 2030

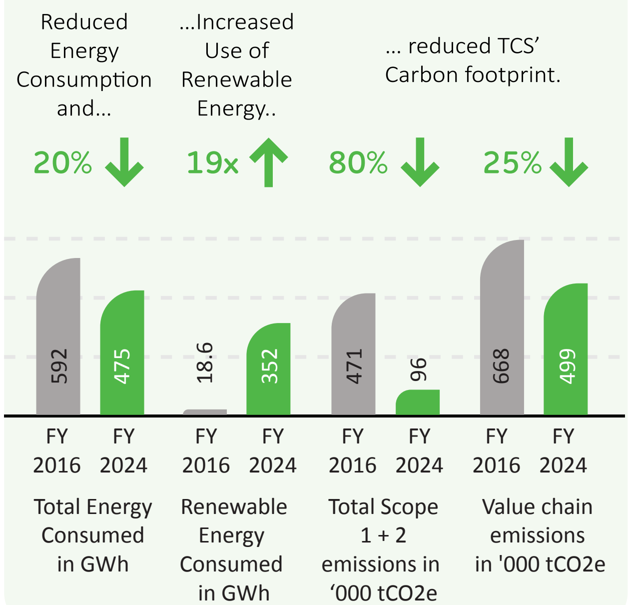
Initiatives for reduction of Scope 1 and Scope 2 emissions:

- Energy Efficiency and Optimization
  - New campuses designed as per green building standard and innovative technology used.
  - Optimize operational energy efficiency with real-time monitoring and controls.
  - Upgrade legacy equipment/utilities
- Green IT
  - Procurement of energy efficient IT equipment.
  - Data center and distributed IT power management.
- Greater use of Renewable Energy
  - Maximize roof top solar capacities and RE procurement.

Initiatives for reduction of Scope 3 emissions:

- Employee Commute:
  - Transition to transport fleet of cabs and buses with EV.
  - EV charging facility for private vehicles of employees.
  - Employee engagement for use of public transport.
- Business Travel:
  - Reduce business travel through use of collaborative tools and technology.
  - Use of flights having sustainable aviation fuel (SAF) or other options, as and when these are commercially available.

Outcomes



Achievements

We have reduced our absolute carbon footprint across Scope 1 and Scope 2 by 80% in FY 2024 over a baseline of 2016, exceeding our target achievement by 10%, one year ahead of time

67.3%
% total office space (for India) as per Indian Green Building Council standards.

74%
Renewable energy as % of total energy consumed

1.7 PUE
weighted average PUE at TCS data centers

10.2 MWp
Rooftop solar generation capacity across TCS campuses

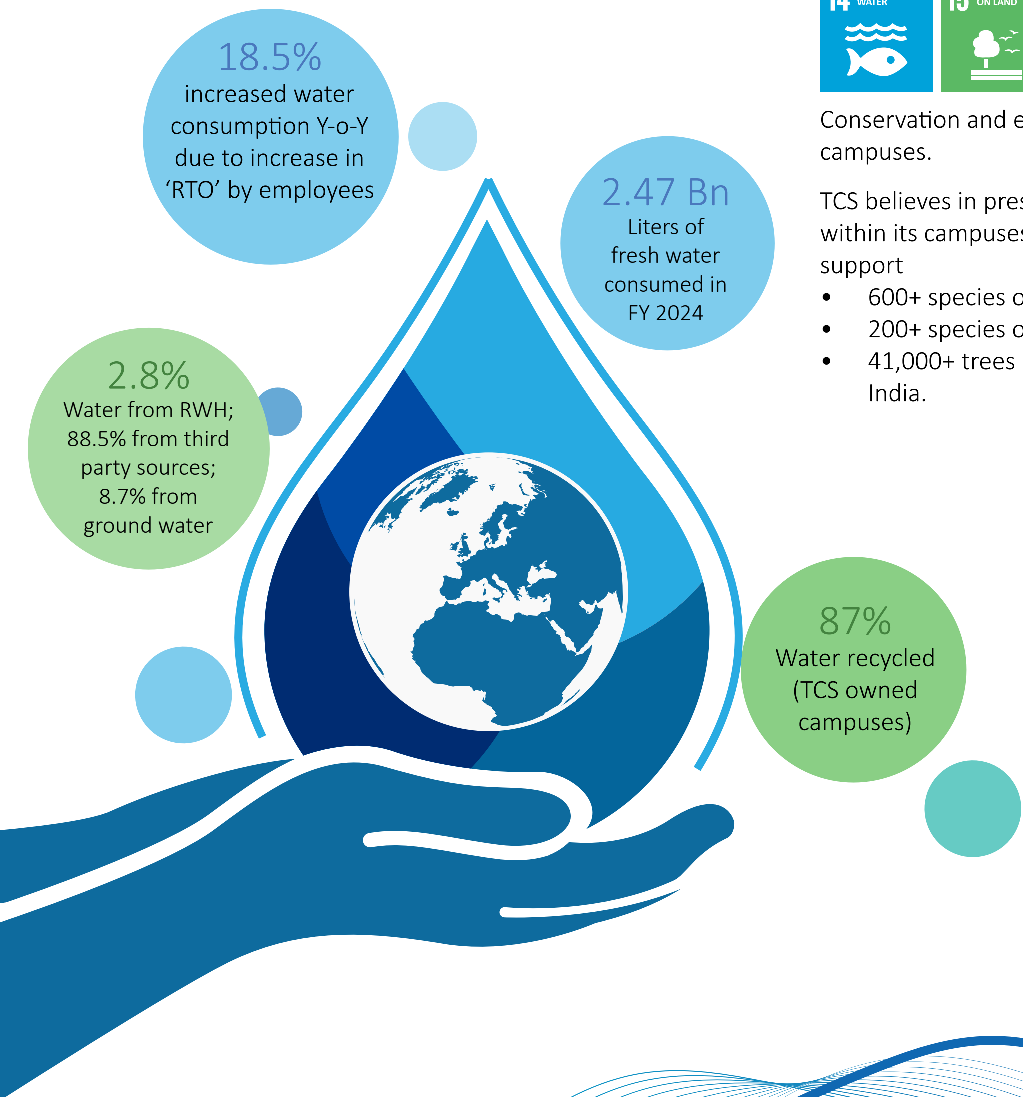
Water Conservation

Target:

3% YoY reduction in freshwater consumption across owned campuses

Initiatives:

Initiatives include conservation, sewage treatment and reuse, rainwater harvesting (RWH) and employee awareness. All new campuses have been designed for higher water efficiency, treatment and recycling of sewage, and rainwater harvesting.



Waste Reduction and Reuse

Target:

Reduction in waste generation, maximizing recycling and reuse to divert waste to landfill

Maximize recycling of all recyclable waste like e-waste, office paper, packaging and plastic wastes

95%

Food waste treated in biodigesters and organic waste converters in owned campuses

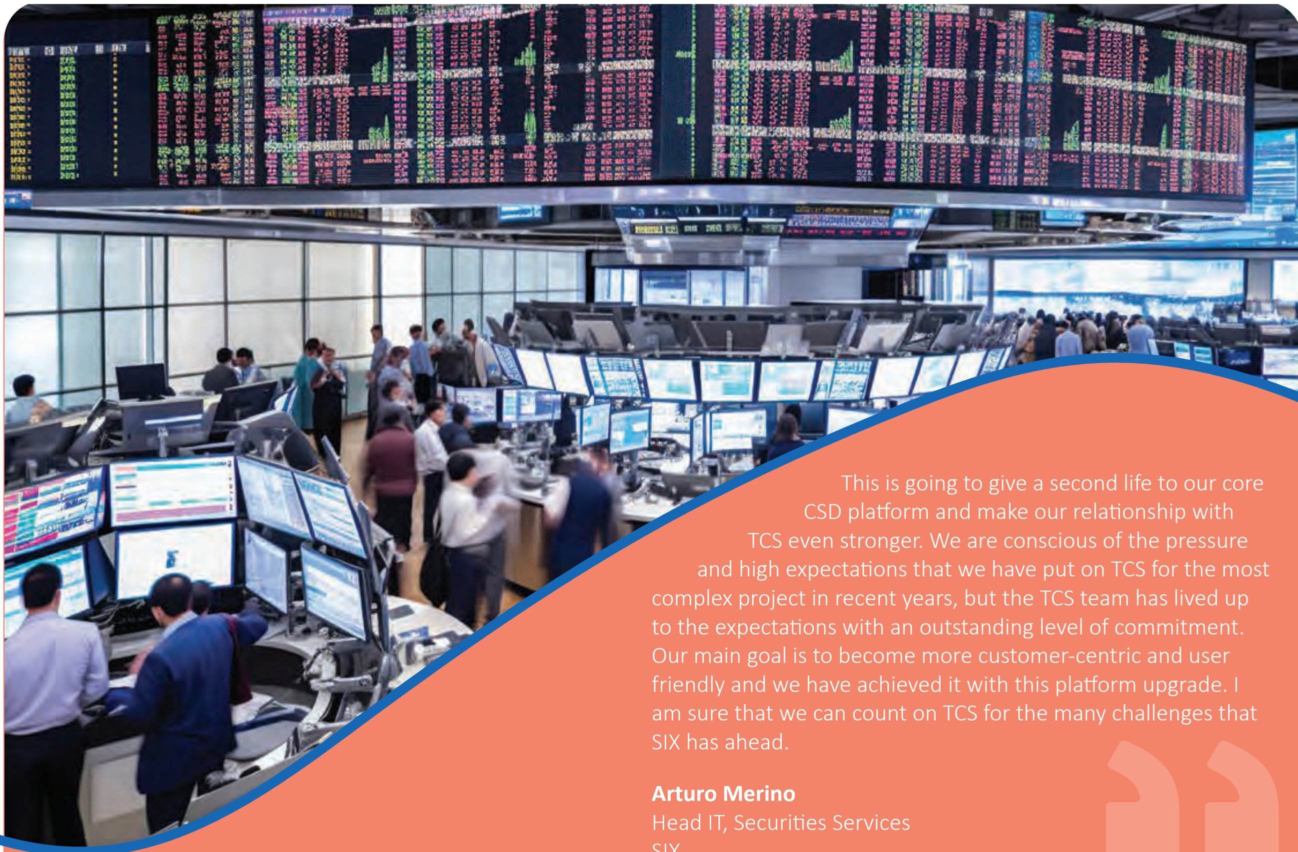
Biodiversity

Conservation and enhancement initiatives within TCS campuses.

TCS believes in preserving and enriching the biodiversity within its campuses. Various initiatives have helped support

- 600+ species of flora
- 200+ species of fauna
- 41,000+ trees present across 18 TCS campuses in India.

CUSTOMER STORIES



> This is going to give a second life to our core CSD platform and make our relationship with TCS even stronger. We are conscious of the pressure and high expectations that we have put on TCS for the most complex project in recent years, but the TCS team has lived up to the expectations with an outstanding level of commitment. Our main goal is to become more customer-centric and user friendly and we have achieved it with this platform upgrade. I am sure that we can count on TCS for the many challenges that SIX has ahead.
>
> **Arturo Merino**
> Head IT, Securities Services
> SIX

Trading old for new: SIX unveils an advanced post trading platform

With 13,500 trade legs per minute, 13 million transactions per day and few trillion USD worth of securities in custody, SECOM is the electronic post trading system used by SIX for automated processing and settlement of transactions. Built by TCS, SECOM was one of the world's first real-time gross settlement (RTGS) systems and formed the backbone of the Swiss capital market. But can a three-decade old system meet the strenuous demands of modern times? TCS and SIX both knew the answer was 'no'. SIX decided to embark on a journey of transformation yet again, backed by three decades of relation and trust it shares with TCS.

Back in 1990, when SIX was looking to enhance the scalability of its batch system to meet the market demands of the future, TCS proposed a new platform called SECOM. This platform would be real time, cutting-edge, scalable, and modular with robust architecture. Enabling straight-through processing, it was amongst the most sophisticated systems of its time. Over the years, TCS continued to manage this system for SIX.

Three decades later, SIX partnered with TCS to accomplish another mega feat. TCS executed a PoC to demonstrate the feasibility of modernizing the existing system. TCS showed how this transformation would serve SIX for decades to come – making it more efficient, enabling speed and growth for the firm. Placing trust in TCS' execution capabilities, SIX decided to go ahead with the transformation. Thus, the next journey from mainframe to an open and more resilient system began.

To take this forward, TCS tapped into its design labs to create a platform that reimagined the user experience and enabled faster response to queries. TCS was able to fast-track this development with an ingenious automation solution which migrated over 500 billion records in record time, saving 10-12 months' time from the overall process.

The flexible, secure, and cloud-ready platform is economical and makes SIX' internal operations and process more efficient. The ability to customize individual post trade processes depending on market requirements in different parts of the world has set SIX on a steady path of growth and expansion. With this new and advanced system, SIX became more modern, up to date and market-friendly – boosting customer-centricity and overall competitiveness – and maintaining its pole position in the Swiss financial market.

CUSTOMER STORIES

> TCS has been a critical partner of Experian in this initiative from day 1, working closely with the Support Hub team to structure our requirements and design an intuitive, accessible solution that could be deployed quickly. We're proud of Support Hub and its impact in supporting vulnerable consumers, and it's been a pleasure to have TCS join us on this journey.
>
> **Paul Lamont**
> **Product Director**
> **Experian Consumer Information Services**

Shaping a future of accessibility and financial inclusion

With a commitment to empower all individuals to access financial services equitably, Experian PLC, a global leader in consumer and business credit reporting services, has taken a significant step towards bridging the gap in financial inclusion for differently abled people in the UK.

As the Dublin, Ireland headquartered company helped differently abled people take control of their credit with complete access to their data and offers, it discovered that this demographic is mostly under-served. Organizations across utilities, retail and banking are not aware or not able to cater to their support needs effectively, providing the company an opportunity to get closer to its customer and deliver more accessible products and services.

With TCS as a partner, Experian developed the Support Hub to help vulnerable people get easier access to essential services like banking, utilities, telecom and retail. For the first time, consumers can disclose their support needs to multiple organizations at the same time and have complete control over their data with an intuitive and accessible UX designed exclusively for them.

Leveraging the TCS Pace™ and TCS Accessibility Centre of Excellence from design to testing, Support Hub is instrumental in improving Experian's user engagement. The Experian Support Hub allows people to share their support needs with multiple service providers in a simple, standardized way. For instance, the end customer can now define their needs like requesting statements in Braille or getting longer appointments or more support when visiting a branch.

Through this unique initiative, Experian has been able to expand its partner ecosystem which will help them enter new markets and make a pivotal advancement in fostering financial inclusion. By 2030, Experian aims to help seven million consumers connect with over 200 organizations.

CUSTOMER STORIES

Connecting India, Faster: BSNL 4G/5G Network roll-out

In response to the Government of India's *'Atmanirbhar Bharat'* call, TCS collaborated with Centre for Development of Telematics (C-DOT) and Tejas Networks Limited (Tejas) to design and develop an indigenous telecom stack. This complex initiative was undertaken with significant efforts to design the equipment, establish a lab and testing infrastructure of scale besides building the entire manufacturing ecosystem in India. The resultant solution of EPC Core, RAN, IMS, and the cognitive NMS was proven by integrating it in the state-owned Bharat Sanchar Nigam Limited's (BSNL) existing network through a well-structured proof of concept. The indigenously designed equipment are programmable and the overall network will be 'Software Defined' and highly configurable. With this, India became only the fifth country in the world to have developed this complex technology end to end.

Post the satisfactory evaluation of the indigenous telecom stack, BSNL awarded TCS the mandate to supply, install and commission the pan India 4G/5G mobile network across 100,000 sites. The contract involves the following key dimensions:

- Establishing modern cloud native data centers with geographical redundancies for each of the four zones and about 30+ edge data centers closer to the clients.
- Deploying the EPC Core and IMS software supplied by C-DOT integrating it with the existing BSNL landscape in a high scalable cloud architecture along with TCS' Cognitive Network Operations (CNOPS) to efficiently manage and configure the network.
- Install, commission, and optimize the Radios (RAN) meeting the specifications of BSNL and global standards, supplied by Tejas.
- Extend Operations and Maintenance support to the network on an on-going basis.

This project is governed as a 'mission-mode' project by TCS, BSNL and the Department of Telecommunications. As of April 2024, TCS has delivered 11,000 sites and are well on its way to complete the roll-out by end of this year. BSNL has already added to the scope another 22,000 sites to further densify the coverage and to include 'saturation' sites. This is to ensure digital inclusivity to rural and remote areas of India.

This is a historic and significant leap towards bridging the digital divide, ushering in the benefits of a powerful voice and data network to all corners of the country. With this, TCS along with its partners is enabling BSNL to enhance its competitiveness, increase revenues, offer a compelling enterprise proposition, and explore new business opportunities.

CUSTOMER STORIES

A joint venture gives rise to a digitally powered insurance firm

What happens when two companies with a shared vision join forces? We have a greenfield insurance firm that is digital-first, always available and provides gold standard customer experience to its members.

Irish bank, AIB and Great West Life Co entered a joint venture to transform the life, pensions, and investment market in Ireland. They also wanted to address the 35% gender gap in pensions. TCS was selected as a strategic partner for the newly launched AIB life in Ireland, including greenfield operations set up in Letterkenny. TCS helped create a modern, cloud-based technology stack from the ground up with its unique insurance-in-a-box solution.

In Ireland, insurance offerings mainly follow a tiring process where the sales process can take weeks. TCS and AIB life re-imagined the entire journey, with a digital first ambition and customers at the heart of everything.

The entire system was built on a public cloud. The scalable, resilient, and future-ready system was up and running within 15 months and AIB life had exceeded 5,000 new policy sales by the end of 2023.

A dedicated, cloud-enabled contact center and back-office in Ireland supports AIB life's operations – allowing their distributor to advise customers on 12 different product offerings. Further differentiated products are envisaged to enable AIB life to respond to market changes.

TCS continues to support the firm in its mission of creating truly omnichannel experience, while handling 100+ policy activations on an average day, with self-service capabilities and straight through processing.

After an extensive review of the market, it was clear that TCS' contextual industry knowledge, European cloud-based technology and global delivery team based in Letterkenny was a great fit for us. As we build and scale what is a new greenfield life company, it is key that we start on a foundation of cutting-edge technology, and from the outset, establish a digital business with a partner that shares our vision, with the capacity and experience to back our ambition to build our new company at pace, while being committed to delivering the very best for our customers. In addition, TCS' investment in Ireland through their Global Delivery Centre in Letterkenny, from where we are servicing AIB life customers, enables us to deliver customer service excellence as we support the financial wellbeing of our customers, their families, and their businesses. Being able to do that from within Ireland was particularly important.

Bryan O'Connor
Chief Executive Officer
AIB life

AI for Business Study

From potential to performance by design

The advent of GenAI expands the arc of traditional machine learning and AI, which is one of recognition and reasoning intelligence, to create an operative intelligence that partners with humans to create new possibilities and new opportunities that have the potential to dramatically reshape business. Today's AI delivers far more than just cost savings or improvements in productivity or quality. When combined with human creativity and strategic thinking, companies can continuously improve customer value chains through differentiation and consistent, high-quality organizational output designed to deliver elite outcomes. The recent GenAI technology revolution has taken the world, including business, by storm. The advent of GenAI tools raises the potential of "traditional AI" to a new level for TCS clients, especially those seeking to embrace a strategic approach to its adoption and integration.

To understand how companies are approaching AI in the next few years, the TCS Thought Leadership Institute surveyed nearly 1,300 CEOs and senior executives in large cross-industry enterprises in 24 countries.

Survey highlights and takeaways

Executives weigh in about the potential impact of AI on their business

57% are excited or cautiously optimistic about AI's potential impact.

AI's impact on organizations' competitive positioning and decision-making

65% say human strategic decision making, intuition, and creativity will remain essential to their company's competitive advantage.

Assessing the best approach to AI adoption

53% want to take a strategic approach to AI, whether it's an AI-first or business-model-first approach to maximize benefits to their companies.

AI impact to strategy and operating models

72% are reworking or planning to rework their company's strategy, operating model or offerings to extract the most benefits from and to mitigate any risks of AI implementations.

Many employees will come to rely on GenAI in the near future

45% think up to half their employees will be using GenAI daily in the near future.

Current focus of AI is innovation

70% are more focused on using AI to spur innovation than on lowering costs and optimization.

AI impact on revenue streams

86% are already using AI in some way to enhance current revenue streams or to create entirely new revenue streams.

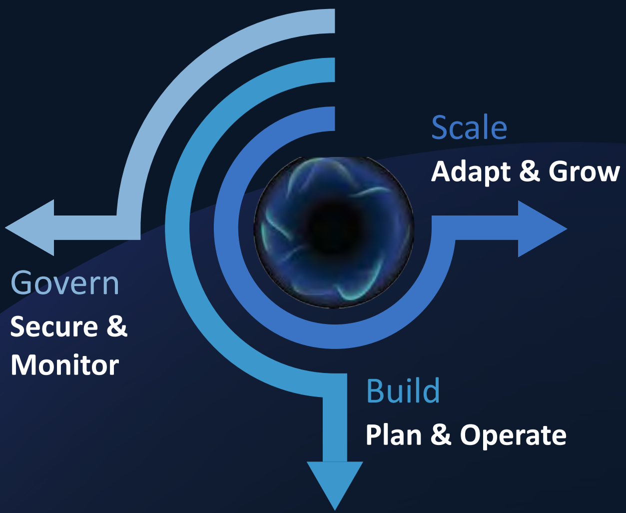
Top 3 challenges to AI adoption

#1 – Current IT infrastructure

#2 – Customers' expectations

#3 – Current IT service providers

TCS Methodology for AI Adoption with a multilayered approach



Where do we start?

Start with value (the why and what); identify use cases, not technology. Create a blueprint in the context of the overall value chain.

How do we scale?

Design and build for constant change. Maximize stakeholder collaboration and an enterprise network of continuously evolving purposive agents.

How do we drive organizational changes?

Create space for adaptation and establish a culture of innovation. Evolve talent and redefine roles on an ongoing basis.

How do we manage the risks?

Make the model safe. Establish a governance model for information security, regulatory compliance, and bias mitigation guardrails. Monitor primary metrics/KPIs with stakeholders at frequent intervals.

By design: Accelerating better decisions, performance, and innovation

Getting the most from AI will require a multilayered strategy that creates a foundation designed for accelerated productivity, innovation, and performance. This means using AI strategically to:

Assist

Machines boost human capabilities through knowledge discovery and summarization

AI can supplement tacit knowledge with contextual knowledge to boost work effectiveness.

Augment

Humans and machines collaborate by optimizing activities

AI can accelerate elite performance through collaborative intelligence, where humans and machines complement and magnify each other's talents.

Transform

Machines elevate, humans ideate to redefine value chains

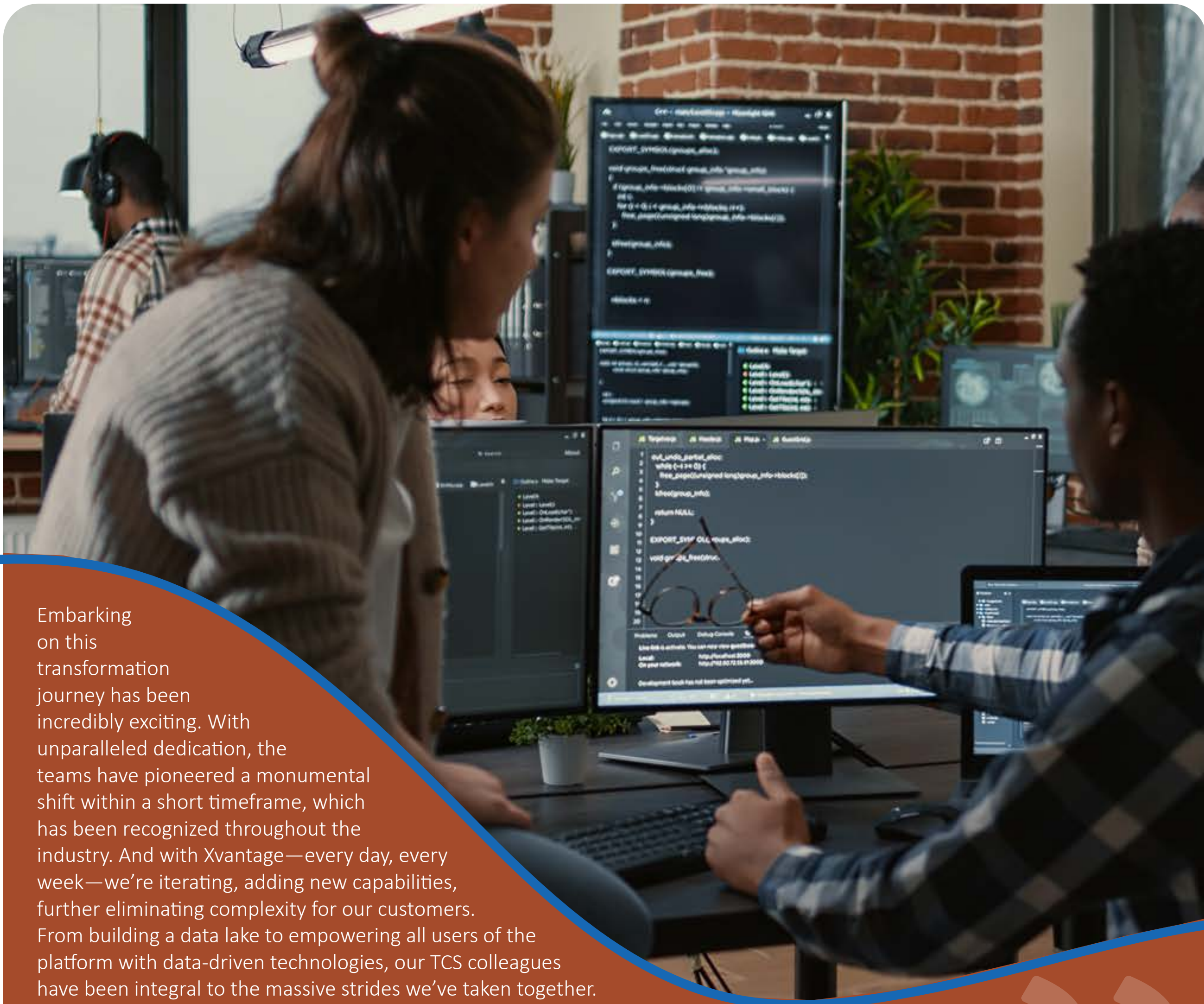
Leap from systems of record to a knowledge-driven superstructure with fast, consistent, and high-quality decision output to deliver new ways of working and the full realization of "enterprise-wise" AI.

CUSTOMER STORIES

Disrupting Industry Boundaries from Transactions to Interactions

In partnership with TCS, Ingram Micro, an innovative, US-based global technology distribution company, successfully completed an unprecedented industry transformation to a digital experience company through its groundbreaking platform, Xvantage™. This business model transformation leverages proprietary AI/ML-enhanced technologies and a global, real-time data mesh containing many years of operational and transactional data to enhance operational efficiencies, streamline supply chain processes, and provide world-class, unified experiences for its customers, vendors and associates.

The team at TCS was instrumental in the revolutionary build and implementation of Xvantage, resulting in end-to-end transformation across design, architecture, product development, AI, and cloud platform technologies. By embracing a customer-centric approach and fostering innovation in distributed channels with optimized value chains, Xvantage is serving as Ingram Micro's digital twin in helping their customers boost efficiency, increase revenue opportunities, and grow their businesses.



Embarking on this transformation journey has been incredibly exciting. With unparalleled dedication, the teams have pioneered a monumental shift within a short timeframe, which has been recognized throughout the industry. And with Xvantage—every day, every week—we're iterating, adding new capabilities, further eliminating complexity for our customers. From building a data lake to empowering all users of the platform with data-driven technologies, our TCS colleagues have been integral to the massive strides we've taken together.

Sanjib Sahoo
EVP & Chief Digital Officer
Ingram Micro

AI and GenAI STORIES

Travel better with a Next GenAI Solution

A leading North American airline customer wanted to drive operational efficiency throughout the airport operations control domain by enabling key stakeholders with operations information in real time. In addition, their objective was also to improve customer experience through next GenAI technologies.

For all **US airlines, 116 million** are the **delayed minutes** every year. With an average of 100 passengers on each flight, this results in 11.6 billion minutes of passenger delays and frustration. *Travel better during delays* was the core around which the airline customer and TCS embarked on a GenAI journey to help their end customers reach their destination by seamlessly capturing contextual data along with their preferences. TCS' solution provided a conversational experience to deliver contextualized personalized message while apologizing for the flight delay, leveraging GenAI to ask about preferences including final location, drive time, earliest arrival, or least waiting time along with an end-to-end integration to provide options and rebooking for a seamless passenger experience.

The boarding twin continuously monitors boarding progress and its deviations in real time by merging camera vision data with enterprise events and contextualizing the user experience with proactive and relevant notifications on boarding progress of all flights.

Warranty Claims Anomaly Detection Solution

The warranty claims received by a global manufacturer of engines and power system products, for its service network included a mix of structured data, narratives/ notes. The notes were used by experts to determine the validity and the warrantable items in a manually adjudicated claim process. In auto adjudicated claims, there were certain anomalous claims that got cleared for payment if met the criteria of a standard claim.

TCS conceptualized and implemented an Intelligent adjudication and anomaly detection solution that automated the review of all claims using Machine Learning for structured data, Natural Language Processing for unstructured data and a scenario-based modelling approach for anomalies, in combination with business rules to provide informed inference to adjudicators or adjust claims wherever apparent before further adjudication.

TCS solution provides a scalable model for all types of claims including traceability needed for decision support, and could automate **91% of claims' approval,** resulting in efficient utilization of adjudicator's time and improved realization time for the service providers. The solution delivered an increase in productivity hours, an **annual savings of over US$5 million in terms of warranty costs and identification of anomalous claims.**

AI and GenAI STORIES

Agent Assist for Travel Insurance Policy Servicing

TCS customer is a leading Global Insurance and Asset Management Provider. The customer's contact center agents need to respond to user queries related to travel insurance policies' terms & conditions across various states it is presently servicing. Agents had to search through many T&C, resulting in high wait time for the customer.

TCS designed a GenAI led solution to generate quick yet consistent and contextual responses for end users. The state-wise T&C and insurance plans were extracted and semantically chunked to provide context to GenAI models based on user query. Prompt templates were created to extract contextual information needed for agents to generate responses to the end user query. Guardrails have been implemented using responsible AI principles. Agents can review, validate, and fine tune responses as needed.

The solution can help **reduce the average handling time by 40%** and thereby result in an overall improvement in customer satisfaction.

Built Proactive maintenance Paradigm for Gas Turbine Compressor casing

TCS customer is a leading electricity generating and gas retailing company in ANZ, whose strategy is to develop new power generation infra and improve existing assets to drive long-term growth while meeting sustainability. Currently, significant fuels used to generate electricity are natural gas and coal and three gas turbines are being used to meet peak load of grid. One of the gas turbine compressor casing had developed crack and functionally failed which resulted in shut down. The customer wanted to avoid these unwanted shutdowns by predicting the survival probability for combustor casings.

TCS' IP2™, an intelligent power plant solution that uses AI, IoT, and digital twin technologies was deployed to extract operational life experience profile from timeseries sensors' information of the gas turbine process including more than seven years of historical data. The solution summarizes the data and predicts and validates crack length based on the same for other gas turbines.

TCS solution has helped in ensuring that the gas turbines operate efficiently and in **preventing costly unplanned maintenance** and helps in reducing plant O&M costs while **reducing carbon emissions.**

Notice

Notice is hereby given that the twenty-nineth Annual General Meeting of Tata Consultancy Services Limited ("Company" or "TCS") will be held on Friday, May 31, 2024, at 3.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business

1. To receive, consider and adopt

    a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and

    b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

2. To confirm the payment of Interim Dividends (including a special dividend) on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2023-24.

3. To appoint a Director in place of N Chandrasekaran (DIN 00121863), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

4. To approve existing as well as new material related party transactions with identified subsidiaries of Promoter Company and/ or their subsidiaries

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with identified subsidiaries of Promoter Company and/ or their subsidiaries, related parties falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related parties and the Company, such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as specified in the explanatory statement to this resolution, provided that the said transaction(s)/Contract(s)/Arrangement(s)/ Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis.''

"RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

5. To approve existing as well as new material related party transactions with Tejas Networks Limited

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise,) with Tejas Networks Limited, related party falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

6. To approve existing as well as new material related party transactions with Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries, related parties falling within the definition of 'Related Party' under Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related parties and the Company, such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as detailed in the explanatory statement for this resolution, provided that the said Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business."

"RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

7. To approve existing as well as new material related party transactions with Tata Consultancy Services Japan, Ltd., subsidiary of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Tata Consultancy Services Japan, Ltd., subsidiary of the Company, a related party falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Notes

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "COVID-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4 to 7 of the Notice, is annexed hereto. Further, the relevant details with respect to Item Nos. 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.

3. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Integrated Annual Report for FY 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories"

   If your e-mail address is not registered with the Company/ Depositories, you may register on or before 5:00 p.m. (IST) on Friday, May 24, 2024, to receive this Notice of the AGM and the Integrated Annual Report for FY 2023-24 by completing the process for registration of e-mail address as under:

a) Click on the URL: https://liiplweb.linkintime.co.in/EmailReg/Email_Register.html.

b) Select the Name of the Company from dropdown: Tata Consultancy Services Limited.

c) Enter DP and Client ID (if shares held in electronic form)/Folio number (if shares held in physical form) and Permanent Account Number ("PAN"). In the event PAN details are not registered for physical folio, Member to enter one of the Share Certificate numbers.

d) Enter Mobile number and e-mail ID.

e) System generated One Time Password ("OTP") to be sent on mobile number and e-mail ID.

f) Enter OTP received on mobile number and e-mail ID.

g) Click on Submit button.

h) On completing the above process your request will be accepted and request ID will be generated. Email registered is for limited purpose of sending notice pertaining to the current event.

Members may note that the Notice and Integrated Annual Report 2023-24 will also be available on the Company's website www.tcs.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL https://www.evoting.nsdl.com.

4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.

5. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to tcs.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.

6. **Registrar and Transfer Agent ("RTA")**

Pursuant to the Order passed by National Company Law Tribunal (NCLT) dated December 18, 2023, TSR Consultants Private Limited has merged with Link Intime India Private Limited with effect from December 22, 2023. Accordingly, the name of RTA of the Company is changed from TSR Consultants Private Limited to Link Intime India Private Limited (Link Intime / RTA).

7. **Final Dividend for FY 2023-24:**

The Board of Directors at its meeting held on April 12, 2024, has recommended a final dividend of ₹28 per equity share. The Record date fixed for determining entitlement of Members to final dividend for the financial year ended March 31, 2024, if approved at the AGM, is Thursday, May 16, 2024.

- If the final dividend is approved at the AGM, payment of such dividend subject to deduction of tax at source ("TDS") will be made on Tuesday, June 4, 2024, as under:

  i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories, as of close of business hours on Thursday, May 16, 2024.

  ii. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Thursday, May 16, 2024.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 November 17, 2023) has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf

8. **TDS on dividend**

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to Income Tax Act, 1961 and the Finance Act, 2020, of the respective years. The shareholders are requested to update their PAN with the Depository Participants (DPs) (if shares held in dematerialized form) and the Company/Link Intime India Private Limited (if shares are held in physical form).

A Resident individual shareholder with PAN and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax, as the case may be, can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to TCS-Exemptforms2425@linkintime.co.in or upload the documents on https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html by 11:59 p.m. (IST) on Friday, May 10, 2024. Shareholders are requested to note that if the PAN is not correct/ invalid/ inoperative or have not filed their income tax returns, then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable and incase of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders [including Foreign Institutional Investors ("FIIs")/Foreign Portfolio Investors ("FPIs")] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF/JPG Format) by e-mail to TCS-Exemptforms2425@linkintime.co.in or upload the documents on https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. (IST) on Friday, May 10, 2024.

For further details please refer to FAQs on Taxation of Dividend Distribution at https://on.tcs.com/IR-FAQ.

9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

    a. **For shares held in electronic form:** to their Depository Participants ("DPs")

    b. **For shares held in physical form:** to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details. Members may also refer to Frequently Asked Questions ("FAQs") on Company's website https://on.tcs.com/IR-FAQ.

10. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at https://on.tcs.com/IR-FAQ and on the website of the Company's RTA, Link Intime at https://linkintime.co.in/. It may be noted that any service request can be processed only after the folio is KYC Compliant.

11. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Link Intime, for assistance in this regard.

12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Link Intime, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website https://on.tcs.com/IR-FAQ. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Link Intime in case the shares are held in physical form.

14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.

15. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website https://on.tcs.com/ODRPortal

16. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to write to the Company on or before May 30, 2024, through e-mail on investor.relations@tcs.com. The same will be replied by the Company suitably.

17. Members are requested to note that dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

    The Members whose unclaimed dividends and/or shares have been transferred to IEPF, may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file the IEPF-5 form for claiming the dividend and/ or shares available on www.iepf.gov.in. For details, please refer to Corporate Governance Report which is a part of this Integrated Annual report and FAQ of investor page on Company's website https://on.tcs.com/IR-FAQ. The procedure for claiming the shares from IEPF Authority is available on https://on.tcs.com/IEPF

18. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.

19. Instructions for e-voting and joining the AGM are as follows:

(A) VOTING THROUGH ELECTRONIC MEANS

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.

ii. The remote e-voting period commences on Tuesday, May 28, 2024 (9:00 a.m. IST) and ends on Thursday, May 30, 2024 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, May 24, 2024, i.e. cut-off date, may cast their vote electronically.

    The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from Tuesday, May 28, 2024 and to Thursday, May 30, 2024, or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.

iv. The Board of Directors has appointed P N Parikh (Membership No. FCS 327) and failing him, Jigyasa Ved (Membership No. FCS 6488) of Parikh & Associates, Company Secretaries as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at evoting@nsdl.com. However, if he/ she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and Password for casting the vote. In case of individual shareholders holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under **"Login method for remote e-voting and joining virtual meeting for individual shareholders holding securities in dematerialized mode."**

vii. The details of the process and manner for remote e-voting are explained herein below:

The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system.

Details on Step 1 are mentioned below :

I) Login method for remote e-voting and joining the virtual meeting for individual shareholders holding securities in dematerialized mode

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/ 2020/242 dated December 9, 2020, on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

Login method for individual shareholders holding securities in dematerialized mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in dematerialized mode with NSDL	**A. NSDL IDeAS facility** **If you are already registered, follow the below steps** 1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. 3. A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. 4. Click on "Access to e-voting" appearing on the left-hand side under e-voting services and you will be able to see e-voting page. 5. Click on options available against Company name or e-Voting service provider- NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting. **If you are not registered, follow the below steps** a. Option to register is available at https://eservices.nsdl.com. b. Select "Register Online for IDeAS" Portal or click at https://on.tcs.com/NSDLRegn. c. Please follow steps given above in points 1-5. **B. e-voting website of NSDL** 1. Open web browser and type the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile phone. 2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. 3. A new screen will open. You will need to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on options available against Company name or e-voting service provider- NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting. **C.** Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play

Type of shareholders	Login Method
Individual Shareholders holding securities in dematerialized mode with CDSL	1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users who to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.
Individual Shareholders (holding securities in demat mode) login through their DPs	1. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-voting facility. 2. Once logged-in, you will be able to see the e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. 3. Click on options available against Company name or e-voting service provider- NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at +91 22 48867000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533

II) Login method for e-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-voting website of NSDL. Open web browser by clicking the URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under "Shareholder/ Member" section.
3. A new screen will open. You will have to enter your User ID, Password/OTP and a verification code as shown on the screen.
4. Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL eservices after using your login credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

5. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your User ID is IN300***12******
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your User ID is 12**************
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example if EVEN is 123456 and folio number is 001*** then User ID is 123456001***

6. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL in your mailbox from evoting@nsdl.com. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file.

      The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) In case you have not registered your e-mail address with the Company/Depository, please follow instructions mentioned below in this notice.

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, PAN, name and registered address.

   d) Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.

8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

9. Now, you will have to click on "Login" button.

10. After you click on the "Login" button, home page of e-voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies' "EVEN" in which you are holding shares and whose voting cycle and general meeting is in active status.

2. Select "EVEN" of Company, which is 128475 for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-voting as the voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify or modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on https://www.evoting.nsdl.com to reset the password.
2. In case of any queries related to e-voting, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at the download section of https://www.evoting.nsdl.com or call on +91 22 48867000 or send the request to Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com
3. Members may send a request to evoting@nsdl.com for procuring User ID and password for e-voting by providing demat account number / Folio number, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above.
4. The instructions for members for e-voting on the day of the AGM are mentioned in point number 19(A).

(B) INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER

1. Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at https://www.evoting.nsdl.com following the steps mentioned above for login to NSDL e-voting system. After successful login, you can see VC/OAVM link placed under Join meeting menu against company name. You are requested to click on VC/OAVM link placed under "Join Meeting" menu.

   Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
2. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.
3. Members who need assistance before or during the meeting, can contact NSDL on evoting@nsdl.com +91 22 48867000 or contact Amit Vishal, Deputy Vice President – NSDL at evoting@nsdl.com or Sanjeev Yadav, Assistant Manager-NSDL at sanjeevy@nsdl.com
4. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at tcsagm.speakers@tcs.com from Saturday, May 25, 2024 (9:00 a.m. IST) to Monday, May 27, 2024 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Other Instructions

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.tcs.com and on the website of NSDL https://www.evoting.nsdl.com immediately.
   The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

By order of the Board of Directors

Pradeep Manohar Gaitonde
Company Secretary
Membership No. ACS 7016

Mumbai, April 12, 2024

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Website: www.tcs.com

Explanatory Statement

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 to 7 of the accompanying Notice:

Item No. 4 to 7

Pursuant to the amended Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the threshold limit for determination of material Related Party Transactions is the lower of ₹1,000 crores (Rupees One thousand crores) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an ordinary resolution.

TCS, being a globally recognised provider of IT services, participates in the digitisation initiatives of entities within Tata group and partners in respective entities’ growth and transformation journeys. During the course of rendering such services, the Company also leverages niche skills, capabilities and resources of entities within the “Tata Group”. The transactions that the Company has had with its related parties for the last three years are given below:

Year ended March 31, 2024 (₹ crore)

Transactions	Promoter Company	Subsidiaries of Promoter Company	Associates/joint ventures of Promoter Company and their subsidiaries	Other than wholly owned subsidiaries of the Company	Total
IT/ITE services rendered	50	1,006	3,875	1,155	**6,086**
Other income	-	-	-	1	**1**
Procurement of goods and services	1	1,452	346	63	**1,862**
Brand equity contribution	200	-	-	-	**200**
Non IT/ITE services availed	1	18	73	-	**92**
Lease rental	-	49	46	-	**95**

Year ended March 31, 2023 (₹ crore)

Transactions	Promoter Company	Subsidiaries of Promoter Company	Associates/joint ventures of Promoter Company and their subsidiaries	Other than wholly owned subsidiaries of the Company	Total
IT/ITE services rendered	38	1,152	2,506	1,063	**4,759**
Other income	-	-	-	-	**-**
Procurement of goods and services	-	577	363	59	**1,000**
Brand equity contribution	99	-	-	-	**99**
Non IT/ITE services availed	1	23	59	-	**83**
Lease rental	-	56	47	-	**103**

Year ended March 31, 2022 (₹ crore)

Transactions	Promoter Company	Subsidiaries of Promoter Company	Associates/joint ventures of Promoter Company and their subsidiaries	Other than wholly owned subsidiaries of the Company	Total
IT/ITE services rendered	40	770	2,233	1,164	**4,207**
Other income	-	-	-	1	**1**
Procurement of goods and services	-	549	306	345	**1,200**
Brand equity contribution	100	-	-	-	**100**
Non IT/ITE services availed	1	19	45	-	**65**
Lease rental	-	73	24	-	**97**

Based on current applicable threshold for determining the related party transactions that require prior Shareholders approval and to facilitate seamless contracting and rendering/availing of product and services between the Company and "related parties", the Company seeks the approval of the shareholders to approve entering into contracts/arrangements within the thresholds and conditions mentioned in the resolutions. All the contracts/arrangements and the transactions with "related parties" are reviewed and approved by the Audit Committee. Further, the transactions that require testing of arm's length pricing are reviewed by our statutory auditors for being at arm's length.

Information required to be disclosed in the Explanatory Statement for Item Nos. 4 to 7 pursuant to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

Item No. 4

Material Related Party Transactions with Identified subsidiaries of Promoter Company and/ or their subsidiaries

S/N	Description	Particulars
1.	Name of the related party	Identified subsidiaries of Promoter Company and/ or their subsidiaries (Please refer Annexure B (i) for the list)
2.	Nature of relationship *[including nature of its interest (financial or otherwise)]*	Identified subsidiaries of Promoter Company and/ or their subsidiaries, which are covered under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations
3.	Type of the proposed transaction	(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas (b) Supply of hardware and software (c) Reimbursement of expenses relating to IT Infrastructure services (d) Procurement of goods, services, sponsorship, etc. (e) Leasing of property (f) Any transfer of resources, services, or obligations to meet its objectives/ requirements
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions through contracts/arrangements which are entered for a duration up to 5 years, shall be subject to a maximum 1.2 percent with a single related party per annum and a cumulative threshold of 4.2 percent across all related parties per annum, of the consolidated turnover of the Company for FY2023-24.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contracts/arrangements with a duration up to 5 years
7.	Value of the proposed transaction	As provided in S/N 4
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Monetary value of transactions through contracts/arrangements which are entered for a duration up to 5 years, shall be subject to a maximum 1.2 percent with a single related party per annum and a cumulative threshold of 4.2 percent across all related parties per annum, of the consolidated turnover of the Company for FY2023-24.
9.	Justification of the proposed transaction	The Company, being a globally recognised provider of IT services participates in the digitisation initiatives of entities within Tata group and partners in respective entities' growth and transformation journeys. During the course of rendering such services, the Company also leverages niche skills, capabilities and resources of entities within the group. These transactions aim at providing enhanced level of user experience to the end-consumers of Tata group and provide the entities within the group cutting edge technologies to sustain and grow their business.
10.	Details of the valuation report or external party report *(if any)* enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11.	Name of the Director or Key Managerial Personnel, who is related	N Chandrasekaran, N G Subramaniam and Aarthi Subramanian

S/N	Description	Particulars
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Not Applicable
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given *(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)*	Not Applicable
D	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

Item No. 5

Material Related Party transactions with Tejas Networks Limited

S/N	Description	Particulars
1.	Name of the related party	Tejas Networks Limited
2.	Nature of relationship *[including nature of its interest (financial or otherwise)]*	Tejas Networks Limited is a subsidiary of the Promoter Company and hence related party under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations
3.	Type of the proposed transaction	(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas (b) Supply of hardware and software (c) Reimbursement of expenses (d) Procurement of goods, services, sponsorship, etc. (e) Leasing of property (f) Any transfer of resources, services or obligations to meet its objectives/ requirements
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of ₹15,000 crore through contracts/arrangements for a duration upto 12 years with effect from FY 2023-24.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contractual commitments expected for a tenure of 12 years
7.	Value of the proposed transaction	As provided in S/N 4.
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	Value of the proposed transaction represents 6.2 percent of the consolidated turnover of the Company for FY 2023-24.
9.	Justification of the proposed transaction	The domain expertise and competencies available within the group and the collaboration with the Company will help in delivering world class technology to one of the high-priority and prestigious projects of the Government of India and further establish Tata Group's commitment to attain Aatmanirbhar Bharat.

S/N	Description	Particulars
10.	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11.	Name of the Director or Key Managerial Personnel, who is related	N G Subramaniam
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Please refer S/N 12 C below
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given *(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)*	Unsecured Interest-free mobilization advance to be given to facilitate execution of contract. Adjustment of advance/s against progressive delivery of milestones, on the same terms as committed by the Company to end-customer.
D	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	As provided in S/N 12 C
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

Item No. 6

Material Related Party transactions with Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries

S/N	Description	Particulars
1.	Name of the related party	Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries (Please refer to Annexure B (ii) for the list)
2.	Nature of relationship *[including nature of its interest (financial or otherwise)]*	Tata Motors Limited is an associate of the Promoter Company. Jaguar Land Rover Limited is a subsidiary of Tata Motors Limited and hence related party as per SEBI Listing regulations
3.	Type of the proposed transaction	(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas (b) Supply of hardware and software (c) Reimbursement of expenses relating to IT Infrastructure services (d) Procurement of goods, services, sponsorship, etc. (e) Any transfer of resources, services or obligations to meet its objectives/ requirements
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions upto approx. ₹4,500 crore per annum.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contracts/arrangements with a duration upto five years, extendable by another five years.
7.	Value of the proposed transaction	As provided in S/N 4.

S/N	Description	Particulars
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	Maximum up to 1.9 percent of the consolidated turnover of the Company for FY 2023-24, per annum for duration of contract
9.	Justification of the proposed transaction	The Company, being a globally recognised provider of IT services participates in the digitisation initiatives of entities within Tata group and partners in respective entities' growth and transformation journeys. During the course of rendering such services, the Company also leverages niche skills, capabilities and resources of entities within the group. These transactions aim at providing enhanced level of user experience to the end-consumers of Tata group and provide the entities within the group cutting edge technologies to sustain and grow their business.
10.	Details of the valuation report or external party report (if any) enclosed with the Notice	Company's governance policies with respect to negotiation with third parties are followed for all contracts/arrangements with related party as defined under SEBI Listing Regulations. These contracts/arrangements are approved by the Audit Committee on quarterly basis.
11.	Name of the Director or Key Managerial Personnel, who is related	N Chandrasekaran, Hanne Sorensen, O P Bhatt and Al-Noor Ramji
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Not Applicable
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given *(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)*	Not Applicable
D	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

Item No. 7

Material Related Party Transactions with Tata Consultancy Services Japan, Ltd., subsidiary of the Company

S/N	Description	Particulars
1.	Name of the related party	Tata Consultancy Services Japan, Ltd.
2.	Nature of relationship *[including nature of its interest (financial or otherwise)]*	Subsidiary of the Company which is covered under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations
3.	Type of the proposed transaction	(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas (b) Supply of hardware and software (c) Reimbursement of expenses relating to IT Infrastructure services (d) Procurement of goods, services, sponsorship, etc. (e) Leasing of property (f) Any transfer of resources, services or obligations to meet its objectives/ requirements

S/N	Description	Particulars
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company operates in. Monetary value of transactions through contracts/arrangements which are entered for a duration up to 5 years or more, shall be subject to a maximum of 1 percent of the consolidated turnover of the Company for FY 2023-24, per annum.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contracts/arrangements with a duration upto 5 years or more
7.	Value of the proposed transaction	As provided in S/N 4
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction. *(and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)*	1 percent of the consolidated turnover of the Company for FY 2023-24, subject to 50 percent of the turnover of Tata Consultancy Services Japan, Ltd.
9.	Justification of the proposed transaction	As per global network delivery model of TCS, the subsidiaries operating in respective countries enters into the contracts from customers and outsource the service delivery to the parent company TCS Limited. Solutions framework along with trained domain experts of TCS Limited ensure delivery of high quality and certainty to end-customers at respective countries.
10.	Details of the valuation report or external party report *(if any)* enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing by Statutory Auditors.
11.	Name of the Director or Key Managerial Personnel, who is related	K Krithivasan
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Not Applicable
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given *(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)*	Not Applicable
D	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

Shareholders' approval sought for the material Related Party Transactions entered during FY 2024-25 as given in Item Nos. 4 to 7, shall be valid up to the date of next AGM.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, other than as mentioned above, are concerned or interested in the respective resolutions.

The said transaction(s)/contract(s)/arrangement(s) have been recommended by the Audit Committee and Board of Directors of the Company for consideration and approval by the Members.

The members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the resolutions set out at Item Nos. 4 to 7.

In view of the above, Resolution Nos. 4 to 7 are placed for approval of the Members of the Company.

Annexure A

Details of Director seeking re-appointment at the Annual General Meeting

(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 on General Meetings)

Name of the Director	N Chandrasekaran
Director Identification Number (DIN)	00121863
Designation and Category of Director	Chairman Non-Independent Non-Executive Director
Date of birth and age	June 2, 1963 (60 years)
Date of appointment	Appointed as Member of the Board on September 6, 2007 Appointed as Chairman on February 21, 2017
Qualifications	• Bachelor's Degree in Applied Science • Master's Degree in Computer Applications
Brief profile	N Chandrasekaran serves as Chairman of the board of Tata Sons, the holding company and promoter of more than 100 Tata operating companies with aggregate annual revenues of more than US $150 billion. He joined the board of Tata Sons in October 2016 and was appointed Chairman in January 2017. His appointment as Chairman of Tata Sons followed a 30-year career at TCS. N Chandrasekaran rose through the ranks to become the CEO and under his leadership, TCS consolidated its position as the largest private sector employer in India and India's most valuable Company. Since he has taken over as Chairman of Tata Sons, N Chandrasekaran has been driving transformation of the group towards digital, sustainability and supply chain resilience. The group has forayed into new businesses including electronics manufacturing, semiconductor, EV battery manufacturing, consumer internet platform, and mobile technology for 5G. The Tata group has expanded its aviation presence with the acquisition of Air India and is building a large global airline. N Chandrasekaran was conferred with the Padma Bhushan, one of the highest civilian awards in India, in the field of trade and industry in 2022. The French Government conferred him with Légion d'Honneur, the highest civilian award in France for his outstanding business successes and decisive contribution to strengthening Indo-French economic ties. President Eisenhower Global Award for Leadership by the Business Council for International Understanding (BCIU) was conferred to him in 2022. N Chandrasekaran is the Co-Chair of the US India CEO Forum. He is on the Board of Governors of New York Academy of Sciences, elected as an international member of the United States National Academy of Engineering (NAE), a member of the UTokyo Global Navigation Board, the Mitsubishi's International Advisory Committee and International Advisory Council of Singapore's Economic Development Board. He is the Chairman of Indian Institute of Management, Lucknow as well as the President of the Court at Indian Institute of Science, Bengaluru. N Chandrasekaran is also a member of the Stanford Doer School for Sustainability Advisory Council and the MIT CEO Advisory Board. N Chandrasekaran is also the author of Bridgital Nation, a groundbreaking book on harnessing technological disruptions to bring Indians closer to their dreams.
Expertise in specific functional areas	Rich experience in various areas of business, technology, operations, societal and governance matters
Terms and conditions of re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013

Directorships held in other companies (excluding Foreign Companies)	• Tata Sons Private Limited (Promoter Company) • Tata Steel Limited • Tata Motors Limited • The Tata Power Company Limited • Tata Chemicals Limited • Tata Consumers Products Limited • TCS Foundation • The Indian Hotels Company Limited • Tata Digital Private Limited • Air India Limited • Indian Foundation for Quality Management • Tata Electronics Private Limited • Agratas Energy Storage Solutions Private Limited
Listed Entities from which he has resigned as Director in past 3 years	None
Memberships/Chairmanships of committees of other companies	Tata Sons Private Limited • Nomination and Remuneration Committee • CSR & ESG Committee* • Risk Management Committee* Tata Steel Limited • Nomination and Remuneration Committee • Executive Committee of the Board* Tata Motors Limited • Nomination and Remuneration Committee The Indian Hotels Company Limited • Nomination and Remuneration Committee Tata Consumer Products Limited • Nomination and Remuneration Committee The Tata Power Company Limited • Nomination and Remuneration Committee • Executive Committee of the Board* Air India Limited • Nomination and Remuneration Committee • Corporate Social Responsibility & Sustainable Development Committee*
Number of Equity Shares held in the Company	1,77,056

*Chairman

For other details such as number of meetings of the Board attended during the FY 2023-24, remuneration last drawn and relationship with other Directors and Key Managerial Personnel, in respect of the above Director, please refer to the Corporate Governance Report which is a part of this Integrated Annual Report.

Annexure B

(i) List of identified subsidiaries of Promoter Company and their subsidiaries as on March 31, 2024

S/N	Name
1	AI Fleet Services IFSC Limited
2	Air India Express Limited
3	Air India Limited
4	AIX Connect Private Limited
5	Apex Realty Private Limited
6	Ardent Properties Private Limited
7	Arrow Infraestate Pvt Limited
8	Artson Engineering Limited (AEL)
9	BUC Mobile Inc
10	Campaign Registry Inc
11	Campaign Registry Inc (Canada)
12	Concept Developers & Leasing Limited
13	Dailyninja Delivery Services Private Limited
14	Delyver Retail Network Private Limited
15	Dharamshala Ropeway Limited
16	Durg Shivnath Expressways Private Limited
17	Gurgaon Constructwell Private Limited
18	Gurgaon Realtech Limited
19	Hampi Expressways Private Limited
20	HL Promoters Private Limited
21	HLT Residency Private Limited
22	Ind Project Engineering (Shanghai) Co Ltd
23	Industrial Minerals and Chemicals Company Private Limited
24	Industrial Quality Services, LLC Oman
25	Infiniti Retail Limited
26	Infopark Properties Limited
27	Innovative Retail Concepts Private Limited
28	International Infrabuild Private Limited
29	ITXC IP Holdings S.A.R.L.
30	Kaleyra Africa Limited
31	Kaleyra Dominicana
32	Kaleyra Inc
33	Kaleyra SPA
34	Kaleyra UK Limited
35	Kaleyra US Inc.
36	Kolkata-One Excelton Private Limited
37	Kriday Realty Private Limited
38	Land kart Builders Private Limited
39	LFS Healthcare Private Limited
40	Matheran Rope-Way Private Limited
41	Mgage Athens PC
42	Mgage SA de CV
43	Mikado Realtors Private Limited
44	MuCoso B.V.
45	NetFoundry Inc.
46	NOVAMESH LIMITED
47	Oasis Smart E-Sim Pte Ltd
48	OASIS Smart SIM Europe SAS
49	One Bangalore Luxury Projects LLP
50	One-Colombo Project (Private) Limited
51	Princeton Infrastructure Private Limited
52	Promont Hillside Private Limited
53	Promont Hilltop Private Limited
54	Protraviny Private Limited
55	Pune IT City Metro Rail Limited
56	SAS Realtech Private Limited
57	Savis Retail Private Limited
58	Sector 113 Gatevida Developers Private Limited
59	SEPCO Communications (Pty) Limited
60	Smart Value Homes (Boisar) Private Limited
61	Smart Value Homes (New Project) LLP
62	Smart Value Homes (Peenya Project) Private Limited
63	Sohna City LLP
64	SOLUTIONS INFINI TECHNOLOGIES(INDIA) PRIVATE LIMITED
65	Solutions Infiny FZ LLC
66	Supermarket Grocery Supplies Private Limited
67	Synergizers Sustainable Foundation
68	Tata 1mg Healthcare Solutions Private Limited
69	Tata 1mg Technologies Private Limited
70	Tata Capital Advisors Pte. Limited
71	Tata Capital General Partners LLP
72	Tata Capital Growth Fund I
73	Tata Capital Growth Fund II
74	Tata Capital Growth II General Partners LLP
75	Tata Capital Healthcare Fund I
76	Tata Capital Healthcare Fund II
77	Tata Capital Healthcare General Partners LLP
78	Tata Capital Healthcare II General Partners LLP
79	Tata Capital Housing Finance Limited
80	Tata Capital Innovations Fund
81	Tata Capital Limited
82	Tata Capital Plc
83	Tata Capital Pte. Limited
84	Tata Capital Special Situation Fund
85	Tata Communications (America) Inc.
86	Tata Communications (Australia) Pty Limited
87	Tata Communications (Beijing) Technology Limited
88	TATA COMMUNICATIONS (BELGIUM) SRL
89	Tata Communications (Brazil) Participacoes Limitada
90	Tata Communications (Canada) Limited
91	Tata Communications (France) SAS
92	Tata Communications (Guam) L.L.C.
93	Tata Communications (Hong Kong) Limited
94	Tata Communications (Hungary) KFT
95	Tata Communications (International) Pte Limited
96	Tata Communications (Ireland) DAC
97	Tata Communications (Italy) SRL
98	Tata Communications (Japan) KK.
99	Tata Communications (Malaysia) Sdn. Bhd.
100	Tata Communications (Middle East) FZ-LLC
101	Tata Communications (Netherlands) B.V.
102	Tata Communications (New Zealand) Limited
103	Tata Communications (Nordic) AS
104	Tata Communications (Poland) SP.Z.O.O.
105	Tata Communications (Portugal) Instalacao E Manutencao De Redes LDA
106	Tata Communications (Portugal) Unipessoal LDA
107	Tata Communications (Russia) LLC
108	Tata Communications (South Korea) Limited
109	Tata Communications (Spain) S.L.
110	Tata Communications (Sweden) AB
111	Tata Communications (Switzerland) GmbH
112	Tata Communications (Taiwan) Limited
113	Tata Communications (Thailand) Limited

S/N	Name
114	Tata Communications (UK) Limited
115	Tata Communications Collaboration Services Private Limited
116	Tata Communications Comunicacoes E Multimídia (Brazil) Limitada
117	Tata Communications Deutschland GMBH
118	Tata Communications Lanka Limited
119	Tata Communications Limited
120	Tata Communications MOVE B.V.
121	Tata Communications MOVE Nederland B.V.
122	Tata Communications Payment Solutions Limited
123	Tata Communications Services (International) Pte. Limited
124	Tata Communications SVCS Pte Ltd
125	Tata Communications Transformation Services (Hungary) Kft.
126	Tata Communications Transformation Services (US) Inc
127	Tata Communications Transformation Services Limited
128	Tata Communications Transformation Services Pte Limited
129	Tata Communications Transformation Services South Africa (Pty) Ltd
130	Tata Digital Private Limited
131	Tata Fintech Private Limited
132	Tata Housing Development Company Limited
133	Tata Neu Private Limited
134	Tata Opportunities General Partners LLP
135	Tata Payments Limited
136	Tata Projects Limited
137	Tata Realty and Infrastructure Limited
138	Tata Securities Limited
139	Tata Unistore Limited
140	Tata Value Homes Limited
141	TC MIDDLE EAST TECHNOLOGY SERVICES L.L.C
142	TC Networks Switzerland SA
143	TCC Construction Private Limited
144	TCL Employee Welfare Trust
145	TCPOP Communication GmbH
146	TCTS Senegal Limited
147	Technopolis Knowledge Park Limited
148	THDC Management Services Limited
149	THE SWITCH ENTERPRISES, LLC
150	TP Luminaire Private Limited
151	TPL Services Private Limited
152	TPL-Asara Engineering South Africa (Proprietary) Limited
153	TPL-CIL Construction LLP
154	TQ Cert Services Private Limited
155	TQ Services Europe GmbH
156	TRIL Bengaluru Consultants Private Limited
157	TRIL BENGALURU REAL ESTATE FIVE LIMITED
158	TRIL Bengaluru Real Estate One Private Limited
159	TRIL BENGALURU REAL ESTATE SIX LIMITED
160	TRIL IT4 Private Limited
161	TRIL REAL ESTATE BALEWADI LIMITED
162	TRIL Roads Private Limited
163	TRIL Urban Transport Private Limited
164	Uchit Expressways Private Limited
165	Ujjwal Pune Limited
166	VSNL SNOSPV Pte. Limited
167	World-One (Sri Lanka) Projects Pte. Limited
168	World-One Development Company Pte. Limited

(ii) List of subsidiaries of Tata Motors Limited and Jaguar Land Rover Limited as on March 31, 2024

S/N	Name
1	Jaguar Land Rover Australia Pty Limited
2	Jaguar Land Rover North America LLC
3	Jaguar Land Rover Slovakia s.r.o
4	Tata Motors Body Solutions Limited
5	Tata Motors Insurance Broking and Advisory Services Limited
6	Tata Motors Passenger Vehicles Limited
7	Tata Passenger Electric Mobility Limited
8	Tata Technologies Europe Limited
9	Tata Technologies Inc.
10	TMF Business Services Limited (formerly Tata Motors Finance Limited)
11	TML Business Services Limited
12	TML Smart City Mobility Solutions Ltd

Directors' Report

To the Members,

The Directors present this Integrated Annual Report of Tata Consultancy Services Limited ("the Company" or "TCS") along with the audited financial statements for the financial year ended March 31, 2024.

The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. Financial results

(₹ crore)

	Standalone		Consolidated	
	Financial Year 2023-24 (FY 2024)	**Financial Year 2022-23 (FY 2023)**	**Financial Year 2023-24 (FY 2024)**	**Financial Year 2022-23 (FY 2023)**
Revenue from operations	2,02,359	1,90,354	2,40,893	2,25,458
Other income	7,273	5,328	4,422	3,449
Total income	**2,09,632**	**1,95,682**	**2,45,315**	**2,28,907**
Expenses				
Operating expenditure	1,46,512	1,39,357	1,76,597	1,66,199
Depreciation and amortisation expense	3,887	3,940	4,985	5,022
Total expenses	**1,50,399**	**1,43,297**	**1,81,582**	**1,71,221**
Profit before finance costs, exceptional item and tax	59,233	52,385	63,733	57,686
Finance costs	673	695	778	779
Profit before exceptional item and tax	**58,560**	**51,690**	**62,955**	**56,907**
Exceptional item				
Settlement of legal claim	958	-	958	-
Profit before tax	**57,602**	**51,690**	**61,997**	**56,907**
Tax expense	14,043	12,584	15,898	14,604
Profit for the year	**43,559**	**39,106**	**46,099**	**42,303**
Attributable to:				
Shareholders of the Company	43,559	39,106	45,908	42,147
Non-controlling interests	NA	NA	191	156
Opening balance of retained earnings	**62,228**	**68,949**	**74,722**	**78,158**
Closing balance of retained earnings	**55,173**	**62,228**	**70,033**	**74,722**

2. Return of surplus funds to Shareholders

In line with the practice of returning substantial free cash flow to shareholders and based on the Company's performance, the Directors have declared three interim dividends of ₹9 per equity share and a special dividend of ₹18 aggregating to ₹45 per equity share involving a cash outflow of ₹16,355 crore during the year. The Directors have also recommended a final dividend of ₹28 per equity share. The final dividend on equity shares, if approved by the Members, would involve a cash outflow of ₹10,131 crore. The total dividend for FY 2024 amounts to ₹73 per equity share and would involve a total cash outflow of ₹26,486 crore, resulting in a dividend payout of 60.8 percent of the standalone profits of the Company.

In addition to the above, the Company bought back 4,09,63,855 equity shares at a price of ₹4,150 per equity share for an aggregate consideration of ₹17,000 crore. The offer size of the Buyback was 24.5% and 20.5% of the aggregate fully paid-up share capital and free reserves as per audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2023, respectively. The Buyback represented 1.1% of the total issued and paid-up Equity Share capital of the Company, as on September 30, 2023. The settlement of bids and payment of buyback consideration was made on December 12, 2023 and the shares were extinguished on December 13, 2023.

The Shareholders' payout with respect to dividend and buyback including tax on buyback (excluding transaction costs, other incidental and related expenses) aggregated to ₹47,445 crore, resulting in a payout of 108.9 percent of the standalone profits of the Company.

In FY 2023, the Company paid a total dividend of ₹115 per equity share, including a special dividend of ₹67 per equity share, which resulted in an outflow of ₹42,079 crore and a dividend payout of 107.6 percent of the standalone profits of the Company.

The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") is available on the Company's website at https://on.tcs.com/Dividend.

3. Transfer to reserves

The closing balance of the retained earnings of the Company for FY 2024, after all appropriation and adjustments was ₹55,173 crore.

4. Company's performance

On a consolidated basis, the revenue for FY 2024 was ₹2,40,893 crore, higher by 6.8 percent over the previous year's revenue of ₹2,25,458 crore. The profit after tax (PAT) attributable to shareholders and non-controlling interests for FY 2024 and FY 2023 was ₹46,099 crore and ₹42,303 crore, respectively.

The PAT attributable to shareholders for FY 2024 was ₹45,908 crore registering a growth of 8.9 percent over the PAT of ₹42,147 crore in FY 2023.

On a standalone basis, the revenue for FY 2024 was ₹2,02,359 crore, higher by 6.3 percent over the previous year's revenue of ₹1,90,354 crore in FY 2023. The PAT attributable to shareholders in FY 2024 was ₹43,559 crore registering a growth of 11.4 percent over the PAT of ₹39,106 crore in FY 2023.

5. Quality initiatives

The Company continues to strengthen its commitment to the highest levels of quality, superior customer experience, best-in-class service management, robust information security and privacy practices and mature business continuity management.

The TCS Integrated Quality Management System (iQMS) is a structured framework to ensure consistent delivery of products and services to meet or exceed customer requirements and achieve operational efficiency. iQMS is continually evaluated and upgraded to keep pace with the external environment and emerging technologies, such as AI and Cloud, to deliver with certainty and provide outstanding value and experience to its customers.

TCS has once again successfully achieved Maturity level 5 of ISACA's Capability Maturity Model Integration- Services (CMMI-SVC® V2), a worldwide recognized industry benchmark and performance improvement model. TCS continues to maintain enterprise-wide certification to the following globally recognized standards: ISO 9001:2015 (Quality Management), ISO 20000-1:2018 (IT Service Management), ISO 22301:2019 (Business Continuity Management), ISO 27001:2022 (Information Security Management), ISO 27017:2015 (Information Security Controls for Cloud Services), ISO 27018:2019 (Protection of PII in Public Clouds as PII Processors), ISO 27701:2019 (Privacy Information Management Systems). The Company also continues to maintain certification to health, safety and environment standards such as ISO 14001 (Environment management), ISO 45001 (Health and safety), ISO 50001 (energy management) as well as industry domain specific standards such as AS9100 (Aerospace), TL9000 (Telecom) and ISO 13485 (Medical devices).

The customer-centricity, focus on their transformation, rigor in operations and commitment to delivery excellence have resulted in sustained high customer satisfaction levels in the periodic surveys conducted by the Company. This is validated by top rankings in third party surveys as well. TCS achieved the top position in Whitelane customer satisfaction survey for the eleventh consecutive year, with an overall satisfaction score of 82 percent, 7 percentage points above the industry average.

TCS has received multiple external awards this year, a few of which are mentioned here.

- The Data Security Council of India (DSCI) Excellence Award 2023 in category Best Privacy Practices by Data Processors;
- PICCASO Privacy Awards Europe 2023 for International Privacy Protection;
- Best DevOps Cloud Project in DevOps Awards 2023, UK;
- Multiple awards won in Corporate Excellence Awards (CEA) 2024 conducted by Symbiosis Centre for Management and Human Resource Development (SCMHRD), Pune;
- Multiple awards won in Lean Six Sigma Case Study Presentation Contest 2023 from National Institution for Quality & Reliability (NIQR) Bangalore;
- Platinum and Gold Recognition won in the Confederation of Indian Industry (CII) National Six Sigma Competition 2023;
- TCS was honoured with the award for the Company with Significant Engagement in Improvement Interventions at the Tata Business Excellence Convention (BEC) for the fifth consecutive year.

6. Subsidiary companies

On March 31, 2024, the Company has 51 subsidiaries and there has been no material change in the nature of the business of the subsidiaries. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

The name of Tata Consultancy Services Technology Solutions AG was changed to Tata Consultancy Services Technology Solutions GmbH w.e.f April 13, 2023.

W.e.f August 29, 2023, Saudi Desert Rose Holding B.V., was merged with Tata Consultancy Services Netherlands BV, a 100 percent subsidiary of the Company.

Diligenta Limited, a 100 percent subsidiary of the Company, incorporated a wholly owned subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form No. AOC-1 is attached to the financial statements of the Company.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the Company's website at https://www.tcs.com/investor-relations.

7. Directors' responsibility statement

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. They have prepared the annual accounts on a going concern basis;

v. They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;

vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2024.

8. Directors and Key Managerial Personnel

As on March 31, 2024, the Company has nine Directors with an optimum combination of Executive and Non-Executive Directors including two women directors. The Board comprises of seven Non-Executive Directors, out of which five are Independent Directors.

During the year, the Members approved the following appointment and re-appointment of Directors:

- appointment of K Krithivasan (DIN 10106739) as the CEO & MD of the Company with effect from June 1, 2023.
- re-appointment of Hanne Sorensen (DIN 08035439) and Keki Mistry (DIN 00008886) as Independent Directors for a second consecutive term of five years from December 18, 2023 upto December 17, 2028.
- appointment of Al-Noor Ramji (DIN 00230865) as an Independent Director for a term of five years from October 12, 2023 to October 11, 2028.

In the opinion of Board, Hanne Sorensen, Keki Mistry and Al-Noor Ramji are persons of integrity and fulfils requisite conditions as per applicable laws and are independent of the management of the Company.

During the year, Don Callahan (DIN 08326836) ceased to be Director of the Company with effect from January 10, 2024, upon completion of his term as an Independent Director. The Board places on record its appreciation for his invaluable contribution and guidance.

On April 16, 2022, the Members approved the re-appointment of N G Subramaniam (DIN 07006215) as the COO & ED of the Company for a further period from February 21, 2022 to May 19, 2024, as per the retirement age policy for Directors of the Company and will hold office till such date. O P Bhatt (DIN 00548091) was re-appointed as an Independent Director at the twenty-fourth Annual General Meeting (AGM) of the Company held on June 13, 2019, for a second term of five years and will hold office till June 26, 2024. The Board places on record its appreciation for their invaluable contribution and guidance.

N Chandrasekaran (DIN 00121863) retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking Shareholders' approval for his re-appointment along with other required details forms part of the Notice.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as independent directors of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses, if any.

Pursuant to the provisions of Section 203 of the Act, K Krithivasan, CEO & MD, N G Subramaniam, COO & ED, Samir Seksaria, Chief Financial Officer and Pradeep Manohar Gaitonde, Company Secretary are the Key Managerial Personnel of the Company as on March 31, 2024.

9. Number of meetings of the Board

Five meetings of the Board were held during the year. For details of meetings of the Board, please refer to the Corporate Governance Report, which is a part of this report.

10. Board evaluation[1]

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The performance of the board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. In a separate meeting of Independent Directors, performance of Non-Independent directors, the Board as a whole and Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

At the board meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its Committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

11. Policy on directors' appointment and remuneration and other details

The Company's policy on appointment of directors is available on the Company's website at https://on.tcs.com/ApptDirectors.

The policy on remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which is a part of this report and is also available on the Company's website at https://on.tcs.com/remuneration-policy.

12. Corporate Social Responsibility (CSR)

TCS' CSR initiatives and activities are aligned to the requirements of Section 135 of the Act.

A brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure I** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. This Policy is available on the Company's website at https://on.tcs.com/Global-CSR-Policy

For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report.

13. Internal financial control systems and their adequacy

The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

14. Audit committee

The details pertaining to the composition of the Audit Committee are included in the Corporate Governance Report, which is a part of this report.

15. Auditors

At the twenty-seventh AGM held on June 9, 2022, the Members approved the re-appointment of B S R & Co. LLP, Chartered Accountants (Firm Registration No.101248W/W-100022) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the thirty-second AGM to be held in the year 2027.

16. Auditor's report and Secretarial audit report

The statutory auditor's report and the secretarial auditor's report do not contain any qualifications, reservations, or adverse remarks or disclaimer. Secretarial audit report is attached to this report as **Annexure II**.

17. Risk management

The Board of Directors of the Company has a Risk Management Committee to frame, implement and monitor the risk management plan for the Company.

The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this report.

18. Vigil Mechanism

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in conformation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report

[1] GRI 2-18

concerns about unethical behaviour. This Policy is available on the Company's website at https://on.tcs.com/WhistleBP.

19. Particulars of loans, guarantees and investments

The particulars of loans, guarantees and investments as per Section 186 of the Act by the Company, have been disclosed in the financial statements.

20. Transactions with related parties

None of the transactions with related parties fall under the scope of Section 188(1) of the Act. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to the Company for FY 2024 and hence does not form part of this report.

Pursuant to SEBI Listing Regulations, the resolution for seeking approval of the Shareholders on material related party transactions is being placed at the AGM.

21. Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2024 is available on the Company's website at https://on.tcs.com/annualreturn-23-24.

22. Particulars of employees

The information under Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year:

Name	Ratio to median remuneration	% increase in remuneration in the financial year
Non-executive Directors:		
N Chandrasekaran@	-	-
O P Bhatt	38.3	3.1
Aarthi Subramanian@@	-	-
Dr Pradeep Kumar Khosla	34.9	4.1
Hanne Sorensen	34.9	3.6
Keki Mistry	38.3	3.5
Al-Noor Ramji*	$	$
Don Callahan**	$	$
Executive Directors:		
K Krithivasan#	$	$
N G Subramaniam	346.2	8.2
Rajesh Gopinathan##	$	$
Chief Financial Officer:		
Samir Seksaria	95.4	24.0
Company Secretary:		
Pradeep Manohar Gaitonde	37.3	31.6

@ As a policy, N Chandrasekaran, Chairman, has abstained from receiving commission from the Company and hence not stated.

@@ In line with the internal guidelines of the Company, no payment is made towards commission to the Non-Executive Directors of the Company, who are in full time employment with any other Tata Company and hence not stated.

* Appointed as Independent Director w.e.f. October 12, 2023.

** Ceased to be Director w.e.f. January 10, 2024 upon completion of his term as Independent Director.

Appointed as the Chief Executive Officer and Managing Director w.e.f. June 1, 2023.

Ceased to be Chief Executive Officer and Managing Director w.e.f. June 1, 2023.

$ Remuneration received in FY 2024 is not comparable with remuneration for FY 2023 (for part of the year) and hence not stated.

b. The percentage increase in the median remuneration of employees in the financial year is 10.8 percent.

c. The number of permanent employees on the rolls of Company are 6,01,546.

d. The average annual increase was in the range of 5.5-8 percent, with top performers receiving double digit increment in India. However, during the course of the year, the total increase is in the range of 7-9 percent, after accounting for promotions and other event based compensation revisions. Employees outside India received a wage increase varying from 1.5-6 percent.

   The increase in remuneration is in line with the market trends in the respective countries. In order to ensure that remuneration reflects the Company's performance, the performance pay is also linked to organization performance and individual utilization in addition to individual performance.

   Increase in the managerial remuneration for the year was 8.2 percent for COO & ED. Remuneration for current and erstwhile CEO & MD, is for part of the year and hence not considered.

e. The Company affirms that the remuneration is as per the remuneration policy of the Company.

f. The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

   Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary.

23. Integrated Report

The Company has voluntarily provided Integrated Report, which encompasses both financial and non-financial information to enable the Members to take well-informed decisions and have a better understanding of the Company's long-term perspective. The Report also touches upon aspects such as organization's strategy, governance framework, performance and prospects of value creation based on the five forms of capital viz. financial capital, intellectual capital, human capital, social capital and natural capital.

24. Disclosure requirements

As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors' Certificate thereon, and the integrated Management Discussion and Analysis, the Business Responsibility and Sustainability Report ("BRSR") form part of the Director's Report.

The BRSR indicates the Company's performance against the principles of the 'National Guidelines on Responsible Business Conduct'. This would enable the Members to have an insight into Environmental, Social and Governance initiatives of the Company.

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

25. Deposits from public

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

26. Conservation of energy, technology absorption, foreign exchange earnings and outgo

Conservation of energy:

The Company is committed towards conservation of energy and climate action which is reaffirmed in its Environmental Sustainability policy (Environmental-Sustainability-Policy.pdf (tcs.com)).

During the year, several initiatives were aligned to achieve the carbon targets which included those in building and IT infrastructure. Initiatives in building infrastructure included higher energy efficiencies in heating, ventilation, and air conditioning (HVAC) systems, uninterruptible power supply (UPS), green buildings and energy monitoring & analytics (Clever Energy & Resource Optimisation Centre) which have resulted in energy savings of 16,301 MWh, equivalent to 11,671 tCO_2e reduction during FY 2024.

Initiatives in green IT focussed on data centre and IT device consolidation and optimization to reduce the carbon footprint. The Company reduced power consumption in one of the data centres by 80kW through server consolidation and optimization. As a concomitant interim outcome, the weighted average PUE increased marginally from 1.66 in FY 2023 to 1.7 during FY 2024. In FY 2025, TCS plans to optimize and consolidate the UPS infrastructure, towards reducing the non-IT load, thereby achieving the PUE target of 1.65. In addition to this, TCS will continue to ensure energy efficiency of the equipment procured.

TCS' IoT-based Real-time Energy Management System (TCS Clever Energy™) which involves real time energy monitoring continues to yield benefits in terms of optimization of operational energy efficiency across all offices.

The roof top solar photo voltaic installations this year remained at 10.2 MWp contributing to 3 percent of total electricity use in the reporting year. A rooftop solar photovoltaic (PV) of 260 KWp has been planned for implementation in FY 2025. The Company increased the renewable energy procurement through switch over to green tariffs for its operations in several states in India, in addition to open access power purchase agreements (PPA) for renewable energy in some cases. Renewable energy procurement has resulted in an increase in renewable energy use to 74 percent of total energy use during the year.

TCS is certified to ISO 50001:2018 standards for Energy Management Systems (EnMS) across 22 campuses in India. Out of these, 2 campuses were added under certification in FY 2024, continuing our commitment to energy conservation and management.

The above energy efficiency and renewable energy procurement efforts helped achieve a year-on-year reduction in absolute carbon footprint (across Scope 1 and Scope 2) of TCS' global operations by 31 percent. The company has achieved 80% reduction in absolute emissions (Scope 1 and Scope 2) when compared to the base year of FY 2016. The electricity consumption across TCS operations increased by 14.6% in the current year compared to FY 2023. This is due to increased scale of operations considering increase in number of associates returning to office and inclusion of 14 locations globally in the reporting boundary, leading to a 2.8% increase in electricity consumption.

The Company has achieved carbon neutrality across Scope 1 and Scope 2 in Asia Pacific (including Japan), Europe, North America, UK & Ireland, Latin America, Middle East & Africa regions during the reporting year.

Continued focus on the above initiatives will enable the company's aspiration of achieving its carbon target of Net Zero by 2030.

Technology absorption, adoption and innovation:

Research & Development (R&D): Specific areas in which R&D was carried out by the Company

TCS Research and Innovation delivered significant value to TCS' customers, the research community and society at large through numerous initiatives and impactful outcomes.

Inventing for Impact:
TCS Research continued to expand its foundational research in computing and its intersection with the sciences with an emphasis on AI, especially Large Language Models (LLM).

The exploration of innovative uses of GenAI has been a focal point for TCS Research this year. TCS delved deep into three key areas: (i) Generative design for scientific and engineering applications, (ii) Transformation of knowledge work, encompassing but not restricted to software development and operations management, and (iii) Reimagination of the user engagement paradigm across diverse domains.

TCS explored use of GenAI to identify new molecules or modifications of existing molecules that show promise of being useful as new drugs (of medicinal value), as well as to evaluate them for ease of synthesis and manufacturing. TCS used GenAI to design alloys and materials while at the same time using generative exploration of the chemistry and the process route. The Company leveraged LLMs through the lens of domain models to curate ontology (information model) as well as failure/performance knowledge for large manufacturing operations reducing the time needed for such activities from months to days. The Munch Museum in Oslo is exploring the use of GenAI with TCS to create a co-drawing system for museum visitors. The use of GenAI in all domains of human activity is exploding and TCS Research is at the forefront of several such explorations.

The Company's research on enterprise digital twins witnessed accelerated growth due to a growing interest and adoption of this technology across industries from communications to airlines and retail. TCS' strategy of investing in robotics translated to a business initiative and gained traction with customers leading to collaborative partnerships with major robotics accelerators such as the National Robotarium, UK and MassRobotics, US. The software research teams continued with their focus on self-healing and adaptive model-driven software architecture, adapting to changes and uncertainties seamlessly.

TCS continues to explore and invest in foundation research encompassing topics like computing for finance, building digital twins for the human heart and brain, quantum computing and nano sensing for future IoT and healthcare applications, meta-material based reconfigurable intelligent surfaces for next-generation wireless systems like 6G, neuromorphic computing for low-power edge-AI, post-quantum cryptography, and other emerging as well as futuristic technologies.

TCS continues to contribute to standards in areas such as environmental engineering, cyber security, cyber resilience, Internet of Things, smart cities, software architecture, quantum computing and communication, accessibility of ICT for the differently abled, AI, Metaverse, Agile Devops, e-Learning and FinTech-RegTech.

Our brand TCS Research won at the Global Social Media Awards UK 2023 for 'Best Use of LinkedIn'. The Global Social Media Awards celebrates businesses around the world that are crashing through the algorithms and channelizing the chatter to create innovative, meaningful engagement that produces tangible results. This recognition is a testament to content innovation and motivates the Company to continue to inspire and transform the world through impactful stories of research and innovation.

Strengthening IP Base:
TCS launched new IP-based offerings and enhancements of existing IP-based offerings. The Revenue Management Solution strategically navigates CPG growth by leveraging data and insights to optimize pricing, promotions, product mix, and trade investments. TCS' Observability Solution ensures intelligent, secure, and proactive monitoring for hybrid cloud applications, supporting diverse environments from SAP to Oracle ERP to custom applications across multi-cloud landscapes. The Company's Cross Industry Digital Commerce Platform provides multitude core capabilities, industry specific capabilities and an ecosystem orchestration capability to the Retail, CPG, Airline and Telecom industries.

TCS ADD™ Metadata Repository won two awards for Excellence in Ancillary Pharma Services and Excellence in use of Technology at the India Pharma Awards 2023. TCS was also recognized with 2 Golds and 1 Bronze at Stevie Asia Pacific Awards 2023 for ignio™ (Gold), TCS Data Privacy (Gold) and TCS Travel Chatbot "Trawiz" (Bronze).

The Company's intellectual property grew with 257 publications and presentations in top-tier journals and conferences. As of March 31, 2024, 8,040 patents have been filed (cumulatively) by the Company and 3,919 have been granted. TCS won many awards relating to IP, including the Asia IP Elite Award 2023, the National Intellectual Property Award 2023 in the category 'Top Public Limited Company for Patents Filing, Grant & Commercialization in India in the field of Service/Others Sector' and the World Intellectual Property Organization's (WIPO) National Award for Enterprises for being an exemplar of IP value creation. TCS also recognized with CII Industrial Intellectual Property Awards 2023, Special Appreciation Award by CII acknowledging very special and distinctive features of some inspiring IP initiatives of the organization.

Innovating at Scale with the Ecosystem:
TCS Pace™ is the fulcrum of TCS' thought leadership and continues to leverage pioneering innovation to steer businesses through emerging technologies and define co-innovation strategies with customers. TCS Pace Port™ New York engaged with customers, analysts, and partners during the TCS Innovation Forum North America 2023. TCS Pace Port™ Amsterdam hosted the analyst community from EU and UK region, during the TCS Europe Analyst Summit 2023.

TCS COIN™ expanded its global footprint by reaching out to over 250 unique TCS customers this year who need access to new technologies from start-ups. COIN Business Accelerator, a high-touch program with emerging tech companies, kicked off its 3rd cohort. The Accelerator is playing an instrumental part in TCS' ecosystem strategy, increasing its innovation footprint, and winning deals. TCS and Jaguar Land Rover (JLR) launched JLR's Open Innovation program in Tel Aviv to foster disruptive mobility innovation and strengthen relationships between JLR and Israeli start-ups, scale-ups, corporate entities, investors, and academia as part of JLR's Reimagine strategy. This partnership will leverage TCS COIN™ in Israel to identify local technology offerings and scale them to global mobility solutions and services.

The academic network of TCS COIN™ funds 42 strategic research project engagements across 23 academic institutions. TCS inaugurated a Research facility within the IIT Kharagpur Research Park in Kolkata this year. The new center will enable greater collaboration with IIT Kharagpur and establish TCS Research firmly within the Cyber Physical Systems and Digital Health research landscape.

TCS and WIPO have joined hands to collaborate, extending the TCS Access Infinity platform to Accessible Books Consortium partner libraries in developing and least developed countries. TCS has strategically collaborated with Dassault Systèmes within the ambit of the Living Heart Project, fostering a collaborative environment encompassing cardiovascular researchers, educators, medical device developers and regulatory bodies such as the US FDA. This partnership aims to drive digital transformation in cardiovascular science by creating authentic digital simulations of the human heart.

Building a Culture of Innovation:
TCS Research and Innovation continued with enterprise-wide initiatives to inspire and foster creativity across the domain. This year five teams from TCS made it to the finals of Tata Innovista 2023 and TCS won awards in the "Piloted technologies" and "Implemented Innovations – Products and Services" categories. TCS Innovista 2024, an internal shark-tank competition, concluded with the largest ever participation from TCS'ers. 12,371 teams vied for the top honors across multiple categories. The second edition of the organization wide incubation bootcamp was organized to encourage and support entrepreneurial ideas in areas of sustainability, GenAI, decentralization, EV ecosystems, and connected health. This year's edition witnessed 126 applications across 48 business units.

Digital Impact Square (DiSQ) encourages innovation using digital technologies to address social challenges and has impacted 190,543 lives across various startups in FY 2024. The DiSQ has been awarded with Zero Project Award 2024 for inclusive vocational training models, inclusive education, and ICT. Several companies within the purview of DiSQ have won awards. With an aim to inspire and empower young minds to solve real-world environmental and societal challenges through technology, TCS Sustainathon Singapore addressed challenge statements issued by Dell Technologies, Citi, and LinkedIn under the theme of 'Empowering Women in STEM'. TCS Sustainathon South Africa 2023 focused on sustainable water and sanitation management. TCS CodeVita Season 11 received the highest ever registration of more than 4,44,000 from 95 countries.

Future course of action:
TCS will continue scaling its investments in IP creation, partnerships and offerings to deliver market leading value to its customers, with a focus on agility and speed to market that matches the fast pace of digital transformation of its customers are undergoing. At the same time, it will continue to build its talent base and focus on building a culture of innovation in the Company.

Expenditure on R&D:
TCS research and innovation centers are located in India and other parts of the world. The research centers in India function from Pune, Chennai, Bengaluru, Delhi-NCR, Hyderabad, Kolkata and Mumbai.

Expenditure incurred in the R&D centers and innovation centers of TCS during FY 2024 and FY 2023 are given below:

(₹ crore)

Expenditure on R&D and innovation		Standalone		Consolidated	
		FY 2024	FY 2023	FY 2024	FY 2023
a.	Capital	8	1	8	1
b.	Recurring	419	375	426	380
c.	**Total R&D expenditure (a+b)**	**427**	**376**	**434**	**381**
d.	Innovation center expenditure	2,228	2,048	2,317	2,119
e.	**Total R&D and innovation expenditure (c+d)**	**2,655**	**2,424**	**2,751**	**2,500**
f.	R&D and innovation expenditure as a percentage of total turnover	1.3%	1.3%	1.1%	1.1%

Foreign exchange earnings and outgo:

Export revenue constituted 93.5 percent of the total standalone revenue in FY 2024 (94.3 percent in FY 2023).

(₹ crore)

Foreign exchange earnings and outgo		FY 2024	FY 2023
a.	Foreign exchange earnings	1,93,252	1,83,412
b.	CIF Value of imports	174	144
c.	Expenditure in foreign currency	81,726	75,786

27. Acknowledgements

The Directors thank the Company's employees, customers, vendors, investors and academic partners for their continuous support. The Directors also thank the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

The Directors appreciate and value the contribution made by every member of the TCS family.

On behalf of the Board of Directors

N Chandrasekaran
Chairman
DIN 00121863

Mumbai, April 12, 2024

Annexure I

Annual Report on CSR Activities

1. **Brief outline on CSR Policy of the Company**
TCS' vision is to empower people and communities to build self-reliance through technology while promoting the values of fairness, equity, and respect for human rights. It endeavors to connect people and communities to opportunities in the digital economy by building equitable and inclusive pathways for women, youth, and marginalized groups.

To address the most pressing needs of the community, TCS primarily focuses on the areas of education, skilling, employment, and entrepreneurship. The Company enables social innovation and community projects targeted at marginalized sections of society, bridging the opportunity gap, and investing in quality education, good health and well-being, clean water and sanitation, climate action, and disaster relief efforts in support of the basic needs of global communities. Additionally, TCS forms strategic partnerships, delves into research, provides insights, and pro-bono technology consultation to bolster the capacity of grassroots organizations.

To achieve transformational social impact, TCS leverages its intellectual, technological, human, and financial capital and applies its contextual knowledge and the expertise of a diverse network of leaders to design innovative and sustainable solutions for societal challenges. It executes and scales programs using its vast capabilities in technology, the large employee base who volunteer their time, skills, and expertise for causes they believe in, and impact investments in large-scale, sustainable, multi-year programs that empower communities.

By directing its resources toward people and communities that need them the most, TCS assures equitable access. Every CSR initiative and program by TCS aligns with the United Nations Sustainable Development Goals (UN SDGs), while the CSR strategy incorporates inclusion into its design by aligning with the Government of India and the Tata Group's Affirmative Action.

2. **Composition of the CSR committee:**

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	N Chandrasekaran	Chairman, Non-independent Non-Executive Director	3	3
2	O P Bhatt	Member, Independent, Non-Executive Director	3	3
3	N G Subramaniam	Member, Non-Independent, Executive Director	3	3

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company**
Composition of the CSR committee shared above and is available on the Company's website at https://www.tcs.com/corporate-governance.

CSR policy- https://on.tcs.com/Global-CSR-Policy

CSR projects-
https://www.tcs.com/corporate-social-responsibility

4. **Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable**
Not applicable

5. (a) **Average net profit of the Company as per sub-section (5) of Section 135:** ₹42,507 crore

   (b) **Two percent of average net profit of the Company as per sub-section (5) of section 135:** ₹850 crore

   (c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years :** NIL

   (d) **Amount required to be set off for the financial year, if any :** ₹32 crore

   (e) **Total CSR obligation for the financial year [5(b)+5(c)-5(d)]:** ₹818 crore

6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):** ₹813 crore

   (b) **Amount spent in Administrative Overheads:** ₹14 crore

   (c) **Amount spent on Impact Assessment, if applicable:** NIL

   (d) **Total amount spent for the Financial Year [6(a)+6(b)+6(c)]:** ₹827 crore

(e) CSR amount spent or unspent for the financial year:

(₹ crore)

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per Section 135(6) of the Act		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) of the Act		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
827	NIL	-	-	NIL	-

(f) Excess amount for set off, if any:

(₹ crore)

Sr. No.	Particular	Amount
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per Section 135(5)	818*
(ii)	Total amount spent for the Financial Year	827
(iii)	Excess amount spent for the financial year [(ii)-(i)]	9
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	9

**Net of excess contribution from previous years set-off in the current financial year*

7. Details of Unspent CSR amount for the preceding three financial years:

(₹ crore)

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6)	Balance Amount in Unspent CSR Account under Section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to a Fund as specified under Schedule VII as per second proviso Section 135(5), if any		Amount remaining to be spent in succeeding financial years	Deficiency, if any
					Amount	Date of transfer		
	-	NIL	-	-	-	-	-	-

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

○ Yes ✓ No

If Yes, enter the number of Capital assets created/ acquired : Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/Beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
NIL							

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5) - Not Applicable

K Krithivasan
Chief Executive Officer and Managing Director
DIN: 10106739

N Chandrasekaran
Chairman, Corporate Social Responsibility Committee
DIN: 00121863

Annexure II

Form No. MR-3

Secretarial Audit Report

for the financial year ended March 31, 2024

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Tata Consultancy Services Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tata Consultancy Services Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2024, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2024 according to the applicable provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)

   (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)

   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period) and

   (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(vi) Other laws applicable specifically to the Company namely:-

   a) Information Technology Act, 2000 and the rules made thereunder;

   b) Special Economic Zones Act, 2005 and the rules made thereunder;

   c) Software Technology Parks of India rules and regulations

   d) The Indian Copyright Act, 1957

   e) The Patents Act, 1970

   f) The Trade Marks Act, 1999

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes, decisions at the Board Meetings were taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines etc.

We further report that during the audit period following events occurred which had bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards etc.:

The Company has completed buyback of 4,09,63,855 (Four Crore Nine Lakh Sixty Three Thousand Eight Hundred and Fifty Five) fully paid-up equity shares of face value of ₹1 (Rupee One) each ("Equity shares") for an aggregate amount not exceeding ₹17,000 Crore on a proportionate basis, through the Tender Offer route through the Stock Exchange mechanism as prescribed under the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, at ₹4,150 (Rupees Four Thousand One Hundred and Fifty only) per Equity Share.

For **Parikh & Associates**
Company Secretaries

P. N. Parikh
Partner
FCS No: 327 CP No: 1228
UDIN: F000327F000095202
PR No.: 1129/2021

Place: Mumbai
Date: April 12, 2024

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

'Annexure A'

To,
The Members,
Tata Consultancy Services Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management Representation about the Compliance of Laws, Rules and Regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

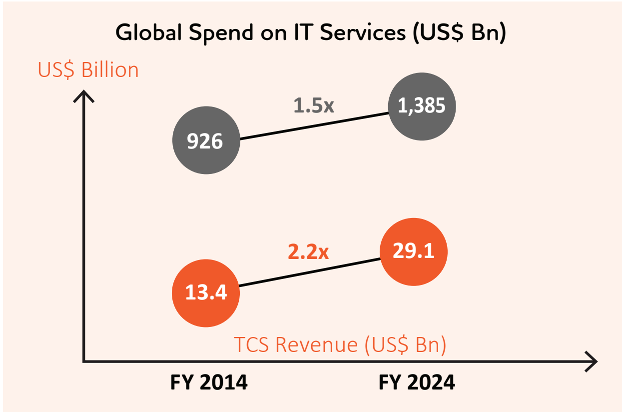
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Parikh & Associates**
Company Secretaries

P. N. Parikh
Partner
FCS No: 327 CP No: 1228
UDIN: F000327F000095202
PR No.: 1129/2021

Place: Mumbai
Date: April 12, 2024

Management Discussion and Analysis



Overview of the Industry

The journey over the past few years has been eventful, starting with supply-chain disruptions in the aftermath of the pandemic, the Russia-Ukraine war that triggered a global energy and food crisis, and a considerable surge in inflation, followed by a globally synchronized monetary policy tightening. The global GDP is estimated to have grown at 3.2% in CY 2023, lower than 3.5% in CY 2022[1], led by fears of a hard recession. Yet, despite many gloomy predictions, the world avoided a recession, the banking system proved largely resilient, and major emerging market economies did not suffer sudden stops. Economic growth has been stronger than expected in the second half of 2023 in the United States, and several major emerging market and developing economies. However, the rising momentum was not felt everywhere, with notably subdued growth in the euro area, reflecting weak consumer sentiment, the lingering effects of high energy prices, and weakness in interest-rate-sensitive sectors.

Unmet revenue expectations have ushered in a new wave of pragmatism where maintaining a healthy profit margin has become pivotal for corporations due to the uncertain macro-outlook. In extreme cases, organizations resorted to cost-cutting measures, such as reducing headcount and cutting discretionary spending, including IT services. Organizations taking a more rational approach are simply shifting the emphasis of ongoing IT projects toward cost control, efficiencies and automation while curtailing IT initiatives with longer RoIs. Global technology spending on Enterprise software and IT services was close to the US$2.3 trillion[2] mark in CY 2023, with IT services growing at 6.1% YoY to US$1.4 trillion.

The global IT services industry continues to be a highly fragmented one, with even the largest provider having a mid-single digit market share. TCS is among the largest IT services providers globally, with a market share of **2.1%**. TCS' outperformance is significantly higher over the last decade.

The outperformance may be attributed to market share gains resulting from TCS' strategy on customer centricity, its agile organization structure, and a very stable leadership team; its investments in organic talent development, research and innovation, intellectual property, brand building, and in building newer capabilities that have helped expand wallet share with clients; and better execution resulting in greater customer satisfaction.

TCS' Business
An Overview

TCS is an IT services, consulting and business solutions organization partnering many of the world's largest businesses in their transformational journeys for the last 56 years. It has a global presence, deep domain expertise in multiple industry verticals and a complete portfolio of offerings – grouped under consulting and service integration, application services, digital transformation services, AI and cloud services, engineering services, cognitive business operations, and products and platforms – targeting every C-suite stakeholder.

The company leverages all these capabilities and its profound contextual knowledge of its customers' businesses to create bespoke, high quality, high impact solutions designed to deliver

1 Nasscom, World Economic Outlook, IMF, April 2024
2 Gartner

differentiated business outcomes. These solutions are delivered using its operating model which enables a highly distributed, Location Independent Agile™ delivery.

TCS geographic footprint covers North America, Latin America, the United Kingdom, Continental Europe, Asia Pacific, India and Middle-East Africa.

TCS considers industry verticals as its primary go-to-market business segments. The five key vertical clusters are: Banking, Financial Services and Insurance (BFSI), Communication, Media and Technology (CMT), Consumer Business, Life Sciences and Healthcare, Manufacturing and Others such as Energy, Resources and Utilities, Public Services and Products.

Strategy for Sustainable Growth[3]

TCS has successfully navigated through multiple technology cycles since its inception, transforming and adapting each time to build relevant new capabilities and helping its clients realize the benefits of that innovative technology. TCS' responsiveness, agility and adaptability to change have been core to its longevity.

Customer-centricity is at the heart of TCS' strategy, organization structure and investment decisions. TCS has been broadening and deepening customer relationships by continually looking for new opportunities and newer areas in their businesses to add value, proactively investing in building capabilities, reskilling its workforce, and launching innovative services, solutions, products, and platforms to address those opportunities.

TCS is reinventing itself at a time of unprecedented change in the IT Services industry. Digital, AI and Cloud technologies are now business enablers, and core to the success of business, fueling the need for enterprise-wide transformation and continuous innovation.

Technology disruption is blurring traditional industry lines, making cross-industry expertise an imperative. Adaptation is *the* key to survival. TCS believes in the power of inspiration and invention to build greater futures and help in transforming industries. The company's research and innovation team apply scientific rigor and a collaborative mindset to solve pressing problems faced by industries and society.

Over time, this strategy has resulted in deep and enduring customer relationships, a vibrant and engaged workforce, industry-leading profitability, a steady expansion of the addressable market, and a proven record of accomplishment in delivering longer term stakeholder value.

Enabling Investments

TCS has been at the forefront of every technology adoption cycle over the past several decades. The company has anticipated every technology change and invested in innovation, talent, intellectual property, and partnerships well in advance. TCS pioneered[4] the 'Default is Digital' approach to leverage the new family of technologies that emerged in the last decade. TCS was early to identify that decision making in enterprises would increase in complexity and would require novel uses of digital technologies. Its research into Enterprise Digital Twins enables it to simulate enterprises in hi-fidelity and use AI for decision making. Backed by 10 years of research (started in 2013) and over 40 publications in top-tier journals, TCS launched an Enterprise Digital Twin product offering called TCS TwinX™. The multiple award-winning product today simulates enterprise decision making for several TCS customers.

Quick to recognize the potential of cloud, the company made investments ahead of time in launching new platform-based business models as far back as in 2009[5], reskilling the workforce, research and innovation, building collaborative workspaces and innovation centers, intellectual property, and alliances and partnerships. TCS created a separate research group focused on 'Deep Learning and AI' in 2017 and identified 'AI' as a critical skill that every researcher should acquire. TCS has doubled down on partnerships in areas such as AI, Quantum Computing and Cybersecurity. These early investments have given TCS a head-start in being a partner in its customers' technology adoption lifecycles.

The exploration of innovative uses of GenAI has been a focal point for TCS Research this year. More details on TCS R&I investments during the year are available on Page 61 of Directors' Report in the section on **'Technology absorption, adoption and innovation'**.

TCS' dedication to innovation is evident with its dynamic intellectual property (IP) portfolio, which saw continual enhancement through the filing and granting of patents and the publication of research papers. TCS' IP portfolio has grown by a CAGR of over **13%** over the past decade. TCS is the largest patent filer in the industry category in India and has been honored with **42 IP awards** in the last 10 years, including winning the National IP Award 4 times in the last 7 years.

TCS' dedicated practice units around major hyperscalers have been steadily investing in training, certifications, credentials and in building solutions and intellectual property on their respective hyperscaler stacks. AI.Cloud Academy was launched to bring together initiatives from all Cloud and AI partners, and to drive talent transformation at scale with a theme "Making AI REAL" for TCS' customers. As on 31st March 2024, TCS had one of the world's largest AI/ML and GenAI trained workforce. AI Experience Zone, TCS's indigenous, multi-platform AI playground continues to develop employees with higher competencies in GenAI through Industry specific use cases integrated into programs and hackathons. One of the significant investments has been in building a multi modal, hyperscaler agnostic, domain catalogue enabled, pattern driven, multi orchestrator GenAI platform called TCS AI WisdomNext to help customers accelerate their GenAI journey.

In addition to the hyperscalers, TCS has also invested in building key partnerships with other major cloud and AI ecosystem partners, to bring best of GenAI offerings to TCS' customers. TCS has invested in deep dive technical training along with hands-on sessions to help upskill existing employees thereby empowering

3 GRI 2-22
4 Ref AR FY 2012, MD&A, Pages 25, 29
5 Ref AR FY 2010, Letter from CEO, Page 7

them to leverage technology as part of ongoing delivery. TCS has launched AI Academy and the AI Experience Zone platform for experiential AI/ML and GenAI talent development. TCS has launched several PoVs on how the industry value chains including personas involved can be transformed using the power of GenAI. TCS also has significantly invested in onboarding 150+ horizontal and vertical solutions on hyperscaler platforms in a cloud native manner augmented with GenAI capabilities.

As TCS transforms industries, building momentum requires continuous perseverance, flawless execution against the company's strategic priorities: **Customer Centricity and Employee Empathy.**

TCS' Strategic Responses to Opportunities and Threats

Opportunity / Threat	TCS Approach	Outcomes
Macroeconomic uncertainty and geopolitical volatility impacting decision making and prompting an increased mix of cost optimization and cloud transformation-led deals and reduced discretionary spend	• Proven track record in helping enterprises reduce their cost of operations. • Proactive pitching of IT and business operating model transformations that deliver greater efficiency, enhance enterprise agility, resilience and better output. • Leveraging full services capability and deep client relationships to propose product-aligned operating models. • Use of TCS Cognix™ to accelerate operations transformation, using over 600 pre-built automation components that infuse AI/ML and other technologies into IT and business processes to reduce human intervention, increase velocity and productivity.	• Strong deal flow resulting in a robust order book that gives better visibility of medium to long-term growth. • Market share gains in vendor consolidation led deals. • Efficiency gains helping fund client's transformation programs in some instances. • TCS Cognix recognized as a means of driving quicker realization of RoI.
Greater interest in using technology to drive business growth and differentiation	• Focused on developing contextual knowledge and applying that for inside-out transformations. • Continued investments in research and innovation, TCS Pace Ports, and intellectual property. • Dedicated practice with domain experts to bring together TCS' differentiated capabilities from across the organization to stitch together comprehensive solutions. • Proactive pitching of solutions to customers' most pressing business problems. • Refocused on industry expertise, as well as technology and service lines, increased investment in regional markets to diversify portfolio. • Nation building programs which add to capabilities and credentials. • Deepened partner ecosystem for joint go-to-market strategy.	• Expansion of addressable market. • Higher quality revenue, lending margin resilience. • More deeply embedded in the client's business. • Engaging with a broader set of buyers in the client organization. • Higher visibility within C-Suites.

Opportunity / Threat	TCS Approach	Outcomes
Strategic technology investments	• Set up the **AI.Cloud** unit bringing both Cloud and AI capabilities together to drive transformations for the customer under a **'Responsible AI'** framework; invested in **Intrapreneurial teams** to discover the art of the possible. • Continued investment in skill building, certifications, credentials, IP and accelerators. • Made available TCS products and solutions on public clouds.	• Strong growth in cloud migration and transformation revenues. • Working on 250+ PoCs and PoVs in Assist and Augment use cases, few programs moving into production. • Top tier partner to each of the hyperscalers. • Preferred partner to clients seeking to use cloud native capabilities to power their business transformation. • Over half of the workforce trained in AI/ML and GenAI technologies.
Greater acceptance of as-a-Service platforms	• Strengthened alliances and launched new offerings around the popular and new SaaS products. • Helped ISV* clients upgrade their products to launch new SaaS versions. • Partnering with product manufacturers to help launch innovative as-a-Service offerings using TCS Bring Life to Things IoT framework. **TCS IP:** • Promoted SaaS versions of in-house product portfolio, now available on hyperscaler platforms. • Used IP portfolio to launch new platforms that bundle IP and shared services on the cloud.	• Outperformance and differentiated growth compared to peers. • Stronger win-win partnerships. • Expansion of addressable market. • Strong growth in SaaS sales. • Platforms drive stickier relationships, with long term revenue visibility.

* Independent Software Vendor

Talent Management

TCS is a talent and innovation led organization that aims to attract, develop, motivate, and retain diverse talent, which is critical for its competitive differentiation and continued success. TCS strives to create a vibrant workplace and an engaged workforce by encouraging four behaviors: *follow your passion, stay hungry, commit to lifelong learning, and thrive together.*

In FY 2024, the total employee base of TCS was **601,546**, representing 152 nationalities, with 35.6% women in the workforce.

Talent Acquisition

The company remains the preferred employer and one of the largest job creators in IT services in several major markets, for both freshers and lateral hires. FY 2024 has been yet another vibrant year for Talent Acquisition with strong business partnerships to meet talent requirements proactively, at scale and on-demand.

Key Achievements:

- **Hiring during the year**: During the year, the company's hiring strategy included a mix of physical campus visits, candidates hired through its National Qualifier Test (NQT) and focused hiring from top B-schools. TCS continues with internship and placement offers as part of the Strategic Leadership Program.

- **TCS Academic Interface Program (AIP)** continued to engage with faculty and students through focus group connections, workshops, faculty development programs and other campus outreach activities. In FY 2024, TCS engaged with over **194,000 students** and about **17,500 faculty members** in nearly **1,200** partner academic institutes across the world. More than **1,500** interns were engaged during the year.

- **TCS Sangam**: "Meeting of Minds" is TCS' flagship event celebrating industry-academia collaboration. Sangam 2024 saw participation from more than **80** leading academicians including distinguished Vice Chancellors and Directors representing a diverse group of institutions including IITs, NITs, IIMs, and premium institutions.

Talent Development

Building a future-ready workforce is one of the top priorities for Talent Development. In FY 2024 several key initiatives were launched to inculcate a strong engineering culture among the company's employees and build deeper skills in market relevant technologies and create an AI ready workforce.

Few notable programs:

- ***#IamGenAIReady*** – Intense focus on building GenAI capabilities with a goal to make *"Every TCSer GenAI ready by 2025"*. TCS exceeded its initial targets and now has one of the world's largest AI/ML and GenAI Ready workforce across the world.

- **Building a Strong Engineering Culture:**

    - o **Software Engineering -** Reinforcing clean coding and assuring best engineering practices.

    - o **Secuware** training program to create deep understanding of secure coding and configuration practice across Application, Network, Cloud and Data Systems.

- **TCS Elevate**: TCS' pioneering program linking learning to career growth and reward covered over **423,000** employees. More than **35,200** employees were identified as high talent and saw an increase in their compensation.

- **TCS Contextual Masters:** TCS' program to identify tenured employees with contextual knowledge of the customer's business and technology landscape, continues to expand with over **73,000** Contextual Masters who are being groomed to be next generation transformation leaders.

Key Metrics:

- More than **147,000** external certificates were acquired in FY 2024.

- TCS continued its focus on leveraging internal talent through upskilling and cross skilling for growth opportunities. In FY 2024, **33%** of job requirements were fulfilled through grooming its internal talent.

Talent Transformation

TCS is building a culture of mentoring and promoting it through systemic intervention programs, and the company now has over **36,000** mentors.

TCS has multiple initiatives to help employees achieve career growth and aspirations.

- **iConnect** – Collaboration tool designed to help employees reach out to senior mentors for guidance on career paths. More than **103,000** iConnect sessions were initiated.

- **Xcelerate**- TCS' in-house career guidance system, which guides TCSers to share their career aspirations. The portal saw more than **462,000** aspirations recorded in FY 2024, and over **26,300** have met their aspirational roles.

- Over **135,000** TCSers initiated their **360-degree inclusive feedback** process, with team members, peers and managers being nominated as participants to give feedback on their skills and attributes. This engagement provides strong impetus toward overall talent transformation at each individual level.

Competitive Compensation

Compensation levels are merit based, determined by qualification, experience levels, special skills if any, and individual performance. Compensation structures are driven by prevailing practices in each country that TCS operates in. The merit based, democratized, transparent talent framework – **Elevate**, is designed to establish a tighter linkage between learning, skill development, career, and reward. The company regularly benchmarks its compensation plans and benefits with the market to ensure competitiveness.

Across the enterprise, remuneration is the same for men and women working full-time, in the same grade, in the same role, and at the same location.

Talent Engagement

In FY 2024, focus was on value-driven, and positive wellbeing of the employees to increase pride and belongingness. The key initiatives driven for impact were manager sensitization workshops for culture assimilation, joiners' talent integration, career growth and total wellbeing of the employees.

With TCS encouraging 100% employees returning to work, various programs are being run to enable higher levels of engagement. Employees were engaged through town halls and project confluences with an emphasis on **Living my Values, Build my Career and Lifelong Learning**. The company enabled more than **33,000** one-on-one mentoring sessions and over **255,000** one-on-one HR career conversations.

Family Day: The Family Day Fiesta is a well-thought-out endeavor to strengthen bonds, instill pride, and propagate the #OneTCS culture. The event provides an open invitation for family members to step into TCS offices, allowing them to experience the work environment firsthand. It was celebrated across 14 India locations, with over 300,000 people taking part with great enthusiasm.

Other engagement and collaboration platforms in TCS include:

- **Knome, KnowMax, GEMS**: Platforms for social collaboration within the organization, learning, sharing and for rewards and recognition.

- **Safety First**: Initiative focused on employee safety and security.

- **TCS Cares**: Aims to build an emotionally strong and mentally resilient workforce through sensitization, easy access to self-help and counselling. More than **24,000** counselling sessions were availed globally and over **40,000** employees attended TCS Cares webinars globally.

- **Fit4life**: Builds a fraternity of health and fitness conscious employees and creates a culture of fitness.

    - o **Health & Wellbeing**: **140,000** active users contributed total 50 million+ kms.

    - o **Yoga**: Over **45,000** employees took part in practicing Yoga.

- **PULSE**: Pulse 2023 recorded an enthusiastic participation with more than **82%** of employees taking the survey. TCS has achieved a Satisfaction Index of **79.0** and Engagement Index of **80.0**.

Purposeful People Policies

Key policies introduced in FY 2024 include:

- **Policy on Flexible Work Arrangements** extended the scope of the existing policy to provide necessary support and flexibility to all employees (inclusive of fathers/non-birthing parents) who are primary caregivers of young children, post childbirth or adoption of a child.

- Considering TCS has a considerable workforce below 40 years of age, TCS encouraged employees to prioritize their health and fitness, and revised its **TCS India Policy – Preventive Health Screening**, to extend the scope of the existing policy to employees under the age of 40 years.

Employee Retention

TCS' values-driven culture, progressive HR policies, and philosophy of investing in people and empowering them have been integral in creating a culture of belonging. The company's philosophy of grooming leadership from within and giving the first right of refusal to internal talent for new open positions, inspires higher levels of loyalty to the organization. This has resulted in a very strong, deeply acculturated mid-layer with long tenures in the company. They have played a pivotal role in integrating new talent and have added significant value through their contributions and contextual knowledge.

The company's employee friendly policies and processes, collaborative and inclusive work environment, investment in learning platforms and providing vibrant learning and career growth opportunities have helped it remain a benchmark in talent retention. IT services' attrition trended down throughout the year and was **12.5%** for FY 2024. At TCS, three months' notice is required from either side for termination[6].

Return to Office

TCS is built on deep engagement with its diverse and distributed workforce, instilling in them a sense of purpose as well as a sense of belonging and pride. Return to Office (RTO) is a key priority to better integrate new joiners and stay deeply engaged with all its people, thereby fostering 'TCS Culture' and the 'TCS Way'. This is vital for employees to "experience" the workplace ecosystem. RTO has been the key priority to better integrate new joiners and stay deeply engaged with all its employees.

TCS has approximately 55% of its employees working from the office on all working days of the week.

Culture and Diversity

TCS is an equal opportunity employer and has a well-defined and progressive Diversity, Equity and Inclusion (DEI) policy embracing all diversity parameters which includes gender, marital status, religion, race/caste, colour, age, ancestry, nationality, language, ethnic origin, socio-economic status, physical appearance, disability, sexual orientation, gender identity and/or expression and any other category protected by applicable law.

TCS recognizes that a diverse and inclusive workforce is necessary to drive innovation, foster creativity, and guide business strategies. Other highlights include:

- **iExcel**: TCS' flagship executive leadership development program for women completed 24 editions, benefiting over **1,700** women leaders.

- **Client engagement**: Allies of Diversity is a program where senior leadership from client organizations are invited to share diversity best practices. Engagement with 100 C-Suite leaders and 80 different client organizations has been completed to date.

- **Education and Sensitization**: TCS has mandatory online training designed to sensitize employees on key concepts of DEI. More than **500,000** employees completed this in FY 2024.

- **Employee Resource Groups:** Platforms for under-represented communities and their allies to share concerns, experiences, stories and strategic solutions. TCS has 13 voluntary, employee-led groups that have come together based on shared diversity identity characteristics or interest.

- **Champions of Equity**: This campaign was created to ensure a fair and inclusive culture in the workplace. A Champion of Equity is someone who treats everyone with fairness and transparency and holds a strength-based approach towards every individual, culture, and system.

- **Supplier Diversity**: TCS has a Supplier Diversity Program that identifies certified diverse suppliers that can provide competitive, high-quality goods and services whose business model is aligned with the company's business strategy.

Occupational Health and Safety

TCS has a well-defined Occupational Health and Safety (OHS) policy and supporting processes to ensure the safety and well-being of its employees. Safety lead and lag indicators are measured across the organization and reported. The Stakeholders' Relationship Committee in the Board reviews the company's health and safety performance half-yearly. **89.6%** of the workforce is represented in joint management-employee health and safety committees that monitor, advise, and drive occupational, health and safety initiatives.

TCS is certified to ISO 45001:2018 Occupational Health and Safety Management System standard across **129** of its facilities worldwide covering **84.9%** of delivery centers corresponding to 89.6% of people footprint operating from these locations. General safety awareness (fire safety, office safety, road safety etc.) and safety incident reporting awareness was provided to employees through monthly themes and campaign initiatives. The company continued to focus on creating ergonomic awareness including correct postures and workstation stretches for an office-based work environment through the ergonomic campaigns and periodic webinars. There were also several fitness programs, including yoga and meditation practices, mental health and wellbeing which drew employee participation.

[6] GRI 402-1

Financial Performance Overview

The discussions in this section relate to the consolidated, Rupee-denominated financial results pertaining to the year that ended March 31, 2024. The financial statements of Tata Consultancy Services Limited and its subsidiaries (collectively referred to as 'TCS' or 'the Company') are prepared in accordance with the Indian Accounting Standards (referred to as `Ind AS') prescribed under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the consolidated financial statements.

The following table gives an overview of the consolidated financial results of the company:

(₹ crore)

	FY 2024*			FY 2024		FY 2023	
	Amount	% of Revenue	% Growth	Amount	% of Revenue	Amount	% of Revenue
Revenue from operations	240,893	100.0	6.8	240,893	100.0	225,458	100.0
Earnings before interest and tax (EBIT) (Before other income)	59,311	24.6	9.4	58,353	24.2	54,237	24.1
Profit after tax attributable to shareholders of the company	46,585	19.3	10.5	45,908	19.1	42,147	18.7
Earnings per share (in ₹)	127.74		10.9	125.88		115.19	

Analysis of revenue growth and margin performance

On a reported basis, TCS' revenue grew **6.8%** in FY 2024, compared to 17.6% in the prior year. The company's performance showed a remarkable resilience against the backdrop of macro uncertainty and geo-political volatility. Demand for TCS' services, particularly around cloud adoption, cost optimization, vendor consolidation and operating model transformation, resulted in record deal wins. The newly won deals conversion into revenue continued as expected, but the revenue inflows kept getting neutralized by reduction in the existing revenue base as some of the earlier projects got completed, optimized, or in some cases, downsized. This led to overall muted revenue growth in FY 2024.

EBIT margins were **24.6%*** in FY 2024, compared to 24.1% in the previous year. Margin improvement was led by improved productivity, better utilization and reduction in subcontractor expenses.

Average currency exchange rates during FY 2024 for the three major currencies are given below:

Currency	Weightage (%)	FY 2024 ₹	FY 2023 ₹	% Change YoY
USD	53.3	82.83	80.74	2.6
GBP	14.4	104.07	96.98	7.3
EUR	11.1	89.80	84.01	6.9

Movements in currency exchange rates through the year resulted in a positive impact of **3.4%** on the reported revenue. The constant currency revenue growth for the year, which is the reported revenue growth stripped of the currency impact, was **3.4%.**

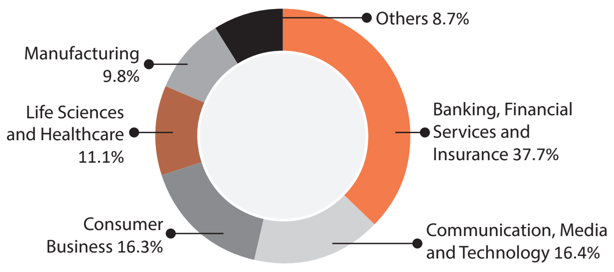
Growth attributable to	FY 2024 (%)	FY 2023 (%)
Business growth	3.4	13.7
Impact of exchange rate	3.4	3.9
Total Growth	**6.8**	**17.6**

* Excludes settlement of legal claim

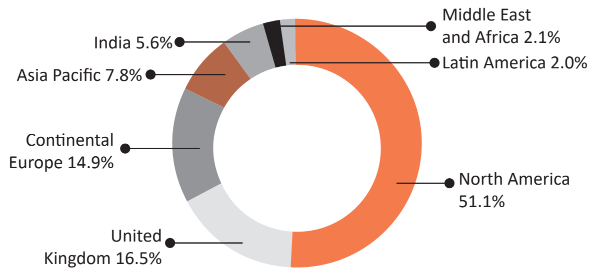
Segmental Performance

The revenue break-up by Industry Vertical and Geography is provided below:

Revenue by Industry Vertical



Revenue by Geography



Segment revenues, year on year growth, a brief commentary and segment margins are provided below:

Industry Vertical	Segment Revenue FY 2024 *(FY 2023)* ₹ crore	YoY Revenue Growth %	Key Demand Drivers[7]	Segment Margin FY 2024 *(FY 2023)* %
Banking, Financial Services and Insurance	90,928 *(86,127)*	5.6	• Customer journey transformation, payment modernization, new products and services creation with simultaneous transformation of core systems, legacy modernization, and systems of engagement. • GenAI / AI for hyper personalization, fraud detection, AI-driven advisory and customer support. • Sustainability and climate change initiatives, green lending, ESG regulatory compliance. • Service Reliability Engineering, implementation of future-ready target operating model.	25.9 *(25.9)*
Communication, Media and Technology	39,391 *(37,653)*	4.6	Communication, Media and Information Services: • 5G and fiber rollout, digital product innovation, smart bundling, network virtualization, product and platform engineering. • Steady adoption of GenAI, autonomous networks, automated content creation, contact center transformation, marketing personalization, field operations productivity, software engineering, ecosystem play. Technology and Services: • Product innovation- Digital platform led businesses, Next-gen communication tech (5G and Satellite Communication), AI platforms, faster and efficient chips, cloudification of the engineering environment. • Enabling new business models- Everything-as-a-service (XaaS), Subscription-based services (SaaS), transition to direct channels. • Digital core transformation- Next generation cloud ERPs, PLM, CRM to standardize, simplify and scale business, cloud data engineering and analytics.	27.7 *(28.3)*

[7] Only industry specific drivers are listed. In addition, every industry vertical saw demand for TCS' services arising from IT estate rationalization, core platform simplification, application and data modernization, ERP modernization, cloud adoption and infrastructure modernization, hybrid cloud strategies, hyper automation, cloud enablement, cloud migration, data democratization, data compliance and protection, IT infrastructure modernization, employee experience redesign, digital workplace transformation, cyber security, intelligent automation, business and IT operating model transformation, agile and DevOps adoption, digital marketing and analytics, mergers, acquisitions and divestitures, supply chain transformation, vendor consolidation and cost optimization. Also, there is an increasing interest in Gen AI led value chain transformation.

Industry Vertical	Segment Revenue FY 2024 *(FY 2023)* ₹ crore	YoY Revenue Growth %	Key Demand Drivers[7]	Segment Margin FY 2024 *(FY 2023)* %
Consumer Business	39,357 *(37,506)*	4.9	Retail and Consumer Packaged Goods: • Marketplace, social commerce, future stores, Retail media networks, payments. • Smart checkout, smart shelves, smart manufacturing, sustainability, AI-enabled pricing. • Resilient and intelligent supply chain, track and trace, last-mile delivery, intelligent inventory management, green labelling. • Seamless and unified customer experience across channels (omni-channel), hyper personalization, CX and recommendations, AI for apparel design. Travel, Transportation and Hospitality: • Retailing in airlines, new distribution capability, decision intelligence. • Automation and self-service, touchless experience, digital identity solutions, maintenance drones, autonomous vehicles, and robotics. • Warehouse robotics, intelligent shipment planning, last mile delivery, real-time insights driven operations, AI-enabled pricing, end-to-end shipment visibility in logistics. • Safe and sustainable travel.	26.0 *(25.7)*
Life Sciences and Healthcare	26,745 *(24,605)*	8.7	Life Sciences: • Modernization of clinical landscape to accelerate launch of new medicines, repurpose medicines and reduce cost of clinical trials. • Digital twin for manufacturing and factory of the future. • GenAI to empower knowledge synthesis and high precision in contextual information discovery. • S/4 Hana led enterprise transformation. Health Care: • AI driven agility in decision making and increasing efficiency across the ecosystem. • Patient experience, new business models in value-based care, remote care, and care in new settings. • Structural changes to address access to care, experience, quality and affordability, transparency and trust, holistic health.	28.5 *(28.0)*

Industry Vertical	Segment Revenue FY 2024 *(FY 2023)* ₹ crore	YoY Revenue Growth %	Key Demand Drivers[7]	Segment Margin FY 2024 *(FY 2023)* %
Manufacturing	23,491 *(21,236)*	10.6	• Sustainable fuels, sustainable transportation, sustainable materials, circular economy. • Connected Autonomous Vehicles, Advanced Driver Assistance Systems. • Resilient supply chain, parts track and trace, D2C. • Vertical farming, precision agriculture. • Battery technology, Electric vehicles. • Connected assets and smart plants, factory twin, plant safety and modernization, energy efficiency and decarbonization, emission tracking and monitoring. • GenAI as an enabler across the value chain, specifically in the areas such as sales cycles, product design and development.	30.9 *(27.5)*
Others	20,981 *(18,331)*	14.5	• Renewable integrations in the grid and associated system changes. • Asset performance management. • Accommodate the next generation of field workers.	22.3 *(21.1)*

Business Outlook

Global growth estimated at 3.2 percent in 2023 is projected to continue at the same pace in 2024 and 2025[8]. With disinflation and steady growth, the likelihood of a hard landing seems to have receded, and risks to global growth seem broadly balanced.

The uncertainty seen through last year is expected to persist for the next few quarters. Capex investments are projected to remain subdued as enterprises focus on maximizing returns from existing investments, resulting in muted spending on infrastructure, software, and services. Cessation of hostilities and successful control of inflation can be the triggers for recovery which will stimulate global demand. This, in turn, should prompt customers to resume spending on discretionary products and services.

Despite challenges, spending on IT services has been resilient so far. Cloud technologies have become the mainstay of an enterprise's agenda and key to achieving sustainable growth. As a unifying digital hub that brings multiple other technologies to life, cloud has accelerated digital and business transformation over the last fiscal. The higher level of uncertainty in the business environment has made clients more receptive to proactive proposals around IT and business operating model transformations that can not only deliver significant efficiencies but also help them become more agile and resilient. All this has resulted in a record order book for FY 2024, at US$42.7 billion. Global IT Spending is expected to increase 8% in 2024[9], with enterprises emphasizing on organizational efficiency and optimization.

Last year saw GenAI seemingly at the heart of every strategic discussion. Fueled by cloud, this combination of AI capabilities is creating new possibilities and new opportunities. Firms will continue to invest heavily in technology to enhance efficiency, security, and customer experience. Rise in spend is expected in cloud computing, ecosystem play and GenAI leading to better resilience and new customer value creation. Cybersecurity will remain a top priority, driving demand for advanced threat detection and prevention solutions.

All the above factors provide growth visibility over the medium to long term amid near-term uncertainty. If the delayed decision-making and cash conservation seen in some segments through FY 2024 continues into the next fiscal year, it could lead to a moderation in growth in FY 2025.

Key demand drivers expected to power the company's growth in FY 2025 include:

- **Technology transformation:** IT infrastructure modernization, cloud enablement, application and data estate modernization, cloud migration and transformation; data centre and collocated data support; SaaS adoption; digital workplace; digital twins; cyber security; ERP modernization; low-code no-code; 5G/Edge and AI adoption.
- **Business Transformation:** Customer experience transformation using personalization, omnichannel implementation, immersive experiences using XR/ Metaverse; product and business model innovation; supply chain modernization; M&A integration / divestitures; sustainability, new business model enablement, by harnessing GenAI.
- **Operations:** Plain vanilla outsourcing, vendor consolidation and multi-services deals; AI/ML-led transformation of IT / business operations for greater resilience and leaner operating models; managed services models and real time operation visibility.

[8] IMF World Economic Outlook Update, April 2024
[9] Gartner

Enterprise Risk Management

TCS understands the importance of effectively managing and mitigating risks to protect the company's business, its clients, to add value for all its stakeholders, and ensuring that the company's reputation is intact.

The company follows a comprehensive enterprise risk management framework (based on best practices from COSO 2017 and ISO 31000:2018) that encompasses risk identification, risk assessment, risk response planning and actions, risk monitoring and overall risk governance. Fostering a risk aware culture and empowering leaders to take intelligent risks to maximize value are crucial. TCS regularly conducts risk reviews, assessments, and scenario planning to anticipate potential challenges and develop mitigation plans. Key risk indicators and control indicators are used to assess risks, provide early warnings, and consider effectiveness of the mitigation actions, respectively. Furthermore, the company engages with all stakeholders, including customers, employees, suppliers, partners and regulatory authorities, to ensure transparent and collaborative risk management practices.

TCS takes a holistic view of its enterprise risk profile, covering strategic, operational, compliance, financial and catastrophic risks, thus enabling informed decision-making. Risks are assessed and managed at various levels with a top-down and bottom-up approach across the enterprise, business units, geographies, business functions, customer relationships and individual projects.

By proactively managing and mitigating these risks, the company's aim is to ensure the long-term sustainability and success of the company. TCS is confident that its robust risk management initiatives, coupled with its commitment to innovation and excellence, will enable the company to navigate the challenges of the IT industry and capitalize on the opportunities that lie ahead.

Listed below are some of the key risks and opportunities, anticipated impact on the company and mitigation strategies.

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
Volatile global political and economic environment (R)	**Impact On: <u>Human Capital, Financial Capital</u>** • Geo-politics and macroeconomic volatility can affect demand for the company's services. The Russia-Ukraine war and the Israel-Hamas conflict in the last 2 years has continued to lead to supply chain disruptions, energy crises, food and merchandise scarcities and impact on inflation. • Persistent high inflation in major economies could affect consumer confidence. The current high interest rate environment could result in economic slowdowns, affecting not only spending, but also squeezing liquidity. • All of these could affect clients' business outlook and result in reduced demand for TCS' services. It could also increase TCS' costs of doing business. • In addition, there could be risks to service delivery, business continuity, cybersecurity, sanctions compliance and human rights risks in geo-politically sensitive zones, all of which could increase costs or affect the company's revenue growth.	• Broad-based business mix, well diversified across geographies and industry verticals. • Monitor changing geopolitical scenarios and strengthen internal controls to further safeguard against secondary risks. • Country-level business continuity plans in place to address potential conflicts in the region. • Offerings and value propositions targeting all CxOs (in addition to the CIO) in the customer organization. • Focus on cost and optimization propositions, including vendor consolidation initiatives in the near term to improve their business efficiency, when the customer's discretionary budgets are uncertain. • Participate in the customer's business transformation initiatives through breadth and depth of services and offerings. • Enter more long-term contracts. • Proactively invest in infrastructure and resourcing to meet anticipated customer demand for flexible products, AI/GenAI offerings, platforms-based solutions and subscription-based services to gain market share and new clients and markets.	Negative

10 GRI 3-3

11 GRI 201-2

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
Ability to attract and retain top talent; short supply of emerging technical skills (R)	**Impact On: Human Capital, Intellectual Capital** • The company's ability to attract, develop, motivate, and retain talent is critical to its business success. • Inability to scale up experienced professionals with niche digital/AI/GenAI skills from the market or lack of these skills in-house, can also impact TCS' ability to grow. • Talent scarcity can lead to poaching of the company's employees and result in higher attrition. This can disrupt ongoing projects, slow down planned ramp ups and affect revenue growth.	• Commitment to organic talent development, best in class learning and development, career growth linkage to cross-skilling / upskilling, preference to internal talent for new leadership positions, all incentivize and improved retention. • Massive re-skilling program ***#IamGenAIReady*** to train employees on AI/GenAI and other emerging technologies to be ready for deployment in customer projects. • Focused employee engagement program which includes bringing all employees 'Back to Office', to increase a sense of belonging and foster the TCS culture. • Leverage top employer brand and social networking sites and talent sourcing channels to tap into the passive pool. • Reduce talent acquisition cycle time to improve joining rates through innovative practices. • Engage in various markets through investments in STEM/GoIT programs, campus engagements, local hiring and building reputation to attract local talent.	Negative
Restrictions on global mobility, location strategies (R)	**Impact On: Human Capital, Intellectual Capital** • Distributed software development models require the free movement of people across countries and any restrictions in key markets pose a threat to the global mobility of skilled professionals. • Restrictions due to legislations which limit the availability of work visas, or which apply onerous eligibility criteria or costs, may lead to project delays and increased cost of doing business.	• Material reduction in dependency on work visas through increased hiring of local talent including freshers, use of contractors, local mobility and training in all major markets. • Use of Location Independent Agile to promote systematic collaboration and reduce the need for co-location. • Ongoing monitoring of the global environment, working with advisors, partners, trade bodies, research institutes and governments to promote local talent building efforts, specifically in STEM initiatives. • Greater brand visibility through event sponsorships, community outreach, showcasing of investments, innovation capabilities and employment generation.	Negative
Business model changes in customer environment (R & O)	**Impact On: Financial Capital, Intellectual Capital** Risk: • Rapidly evolving technologies are changing technology consumption patterns, creating new classes of buyers within the enterprise, giving rise to entirely new business models and therefore new kinds of competitors.	• Investments in innovation and differentiated capabilities at scale on emerging technologies through large scale reskilling, external hiring, R&I, solution development and IP asset creation leveraging deep contextual knowledge across customer specific domain, technologies, and processes.	Negative

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
	• High levels of economic uncertainty can result in clients recalibrating their IT programs and pulling back discretionary spend. • Increased focus on corporate restructuring and mergers and acquisitions in some industries is driving vendor consolidation and cost reduction pressures. • Inability to quickly adapt could affect company's competitiveness and result in loss of customer's wallet share.	• Dedicated service unit AI.Cloud set up bringing both cloud and AI capabilities together to drive transformations for the customer under a 'Responsible AI' framework providing solutions on leading hyperscaler platforms. • Constantly scouring the technology landscape using strong partnerships with clients, technology providers, academia, and start-ups, to spot new trends, technologies, and potential threats; invest early in building capabilities to mitigate risks and participate in the opportunities. • Innovative offerings like operating model transformations using TCS Cognix™ to help deliver significant cost savings quickly. • Decentralized decision-making, which empowers frontline managers to take decisions, enable the company to react to constantly evolving situations on the ground with agility and speed. • Differentiated solutions for organization divestiture and integration, catering to M&A induced demand for advisory and business consolidation related services. • Large portfolio of IP made available on hyperscaler clouds to accelerate clients' cloud transformation journeys. • Pace Port co-innovation hubs, Agile innovation cloud framework, and extended innovation ecosystem including partners and start-ups to help clients accelerate their product and business model innovation. • Bringing Life to Things™ framework to help clients create connected products, launch remote monitoring and maintenance services. • Focused investments to expand presence in clients' growth and transformation spending, including programs like Contextual Masters to build industry focused organizational capacity. • Platform-based business models and AI-based operating models to disrupt conventional labor arbitrage-based constructs, and gain market share.	
	Opportunity: • Increased focus on corporate restructuring and mergers and acquisitions in some industries is creating new opportunities for IT separations and integrations. • Interest in technology-enabled business model innovation has opened opportunities for the company to participate in clients' G&T spending. • Pressure to establish competitive differentiation is driving enterprises to look for partners to speed up and scale up their innovation efforts. • This is also driving greater interest in pre-built solutions, products and platforms that can accelerate the deployment of transformational solutions.		Positive

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
Currency volatility (R)	**Impact On: Financial Capital** • Volatility in currency exchange movements results in transaction and translation exposure. TCS' functional currency is the Indian Rupee. Appreciation / depreciation of the Rupee against any major currency could impact the reported revenue in Rupee terms, the profitability and result in collection losses / gains. It can optically mislead revenues and earnings, distorting stakeholder perceptions of the underlying business momentum and profitability.	• Currency hedging policy that is aligned with market best practices, to limit impact of short-term exchange volatility on receivables, forecasted revenue and other current assets and liabilities. • Hedging strategies guided and monitored periodically by the Risk Management Committee of the Board. • Management commentary based on constant currency to enable a currency-neutral understanding of business growth.	Negative / Positive
Breach of data protection laws (R & O)	**Impact On: Financial Capital, Social Capital, Intellectual Capital** Risk: • Focus on privacy and protection of personal data has increased compliance risk. • Many privacy legislations (GDPR[12] in Europe & UKI, DPDPA[13]-India, etc.) carry severe consequences for non-compliance or breach. • Increased adoption of AI models dealing with personal data requires enhanced safeguards. • Violation of data protection laws or security breaches can result in substantive liabilities, fines or penalties and reputational impact.	• Global privacy policy covering all geographies, all areas of operations, and stakeholders, sets out the privacy principles, operational framework and guidance for deployment. • Unified global privacy framework PrivACE adopted across the company to standardize privacy practices while catering to local requirements. Privacy Information Management Systems (ISO 27701:2019) adopted and certified. • Organization structure with the Global Privacy Office to strategize, monitor and guide deployment of data privacy framework. Data Protection Officers appointed as required by local regulations and Business Privacy Leaders appointed to deploy the privacy framework in all geographies, functions and business units. • Continuous monitoring and analysis of changes to regulatory and legal landscape. • Embedded 'privacy by design' and 'privacy by default' principles in design and development of services and products. • Data protection controls, industry standard data masking and encryption technologies, and robust risk response mechanisms to protect personal data in the TCS ecosystem, customer engagements and in case of cross-border transfers. • Vendors and third parties subjected to risk based due diligence and contracted with appropriate privacy obligations.	Negative

[12] General Data Protection Regulation
[13] Digital Personal Data Protection Act

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
	Opportunity: • Enterprises are increasing their investments in enhancing Data Privacy, given the regulatory landscape in every industry, presenting a fast-growing business opportunity for TCS.	• Mandatory trainings, workshops and continuous awareness campaigns through privacy day events. • Periodic reviews and internal and external audits for assurance. • TCS' data security solutions leverage advanced data protection techniques to meet diverse global regulatory requirements and elevate data privacy for customer's business	Positive
Cyber Attacks (R & O)	**Impact On: Financial Capital, Social Capital, Intellectual Capital** Risk: • Risks of cyber-attacks are on the rise due to the fast-evolving nature of the threat. There is also an increased risk due to various pandemic-themed cyber threats and attack due to geo-political drivers. • Security breach could result in reputational damage, penalties, and legal and financial liabilities, in addition to impact on business operations.	• Best in class enterprise-wide training and awareness programs using simulations and the enterprise-wide communication and collaboration platforms accessed through mobile or desktop channels. • Use of advanced AI/ML based tools to detect and prevent incursions with advanced quarantine capabilities, including perimeter security controls with enhanced internal vulnerability detection, data leak prevention tools, defined and tested incident management and recovery process in compliance with industry best practices. • Continued reinforcement of stringent security policies and procedures (certified against ISO 27001) including enhanced security measures and awareness building to combat phishing attempts and soliciting for fraudulent causes or charities through social media, text or calls. • Close collaboration with Computer Emergency Response Team (CERT) and other private cyber intelligence agencies, and enhanced awareness of emerging cyber threats, to proactively block IPs used by threat actors. • Strict access controls including non-persistent passwords (OTP) for secure access to enterprise applications/ network, special handling of privileged administrator accounts, rigorous access management on all cloud deployments. • Encryption of data, data back-up and recovery mechanisms for ensuring business continuity. • Ability to isolate TCS enterprise network from client network and defined escalation mechanisms. • Periodic rigorous testing to validate effectiveness of controls through vulnerability assessment and penetration testing. Internal and external audits, red/purple teaming, "breach and attack" simulation.	Negative

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
		• State of the art security operations center with automated playbooks. • The Cyber Security business unit focuses on specialized offerings in cyber, information security and GRC for TCS' customers. • Investments in expanding global network of cybersecurity delivery centers, for round-the-clock cyber defense and local regulatory requirements. • Leveraging GenAI/AI to strengthen capabilities towards proactive threat detection, quicker analysis and response.	
	Opportunity: • Enterprises are increasing their investments in building cyber resilience and turning to specialized third parties to detect and foil intrusion attempts and limit the impact. TCS aims to become the preferred cyber security partner to its clients.		Positive
Non-compliance to complex and changing global regulations (R & O)	**Impact On: <u>Financial Capital, Social Capital</u>** Risk: • As a global organization, the company must comply with complex regulatory requirements across multiple jurisdictions, covering a broad range of areas including environmental, social and governance themes and technology driven regulations. • The fast pace and complex nature of changes in the regulatory requirements requires quick identification and sound understanding of these requirements along with agility in adapting into business operations. Failure to comply could result in penalties, reputational damage, and criminal prosecution.	• Deployment of a comprehensive global compliance management framework that enables tracking of regulatory changes across various jurisdictions, including new countries of operations and functional areas and management of compliance risks. • In-house digitized regulatory compliance platform enabling clear accountability, tracking of compliance obligations, quarterly regulatory compliance declarations and governance to ensure long-term business sustainability. • Operationalized regulatory requirements through business policies and embedding into business processes. • Effective internal controls, automated and manual, to comply with regulations, keep a check on unlawful and fraudulent activities and internal audits to provide compliance assurance. • Strong focus on fostering ethical and compliance culture; awareness through web-based compliance training courses for all staff and regular notifications/alerts on regulatory changes communicated to stakeholders. • Strong governance at board, executive and management levels through compliance committees and compliance working groups. • Launch of new Governance, Risk and Compliance (GRC) offerings for the customer CROs and CCOs. • Building Risk and Compliance practice within industry verticals, to provide industry specific solutions.	Negative
	Opportunity: • Enterprises are increasing their investments in monitoring the regulatory environment and ensuring they are compliant to regulations in their global operations; TCS can provide products and services for ensuring compliance.		Positive

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
Intellectual Property (IP) infringement and leakage (R)	**Impact On: Financial Capital, Intellectual Capital** • Risk of infringement of IP of third parties including suppliers, partners and alliance organizations by TCS may lead to potential liabilities, increased litigation and impact reputation. • Inadequate protection of TCS' IP may lead to potential loss of ownership rights, revenue and value.	• Establishment of an industry leading IP management framework (IP 4.0) with institutionalized frameworks, processes and procedures that address the risk of infringement of third-party IP while ensuring safeguarding of TCS' own IP assets. • Centralized IP and Software Product NFR Assessment group that fosters an IP-led culture and IP related awareness effectively. • Well-defined (software) asset lifecycle governance framework that incorporates policy guidance and risk mitigation guidelines on IP, legal, software product engineering and business-related risks. • IP Governance program that ensures that there is right access and right use of TCS IP, customer IP, partner IP, and third-party IP in service and partner engagements. • Other key controls include employee confidentiality agreement, training and awareness for IP protection and prevention of IP contamination and infringement. Digitized system to enable strict controls around movement of people and information across TCS' product teams and customer account teams.	Negative
Litigation risks (R)	**Impact On: Financial Capital, Social Capital** • Litigation risks might arise from commercial disputes, alleged violation of intellectual property rights/trade secret personal data/information breach incidents/claims and employment related matters. • The company's rising profile and scale also makes it an attractive target for meritless lawsuits. • Litigations garner negative media attention and pose reputation risk, in addition to the distraction and legal expenses. Adverse rulings can result in substantive damages.	• Strengthening internal processes and controls to adequately ensure compliance with contractual obligations, information security and compliance with IP policies and procedures for protection of intellectual property and avoidance of allegations of trade secret violations. • Seeking to include arbitration as a dispute resolution mechanism as against court trials and waiver of jury trial, particularly in the US geography. • Improved governance and controls over immigration process /increasing localization and inclusion of arbitration provisions in employment contracts. • Training and sensitization of business managers to spot the risks and escalate potential disputes within the organization for early mitigation steps. • Team of in-house counsels in all major geographies and a network of reputed global law firms in countries it operates in. • Robust mechanism to track and respond to notices as well as defend the company's position in all claims and litigation.	Negative

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
Sustainability Risks - Climate change and Environmental aspects (R & O)	**Impact On: Natural Capital, Financial Capital, Social Capital** Risk: • Extreme weather events due to climate change pose a threat to human safety and can cause disruptions especially in customer expectations, business operations and supply chain business disruptions. • With globally distributed operations, the company faces physical risks to life and property due to extreme weather events; transition risks resulting from disruptions in the market and emerging regulations; disruptions to operations due to water scarcity; risks of inadvertent non-compliance to emerging regulatory requirements around circular economy, e-waste and solid waste regulations, impacting health and safety in local communities, business disruption and reputational damage. All of these could affect TCS' growth, profitability and reputation.	• Delivery centers are designed to withstand extreme weather events. Business continuity plans are tested periodically to ensure effectiveness. • Green buildings, efficient operations, green IT, greater use of renewable energy to reduce carbon footprint; adoption of newer technologies and methods to manage waste in line with circular economy principles. • Operational and engineering controls to minimize freshwater consumption, upgradation of water infrastructure and more water efficient systems. • Water management through sewage treatment, recycling of treated water and rainwater harvesting. • Supply chain sustainability through responsible sourcing, including leveraging sustainability ratings platform. • Year-round associate engagement on environmental awareness and sensitizing them towards nature and conservation of resources. • Initiatives like TCS Circle4Llife™ and Sustainathons to come up with technology-led innovations to safeguard TCS' environment. • An environmentally sustainable approach through green policies, processes, frameworks, and infrastructure, on target to achieve net zero carbon emissions. • Dedicated service unit for major hyperscaler providers, helping clients migrate their workloads from owned data centers to the cloud, thereby reducing the carbon footprint associated with those workloads. • Steadily expanding suite of sustainability services including designing sustainability strategy, sustainability innovation, sustainable consumer analytics and sustainability dashboards. • Build and promote TCS products and solutions such as TCS Clever Energy™, Envirozone™ and ESG integration solution, to help accelerate customers' sustainability journeys.	Negative
	Opportunity: • As enterprises look to reduce their own carbon footprint and cater to the growing demand more environmentally friendly products and services, it opens new business opportunities for TCS to provide technology-led solutions to help them realize their green plans. • Measures taken by TCS to reduce its environmental footprint and ensuing compliance with evolving regulatory requirements, strengthens the brand and makes it attractive to enterprises looking for an IT partner with a shared purpose. It also helps attract and retain purpose-driven employees.		Positive

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate[10]	Financial implications of the risk or opportunity[11]
Challenges and Opportunities with Disruptive Technologies (R & O)	**Impact On: Human Capital, Financial Capital, Social Capital, Intellectual Capital** Risk: Disruptive cutting-edge technologies like Quantum Computing, GenAI and large language models, and Metaverse could impact TCS' business: • GenAI, large language models and Metaverse could lead to legal liabilities through plagiarism, deep fakes and privacy and copyright infringement issues. • The efficacy of AI models depends on the quality of the data they are trained on. Accuracy, bias/fairness risks could cause reputational damage and legal liabilities. • GenAI technologies could disrupt software development and testing activities, changing customer expectations in the short term. • Quantum Computing may increase exposure to cyberattacks because existing security infrastructure may prove inadequate.	• Ensure controlled use of these technologies through pilots/research. • Restricted access to GenAI technologies on company network until proven safe. • Launched an effective Responsible AI framework based on the core principles of Safe, Secure, Accountable, Explainable and Transparent. • Work with government bodies, regulators and academia to build consensus about policies and guidelines for use of these technologies. • Embark on large-scale skilling of employees to prepare for deployment on market-oriented products and services based on these technologies. • Participate as a member of industry specific large language models consortia. • Proactively invest in research around embedding GenAI capabilities into software development processes to boost productivity. • Utilize the AI infrastructure and capabilities to build and process GenAI applications, while also upskilling TCS employees.	Negative
	Opportunity: • These technologies also have the potential to reimagine existing products and services and can also open opportunities in the form of new solutions using those technologies, and new services needing newer kinds of skills.	• Leverage opportunities to market TCS' own GenAI tools and services as overall adoption of the technology increases, focusing on 'Assist, Augment and Transform' use-cases. • Establish the company as a thought leader in GenAI related technology work and actively participate in use case creation and pilots. Establish active partnerships with leading LLM vendors. • Develop niche skills to tap demand created for Post Quantum Cryptography services as customers seek Quantum safe security algorithms.	Positive

Internal Financial Control Systems and their Adequacy

TCS has aligned its systems of internal financial control in line with globally accepted risk-based framework issued by the Committee of Sponsoring Organizations (COSO) of the Treadway Commission. This framework of internal financial controls meets the requirement of the Companies Act 2013. The Internal Control – Integrated Framework (the 2013 framework) is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. The framework requires a company to identify and analyze risks and manage appropriate responses. The company has successfully laid down the framework and ensured its effectiveness.

TCS' internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance with corporate policies. TCS has a well-defined delegation of power with authority limits commensurate with the responsibilities for approving engagements with all stakeholders that commits organizational resources and results in creation of assets and liabilities, income and expenditure. TCS uses a state-of-the-art enterprise resource planning (ERP) system that connects all parts of the organization, to record data for accounting, consolidation and management information purposes. It has continued its efforts to align all its processes and controls with global best practices.

TCS management assessed the effectiveness of the company's internal control over financial reporting (as defined in Regulation 17 of SEBI LODR Regulations 2015) as of March 31, 2024.

B S R & Co. LLP, the statutory auditors of TCS, have audited the financial statements included in this annual report and have issued an attestation report on the company's internal control over financial reporting (as defined in section 143 of Companies Act 2013).

TCS has appointed PricewaterhouseCoopers Services LLP to oversee and carry out an internal audit of its activities. Design and operating effectiveness of process controls on financial transactions is also audited by an independent in-house internal audit team. The audit is based on an internal audit plan, which is reviewed each year in consultation with the statutory auditors and approved by the audit committee. In line with international practice, the conduct of internal audit is oriented towards the review of internal controls and risks in the company's operations such as software delivery, accounting and finance, procurement, employee engagement, travel, insurance, IT processes, including the subsidiaries and foreign branches.

TCS also undergoes periodic audit by specialized third party consultants and professionals for business specific compliances such as quality management, service management, information security, etc. The audit committee reviews reports submitted by the management and audit reports submitted by internal auditors and statutory auditors. Suggestions for improvement are considered and the audit committee follows up on corrective action. The audit committee also meets TCS' statutory auditors to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the board of directors informed of its major observations periodically.

Based on its evaluation (as defined in section 177 of Companies Act 2013 and Regulation 18 of SEBI LODR Regulations 2015), TCS' audit committee has concluded that, as of March 31, 2024, the company's internal financial controls were adequate and operating effectively.

Performance Trend – 10 years

(₹ Crore)

	Ind AS											Indian GAAP	
	FY 2024*	FY 2024	FY 2023	FY 2022	FY 2021*	FY 2021	FY 2020	FY 2019	FY 2018	FY 2017	FY 2016	FY 2015#	FY 2015
Revenue from operations													
Total revenue from operations	240,893	240,893	225,458	191,754	164,177	164,177	156,949	146,463	123,104	117,966	108,646	94,648	94,648
Revenue by geographic segments													
Americas	127,939	127,939	124,336	100,072	84,278	84,278	82,000	77,562	66,145	66,091	60,011	51,053	51,053
Europe	75,624	75,624	67,436	61,142	52,346	52,346	48,037	43,456	34,155	30,038	29,092	26,730	26,730
India	13,562	13,562	11,271	9,805	8,449	8,449	8,964	8,393	7,921	7,415	6,729	6,108	6,108
Others	23,768	23,768	22,415	20,735	19,104	19,104	17,948	17,052	14,883	14,422	12,814	10,757	10,757
Cost													
Employee cost	140,131	140,131	127,522	107,554	91,814	91,814	85,952	78,246	66,396	61,621	55,348	48,296	50,924
Other operating cost	36,466	37,424	38,677	31,143	25,817	27,035	28,888	28,711	24,192	24,034	22,621	19,242	19,242
Total cost (excluding interest & depreciation)	176,597	177,555	166,199	138,697	117,631	118,849	114,840	106,957	90,588	85,655	77,969	67,538	70,166
Profitability													
EBIT	59,311	58,353	54,237	48,453	42,481	41,263	38,580	37,450	30,502	30,324	28,789	25,311	22,683
Profit before tax	63,038	61,997	56,907	51,687	44,978	43,760	42,248	41,563	34,092	34,513	31,840	28,437	25,809
Profit after tax attributable to shareholders of the Company	46,585	45,908	42,147	38,327	33,388	32,430	32,340	31,472	25,826	26,289	24,270	21,912	19,852
Financial Position													
Equity share capital	362	362	366	366	370	370	375	375	191	197	197	196	196
Reserves and surplus	90,805	90,127	90,058	88,773	87,014	86,063	83,751	89,071	84,937	86,017	70,875	52,499	50,439
Gross block of property, plant and equipment	33,853	33,853	32,344	30,300	28,658	28,658	26,444	24,522	22,720	20,891	19,308	16,624	16,624
Total investments	31,762	31,762	37,163	30,485	29,373	29,373	26,356	29,330	36,008	41,980	22,822	1,662	1,662
Net current assets	67,558	66,880	66,712	65,959	66,076	65,125	63,177	70,047	63,396	65,804	47,644	30,726	28,495
Earnings per share in ₹													
EPS- as reported	127.74	125.88	115.19	103.62	89.27	86.71	86.19	83.05	134.19	133.41	123.18	111.87	101.35
EPS- adjusted for Bonus Issue	127.74	125.88	115.19	103.62	89.27	86.71	86.19	83.05	67.10	66.71	61.59	55.94	50.68
Headcount (number)													
Headcount (including subsidiaries) as on March 31st	601,546	601,546	614,795	592,195	488,649	488,649	448,464	424,285	394,998	387,223	353,843	319,656	319,656

Note: The company transitioned into Ind AS from April 1, 2015.

*Excludes provision (in FY 2021) and settlement (in FY 2024) of legal claim.

Excludes the impact of one-time employee reward.

Overview of Funds Invested

Funds invested exclude earmarked balances with banks and equity shares measured at fair value through other comprehensive income.

(₹ Crore)

	FY 2024	FY 2023	FY 2024	FY 2023	FY 2024	FY 2023
	Current		Non-current		Total funds invested	
Investments in mutual funds, Government securities and others	31,481	36,897	249	230	31,730	37,127
Deposits with banks	10,011	8,223	2,248	1,334	12,259	9,557
Inter-corporate deposits	170	846	-	170	170	1,016
Cash and bank balances	2,804	2,124	-	-	2,804	2,124
Total	**44,466**	**48,090**	**2,497**	**1,734**	**46,963**	**49,824**

Total invested funds include ₹2,576 crore and ₹2,080 crore for FY 2024 and FY 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

Ratio Analysis – 10 years

		Ind AS											Indian GAAP	
	Units	FY 2024*	FY 2024	FY 2023	FY 2022	FY 2021*	FY 2021	FY 2020	FY 2019	FY 2018	FY 2017	FY 2016	FY 2015#	FY 2015
Ratios - Financial Performance														
Employee Cost / Total Revenue	%	58.2	58.2	56.6	56.1	55.9	55.9	54.8	53.4	53.9	52.2	50.9	51.0	53.8
Other Operating Cost / Total Revenue	%	15.1	15.5	17.1	16.2	15.7	16.5	18.4	19.6	19.7	20.4	20.9	20.4	20.3
Total cost (excluding interest & depreciation) / Total Revenue	%	73.3	73.7	73.7	72.3	71.6	72.4	73.2	73.0	73.6	72.6	71.8	71.4	74.1
EBIT / Total Revenue	%	24.6	24.2	24.1	25.3	25.9	25.1	24.6	25.6	24.8	25.7	26.5	26.7	24.0
Profit Before Tax / Total Revenue	%	26.2	25.7	25.2	27.0	27.4	26.7	26.9	28.4	27.7	29.3	29.3	30.0	27.3
Tax / Total Revenue	%	6.8	6.6	6.5	6.9	7.0	6.8	6.2	6.8	6.7	6.9	6.9	7.2	6.6
Effective Tax Rate- Tax / PBT	%	25.8	25.6	25.7	25.6	25.5	25.6	23.2	24.1	24.1	23.6	23.6	23.5	23.7
Profit After Tax / Total Revenue	%	19.3	19.1	18.7	20.0	20.3	19.8	20.6	21.5	21.0	22.3	22.3	23.2	21.0
Ratios - Growth														
Total Revenue	%	6.8	6.8	17.6	16.8	4.6	4.6	7.2	19.0	4.4	8.6	14.8	15.7	15.7
EBIT	%	9.4	7.6	11.9	14.1	10.1	7.0	3.0	22.8	0.6	5.3	13.7	6.3	(4.7)
Profit After Tax	%	10.5	8.9	10.0	14.8	3.2	0.3	2.8	21.9	(1.8)	8.3	22.3	14.3	3.6
Ratios - Balance Sheet														
Debt (excluding lease liabilities)- Equity Ratio	Times	-	-	-	-	-	-	-	-	0.0	0.0	0.0	0.0	0.0
Current Ratio	Times	2.5	2.5	2.5	2.6	3.0	2.9	3.3	4.2	4.6	5.5	4.1	3.9	2.4
Days Sales Outstanding (DSO) in ₹ terms	Days	68	68	67	65	67	67	71	68	74	70	81	79	79
Days Sales Outstanding (DSO) in US$ terms	Days	67	67	65	64	68	68	67	69	74	73	80	78	78
Invested Funds / Capital Employed	%	47.7	47.3	50.4	57.4	52.6	53.1	47.7	55.2	55.6	55.8	45.8	42.3	43.9
Capital Expenditure / Total Revenue	%	1.1	1.1	1.4	1.5	1.9	1.9	2.0	1.5	1.5	1.7	1.8	3.1	3.1
Operating Cash Flows / Total Revenue	%	18.7	18.4	18.6	20.8	23.6	23.6	20.6	19.5	20.4	21.4	17.6	20.5	20.5
Free Cash Flow / Operating Cash Flow Ratio	%	94.1	94.0	92.7	92.6	91.9	91.9	90.5	92.5	92.8	92.3	89.7	84.8	84.8
Depreciation of Property, Plant and Equipment / Average Gross Block of Property, Plant and Equipment	%	8.4	8.4	9.2	9.1	8.7	8.7	8.6	8.5	9.1	9.5	10.0	11.7	11.7
Ratios - Per Share														
EPS- adjusted for Bonus	₹	127.74	125.88	115.19	103.62	89.27	86.71	86.19	83.05	67.10	66.71	61.59	55.94	50.68
Price Earnings Ratio, end of year	Times	30.3	30.8	27.8	36.1	35.6	36.6	21.2	24.1	21.2	18.2	20.4	22.8	25.1
Dividend Per Share	₹	73.00	73.00	115.00	43.00	38.00	38.00	73.00	30.00	50.00	47.00	43.50	79.00	79.00
Dividend Per Share- adjusted for Bonus	₹	73.00	73.00	115.00	43.00	38.00	38.00	73.00	30.00	25.00	23.50	21.75	39.50	39.50
Market Capitalization / Total Revenue	Times	5.8	5.8	5.2	7.1	7.2	7.2	4.4	5.1	4.4	4.1	4.6	5.3	5.3

Note: The company transitioned into Ind AS from April 1, 2015.

*Excludes provision (in FY 2021) and settlement (in FY 2024) of legal claim.

Excludes the impact of one-time employee reward.

Awards and Accolades

- Featured by **FORTUNE Magazine** as one of the **World's Most Admired Companies** based on a survey of more than 3,700 business executives, boards of directors and financial analysts.
- Ranked **second** in the **2024 Global 500 IT services** ranking by **Brand Finance** with a brand value of **US$19.2 billion**, improved brand value by **US$2 billion** in one year, the highest value growth across the global IT Services Industry.
- Ranked **first in Customer Satisfaction** in Europe & UK by **Whitelane Research** based on research of over 800 IT companies in UK alone, ranked first in Spain for Customer Satisfaction in Service Delivery.
- Recognized as the most valuable Indian brand by **Interbrand**, topping the **50 Most Valuable Indian Brands 2023 list**.
- Ranked among **America's Best Management Consulting Firm** in 2024 by **Forbes Magazine**, based on recommendations from 1,100 partners and executives at management consulting firms.
- Awarded **Global Top Employer 2024**, one of the 16 companies worldwide, by **the Top Employers Institute** in 32 countries and regions, including Europe, the UK, the Middle East, North America, Latin America, and South-East Asia.
- Won **five** awards at **Microsoft's 2023 Partner of the Year Awards** event. In the global category, TCS won the **MVP Industry Solutions Global Systems Integrator (GSI) award**. TCS also won **three US Partner of the Year awards** in the categories **Global Systems Integrator, Industrials and Manufacturing,** and **Dynamics 365 Sales and Marketing.** Additionally, TCS was named the **Malaysia Customer Success Partner of the Year**.
- Received the **Global** award **Innovator Partner of the Year** at **Dell Tech World 2023**, Las Vegas.
- Won **three Google Cloud Partner of the Year Awards 2023** in the following categories: **Global Talent Development Partner of the Year, Industry Solution Services Partner of the Year-Financial Services & Insurance, and Retail & Consumer Packaged Goods**.

- Received a **Partner of the Year award** from **Microsoft** in the category Global Services: **MVP Industry Solutions GSI/ Advisory – India.**
- Received the **Amazon Web Services (AWS) GSI Partner of the Year 2023 – Global** and the **AWS GSI Partner of the Year 2023 – France awards.**
- Achieved the **2023-2024 Microsoft Business Applications Inner Circle award** for the fourth consecutive year.
- Positioned at the 387th place in **Forbes Global 2000 Rankings** of the largest companies in the world.
- Ranked second by **Business World** in the **Most Respected Companies survey**.
- Recognized in the **World Economic Forum's Diversity, Equity, and Inclusion Lighthouse Report 2024** for **TCS' leadership program for women**.
- Named **'Top Company to work for in India'** by **Business Today** for its employee-friendly policies and positive work environment.
- Ranked among the **Top 10 Sustainable Companies** in the 3rd edition of **Sustainable World Conclave** organized by **BusinessWorld**.
- Recognized at **ET NOW Best Organizations** for **Women Conclave 2024** for fostering inclusivity, gender diversity and sustainable growth.
- Named **India's Most Valuable Brand** by **Kantar BrandZ Top 75 Most Valuable Indian Brand rankings** and **#1** in the category **Business Technology and Services Platforms**.
- Ranked **first** by **Dataquest** in the **DQ Top 20 Awards 2023**, on the basis of revenues.
- Received the **Health & Wellness Award** at the **Diversity in Tech Awards 2023** for championing wellness within the workplace to maintain a positive and productive environment for all employees.
- Awarded the **World Intellectual Property Organization's (WIPO) National Award** for Enterprises at the **National Intellectual Property Award 2023**.
- Won the **Platinum award** in the **Innovators Hall of Fame** category at the **HackerRank Innovator Awards 2023** in collaboration with **ETHRWorld.**
- Won the **Webby People's Voice Award** for the TCS-built New York City Marathon Application, for its livestreaming feature that advances accessibility, equity, and inclusion in professional sports.
- Awarded the **2023 Customer Success Partner of the Year Award** by **Microsoft.**
- Received the **International Green Apple Award** by the UK Houses of Parliament.
- Awarded **Titan Business Awards** & **UK Digital Excellence Awards** for **TCS London Marathon**.
- Recognized with the **Avery Dennison IT Supplier Excellence Award** for Delivery and Performance.
- TCS ranked as a **Top Company** in **LinkedIn's 2023 Top Companies list** across eight countries. Ranked #1 in India for three years in a row.

Corporate Governance Report

I. Company's Philosophy on Corporate Governance

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising employees, investors, customers, regulators, suppliers and the society at large. Strong leadership and effective corporate governance practices have been the Company's hallmark inherited from the Tata culture and ethos.

The Company follows the Tata Group philosophy of building sustainable businesses that are rooted in the community and demonstrate care for the environment. Being a part of the Tata Group, which epitomizes sustainability, the Company has inherited a strong legacy of fair and transparent ethical governance, as embodied in the Tata Code of Conduct ("TCoC").

The Company has adopted the TCoC for its employees including the Chief Executive Officer and Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors that suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("the Act").

The Company's corporate governance philosophy has been further strengthened through the Tata Business Excellence Model, the TCS Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices ("Insider Trading Code"). The Company has in place an Information Security Policy that ensures proper utilization of IT resources.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

The details of TCS' board structure and the various committees that constitute the governance structure[1] of the organization are covered in detail in this report.

The various material aspects of corporate governance and TCS' approach to them are discussed in the table below:

Material Topic	TCS' Approach
Board effectiveness, independence and protection of minority Shareholders' interests	Board effectiveness is enhanced by setting a high bar in selecting the right mix of individuals to serve on the Board, with the right qualifications, expertise and experience, who can collectively serve the best interests of all stakeholders, maintain board and management accountability and drive corporate ethics, values and sustainability. Profiles of Board of Directors are available at https://www.tcs.com/who-we-are/leadership. For greater diversity of opinions and perspectives within the Board, the Nomination and Remuneration Committee[2] has fostered diversity in terms of backgrounds, areas of expertise and:

[1] GRI 2-9
[2] GRI 2-10

Material Topic	TCS' Approach
	• Gender: Two (22.2 percent) of the nine Directors are women. • Nationality: Four nationalities represented – Indian, American, Danish and British. • Industry: Technology, Banking, Energy, Transportation and Academia. TCS' policy on Appointment of Directors and Board Diversity can be found at https://on.tcs.com/appointment-BoD. Board independence is ensured by having an independent majority, with 5 independent directors out of 9 i.e., 55.6 percent. None of the Independent Directors is related to each other, or to the non-independent directors. Average tenure of independent directors is 6 years. Board effectiveness is further improved by ensuring that none of the directors holds directorships in more than seven listed entities, and none of the executive directors serves as an independent director on the Boards of more than three listed entities. TCS' governance philosophy around minority Shareholders' interests is guided by the TCoC which emphasizes fairness and transparency to all stakeholders. Further a qualified, diverse and independent Board ensures that minority shareholders' interests are protected. TCS strives to reduce information asymmetry through transparency, extensive disclosures and detailed commentary of the demand environment and the state of the business, and material developments. The Company provides a variety of channels including a structured global investor outreach program, through which minority shareholders can interact with the management or the Board. Shareholders can communicate concerns and grievances to the Company Secretary's office through a well-publicized channel, where complaints are tracked till closure. The Stakeholders' Relationship Committee oversees the redressal of these complaints.
Avoidance of conflict of interest[3]	Chairmanship[4] of the Board is a non-executive position, and separate from that of the Chief Executive Officer and Managing Director ("CEO & MD"). TCoC[5] for non-executive directors, and for independent directors, carries explicit clauses covering avoidance of conflict of interest. Likewise, it explicitly prohibits any employee, including the executive directors, from accepting any position of responsibility, with or without remuneration, with any other organization without TCS' prior written approval. For the executive directors, such approval must be obtained from the Board.
Values, Ethics and compliance[6]	Over the last five decades, TCS has consistently demonstrated very principled conduct and has earned its reputation for trust and integrity while building a highly successful global business. The Company's core values are: Integrity, Responsibility, Excellence, Pioneering and Unity. The TCoC serves as a moral guide and a governing framework for responsible corporate citizenship. It sets out guidelines on various topics including respect for human rights, prohibition of bribery and corruption, recognition of employees' freedom of association, and avoidance of conflicts of interest. Every employee of the Company is required to sign the TCoC at the time of joining. Web-based annual refresher courses are mandated to ensure continued awareness of the Code. Further, frequent communications from the leadership, reiterate the importance of the Company values and the TCoC. Customers are made aware of the TCoC principles in contract discussions, and through inclusion of specific clauses in proposals and contracts. Employees also undergo Web-based mandatory training every year on Anti-bribery and ethical behaviour. They can raise ethics concerns on Ultimatix – the intranet portal of the Company, which are investigated and tracked to closure by the HR department. Employees and other stakeholders can also report any non-compliance to the TCoC or to the laws of the land by senior executives directly to the Chairman of the Audit Committee under the Whistle blower Policy without fear of retaliation. Information about these channels is communicated to employees as part of the mandatory training modules.

[3] GRI 2-15
[4] GRI 2-11
[5] https://www.tcs.com/tata-code-of-conduct
[6] GRI 2-12

<table>
<tr><th>Material Topic</th><th>TCS' Approach</th></tr>
<tr><td></td><td>Compliance to laws of the countries in which we operate, as well as global legislation such as Foreign Corrupt Practices Act, Bribery Act, 2010, etc. are monitored through formal compliance procedures led by the Corporate compliance office. Changes to legislation are closely monitored, risks are evaluated and effectively managed across the business operations.

Governance, Risk and Compliance are overseen by the Compliance Officer, Chief Risk Officer and the Chief Human Resources Officer who report to the Chief Operating Officer and Executive Director ("COO & ED"), and CEO & MD respectively. At the apex level, the Audit Committee headed by an Independent Director oversees compliance to the TCoC, Anti-Bribery and Anti-Corruption Policy, Gift and Hospitality Policy and also to the external regulations.</td></tr>
<tr><td>Tax Strategy[7]</td><td>TCS is committed to comply with the applicable laws and regulations, and believes in reporting to the respective tax authorities, relevant information that is complete and accurate, in a timely manner.

TCS does not engage in aggressive and contrived tax planning or tax structuring for the purpose of gaining tax advantages. TCS's tax policy is to optimize the tax cost, avail tax incentives where available, while achieving 100 per cent compliance with the spirit as well as the letter of the tax laws and regulations in all countries in which it operates. Compliance is achieved through a robust compliance reporting and monitoring process, with a strong governance on minimizing the tax risk. TCS has zero tolerance towards tax evasion, or the facilitation of tax evasion, by itself or by its employees or vendors.

TCS maintains open and collaborative relationships with governments and tax authorities worldwide. Where appropriate, TCS seeks advance clearance from tax authorities on the proposed tax treatment of transactions, helping pre-empt future disputes.</td></tr>
<tr><td>Board Oversight of Sustainability Matters[8]</td><td>TCS' approach to sustainable growth is built on the belief that it can expand its business by creating longer term value for all its stakeholders, including employees, customers, suppliers and local communities, while also valuing the environment. The various sustainability topics material to TCS are overseen by the relevant Board committees, as outlined below:
<table>
<tr><th>Material Sustainability Topics</th><th>Board Committee</th></tr>
<tr><td>Financial reporting, robustness of internal controls and risk management systems, auditor remuneration, compliance to policies around insider trading, whistle blower, ethics and TCoC.</td><td>Audit Committee</td></tr>
<tr><td>Risk management policy and plan, management of foreign exchange risks, cyber security risks, data privacy risks and intellectual property infringement risks.</td><td>Risk Management Committee</td></tr>
<tr><td>Recommend composition of Board and its committees, appointment/re-appointment of directors and Key Managerial Personnel ("KMP"), design executive directors' remuneration, recommend remuneration policy for directors, executive team and KMP, evaluation of the performance of the Board, Committees and Directors.</td><td>Nomination and Remuneration Committee</td></tr>
<tr><td>Health and safety at the workplace, shareholder grievances and other sustainability initiatives.</td><td>Stakeholders' Relationship Committee</td></tr>
<tr><td>Community initiatives and Corporate Social Responsibility, including compliances.</td><td>Corporate Social Responsibility Commttee</td></tr>
</table></td></tr>
<tr><td>Succession planning</td><td>TCS' philosophy of empowering employees, its industry-leading talent retention, and a decentralized organization structure that devolves executive decision-making across all business units have resulted in a large and deep bench of leadership talent that enables robust succession planning and continuity and consistency in strategy. Succession planning for the top two leadership positions in each business unit is reviewed by senior management. Additionally, heads of business units carry out succession planning for key functions within their units.

Succession planning at senior management levels is reviewed by the Board. Business or unit heads are invited to present on specific topics at Board meetings from time to time, offering an opportunity to the directors to assess their values, competencies, and capabilities.</td></tr>
</table>

[7] GRI 207-1, GRI 207-2, GRI 207-3. TCS Tax Strategy link: https://on.tcs.com/TCS-Tax-Strategy
[8] GRI 2-12, GRI 2-14, GRI 2-18, GRI 2-20

Material Topic	TCS' Approach
Building sustainable and responsible supply chain	TCS requires its suppliers to sign the TCoC upon empanelment. That includes principles on protecting and safeguarding human rights, treating all persons with respect and dignity while safeguarding their rights, the abolition of forced and compulsory labor, child labor in the supply chain and strong corporate governance practices including anti-corruption and bribery and promoting fair business practices across the supply chain. TCoC also requires its suppliers to protect the environment and make conscious use of scarce natural resources in their business processes and at the same time highlighting the importance of health and safety in its workplace and expects the supplier to comply with sustainable business practices in letter and spirit in turn for its employees. The Company supports the principles contained in the Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and the United Nations Guiding Principles on Business and Human Rights. It works with its suppliers to ensure that they too are fully aligned with these principles.

II. Board of Directors

i. As on March 31, 2024, the Company has nine Directors of which seven (i.e. 77.8 percent) are Non-Executive Directors (including two women director). The Company has five (i.e. 55.6 percent) Independent Directors.

The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act.

ii. None of the Directors on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as Independent Directors in more than seven listed entities; and
- who are the Executive Directors serve as independent directors in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024, have been made by the Directors. None of the Directors are related to other Directors and the Key Managerial Personnel of the Company except N Chandrasekaran and N G Subramaniam.

iii. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

iv. Five Board Meetings were held during the year under review and the gap between the two meetings did not exceed one hundred and twenty days. The said meetings were held on: April 12, 2023; July 12, 2023; October 11, 2023; January 11, 2024, and March 11, 2024. The necessary quorum was present for all the meetings.

v. The names and categories of the directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2024, are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public limited companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director and DIN	Category	Number of Board Meetings attended during the FY 2024	Whether attended last AGM held on June 29, 2023	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity (Category of Directorship)
				Chairman	Member	Chairman	Member	
N Chandrasekaran (Chairman) DIN 00121863	Non-Independent, Non-Executive	5	Yes	7	-	-	-	1. Tata Steel Limited (N) 2. Tata Motors Limited (N) 3. Tata Consumer Products Limited (N) 4. The Tata Power Company Limited (N) 5. The Indian Hotels Company Limited (N) 6. Tata Chemicals Limited (N)
K Krithivasan* (CEO & MD) DIN 10106739	Non-Independent, Executive	4	Yes	-	-	-	-	-
N G Subramaniam (COO & ED) DIN 07006215	Non-Independent, Executive	5	Yes	2	1	-	-	1. Tata Elxsi Limited (N) 2. Tata Communications Limited (N) 3. Tejas Networks Limited (N)
Rajesh Gopinathan** (Erstwhile CEO & MD) DIN 06365813	Non-Independent, Executive	1	Not Applicable	-	-	-	-	-
O P Bhatt DIN 00548091	Independent, Non-Executive	5	Yes	1	2	1	4	1. Hindustan Unilever Limited (I) 2. Tata Motors Limited (I) 3. Aadhar Housing Finance Limited (Debt Listed) (I)
Aarthi Subramanian DIN 07121802	Non-Independent, Non-Executive	5	Yes	2	5	1	2	Tata Capital Limited (Debt Listed) (N)
Dr Pradeep Kumar Khosla DIN 03611983	Independent, Non-Executive	5	Yes	-	-	-	-	-
Hanne Sorensen^ DIN 08035439	Independent, Non-Executive	5	Yes	-	1	-	1	Tata Motors Limited (I)
Keki Mistry^ DIN 00008886	Independent, Non-Executive	5	Yes	1	4	2	5	1. HDFC Life Insurance Company Limited (N) 2. HDFC ERGO General Insurance Company Limited [(N) Debt Listed] 3. HDFC Bank Limited (N) 4. The Great Eastern Shipping Company Limited (I) 5. Torrent Power Limited (I) [ceased w.e.f. March 31, 2024]
Al-Noor Ramji^^ DIN 00230865	Independent, Non-Executive	2	Not Applicable	-	1	-	1	Tata Motors Limited (I)
Don Callahan^^^ DIN 08326836	Independent, Non-Executive	3	Yes	-	-	-	-	-

Category of directorship held:

(N) Non-Independent, Non-Executive Director, (I) Independent, Non-Executive Director, (ED) Executive Director *appointed as CEO & MD w.e.f. June 1, 2023

**ceased to be CEO & MD w.e.f. June 1, 2023

^re-appointed as Independent Director for a second term w.e.f. December 18, 2023

^^appointed as Independent Director w.e.f. October 12, 2023

^^^ceased to be Director w.e.f. January 10, 2024 upon completion of his term as Independent Director.

Video-conferencing facilities are also used to facilitate Directors travelling/residing abroad or at other locations to participate in the meetings.

vi. During FY 2024, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration.

vii. During FY 2024, one meeting of the Independent Directors was held on March 11, 2024. The Independent Directors, *inter alia*, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors.

viii. The Board periodically reviews the compliance reports of all laws applicable to the Company.

ix. Details of equity shares of the Company held by the Directors as on March 31, 2024, are given below:

Name	Category	Number of equity shares
N Chandrasekaran	Non-Independent, Non-Executive	1,77,056
Aarthi Subramanian	Non-Independent, Non-Executive	5,600
K Krithivasan	Non-Independent, Executive	11,232
N G Subramaniam	Non-Independent, Executive	1,97,760
Keki Mistry*	Independent, Non-Executive	4,150

*includes shares held jointly with his relative

The Company has not issued any convertible instruments.

x. The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Global Business	Understanding, of global business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. Being an IT service provider, the Company's business runs across different industry verticals, geographical markets and is global in nature. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries/fields from where they come.

III. Committees of the Board

i. There are six Board Committees as on March 31, 2024, details of which are as follows:

<table>
<tr><th>Name of the Committee</th><th>Extract of terms of reference</th><th colspan="2">Category and composition</th><th>Other details</th></tr>
<tr><td rowspan="9">Audit Committee</td><td rowspan="9">Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations and Section 177 of the Act.

The terms of reference of the committee, inter alia, includes:

• Oversight of financial reporting process.

• Reviewing with the management, the annual financial statements and auditors’ report thereon before submission to the Board for approval.

• Approval or any subsequent modification of transactions of the Company with related parties.

• Evaluation of internal financial controls and risk management systems.

• Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.

• Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.

• To consider matters with respect to the TCoC, Anti-Bribery and Anti-Corruption Policy and Gift and Hospitality Policy.</td><td>Name</td><td>Category</td><td rowspan="9">• Four meetings of the Audit Committee were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days.

• Committee invites such of the executives as it considers appropriate, representatives of the statutory auditors and internal auditors, to be present at its meetings.

• The Company Secretary acts as the Secretary to the Audit Committee.

• Pradeep Manohar Gaitonde, Company Secretary is the Compliance Officer to ensure compliance and effective implementation of the Insider Trading Code.

• Quarterly Reports are sent to the members of the Audit Committee on matters relating to the Insider Trading Code.

• The previous AGM of the Company was held on June 29, 2023 and was attended by Keki Mistry, Chairman of the Audit Committee.</td></tr>
<tr><td>Keki Mistry (Chairman)</td><td>Independent, Non-Executive</td></tr>
<tr><td>O P Bhatt</td><td>Independent, Non-Executive</td></tr>
<tr><td>Aarthi Subramanian</td><td>Non-Independent, Non- Executive</td></tr>
<tr><td>Dr Pradeep Kumar Khosla</td><td>Independent, Non-Executive</td></tr>
<tr><td>Hanne Sorensen</td><td>Independent, Non-Executive</td></tr>
<tr><td>Al-Noor Ramji*</td><td>Independent, Non-Execuitve</td></tr>
<tr><td>Don Callahan**</td><td>Independent, Non-Executive</td></tr>
<tr><td colspan="2">*appointed as a member of the Committee w.e.f. January 11, 2024.

**ceased to be a member of the Committee consequent to the completion of his term as Independent Director w.e.f. January 10, 2024.</td></tr>
</table>

<table>
<tr><th>Name of the Committee</th><th>Extract of terms of reference</th><th colspan="2">Category and composition</th><th>Other details</th></tr>
<tr><td rowspan="5">Nomination and Remuneration Committee ("NRC")[9]</td><td rowspan="5">Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Act.

The terms of reference, inter alia, include:
Recommend to the Board the setup and composition of the Board and its Committees.
Recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel.
Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors.
Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
Oversee familiarization programs for Directors.</td><td>Name</td><td>Category</td><td rowspan="5">Three NRC meetings were held during the year under review.
The Company does not have any Employee Stock Option Scheme.
Details of Performance Evaluation Criteria and Remuneration Policy are provided at serial no. III (iii) below.
The previous AGM of the Company was held on June 29, 2023 and was attended by O P Bhatt, Chairman of the NRC.</td></tr>
<tr><td>O P Bhatt (Chairman)</td><td>Independent, Non-Executive</td></tr>
<tr><td>N Chandrasekaran</td><td>Non-Independent, Non-Executive</td></tr>
<tr><td>Hanne Sorensen</td><td>Independent, Non-Executive</td></tr>
<tr><td colspan="2"></td></tr>
<tr><td rowspan="6">Stakeholders' Relationship Committee ("SRC")</td><td rowspan="6">Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Act.

The terms of reference, inter alia, include:
Consider and resolve the grievances of security holders.
Consider and approve issue of share certificates, transfer and transmission of securities, etc.
Review activities with regard to the Health Safety and Sustainability initiatives of the Company.</td><td>Name</td><td>Category</td><td rowspan="6">Two meetings of the SRC were held during the year under review.
Details of Investor complaints and Compliance Officer are provided at serial no. III (ii) below.
The previous AGM of the Company was held on June 29, 2023 and was attended by Dr Pradeep Kumar Khosla, Chairman of the SRC.</td></tr>
<tr><td>Dr Pradeep Kumar Khosla (Chairman)</td><td>Independent, Non-Executive</td></tr>
<tr><td>K Krithivasan*</td><td>Non-Independent, Executive</td></tr>
<tr><td>Rajesh Gopinathan**</td><td>Non-Independent, Executive</td></tr>
<tr><td>Keki Mistry</td><td>Independent, Non-Executive</td></tr>
<tr><td colspan="2">*appointed as a member of the committee w.e.f. June 1, 2023.

**ceased to be a member of the committee w.e.f. June 1, 2023.</td></tr>
</table>

[9] GRI 2-20

<table>
<tr><th>Name of the Committee</th><th>Extract of terms of reference</th><th colspan="2">Category and composition</th><th>Other details</th></tr>
<tr><td rowspan="4">Corporate Social Responsibility ("CSR") Committee</td><td rowspan="4">Committee is constituted in line with the provisions of Section 135 of the Act.

The terms of reference, inter alia, include:
• Formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act.
• Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy.
• Monitor the CSR Policy.
• Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities.</td><td>Name</td><td>Category</td><td rowspan="4">• Three meetings of the CSR Committee were held during the year under review.
• Four Board meetings of TCS Foundation, a Section 8 company which was incorporated with sole objective of carrying on CSR activities of the Company were held during the year.</td></tr>
<tr><td>N Chandrasekaran (Chairman)</td><td>Non-Independent, Non-Executive</td></tr>
<tr><td>O P Bhatt</td><td>Independent, Non-Executive</td></tr>
<tr><td>N G Subramaniam</td><td>Non-Independent, Executive</td></tr>
<tr><td rowspan="9">Risk Management Committee ("RMC")</td><td rowspan="9">Committee is constituted in line with the provisions of Regulation 21 of SEBI Listing Regulations.

The terms of reference, inter alia, include:
• Formulate, monitor and review risk management policy and plan, inter alia, covering investment of surplus funds, management of foreign exchange risks, cyber security risks, data privacy risks and intellectual property infringements risks.
• Approve addition/deletion of banks from time to time for carrying out Treasury transactions and delegate the said power to such person as may deem fit.</td><td>Name</td><td>Category</td><td rowspan="9">• Four meetings of the RMC were held during the year under review.
• Fortnightly reports on management of foreign exchange risks are made available to the members of the RMC.</td></tr>
<tr><td>Keki Mistry (Chairman)</td><td>Independent, Non-Executive</td></tr>
<tr><td>K Krithivasan*</td><td>Non-Independent, Executive</td></tr>
<tr><td>N G Subramaniam</td><td>Non-Independent, Executive</td></tr>
<tr><td>Rajesh Gopinathan**</td><td>Non-Independent, Executive</td></tr>
<tr><td>Al-Noor Ramji^</td><td>Independent, Non-Executive</td></tr>
<tr><td>Don Callahan^^</td><td>Independent, Non-Executive</td></tr>
<tr><td>Samir Seksaria</td><td>Chief Financial Officer</td></tr>
<tr><td colspan="2">*appointed as a member of the committee w.e.f. June 1, 2023.
**ceased to be a member of the committee w.e.f. June 1, 2023.
^appointed as a member of the Committee w.e.f. January 11, 2024.
^^ceased to be a member of the Committee consequent to the completion of his term as Independent Director w.e.f. January 10, 2024.</td></tr>
</table>

<table>
<tr><th>Name of the Committee</th><th>Extract of terms of reference</th><th colspan="2">Category and composition</th><th>Other details</th></tr>
<tr><td rowspan="5">Executive Committee[10]</td><td rowspan="5">Detailed review of the following matters which form part of terms of Executive Committee, were presented to the Board:
• Business and strategy review;
• Long-term financial projections and cash flows;
• Capital and revenue budgets and capital expenditure programmes;
• Acquisitions, divestments and business restructuring proposals;
• Senior management succession planning;
• Any other item as may be decided by the Board.</td><td>Name</td><td>Category</td><td rowspan="5">The said matters were discussed in various Board meetings held during the year under review in the presence of the Executive Committee Members with the intent to avail expertise of all Board members.</td></tr>
<tr><td>N Chandrasekaran (Chairman)</td><td>Non-Independent, Non-Executive</td></tr>
<tr><td>K Krithivasan*</td><td>Non-Independent, Non-Executive</td></tr>
<tr><td>Rajesh Gopinathan**</td><td>Non-Independent, Executive</td></tr>
<tr><td colspan="2">*appointed as a member of the committee w.e.f. June 1, 2023.
**ceased to be a member of the committee w.e.f. June 1, 2023.</td></tr>
<tr><td colspan="5">The terms of reference of these committees are available on the website (https://on.tcs.com/Terms-Reference-Committees)</td></tr>
</table>

ii. Stakeholders' Relationship Committee-other details

a. Name, designation and address of Compliance Officer:

Pradeep Manohar Gaitonde, Company Secretary
Tata Consultancy Services Limited, 9th Floor, Nirmal Building, Nariman Point,
Mumbai 400 021, India
Telephone: +91 22 6778 9595

b. Details of investor complaints received and redressed during FY 2024 are as follows:

Opening as on April 1, 2023	Received during the year	Resolved during the year	Closing as on March 31, 2024
4	128	128	4

iii. Nomination and Remuneration Committee-other details
Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

Remuneration Policy[11]:

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. The business model promotes customer centricity and requires employee mobility to address project needs.

The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the IT industry.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director and the Executive Directors. Annual increments are recommended by the Nomination and Remuneration Committee within the salary scale approved by the Board and Members and are effective April 1, each year.

[10] GRI 2-13
[11] GRI 2-19, GRI 2-20

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, decides the commission payable to the Managing Director and the Executive Directors out of the profits for the financial year and within the ceilings prescribed under the Act, based on the Board evaluation process considering the criteria such as the performance of the Company as well as that of the Managing Director and each Executive Director.

The Company pays sitting fees of ₹30,000 per meeting to its Non-Executive Directors for attending meetings of the Board and meetings of committees of the Board. The Company also pays commission to the Non-Executive Directors within the ceiling of 1 percent of the net profits of the Company as computed under the applicable provisions of the Act, with the approval of the Members. The said commission is decided each year by the Board of Directors, on the recommendation of the Nomination and Remuneration Committee and distributed amongst the Non-Executive Directors based on the Board evaluation process, considering criteria such as their attendance and contribution at the Board and Committee meetings, as well as the time spent on operational matters other than at meetings. The Company also reimburses the out-of-pocket expenses incurred by the Directors for attending the meetings. The Remuneration policy is available on https://on.tcs.com/remuneration-policy.

iv. Details of the Remuneration for the year ended March 31, 2024

a) Non-Executive Directors

(₹ lakh)

Name	Commission	Sitting Fees
N Chandrasekaran, Chairman@	-	3.3
O P Bhatt	285.0	4.8
Aarthi Subramanian@@	-	2.7
Dr Pradeep Kumar Khosla	260.0	3.6
Hanne Sorensen	260.0	3.9
Keki Mistry	285.0	4.8
Al-Noor Ramji*	100.0	0.9
Don Callahan**	250.0	2.7
Total	**1,440.0**	**26.7**

@ As a policy, N Chandrasekaran, Chairman, has abstained from receiving commission from the Company.

@@ In line with the internal guidelines of the Company, no payment is made towards commission to the Non- Executive Directors of the Company, who are in full time employment with any other Tata Company.

*Appointed as Independent Director w.e.f. October 12, 2023

**Ceased to be Director of the Company w.e.f. January 10, 2024 upon completion of his term as Independent Director.

b) Managing Director and Executive Director

(₹ lakh)

Name of Director	Salary	Benefits, Perquisites and Allowances	Commission	ESPS*
K Krithivasan** (CEO & MD) (appointed w.e.f. June 1, 2023)	127.5	308.4	2,100.0	-
N G Subramaniam (COO & ED)	172.5	345.7	2,100.0	-
Rajesh Gopinathan (Erstwhile CEO & MD) (ceased w.e.f. June 1, 2023)	33.6	76.8	-	-

*Employee Stock Purchase Scheme

**The remuneration includes compensation for the full year, i.e. as Global Head of Banking, Financial Services and Insurance (BFSI) for April 1, 2023 to May 31, 2023 and as CEO & MD from June 1, 2023 to March 31, 2024.

Services of the Executive Directors may be terminated by either party, giving the other party six months' notice or the Company paying six months' salary in lieu thereof. There is no separate provision for payment of severance pay.

v. Number of committee meetings held and attendance records

Name of the Committee	Audit Committee	Nomination and Remuneration Committee	Stakeholders' Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
No. of meetings held ➔	4	3	2	3	4
Date of meetings ➔	April 12, 2023; July 12, 2023; October 11, 2023 and January 11, 2024	April 12, 2023; October 11, 2023; and March 11, 2024	July 20, 2023 and January 18, 2024	May 25, 2023; September 8, 2023; and January 12 2024@	April 18, 2023; July 18, 2023; October 16, 2023 and January 18, 2024
No. of meetings attended					
Name of Member					
N Chandrasekaran	-	3	-	3	-
K Krithivasan*	-	-	1	-	2
N G Subramaniam	-	-	-	3	4
Rajesh Gopinathan**	-	-	-	-	1
O P Bhatt	4	3	-	3	-
Aarthi Subramanian	4	-	-	-	-
Dr Pradeep Kumar Khosla	4	-	2	-	-
Hanne Sorensen	4	3	-	-	-
Keki Mistry	4	-	2	-	4
Al-Noor Ramji^	-	-	-	-	-
Don Callahan^^	3	-	-	-	3
Samir Seksaria	-	-	-	-	4
Whether quorum was present for all the meetings	The necessary quorum was present for all the above committee meetings				

@ TCS Foundation, a Section 8 company incorporated in 2015 with sole objective of carrying on CSR activities of the Company, has held four meetings during the FY 2024

*appointed as member of Stakeholders' Relationship Committee, Risk Management Committee and Executive Committee w.e.f. June 1, 2023

** ceased to member of Stakeholders' Relationship Committee, Risk Management Committee and Executive Committee w.e.f. June 1, 2023

^ appointed as member of Audit Committee and Risk Management Committee w.e.f. January 11, 2024

^^ ceased to member of Audit Committee and Risk Management Committee w.e.f. January 10, 2024 upon completion of his term as Independent Director.

vi. Particulars of senior management of Tata Consultancy Services Limited

Name of Senior Management Personnel	Category
Shankar Narayanan	Banking Financial Services and Insurance
Krishnan Ramanujam	Consumer Business Group
V Rajanna	Technology, Software and Services
Samir Seksaria	Chief Financial Officer
Milind Lakkad	Chief Human Resources Officer
Madhav Anchan	General Counsel Legal
Dr. Harrick Vin	Chief Technology Officer
Pradeep Manohar Gaitonde	Company Secretary

S Sukanya, was appointed as Chief Information Officer on October 11, 2023, and ceased on March 5, 2024.

IV. General Body Meetings

i. General Meeting

a. Annual General Meeting ("AGM"):

Financial Year	Date	Time	Venue
2021	June 10, 2021	3.30 p.m.	Meeting conducted through VC / OAVM pursuant to the MCA Circular
2022	June 9, 2022		
2023	June 29, 2023		

b. Extraordinary General Meeting:

No extraordinary general meeting of the members was held during FY 2024.

c. Special resolution:

Special resolution for change of place of keeping and inspection of the registers and Annual Returns of the Company was passed at the AGM held in 2022 and no special resolution was passed in the AGMs held in 2021 and 2023.

ii. Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot:

The Company had sought the approval of the shareholders by way of a Special Resolution through notice of postal ballot dated October 11, 2023 for:

a. buyback of its equity shares;

b. appointment of Mr. Al-Noor Ramji (DIN 00230865) as a Non-executive Independent Director for a term of five years

c. re-appointment of Ms. Hanne Birgite Breinbjerg Sorensen (DIN 08035439) as a Non-executive Independent Director for a second consecutive term of five years; and

d. re-appointment of Mr. Keki Minoo Mistry (DIN 00008886) as a Non-executive Independent Director for a second consecutive term of five years

All the aforesaid resolutions were duly passed and the results of which were announced on November 15, 2023.

P. N. Parikh (Membership No. FCS 327) of Parikh & Associates, Practising Company Secretaries, was appointed as the Scrutinizer to scrutinize the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner. Details of the voting pattern are provided below:

Resolution passed through postal ballot	Votes in favour of the resolution			Votes against the resolution			Invalid votes	
	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
Buyback of its equity shares	16,150	319,61,27,268	99.78	642	70,10,926	0.22	-	-
Appointment of Mr. Al-Noor Ramji (DIN 00230865) as a Non-executive Independent Director for a term of five years	16,029	320,27,45,957	99.95	653	14,50,499	0.05	-	-
Re-appointment of Ms. Hanne Birgite Breinbjerg Sorensen (DIN 08035439) as a Non-executive Independent Director for a second consecutive term of five years	16,001	317,23,76,322	99.01	676	3,18,09,865	0.99	-	-

Resolution passed through postal ballot	Votes in favour of the resolution			Votes against the resolution			Invalid votes	
	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
Re-appointment of Mr. Keki Minoo Mistry (DIN 00008886) as a Non-executive Independent Director for a second consecutive term of five years	16,089	318,61,63,326	99.44	604	1,80,30,571	0.56	-	-

Procedure for postal ballot: The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and read with the General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, respectively issued by the Ministry of Corporate Affairs.

iii. Details of special resolution proposed to be conducted through postal ballot:

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

V. A certificate has been received from Parikh & Associates, Practising Company Secretaries, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.

VI. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W–100022) has been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis for FY 2024 is given below:

Payment of Statutory Auditor's fees (₹ lakh)

Particulars	Amount
Services as statutory auditors (including quarterly audits)	1,120.4
Tax audit	70.0
Services for tax matters	24.1
Other matters	403.0
Reimbursement of out-of-pocket expenses	89.6
Total	**1,707.1**

VII. Other Disclosures

Particulars	Statutes	Details	Website link for details/policy
Related party transactions ("RPT")	Regulation 23 of SEBI Listing Regulations and as defined under the Act	During the year all RPTs entered by the Company were in the ordinary course of business and in respect of transactions with related parties under Section 2(76) of the Act, are at arm's length basis and were approved by the members of Audit Committee including Independent Directors. The Company had sought the approval of shareholders at the 28th AGM held on June 29, 2023 for material RPT as per Regulation 23 of SEBI Listing Regulations. Similarly, the Company intends seeking approval of its shareholders for the existing and material related party transactions for FY 2025 at its ensuing annual general meeting to be held on May 31, 2024. The Board's approved policy for related party transactions is uploaded on the website of the Company.	https://on.tcs.com/RPT

Particulars	Statutes	Details	Website link for details/policy
Details of non-compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or Securities and Exchange Board of India or any statutory authority on any matter related to capital markets during the last three financial years	Schedule V (C) 10(b) to the SEBI Listing Regulations	NIL	
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has this Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.	https://on.tcs.com/WhistleBP
Discretionary requirements	Schedule II Part E of the SEBI Listing Regulations	The auditors' report on financial statements of the Company are unmodified. Internal auditors of the Company make quarterly presentations to the Audit Committee on their reports.	
Subsidiary Companies	Regulation 24 of the SEBI Listing Regulations	The Audit Committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Company does not have any material unlisted subsidiary company. The Company has a policy for determining 'material subsidiaries' which is disclosed on its website.	https://on.tcs.com/Subsidiary
Policy on Determination of Materiality for Disclosures	Regulation 30 of the SEBI Listing Regulations	Policy on Determination of Materiality for Disclosures	https://on.tcs.com/Material
Policy on Archival and Preservation of Documents	Regulations 30 and 9 of the SEBI Listing Regulations	The Company has adopted this policy.	https://on.tcs.com/Archival
Reconciliation of Share Capital Audit Report	Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 and SEBI Circular No. D&CC/FITTC/Cir-16/2002	A practising Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	https://on.tcs.com/Reports-Policies

Particulars	Statutes	Details	Website link for details/policy
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2024. A certificate by the CEO and MD, on the compliance declarations received from the members of the Board and Senior Management forms part of this report.	https://www.tcs.com/tata-code-of-conduct
Dividend Distribution Policy	Regulation 43A of the SEBI Listing Regulations	A regular annual dividend generally consists of three interim dividends after each of the first three quarters of the fiscal year, topped up with a final dividend after the fourth quarter. In addition, every second or third year, the accumulated surplus cash has been returned to shareholders through a special dividend.	https://on.tcs.com/Dividend
Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV to the Act	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website.	https://on.tcs.com/ApptID
Familiarization Program	Regulation 25(7) and 46 of SEBI Listing Regulations	Details of familiarization program imparted to Independent Directors are available on the Company's website.	https://on.tcs.com/familiarization-programme
Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018	Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014	The details have been disclosed in the Business Responsibility and Sustainability Report forming part of the Integrated Annual Report.	
Disclosure of certain type of agreements binding listed entities	Schedule III, Para A, Clause 5A of Listing Regulations	There are no agreement impacting management or control of the Company or imposing any restriction or create any liability upon the Company.	

VIII. Means of Communication

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers in India which include, The Indian Express, Financial Express, Loksatta, Business Standard, The Hindu Business Line, Hindustan Times and Sandesh. The results are also displayed on the Company's website www.tcs.com.

Statutory notices are published in The Free Press Journal, Business Standard, The Economic Times and Navshakti. The Company also issues press releases from time to time. Financial Results, Statutory Notices, Press Releases and Presentations made to the institutional investors/analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") as well as uploaded on the Company's website. Frequently Asked Questions (FAQs) giving details about the Company and its shares is uploaded on the Company's website https://www.tcs.com/investor-relations. The Management Discussion and Analysis Report is a part of the Integrated Annual Report.

IX. General shareholder information

i. Annual General Meeting for FY 2024

Date	:	May 31, 2024
Time	:	3:00 p.m. (IST)
Venue	:	Meeting is being conducted through VC/OAVM pursuant to the MCA General Circulars dated May 5, 2020, read with general circulars dated April 8, 2020, April 13, 2020, the latest being September 25, 2023. For details, please refer to the Notice of this AGM.

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings, particulars of Director seeking re-appointment at this AGM are given in the Annexure to the Notice of this AGM.

ii. Financial Calendar

Year ending : March 31

AGM in : May

iii. Dividend Payment : The final dividend, if approved, shall be paid/credited on Tuesday, June 4, 2024

iv. Date of Book Closure/ Record Date : As mentioned in the Notice of this AGM

v. Listing on Stock Exchanges : National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

BSE Limited
P. J. Towers, Dalal Street, Mumbai 400 001

vi. Stock Codes/Symbol

NSE : TCS

BSE : 532540

Listing Fees as applicable have been paid.

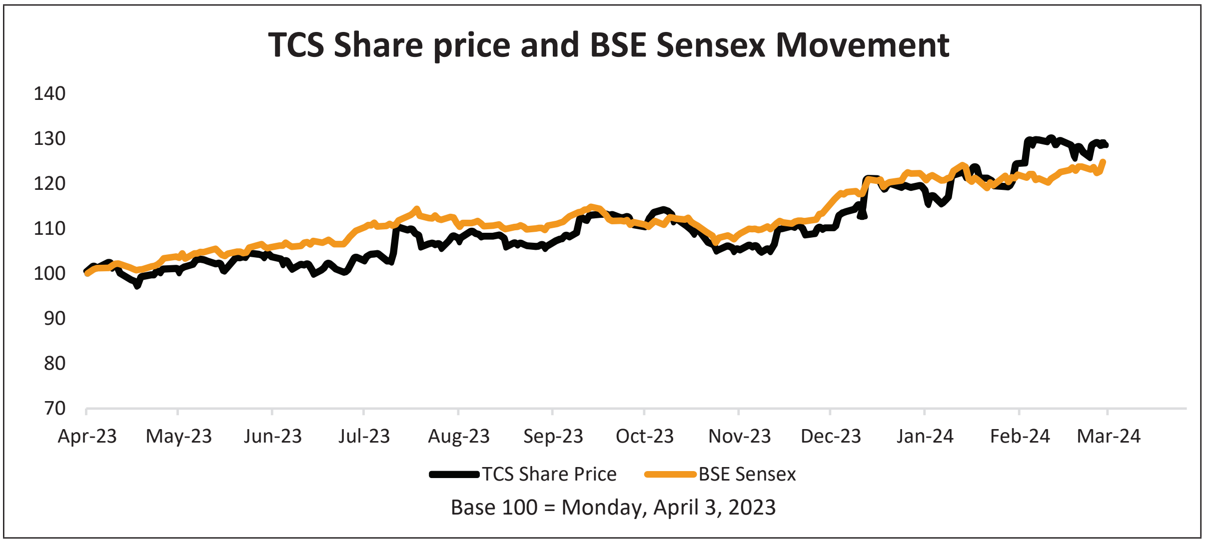
vii. Corporate Identity Number (CIN) of the Company : L22210MH1995PLC084781

viii. Market Price Data

High, Low (based on daily closing prices) and number of equity shares traded during each month in FY 2024 on NSE and BSE:

Month	NSE			BSE		
	High (₹)	Low (₹)	Total number of equity shares traded	High (₹)	Low (₹)	Total number of equity shares traded
Apr-2023	3,263.4	3,089.6	4,38,24,242	3,263.2	3,088.7	19,57,145
May-2023	3,328.9	3,179.9	3,66,16,015	3,329.0	3,180.3	8,71,528
Jun-2023	3,324.0	3,174.9	3,83,61,975	3,323.3	3,175.3	19,84,292
Jul-2023	3,514.7	3,259.9	4,76,58,115	3,512.0	3,260.2	17,30,994
Aug-2023	3,484.1	3,356.8	3,59,20,566	3,483.8	3,357.1	22,22,209
Sep-2023	3,606.2	3,379.2	3,84,42,941	3,606.6	3,379.2	16,32,903
Oct-2023	3,638.4	3,336.8	3,98,18,106	3,637.3	3,337.8	33,52,847
Nov-2023	3,530.2	3,330.7	3,63,81,184	3,529.9	3,331.7	22,09,366
Dec-2023	3,861.0	3,511.7	4,55,72,195	3,860.1	3,509.6	23,01,605
Jan-2024	3,943.1	3,666.8	4,82,46,534	3,942.3	3,667.0	50,68,946
Feb-2024	4,149.5	3,854.2	4,34,10,829	4,149.2	3,851.5	27,05,972
Mar-2024	4,219.3	3,840.9	5,75,14,817	4,217.5	3,837.5	2,75,18,584

ix. Performance of the share price of the Company in comparison to the BSE Sensex



x. Registrar and Transfer Agents

Name and Address : Link Intime India Private Limited* (Link Intime)
C-101, Embassy 247,
L.B.S. Marg, Vikhroli (West)
Mumbai- 400 083
Telephone: +91-8108118484
E-mail: csg-unit@linkintime.co.in
Website: www.linkintime.co.in

*Erstwhile TSR Consultants Private Limited, merged with Link Intime India Private Limited w.e.f. December 22, 2023.

Documents will be accepted at the above address between 10.00 a.m. and 5.00 p.m. (Monday to Friday except bank holidays).

xi. Places for acceptance of documents

For the convenience of the shareholders, documents will also be accepted at the following branches of Link Intime between 10.00 am and 5.00 p.m. (Monday to Friday except bank holidays).

Place	Name and Address	Phone/Email
Mumbai	Link Intime India Private Limited Building 17/19, Office No. 415, Rex Chambers, Ballard Estate, Walchand Hirachand Marg, Fort, Mumbai- 400 001	Email: csg-unit@linkintime.co.in
Bengaluru	Link Intime India Private Limited C/o. Mr. D. Nagendra Rao “Vaghdevi” 543/A, 7th Main 3rd Cross, Hanumanthnagar, Bengaluru- 560 019	Tel: +91 80 26509004 Email: csg-unit@linkintime.co.in
Kolkata	Link Intime India Private Limited Vaishno Chamber, 5th Floor, Flat Nos. 502 & 503, 6, Brabourne Road, Kolkata- 700 001	Tel: +91 33 40049728 / 33 40731698 Email: csg-unit@linkintime.co.in
New Delhi	Link Intime India Private Limited Noble Heights, 1st Floor, Plot No. NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi – 110 058	Tel: +91 11 41410592 / 93 / 94 Email: csg-unit@linkintime.co.in
Jamshedpur	Link Intime India Private Limited Qtr. No. L-4/5, Main Road, Bistupur (Beside Chappan- Bhog Sweet Shop) Jamshedpur- 831 001	Tel: +91 657 2426937 Email: csg-unit@linkintime.co.in
Ahmedabad	Link Intime India Private Limited 5th Floor, 506 to 508, Amarnath Business Centre-1 (ABC-1) Beside Gala Business Centre, Nr. St. Xavier’s College Corner Off. C.G. Road, Ellisbridge, Ahmedabad- 380 006	Tel: +91 79 26465179 Email: csg-unit@linkintime.co.in

xii. Share Transfer System

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form.

Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

The Directors and certain Company officials (including Chief Financial Officer and Company Secretary) are authorized by the Board severally to approve transfers, which are noted at subsequent Board Meetings.

xiii. Shareholding as on March 31, 2024

a) Distribution of equity shareholding

Number of shares	Holding	Percentage to capital	Number of accounts	Percentage to total accounts
1-100	4,02,12,894	1.11	20,29,252	87.96
101-500	4,72,10,723	1.30	2,32,513	10.08
501-1000	1,75,66,487	0.49	24,665	1.07
1001-5000	3,16,70,314	0.88	16,427	0.71
5001-10000	1,06,38,162	0.29	1,505	0.07
10001-20000	1,07,13,577	0.30	757	0.03
20001-30000	80,78,996	0.22	328	0.01
30001-40000	63,89,912	0.18	183	0.01
40001- 50000	61,71,738	0.17	136	0.01
50001-100000	2,72,65,199	0.75	385	0.02
100001-above	3,41,21,69,516	94.31	846	0.03
TOTAL	**3,61,80,87,518**	**100.00**	**23,06,997**	**100.00**

b) Categories of equity shareholding

Category	Category wise equity Shareholding	Percentage of holding
Promoter	2,59,54,99,419	71.74
Other Entities of Promoter Group	10,59,209	0.03
Mutual Funds	14,65,91,425	4.05
Banks, Financial Institutions, State and Central Government	3,48,298	0.01
Insurance Companies	21,62,81,096	5.97
Foreign Institutional Investors	45,94,66,997	12.70
NRIs, OBCs, Foreign Nationals	78,38,559	0.22
Corporate Bodies, Trusts	2,89,88,390	0.80
Indian Public and Others	15,87,11,398	4.39
Alternate Investment Fund	26,53,126	0.07
IEPF Account	6,49,601	0.02
Total	**3,61,80,87,518**	**100.00**

c) Top ten equity shareholders of the Company

Sr. No.	Name of the shareholders*	Number of equity shares held	Percentage of holding
1	Tata Sons Private Limited	2,59,54,99,419	71.74
2	Life Insurance Corporation of India	17,59,75,338	4.86
3	SBI Mutual Fund	4,24,95,223	1.17
4	National Pension Scheme (NPS) Trust Account	1,80,51,876	0.50
5	Government of Singapore	1,77,21,561	0.49
6	Invesco Developing Markets Fund	1,58,78,926	0.44
7	Axis Mutual Fund Trustee Limited	1,55,40,306	0.43
8	Vanguard total International Stock Index Fund	1,41,77,875	0.39
9	ICICI Prudential Mutual Fund	1,41,05,437	0.39
10	UTI Mutual Fund	1,40,40,960	0.39

*Shareholding is consolidated based on Permanent Account Number (PAN) of the shareholder.

xiv. Dematerialization of shares and liquidity

The Company's shares are compulsorily traded in dematerialized form on NSE and BSE. Equity shares of the Company representing 99.98 percent of the Company's equity share capital are dematerialized as on March 31, 2024.
Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE467B01029.

xv. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2024, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

xvi. Commodity price risk or foreign exchange risk and hedging activities

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Master Circular dated July 11, 2023 is not required to be given. For a detailed discussion on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis Report.

xvii. Loans and advances

The Company has not given any loans and advances to firms/Companies in which directors are interested.

xviii. Equity shares in the suspense account

In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2023	26	820
Shareholders who approached the Company for transfer of shares from suspense account during the year	-	-
Shareholders to whom shares were transferred from the suspense account during the year	-	-
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2024	26	820

The voting rights on the shares outstanding in the suspense account as on March 31, 2024, shall remain frozen till the rightful owner of such shares claims the shares.

xix. Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to IEPF.

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends periodical reminders to the shareholders to claim their dividends in order to avoid transfer of dividends/shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website https://iepfinvestorinfo.tcsapps.com/#/home.

The details of unclaimed dividends and shares transferred to IEPF during FY 2024 are as follows:

Financial year	Amount of unclaimed dividend transferred	Number of shares transferred
2015-16	2,60,32,185	41,294
2016-17	2,16,37,364	15,191
TOTAL	**4,76,69,549**	**56,485**

The Members who have a claim on above dividends and/or shares are requested to follow the below process:

1. Submit self-attested copies of documents provided in IEPF 5 helpkit, which is available on IEPF website (www.iepf.gov.in) to the Company / Registrar and Transfer Agent (RTA).
2. After verification of the aforesaid documents submitted, Company will issue an entitlement letter.
3. File Form IEPF-5 on IEPF website and send self-attested copies of IEPF-5 form along with the acknowledgement (SRN), Indemnity bond and entitlement letter to Company.
4. On receipt of the physical documents mentioned above, Company will submit e-Verification report, for further processing by the IEPF Authority.

Members are requested to note that no claims shall lie against the Company in respect of the dividend/shares transferred to IEPF.

The following table give information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's RTA:

Financial Year	Date of declaration	Last date for claiming unpaid dividend
2016-17	June 16, 2017	July 16, 2024
2017-18	July 13, 2017	August 13, 2024
	October 12, 2017	November 12, 2024
	January 11, 2018	February 10, 2025
	June 15, 2018	July 15, 2025
2018-19	July 10, 2018	August 9, 2025
	October 11, 2018	November 10, 2025
	January 10, 2019	February 9, 2026
	June 13, 2019	July 13, 2026
2019-20	July 9, 2019	August 8, 2026
	October 10, 2019	November 9, 2026
	January 17, 2020	February 16, 2027
	March 10, 2020	April 9, 2027
	June 11, 2020	July 11, 2027
2020-21	July 9, 2020	August 8, 2027
	October 7, 2020	November 6, 2027
	January 8, 2021	February 7, 2028
	June 10, 2021	July 10, 2028
2021-22	July 8, 2021	August 7, 2028
	October 8, 2021	November 7, 2028
	January 12, 2022	February 11, 2029
	June 9, 2022	July 9, 2029
2022-23	July 8, 2022	August 7, 2029
	October 10, 2022	November 9, 2029
	January 9, 2023	February 8, 2030
	June 29, 2023	July 29, 2030
2023-24	July 12, 2023	August 11, 2030
	October 11, 2023	November 10, 2030
	January 11, 2024	February 10, 2031

xx. Plant locations

In view of the nature of the Company's business viz. Information Technology (IT) Services and IT Enabled Services, the Company operates from various offices in India and abroad. The Company has a manufacturing facility at 17-B, Tivim Industrial Estate, Karaswada, Mapusa– Bardez, Goa.

xxi. Address for correspondence

Tata Consultancy Services Limited

9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021, India
Telephone: +91 22 6778 9595
Designated e-mail address for Investor Services: investor.relations@tcs.com
For queries on IEPF related matters: iepf.assist@tcs.com
Website: www.tcs.com

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees, including the Managing Director and Executive Directors.

In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has, in respect of the year ended March 31, 2024, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

K. Krithivasan
Chief Executive Officer and
Managing Director
DIN: 10106739

Mumbai, April 12, 2024

PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Tata Consultancy Services Limited

We have examined the compliance of the conditions of Corporate Governance by Tata Consultancy Services Limited ('the Company') for the year ended on March 31, 2024, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India , we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2024.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Parikh & Associates
Practising Company Secretaries

P. N. Parikh
FCS: 327 CP: 1228
UDIN: F000327F000095235
PR No.: 1129/2021

Mumbai,
Date: 12.04.2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
Tata Consultancy Services Limited
9th Floor, Nirmal Building,
Nariman Point, Mumbai 400 021

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Tata Consultancy Services Limited** having **CIN L22210MH1995PLC084781** and having registered office at 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company *
1.	N Chandrasekaran	00121863	September 6, 2007
2.	K Krithivasan	10106739	June 1, 2023
3.	N Ganapathy Subramaniam	07006215	February 21, 2017
4.	O P Bhatt	00548091	April 2, 2012
5.	Aarthi Subramanian	07121802	March 12, 2015
6.	Dr. Pradeep Kumar Khosla	03611983	January 11, 2018
7.	Hanne Sorensen	08035439	December 18, 2018
8.	Keki Mistry	00008886	December 18, 2018
9.	Al-Noor Ramji	08326836	October 12, 2023

*the date of appointment is as per the MCA Portal.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Parikh & Associates
Practising Company Secretaries

P. N. Parikh
Partner
FCS No. 327 CP No. 1228
UDIN: F000327F000095246
PR No.: 1129/2021

Mumbai Date: 12.04.2024

Corporate Social Responsibility

Empowering Access to Opportunity

Overview

We live in interesting times with technologies like Artificial Intelligence dominating the global conversation, the human impact of natural disasters calling attention to the need for climate adaptation, and a worldwide call to action for inclusive growth as economies transition post the pandemic.

TCS, recognizes the power of technology, innovation, and human ingenuity in building a more equitable world. TCS believes that everyone is born with equal potential, but not equal opportunity and it is the vision of TCS to empower people and communities to build self-reliance while promoting the core values of fairness, equity, and respect for human rights.

This past year TCS has made significant progress in its mission, **empowering over 7 million people through its CSR programs** including big bets aimed at people with highest need, in communities where resources are low, while using its core strengths to make a meaningful impact. This resulted in **upward socio-economic mobility for 797,749 people**, building equitable and inclusive pathways for **405,775 women, 455,692 youth and 547,311 from marginalized groups**.

This was achieved by **scaling TCS' high impact programs across India and 43 countries** around the world, against four strategic themes (and eight focus areas): provide a 21st century education for all (Education and Research, Literacy to Livelihood), help citizens equitably access good jobs of tomorrow (Employment through Skilling, Digital Entrepreneurship), enable delivery of world class front-line services in poorest districts (Healthcare, Digital Inclusion), and accelerate the just transition to a green economy (Water, Climate and Sustainability). No one organization can do this alone, and TCS through its purpose ecosystem engaged the key stakeholders to support the needs of the local communities.

TCS served **20,342 marginalized people through its Literacy as a Service program**, empowering them through functional, financial, and digital literacy. Gaining self-confidence, dignity, and access to key citizen entitlements, they traversed a path from a vicious cycle of poverty, bonded labor, and harsh work conditions to charting their own course of savings and livelihood.

The onus of building Responsible AI rests not with today's companies, workforce, and policy makers, but more so lies in the hands of the next generation of innovators. Empowering **6,209 teachers to inculcate computational thinking**, Ignite my Future program of TCS prepared **312,966 students across five continents** with foundational skills for the age of AI, while the goIT digital innovation program inspired **118,016 students across 42 countries** apply 21st Century Skills and latest technologies like AI, IoT, and App Design to solve real-world problems in their community. The most gratifying aspect is 53% of these students are girls and 76% from underrepresented minorities.

Gaining access to quality jobs in today's digital economy can often be a challenge, even for those educated from leading institutions. TCS imparted marketable skills, credentials, and valuable certifications to **23,297 rural youth from 24 states and union territories across India**, coaching and mentoring them for industry readiness through its Youth Employment Program. Nearly half of these are women, improving their income opportunities and participation in economic growth.

Across **1,735 villages in rural India**, digital entrepreneurs from the TCS program 'BridgeIT', are earning their livelihood while providing much needed last-mile services to **312,175 beneficiaries** such as access to citizen entitlements, banking, financial services, insurance, telehealth, telelaw, logistics, ecommerce and more. Expanding the program to 44 districts, **a new cohort of 1,400 women entrepreneurs** from socially marginalized background are gearing up to be catalysts to strengthen the rural economy.

In a transformational year for community service, **HOPE (Hours of Purpose by Employees), a TCS program saw volunteers contribute over 6.7 million hours** to support the poor with basic necessities, to create better health outcomes for those who need help, to preserve and protect the environment, to empower better education, employment, entrepreneurship, and livelihoods for the marginalized. TCSers also built capacity and capability for **over 50 social sector organizations** through skills-based volunteering, providing in-kind digital, advisory and technology consulting services.

TCS jointly served needy communities around the world through **138 purpose partnerships**, working alongside other Tata Group companies, its customers, and like-minded organizations through its Business with Purpose program. TCS harnessed the wisdom of over **1,800 cross-sector leaders** through 11 Digital Empowers thought leadership forums, using their collective wisdom to help advance advocacy and policy efforts globally.

Literacy as a Service (LaaS)

Beneficiaries: 19,761 | Preraks: 581
Vulnerable & marginalized: 99%

Inadequate adult literacy is a problem preventing India from achieving its full economic potential. Majority of the non-literate population comprises women, and from marginalized communities. TCS' Literacy as a Service (LaaS) program addresses non-literacy among adults and creates awareness of key citizen entitlements. It serves the dual purpose of improving the literacy rate in the country and promoting social inclusion and financial stability for marginalized communities. LaaS' innovative teaching method leverages technology, the theory of cognition, and the laws of perception. The program's creative means of delivery uses animated graphic patterns for easy visual and auditory learning.

LaaS' modules include functional literacy (50-55 hours), financial literacy (5-7 hours), and awareness of key citizen entitlements (3-4 hours). These are currently available in nine Indian, and three foreign languages.

Democratizing the literacy solution, TCS' Each one Empowers one portal provides TCS, Tata Group employees, and their families, the opportunity to empower non-literates such as security guards, domestic workers, and gardeners in their local community.

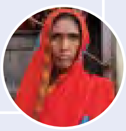
Since its inception, LaaS has successfully paved the way to self-reliance for over **2.43 million** learners and more than **201,600** facilitators through literacy. In FY 2024, LaaS empowered **20,342** learners (~99% women) with functional literacy, financial literacy, and awareness of key citizen entitlements.

The program's transformational impact offers beneficiaries a path to financial independence, raises their self-esteem, and provides them the opportunity to be role models for their children. In addition, the program has also given neo-literates better access to government benefit schemes, and financial systems.

Literacy as a Service (LaaS) Case Study
Lighting up the Musahar Community with literacy

Tara Devi, from Bhaipurkhurd village, in Mirzapur, Uttar Pradesh, used to work at a brick kiln, for 14-16 hours every day, along with her husband and children. The owner of the brick kiln exploited them and paid them inadequately. Lacking basic education, Tara and her family were unable to accurately calculate their wages and were dependent on middlemen. TCS' Literacy as a Service (LaaS), in partnership with Manav Sansadhan Evam Mahila Vikas Sansthan (MSEMVS), started a literacy program in Bhaipurkhurd. Tara Devi was rescued by MSEMVS, and she joined the TCS' literacy center at Bhaipurkhurd.

Attending TCS' LaaS sessions every day, Tara Devi learned how to read basic Hindi and do simple arithmetic. MSEMVS assisted Tara in setting up a small general shop. She is now able to operate her microenterprise independently and personally maintain her book of accounts. Realizing the transformative power of education, Tara Devi inspires her children to take their education seriously.



"I had never thought that I would be able to leave the work at the brick kiln and open my own shop. Thanks to TCS' Literacy as a Service, I learned basic arithmetic, and today I can manage the accounts of my shop. Now I send my children to school every day.

Tara Devi
Bhaipurkhurd village, Mirzapur, Uttar Pradesh

Youth Employment Program (YEP)

Trained: 19,900 | Under Training: 3,397 | Placed: 2,845
Vulnerable & marginalized: 49%

The high unemployment rate among the youth, particularly from marginalized communities is a significant issue in modern India. Their employment prospects and their ability to participate in the digital economy are impacted by challenges such as limited opportunities, deficient communication skills, and a lack of technical expertise.

TCS' Youth Employment Program (YEP) empowers the youth with its "Teach, Coach, Mentor and Place" model. Industry leaders and subject matter experts collaborate to deliver comprehensive training on business communication, aptitude, computer programming, and domain-specific skills.

The program facilitates a seamless transition between the academic and professional worlds and elevates the beneficiaries' social and economic standing. By providing career guidance, mentoring, and offering access to market-relevant certifications and real-time projects, YEP equips the youth to navigate opportunities in the Indian job market.

Since its inception, the program has:

- Provided youth from marginalized groups across the country access to opportunities.
- Enhanced the socio-economic status of more than 1,76,000 youth and their families.
- Created specific career paths for the youth in Hospitality, Banking, Retail, and IT domains, to name a few.
- Facilitated anytime and anywhere learning through the one-stop YEP portal.
- Advanced the reputation of, and provided visibility to, YEP partner institutions.
- Enabled continuous availability of a highly skilled talent pool for the industry.

The program currently runs in **24** states and union territories of India. In FY 2024, **19,900** students were trained, of which 49% were women and from groups qualified for affirmative action programs. Over **2,845** students have gained employment in the IT/ITES and other domains.

Youth Employment Program (YEP) Case Study

Puja Bhairu Kamble, is from Solapur. After her graduation, she embarked on her dream to join the police force. However, she failed the examinations and was left disappointed, her dreams shattered.

Her father who was a security guard at Tata Consultancy Services, informed her about a program designed to assist recent graduates find employment. Puja was advised to send her resume to see if she qualified for the training. Soon after, she received an invitation to the "Youth Employment Programme" (YEP) orientation. There she met other enthusiastic young individuals who shared similar career dreams.

YEP helped enhance her analytical, numerical, and communication skills. Throughout the training, she also acquired fundamental skills such as time management, work-life balance, and corporate etiquette. She learned the significance of creating an outstanding resume and received guidance on conduct during interviews.

Upon completing the training, she appeared for the TCS recruitment drive and was selected for a position at TCS's Vikhroli office. Her feeling of joy was immeasurable. Puja dedicates her success to YEP and all the TCSers who helped her.

BridgeIT

Entrepreneurs: 348
Beneficiaries served by enterpreneures: 312,175
Vulnerable & marginalized: 88%

Launched a decade ago, TCS' BridgeIT program addresses the socio-economic divide in India by creating rural digital entrepreneurs. These digipreneurs use information technology to help citizens in local communities avail government entitlements by providing financial and digital services in education, employment, and adult literacy, enabling social integration.

Operating in 29 districts across 10 states, the program focuses on addressing social inequities, particularly among women and marginalized communities. By creating entrepreneurs in rural India, BridgeIT solves for rural India, in rural India.

A major achievement of BridgeIT in FY 2024 was the agreement between TCS and Humana People to People India (HPPI), to empower 1,400 rural youth from socially and economically marginalized communities across 14 districts of Bihar, Jharkhand, and Rajasthan, by building their capacities to become digital entrepreneurs.

A TCS Entrepreneur Network (TEN) was created to encourage collaborative knowledge sharing and revenue generation ideas among existing and future entrepreneurs. The TCS team connects regularly with the entrepreneurs for this purpose. Training modules were created and conducted on topics such as Cyber Security, Cyber Crime, DTP, and Canva.

An in-house guidebook to learn and adopt new ways to generate income has also been developed. Additionally, Digital Entrepreneur Learning Intervention (DELI), the TCS in-house training curriculum, and content for future training programs has also been created.

In FY 2024, **348** active digital entrepreneurs (of which 41% comprise women and 77% hail from marginalized communities) served 1,735 villages, offering services to **312,175 beneficiaries** like document generation, government scheme enrollment, online form filling, and banking transactions, among others.

BridgeIT Case Study
Shashi Kujur -Digital Mukhiya

Shashi Kujur is today a beacon of empowerment in Kura. While Shashi like many women from her community married young, she was different. Driven by the ambition to achieve something significant in life, she delayed starting a family with her husband. In 2020, on hearing news of TCS's BridgeIT, Shashi decided to enroll in the program. Equipped with training, a laptop, and determination, she transformed a room in her home into a digital service hub.

Initially offering a few services, Shashi gradually expanded to offer 24 services to her community, including PAN cards and financial services. With time, Shashi gained recognition in her village. Her success propelled her to run for Mukhiya in Jharkhand, earning the moniker of "Digital Mukhiya."

Shashi's journey exemplifies the enabling and transformative potential of women's agency and entrepreneurship in shaping and uplifting their communities.

"I started with apprehensions, but with determination, I became the 'Digital Mukhiya' of my village. Proud to empower women, bring change, and make an impact through entrepreneurship.

Shashi Kujur
Kura village, Latehar, Jharkhand

go Innovate Together (goIT)

Students: 118,016 | Educators: 3,632
Vulnerable & marginalized: 76%

Around the world, there are more jobs in STEM and the computer sciences than there are qualified candidates to fill them. There is also a lack of understanding of what goes into becoming a STEM or computer science professional. The National Science Foundation predicts that 80% of the jobs that will be created in the next decade will require skills in mathematics and science. TCS' flagship digital innovation and career readiness program, go Innovate Together (goIT), prepares students with the skills and capabilities required to pursue careers of the future.

Through engaging design workshops and custom mentorship experiences, goIT helps students by challenging stereotypes and inspiring these future leaders to pursue the careers of tomorrow. goIT helps students develop core skills in partnerships with school districts, using a four-pronged model which includes, in-person or virtual volunteer-driven engagements, round the year goIT online connects, monthly challenges centered around the UN SDGs and mentorship by industry professionals from TCS. The impact metrics from participating students reinforce the success of the program, with 89% aspiring to pursue STEM careers post-program, 96% believing they can -create positive community impact, and 99% learning new skills from TCS mentor volunteers. goIT's transformative journey helps shape the future of STEM education. Since its launch in 2009, goIT has benefitted **263,282** students with a growing presence across 42 countries. FY 2024 was the most impactful year for goIT, benefitting **121,648** students and educators around the world.

go Innovate Together (goIT) Case Study
Record-breaking female participation in Honolulu

Statistics reveal that women represent fewer than 28% of the world's technology workforce, a fact echoed by even lower numbers in the U.S. That is why goIT's achievement in one middle school in Honolulu, Hawaii, sends such a strong message. goIT's first-ever classroom program in Hawaii, with a group that comprised 75% girls, featured the highest ratio of attending girls ever achieved in a goIT co-ed offering. TCS partnered with St. Andrews schools to bring goIT to 4th and 6th grade students, who spent three months working their way

through the goIT Artificial Intelligence curriculum. The engagement gave them hands-on experience with machine learning and classification modelling. It also helped them employ creativity and problem-solving skills to create potential sustainable solutions to problems in their community. Demonstrating how computer science topics are increasingly gaining appeal with girls gives TCS hope for the future of the industry.

Ignite My Future (IMF)

Students: 312,966 | Educators: 6,209
Vulnerable & marginalized: 64%

The world is evolving at a tremendous pace, and now more than ever, young people require 21st-century skills, such as computational thinking, to keep abreast with the changing times, create avenues for new jobs, and explore possibilities for economic equity. Emerging technologies like GenAI highlight how core school subjects alone will no longer be enough.

Computational thinking is a foundational skill that prepares students to think, solve, and create. TCS' Ignite My Future (IMF) is a pioneering endeavor to empower educators through a transdisciplinary approach that integrates computational thinking into core subjects like mathematics, science, art, and social studies. Offered for free, IMF enables educators to teach students equitably. The program highlights the importance of computational thinking as a critical skill in a changing world with complex problems that require thoughtful solutions. Through TCS volunteering and customer engagements with program partners, IMF brings career pathways to life by creating awareness for students on potential careers. IMF consistently engages with educators and students through the Learning Leaders network, family STEM nights, and special student projects.

This year, IMF introduced a new offering: Behind the Scenes, a virtual field trip model that empowers teachers with high-quality video and activity content to inspire students as they become today's problem solvers in tomorrow's world. The first-ever Behind the Scenes content is designed in partnership with a fellow Tata Group company, Jaguar Land Rover, through Jaguar TCS Racing partnership via the ABB FIA Formula E World Championship.

Since its inception in 2017, IMF has positively impacted over **2.32 million** teachers and students around the world. In FY 2024, IMF benefited **312,966** students and **6,209** educators across ANZ, APAC, India, LATAM, North America, and UK & Ireland.

Ignite My Future (IMF) Case Study - Igniting Futures at full speed: cross-sector efforts that inspire generations

Ignite My Future At Track is a novel program within the IMF universe of resources that offers teachers and students the opportunity to peep behind the scenes and discover how STEM careers can be fully compatible with someone's passion for something, like motor sports. Thanks to cross-sector efforts, TCS gave IMF alumni and IMF Learning Leaders the opportunity to witness firsthand how the Jaguar TCS Racing Team uses problem-solving strategies in computational thinking to ensure a successful race. Students interest in STEM careers grew by 40%. 75% felt more likely to use computational thinking strategies in real-life situations, and 100% of teachers in the immediate community showed newly acquired interest in the program. It is said that "it takes a village to raise a child" and Ignite My Future's efforts make sure no child is left behind.

"Since I was introduced to Ignite My Future by my teacher in the classroom, I felt there was a difference in my day to day living. Computational Thinking was something I could use in my daily problems too. Then, when I realized I was going to be given the chance to be part of Ignite My Future At Track, I discovered how interesting the world of STEM is and how it's not just what you see in a book. Not only am I a big fan of race cars now, but I am also sure I am going to pursue a career in STEM now.

Tomás F
Middle School Student, IMF alumni, México

Employee Volunteering Program

Volunteering has a new home at TCS. Hours of Purpose by Employees (HOPE) is a transformational movement that allows TCS' growing, highly skilled, and diverse personnel to champion purpose projects and give back to society.

The program transformed volunteering from an occasional activity into a strategic force for positive change. Through HOPE, employees can choose activities in different localities, along with corporate-driven programs, primarily focused on the 17 UN SDGs. All HOPE projects are guided, monitored, and driven by 'Purpose Councils' comprising leaders from regions and business units who believe in the Tata Ethos of giving back to society. TCS believes that HOPE's strong, purpose-driven ecosystem is vital to create change that will stand the test of time and generate positive impact.

TCS: #1 company for volunteers

Through HOPE, TCS became the leading company for volunteers. For the first time, multiple volunteering events (over 250) were organized under one platform, allowing 182,000 volunteers to choose what they volunteer for, how they volunteer (DIY/virtual/in-person), and who they volunteer with (friends and family).

And miles to go…

In FY 2024, HOPE resulted in a collective impact of **6.72 million** volunteer hours, primarily addressing six SDGs. The platform reached **11.17 PCVH** (Per Capita Volunteering Hours) and positively impacted **5.41 million** lives. As more TCSers and their friends and family join hands with HOPE, striving to be purposeful stewards of their communities, this movement is set to continuously grow and touch more lives.

Hours of Purpose by Employees (HOPE) Volunteer Testimonial

Hours of Purpose by Employees (HOPE) is a wonderful initiative to celebrate the efforts of people who work selflessly to bring about positive change in society. Personally, participating and contributing hours to HOPE initiatives allowed me to be a part of the community and provided me with a sense of belonging. Going to NGOs and working with the team members helped unite my teams of young volunteers who want to build a better society and put a smile on the faces of beneficiaries. I get a feeling of satisfaction every time I look back at the work I did, to serve my community and my family. I strongly encourage young people to volunteer and help others, because just as volunteering helps others, it also helps us discover skills we didn't know we had, such as communication, team building, and interpersonal skills.

MSR Murthy
TCS Hyderabad

Hours of Purpose by Employees (HOPE) Volunteering Story

Prachi Nawale has been actively volunteering for the SGNP Adivasi Child Education Program to support underprivileged children by providing educational sponsorship. Her mission is to take education to marginalized children from indigenous communities and help them make the transition to a brighter future. Prachi and her team at TCS collaborated with DoorStepSchool, an NGO, to identify children and provide academic tuition, sponsored by a TCS Purpose Partner, a global energy organization, to provide primary and secondary education to children from indigenous regions or Adivasi Padas at the Sanjay Gandhi National Park, Mumbai. The team also celebrates festivals and organizes various activities for these children like donation drives with clothes, stationery, and toys, as well as food distribution events. Prachi finds it heartening that in the 10 years of their association with this group, many of the children have completed their secondary and higher secondary education. She is particularly proud of one of the students, who is now pursuing her higher studies with support from Prachi and the team. A dedicated volunteer and a shining ray of HOPE, Prachi believes that sharing is caring.

I believe in the philosophy of “sharing is caring.” Early in life, my parents cultivated in me the value of generosity. This encouraged me to work for societal well-being. I am blessed to have a wonderful family who always supports me and participates in HOPE activities along with me. Giving back to society gives me immense joy and fills me with a sense of fulfillment. I feel blessed and grateful for all that I have.

Prachi Nawale,
TCS Mumbai

I used to be shy, now I can speak English”. These words were said by a young adult who attended FlyHigh, a soft skills development volunteering program for underprivileged students in a government school in Indore. TCS employees went to the school for 15 days to take classes and help the students gain confidence in speaking English. During the valedictory ceremony, students spoke about their experience of attending FlyHigh and shared how the program helped them overcome their shyness and fear of speaking in English.

I got the opportunity to volunteer for FlyHigh. Witnessing the enthusiasm and growth in these young minds was truly inspiring. The experience not only enriched their lives but also taught me the profound impact a small effort can have on shaping the future. I encourage others to join in, to create positive change through education and mentorship.

Ayush Shrivastava
CIU/Indore

Tech4HOPE

Through Tech4HOPE, TCS provides pro-bono advisory and technology consulting services to organizations and non-profits that seek to create socio-environmental impact.

Non-profits are enabled to use technology to enhance their reach and become sustainable.

Working closely with key stakeholders, TCS understands their needs and builds software tools to help them establish a digital presence, build operational transparency, raise funds easily, and improve efficiency. Tech4HOPE has generated millions of dollars of 'social value' since its inception.

In Australia, the Indigenous population is most affected by urbanization. According to the Closing the Gap report, Aboriginal and Torres Strait Islander people have on average shorter lifespan of 10-17 years, primarily due to lack of proper nutrition. Using environmentally sustainable technology, TCS developed a website for Food Ladder, an organization that provides communities access to fresh, nutrient-rich produce. The development of this new website enables Food Ladder to reach anyone, anywhere, and on any device.

TCS provided pro bono data governance consulting services to First Book, a non-profit based in Washington, D.C., that provides books and other resources to classrooms, libraries, and programs serving children in need. Through a deep-dive inquiry, TCS recommended quick-to-implement improvements and long-term strategic solutions to bring First Book's data governance efforts up to best-practice standards. It marked a beneficial step in helping First Book ensure stronger stakeholder relations and greater availability of funding and books for the children.

TCS has joined forces with the KidsRights Foundation in Amsterdam to introduce an innovative digital platform aimed at inspiring young changemakers and promoting awareness of children's rights. The platform, named State of Youth Kids, was launched globally in September 2023. The edutainment platform expands on the existing KidsRights' platform for youth between the ages of 12 to 24 years and now offers a dedicated space for children aged 6 to 12 years, who have the passion and courage to learn how to change the world for the better. The free learning portal provides age-tailored videos about the most pressing issues faced by the youth such as bullying, food waste, sexism, physical punishment, mental health, greenhouse gases, and more.

Leaders with Purpose (LwP)

Leaders with Purpose (LwP) is a nine-month immersive civic leadership learning and practice journey. It is designed to nurture the skills of TCS employees to lead societal change. The program equips participants with leadership, communication, and project management skills required for a sustained commitment to social impact. Through interactive classes and capstone projects, LwP cultivates a sense of social responsibility among participants. Upon graduating, participants are empowered to conduct their professional lives focusing on generating positive social change.

In FY 2024, 65 "LwP's" from Canada and the U.S. and 11 from U.K & Ireland graduated after intense in-classroom and online learning, followed by five months of hands-on work on real-world social impact projects.

Business with Purpose (BwP)

Business with Purpose (BwP) is an accelerator for social good and creates impact-driven 'Purpose Partnerships' through its unique framework. These partnerships address societal needs including education, skill development, and employment with TCS' customers, Tata Group companies, and other like-minded organizations. Business with Purpose helps partner organizations meet their purpose commitment and give back to society. This provides collaborating organizations social positive opportunities in sync with their community goals.

TCS leverages its expertise to develop contextual solutions for pressing societal issues and fosters partnerships with customer leaders to generate wide-reaching, long-term, and sustainable impact. Bringing the company's strategic programs, like go Innovate Together (goIT), Ignite My Future (IMF), and Youth Employment Program (YEP) to Purpose Partnerships helps TCS serve underserved communities further.

In FY 2024, more than 345 customer leaders, including 70 senior executives, participated in different Corporate Social Responsibility initiatives, globally.

Digital Empowers

The Power of Digital Transformation: Inspiring Collaboration and Empowering Change

Digital Empowers is a collaborative platform of impact that brings renowned industry experts, business leaders, government officials, non-profit organizations, and academia together from across the world. Being a thought leadership initiative, the ingenuity and resources of the private sector, the innovative capacity of technologists, and the collective assets of governments, non-profit organizations, and civil society are brought together to create social impact.

The platform fosters innovation, drives societal growth, and unlocks the potential of the digital age, allowing community leaders to co-create and co-innovate solutions for social impact.

Through the 11 dynamic convenings and forums, attended by around 1877 visionary leaders over the last year, TCS has driven impactful conversations and collaborations on pressing issues including, bridging the digital divide, informing national policies in India to promote education and entrepreneurship, and equipping adults and the youth with AI. A comprehensive report was released to highlight key digital empowerment insights and advancements from the past year.

In the autumn of 2023, Digital Empowers orchestrated a transformative webinar, "Seeds of Change: Cultivating Generational Shifts through Literacy." The lineup featured distinguished speakers including, the Joint Secretary of the Department of School Education and Adult Literacy, the CEO of Pratham Education Foundation, and the Chief Social Responsibility Officer of TCS.

The virtual gathering brought an audience of more than 700 together. The participants included central and regional government representatives of India, Tata Group employees, members of NGOs, foundations, corporate entities, students, and more. In the webinar, along with showcasing the essence of its CSR initiatives, TCS underscored the profound impact of its cross-sector collaborations in positively transforming the lives of countless individuals.

Social Innovation

Social Innovation at TCS is based on the belief that social change and inclusion are critical to people everywhere. TCS utilizes its intellectual and technological capital to generate transformational impact globally by providing digital services to social organizations, pro bono. TCS leverages its vast contextual knowledge, as well as the collective knowledge from a diverse network of subject matter experts, to deliver innovative solutions for specific problems that are unique to the community in question.

In FY 2024, TCS in Australia completed two projects that digitally enabled the Indigenous communities. TCS is working with the Indigenous partnerships team and research teams at the Australian Institute of Marine Science (AIMS) at Bindal Country (Townsville), Larrakia Country (Darwin) and Whadjuk Noongar Country (Perth) to build a "Northern Australia Marine Monitoring Alliance (NAMMA)" digital platform. This platform will leverage AIMS' research and operations in alliance with Aboriginal and Torres Strait Islander groups to provide training and build capacity in marine monitoring. It will enable Traditional Owners to understand changes to their sea country better and sustain their determination in preserving marine environments across Australia.

In FY 2024, the program has impacted **227,413** people from underprivileged communities and enabled them with better livelihoods.

Digital Impact Square (DISQ) - Zero Project Awardee 2024

DISQ, a TCS Initiative, is an incubation program for early-stage startups which focuses on community inclusion. Young innovators are provided skill-building, mentorship and seed funds for solutions including assistive technology for persons with disabilities. Since 2017, DISQ has nurtured and supported several Assistive Tech startups and impacted 100,000+ disabled and their caregivers. DISQ received the #zeroprojectaward - Innovative Solution 2024 at the #ZeroConference for removing barriers and improving accessibility for disabled people and participated in the #ZeroConference. The award ceremony was held at the United Nations Office in Vienna where TCS shared the stage with awardees from 43 countries globally. This recognition acknowledges the ground-breaking work done by TCS' Assistive Tech Startups.

Health and Wellness

TCS inculcates a healthy lifestyle among its employees and communities by offering work-life balance and providing support for emotional wellness. When people feel psychologically safe, they build positive workplace relationships, realize their potential, proactively take on responsibilities, and make meaningful contributions to society.

Programs like HOPE, Fit4Life, SafetyFirst, and TCS Cares help create awareness about physical and emotional well-being. These programs also provide employees the opportunity to engage with the community purposefully.

Statista forecasts that by 2050, seniors will account for a third of Singapore's population. TCS launched Seniors Lab, a pilot digital program for integrated senior care to help seniors live and age with confidence, in partnership with Sree Narayana Mission (SNM) in Singapore. Designed to address rising healthcare costs, Seniors Lab leverages technology to create an integrated care delivery system that lowers the cost of delivering care while helping the seniors of SNM lead safer, more comfortable, and independent lives.

As part of the CANSupport initiative, TCS Malaysia joined hands with the National Cancer Society Malaysia (NCSM), to develop the first-ever digital solution to improve care for children with cancer. This groundbreaking initiative is in partnership with the Ministries of Health and Transport of Malaysia. TCS worked with NCSM to develop a technologically driven one-stop platform for all cancer-specific services connecting doctors and caregivers in Malaysia. The new digital solution can be accessed by any caregiver or newly diagnosed cancer patient.

TCS' transformations at Tata Medical Center, Kolkata, and Cancer Institute, Chennai, facilitated **173,449** new patient consultations in FY 2024.

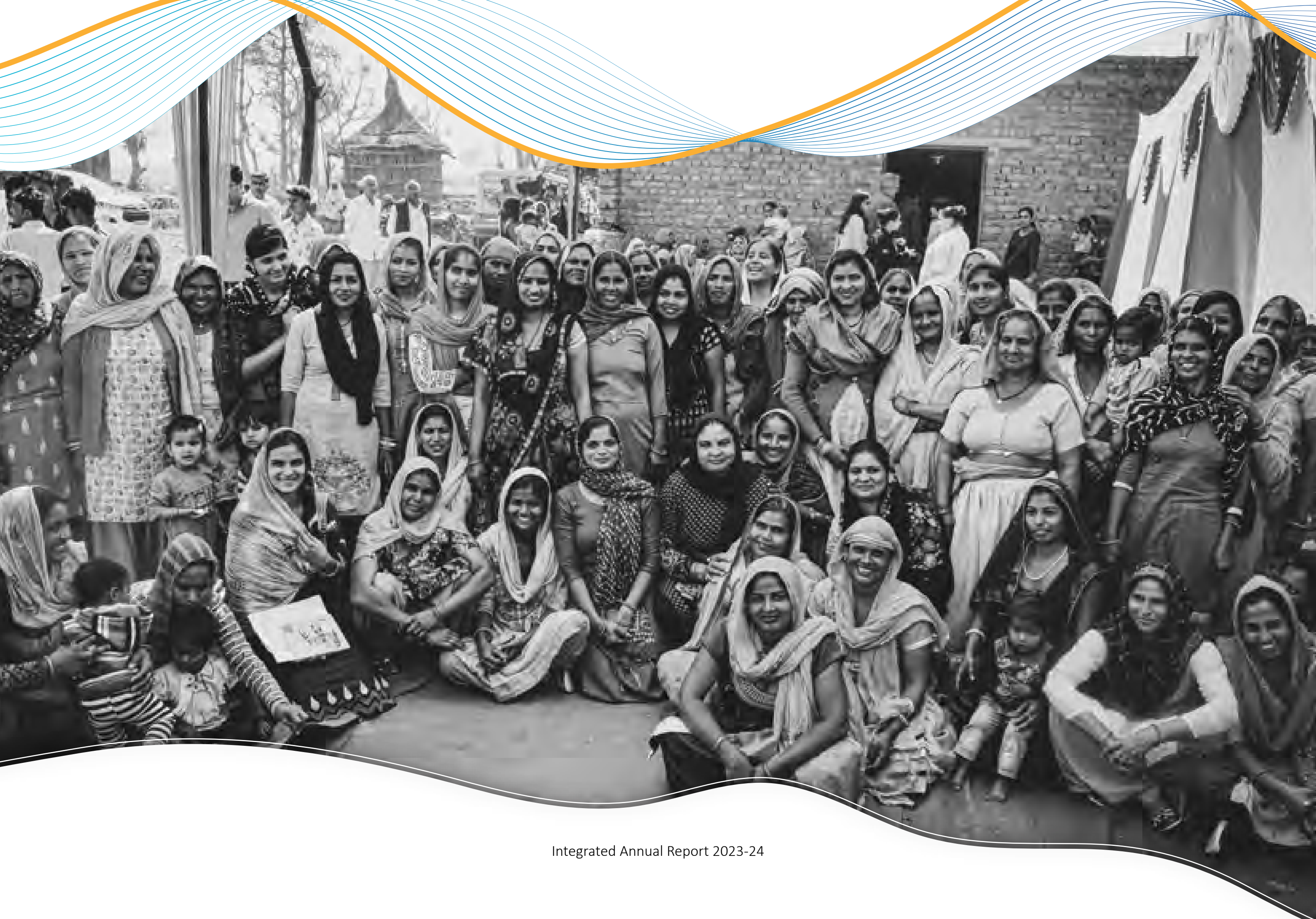
Contributions to Disaster Relief Efforts

Disaster relief efforts are crucial in mitigating the impact of natural and human-made catastrophes. TCS extended its support by mobilizing resources and offering aid to several affected areas to help restore stability and hope.

TCS continued its partnership with the American Red Cross, providing disaster response training on Mass Care, Sheltering and Feeding as well as on Hands Only CPR awareness and Fire Safety. TCSers supported the community in the aftermath of the Hawaii Wildfire, bringing relief to over 1,600 residents. The TCS NYC Marathon also saw the largest ever fundraising in support of the Greater NY Region chapter of the Red Cross.

In Canada, TCS volunteers participated in MapSwipe sessions helping pinpoint where critical infrastructure and populations are located for mappers. This helps disaster responders offer efficient and effective responses. Volunteers also supported Red Cross' Mobile Food Clinic to fill hampers and pack food items.

In February 2024, a large fire affected the communes of Valparaíso, Viña del Mar, Quilpué and Villa Alemana, in the Valparaíso Region in Chile. This has been categorized as one of the largest disasters in the country in the last 30 years. TCS Chile joined the aid campaign with the Chilean Red Cross, generating aid for non-perishable food and cleaning supplies that helped provide immediate assistance to multiple families affected by the wildfire.



Business Responsibility & Sustainability Report

In May 2022, TCS became the first company to publish the Business Responsibility and Sustainability Report (BRSR) to provide investors with enhanced disclosures about its ESG practices. The BRSR framework is based on the National Guidelines for Responsible Business Conduct (NGRBC) and consists of three sections:

Section A provides a broad overview of the business, its offerings, business and operations footprint, employees, related parties, Corporate Social Responsibility (CSR) and transparency.

Section B covers management and process disclosures related to the businesses aimed at demonstrating the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Section C provides indicator-wise disclosures mapped to the nine principles of NGRBC which are listed at the start of Section B.

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity[1]

1. **Corporate Identity Number (CIN) of the Listed Entity**: L22210MH1995PLC084781
2. **Name of the Listed Entity**: Tata Consultancy Services Limited (TCS)
3. **Year of incorporation**: 1995
4. **Registered office address**: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021, India
5. **Corporate address**: TCS House, Raveline Street, Fort, Mumbai 400 001, Maharashtra, India.
6. **E-mail**: corporate.sustainability@tcs.com
7. **Telephone**: +91 22 6778 9595
8. **Website**: www.tcs.com
9. **Financial year for which reporting is being done**: 2023-24
10. **Name of the Stock Exchange(s) where shares are listed**: National Stock Exchange of India Limited and BSE Limited
11. **Paid-up Capital**: ₹361.81 crore
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:**

    Name: Milind Lakkad
    Designation: Chief Human Resources Officer
    Telephone number: +91 22 67789999
    E-mail id: corporate.sustainability@tcs.com

[1] GRI 2-1, GRI 2-3

13. **Reporting boundary[2] :** This BRSR Report is prepared on a consolidated basis. The reporting boundary for the current year has been revised as compared to previous year. TCS has evaluated and does not believe that this change is material both qualitatively and quantitatively to the reporting under BRSR and GRI. The information/data measurement techniques used, and the basis of calculations and estimates have been mentioned in the relevant sections of this report.

    There are certain restatements due to change in approach and methodology. The effects and reasons have been included under the respective Principles of this report. These restatements would enable consistency and comparability of information for the current year and previous year.[3]

14. **Name of assurance provider :** KPMG Assurance and Consulting Services LLP, Mumbai (KPMG).

15. **Type of assurance obtained[4]** : BRSR Core Indicators- Reasonable assurance; Select BRSR Indicators- Limited assurance.

II. Products/services[5]

16. **Details of business activities (accounting for 90% of the Turnover):**

    TCS provides IT services, consulting and business solutions to many of the world's largest businesses in their transformational journeys. Segment revenues, year on year growth, a brief commentary and segment margins are provided in the Financial Performance Overview section of Management Discussion and Analysis, which is a part of this Integrated Annual Report.

17. **Products/Services sold by the entity (accounting for 90% of the entity's Turnover):**

    Application Development and Maintenance, Consulting and Service Integration, Digital Transformation Services, Cognitive Business Operations & Products and Platforms.

    Some of the services broadly map to The National Industrial Classification (NIC) codes 6201, 6202, 6209 and 6311.

III. Operations[5]

18. **Number of locations where plants and/or operations/offices of the entity are situated:**

Location	Number of plants	Number of offices*	Total
National	1	119	120
International	Not Applicable (NA)	187	187

* Includes Delivery centres

19. **Markets served by the entity:**

    a. **Number of locations**

Locations	Number
National (No. of States)	28 States and 8 Union Territories
International (No. of Countries)	53

    b. **What is the contribution of exports as a percentage of the total turnover of the entity?**
    94.4%

    c. **A brief on types of customers**

    TCS works with leading corporations across the world- typically Fortune 1000, Global 2000 corporations and the public sector. In India, TCS - works with departments of the Government of India and various state governments, systemically important entities and the private sector.

IV. Employees

20. **Details as at the end of Financial Year**: FY 2023-24

    a. **Employees (including differently abled)[6]:**

S/N	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
1.	Permanent (D)	6,01,546	3,87,448	64.4	2,14,098	35.6
2.	Other than Permanent (E)	30,312	19,168	63.2	11,144	36.8
3.	**Total employees (D + E)**	**6,31,858**	**4,06,616**	**64.4**	**2,25,242**	**35.6**

- All of TCS' workforce is categorized as 'Employees' and none as 'Workers'.
- 'Other than Permanent' category includes individuals on direct TCS contracts or through 3rd party.

2 GRI 2-2
3 GRI 2-4
4 GRI 2-5
5 GRI 2-6
6 GRI 2-7, GRI 2-8, GRI 405-1

b. **Differently abled Employees:**

S/N	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
1.	Permanent (D)	986	740	75.1	246	24.9
2.	Other than Permanent (E)	9	7	77.8	2	22.2
3.	**Total differently abled employees (D + E)**	**995**	**747**	**75.1**	**248**	**24.9**

- Numbers mentioned above are based on voluntary disclosures by employees.
- Differently abled includes hearing, visual, locomotor, orthopedic and others.

21. **Participation/Inclusion/Representation of women**[7]

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	9	2	22.2
Key Management Personnel	4	0	0

- Key Management Personnel (KMP) includes Chief Executive Officer and Managing Director (CEO & MD), Chief Operating Officer and Executive Director (COO & ED), Chief Financial Officer (CFO) and Company Secretary (CS).

22. **Turnover rate for permanent employees**[8]

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	12.5%	12.5%	**12.5%**	20.2%	20.1%	**20.2%**	17.3%	17.7%	**17.4%**

- Turnover rates are last twelve months IT Services for all above-mentioned financial years.

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. **Names of holding / subsidiary**[9]

Tata Sons Private Limited is a holding company.

Refer to Form AOC-1 provided in this Integrated Annual Report for the list of subsidiary companies. All subsidiary companies participate in the Business Responsibility initiatives of the Company.

VI. CSR Details

24. (i) **Whether CSR is applicable as per section 135 of Companies Act, 2013:** Yes

(ii) **Turnover (in ₹)** : ₹2,40,893 crore

(iii) **Net worth (in ₹)** : ₹90,489 crore

7 GRI 405-1
8 GRI 401-1
9 GRI 2-2

VII. Transparency and Disclosures Compliances

25. **Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:**

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)[10]	FY 2023-24			FY 2022-23*		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes https://on.tcs.com/Global-CSR-Policy	0	0	-	0	0	-
Investors (other than shareholders)	NA	NA	NA	-	NA	NA	-
Shareholders	Yes#	128	4	-	178	4	-
Employees	Yes#	1,171	31	In Progress	735	11	All addressed and closed
Customers	Yes#	64	13	a) Open and Work in Progress complaints have been included in 'Pending resolution' b) Complaints from customer projects that are raised in Complaints management system have been considered	80	14	As on March 31, 2024, only 2 complaints were open
Value Chain Partners	Yes#	3	0	-	6	0	All addressed and closed

* Grievances and Concerns for FY 2022-23 mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

#https://on.tcs.com/WhistleBP

26. **Overview of the entity's material responsible business conduct issues[11]**

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S/N	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate[12]	Financial implications of the risk or opportunity (Indicate positive or negative implications)[13]
Kindly refer the "Enterprise Risk Management section" in Management Discussion and Analysis, which is a part of this Integrated Annual Report.					

10 GRI 2-16, GRI 2-25, GRI 2-26
11 GRI 3-2
12 GRI 3-3
13 GRI 201-2

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section describes the structures, policies and processes aligned to nine principles of business responsibility. These briefly are as follows:

P1 Business should conduct and govern themselves with Ethics, Transparency and Accountability

P2 Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

P3 Businesses should promote the wellbeing of all employees

P4 Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

P5 Businesses should respect and promote human rights

P6 Business should respect, protect, and make efforts to restore the environment

P7 Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

P8 Businesses should support inclusive growth and equitable development

P9 Businesses should engage with and provide value to their customers and consumers in a responsible manner

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)[14]	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	P1 to P9: Tata Code of Conduct [15](TCoC) P1: Whistleblower Policy[16] P2: Green Procurement Policy, Sustainable Supply chain Policy[17] P3 and P5: Occupational Health & Safety Policy[17], Employees related Policies[18] P4 and P8: CSR Policy[19] P6: Environmental Sustainability Policy[20]								
2. Whether the entity has translated the policy into procedures. (Yes / No)[21]	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)[22]	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Y[23]	Y[24]	Y[25]	NA	Y[26]	Y[27]	NA	NA	NA
5. Specific commitments, goals and targets set by the entity with defined timelines, if any[28].	N	N	Y[29]	N	N	Y[30]	N	N	N
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	NA	NA	Y[29]	NA	NA	Y[31]	NA	NA	NA

14 GRI 2-23
15 https://on.tcs.com/Tata-Code-Of-Conduct
16 https://on.tcs.com/WhistleBP
17 https://www.tcs.com/sustainability-strategy
18 HR policies available to employees on Ultimatix, TCS Intranet
19 https://on.tcs.com/Global-CSR-Policy
20 https://on.tcs.com/Environmental-Sustainability
21 GRI 2-24
22 GRI 2-23
23 TATA Code of Conduct
24 iQMSTM, TCS' Integrated Quality Management System, comprehensively integrates the requirements and best practices of the latest industry models, frameworks and standards such as ISO 9001:2015, ISO 20000:2018, ISO 27001:2013, ISO 22301:2019, ISO 27701:2019, ISO 20017:2015, ISO 27018:2019, CMMI® DEV v2.0 and CMMI® SVC v2.0; Health Safety and Environment Standards ISO 14001:2015, ISO 45001:2018; as well as industry domain specific standards such as AS9100 (Aerospace), TL9000 (Telecom) and ISO 13485 (Medical Devices).
25 ISO 45001:2018
26 TCS is aligned with international laws, principles, and norms, including those contained in the Universal Declaration of Human Rights, ILO Declaration on Fundamental Principles and Rights at Work, United Nations Guiding Principles on Business and Human Rights and are a signatory to the UN Global Compact (UNGC) since 2006.
27 ISO 14001:2015 at 129 locations representing 84.9% of TCS office footprint, ISO 50001:2018 at 22 campuses and large offices in India
28 GRI 3-3
29 TCS's OHS targets and performance are detailed in Section 8 (a) of Principle 3
30 70% Reduction in absolute Scope 1 + Scope 2 emissions (vs base year 2016), Net zero by 2030
31 80% Reduction from FY 2016 for scope 1 and 2 emissions and Renewable energy use at 74% in FY 2023-24

Governance, leadership and oversight	
7. **Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements**[32] "In an era where Environmental, Social and Governance (ESG) are shaping the future of the enterprise, TCS has long embedded ESG principles into its core business strategy thereby future proofing its operations. TCS understands the importance of giving back to the communities it serves. TCS is actively involved in education, healthcare, and skill development through its social impact programs, and it adheres to the highest standards of corporate governance, transparency, accountability, and ethical conduct through the core of its operations. The Company's ESG roadmap is an ongoing aspiration as TCS' ESG principles and initiatives go beyond compliance, and it is a fundamental part of our identity as a responsible corporate citizen." **N G Subramaniam, Chief Operating Officer and Executive Director (COO & ED)** To read more about TCS' ESG Principles, Material Topics and Initiatives, kindly refer to the Sustainability Disclosures section, which is a part of this Integrated Annual Report.	
8. **Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies)**[33].	Mr. Milind Lakkad, Chief Human Resources Officer
9. **Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details**[34].	The Stakeholders' Relationship Committee (SRC) of the Board is responsible for decision making on sustainability related issues. Refer to Corporate Governance Report for additional information on SRC.

10. **Details of Review of NGRBCs by the Company:**

Subject for Review	Indicate whether review was undertaken by Director (D) Committee of the Board (C) / Any Other Committee (O) / Board of Directors (B)									Frequency: Annually (A) / Half yearly (H) / Quarterly (Q) / Any other – please specify								
	P1	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
Performance against above policies and follow up action	C	C	B	C	B	C	C	C	B	Q	H	Q	Q	Q	H	H	Q	Q
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Statutory Compliance Certificate on applicable laws is provided by the CEO & MD to the Board of Directors.									Quarterly								
	P1	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**	Annual where applicable								
11. **Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.**[35]	N	Y	Y[36]	N	N	Y[37]	N	N	N									

12. **If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:**

NA

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programs on any of the Principles during the financial year**[38]**:**

Segment	Total number of training and awareness programs held *	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programs
Board of Directors (BoD)	15	All	100
Key Managerial Personnel (KMP)	23	All	100
Employees other than BoD and KMP	25,768	All	98

32 GRI 2-22
33 GRI 2-13
34 GRI 2-9
35 GRI 2-5
36 TUV India Pvt Ltd. conducted the ISO 45001:2018 certification audit.
37 TUV India Pvt Ltd. conducted the ISO 45001:2018 and ISO 50001:2018 certification audits.
38 GRI 2-17

* All nine principles laid down in BRSR are covered by TCS mandatory trainings and Tata Code of Conduct (TCoC), which are adhered to by all employees.

* Awareness programs covering the applicable principles were held and attended by the Board of Directors.

* The count is based on the total number of relevant offering of Virtual / Instructor Led Training programs in the learning management system, conducted in FY 2023-24, covering any of the nine principles tailor-made based on Roles.

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)[39]:**

   NIL

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

   NA

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy[40].**

   Yes. The TCoC contains guidelines on anti-bribery and anti-corruption. TCS is committed to upholding the highest moral and ethical standards, and does not tolerate bribery or corruption in any form. The policy is available on the Company's website at: https://on.tcs.com/Tata-Code-Of-Conduct

   Additionally, there is an Anti-Bribery and Anti-Corruption Policy, governing TCS' global operations available to employees on the company's local intranet.

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption[41]:**

	FY 2023-24	FY 2022-23
Directors	NIL	NIL
KMP	NIL	NIL
Employees*	NIL	NIL

*Restated to exclude cases which are not directly connected to the conduct of Company's business or if connected, are not charged or convicted yet.

6. **Details of complaints with regard to conflict of interest:**

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	NA	NIL	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest**.

   NA

8. **Number of days of accounts payables [(Accounts payable *365) / Cost of goods/services procured] in the following format:**

	FY 2023-24	FY 2022-23
Number of days of accounts payable	32	35

- Trade payable excluding accrued expenses

39 GRI 2-27
40 GRI 2-23, GRI 205-2
41 GRI 205-3

9. **Open-ness of business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24 (%)	FY 2022-23 (%)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	NIL	NIL
	b. Number of trading houses where purchases are made from	NIL	NIL
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	NIL	NIL
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	NIL	NIL
	b. Number of dealers / distributors to whom sales are made	NIL	NIL
	c. Sales to top 10 dealers/distributors as % of total sales to dealers / distributors	NIL	NIL
Share of RPTs in	a. Purchases(Purchases with related parties / Total Purchases)	5.1	2.8
	b. Sales (Sales to related parties / Total Sales)	2.3	1.9
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	45.3	5.6
	d. Investments (Investments in related parties / Total Investments made)	NIL	NIL

Leadership Indicators

1. **Awareness programs conducted for value chain partners on any of the Principles during the financial year:**

Total number of Awareness programs held	Topics / Principles covered under the training	% age of value chain programs partners covered (by value of business done with such partners) under the awareness programs
3,409	Principle 3: Awareness on safe work at height, use of personal protective equipment, First-aid & medical emergency, incident reporting, housekeeping awareness, slip, trip, falls, health awareness, electrical safety, ergonomics and manual material handling, chemical safety, food safety, noise and indoor air quality monitoring, HSE legal requirement, lock-out and tag-out, permit to work, road safety etc,. Principle 6: Environmental Awareness – Overview- noise pollution, energy conservation, waste disposal and air pollution.	100 % value chain partners were covered by training on various Occupational Health and Safety (OH&S) topics (including induction).

2. **Does the entity have processes in place to avoid / manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.**

Yes. Kindly refer to the section titled “Material aspects of Corporate Governance and TCS’ approach to them” in the Corporate Governance Report within the Integrated Annual Report.

PRINCIPLE 2 : Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	FY 2023-24 (₹ crore)	FY 2022-23 (₹ crore)	Details of improvements in environmental and social impacts
Total R&D Expenditure	2,751 (1.1% of Turnover)	2,500 (1.1% of Turnover)	TCS' investments in research and innovation have resulted in solutions like Envirozone™, Clever Energy and IP2™. TCS has been using Clever Energy for the last several years to monitor and help reduce its energy consumption and is now commercially selling it and the other two solutions to clients to help them achieve their sustainability goals.
Total Capex	2,650 (1.1% of Turnover)	3,063 (1.4% of Turnover)	Capital investments in infrastructure, including energy efficiency and other environmental initiatives.

2. **a. Does the entity have procedures in place for sustainable sourcing[42]? (Yes/No)**

Yes. TCS' Sustainable Supply Chain policy and Green Procurement policy outlines its commitment to making its supply chain more responsible and sustainable. The policies are available on TCS website:

TCS Policy	Web link
Sustainable Supply Chain policy	https://on.tcs.com/SSCP
Green Procurement policy	https://on.tcs.com/GPP

b. If yes, what percentage of inputs were sourced sustainably?

100% of the Company's suppliers are covered in the responsible sourcing program.

As a part of engagement with TCS, all suppliers are expected to abide by the TCS' Supplier Code of Conduct (SCoC), Health, Safety and Environment (HSE) requirements for contractors and the applicable policies.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste[43].**

This is not relevant to TCS global operations as the Company is primarily an IT services organization providing software services and do not manufacture any physical products.

As the Company provides software services through its office-based operations, it procures off-the-shelf items or products, which after their end of life are disposed off as per sustainable waste management practices. This is in line with the concept of circularity through waste minimization, segregation, reuse, recycling, and ecofriendly disposal according to regulatory requirements and industry best practices.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

No. This is not applicable to TCS as the Company provides software services and do not have any physical products as part of its offerings to customers.

[42] GRI 308-1

[43] GRI 306-2

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

   No. This is not applicable to TCS. TCS does not have any physical products as a part of its offerings to customers. TCS is primarily an IT services organization and products, if any, are typically software products. Hence the applicability of life-cycle approach to TCS' core operations is rather limited. Application of a life cycle approach is hence restricted to the services and products procured by TCS for its own operations. Most of the product categories procured are off-the-shelf items. Hence, the life cycle philosophy as extended to these include green procurement considerations as a part of the technical specifications for purchase and end-of-life management to maximize recycling.

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same[44].**

   TCS is a provider of IT consulting services and business solutions. No social or environmental concerns are associated with the use of its offerings. Details of the environmental footprint of TCS' operations and mitigation steps are provided as part of disclosures under Principle 6.

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate Input material	Recycled or re-used input material to total material	
	FY 2023-24 (%)	FY 2022-23(%)
Materials* used in brownfield projects	20-25	20-25
Materials** used in greenfield projects	30-35	30-35
*Brownfield projects- Gypsum, Ceiling Tiles, Glass, Kota Flooring, Vitrified Tiles, Carpet, MS Railing, Workstations, Marine Plywood, Common Plywood, Chairs, Laminate, MDF, Doors **Greenfield Projects- Cement, Steel, RCC, Structural Steel, Paver blocks, AAC Block, Solid Blocks, Gypsum, Ceiling Tiles, Glass, Kota Flooring, Vitrified Tiles, Carpet, MS Railing, Workstations, Marine Plywood, Common Plywood, Chairs, Laminate, MDF, Doors		

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

   NA, as TCS does not have physical products as a part of its offerings.

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

   NA, as TCS does not have physical products as a part of its offerings.

[44] GRI 306-2

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. **a. Details of measures for the well-being of employees[45]:**

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	3,87,448	3,76,337	97.1	3,69,413	95.3	12,923	3.3	89,173	23.0	0	NA
Female	2,14,098	2,06,600	96.5	2,04,662	95.6	2,10,382	98.3	6,257	2.9	0	NA
Total	**6,01,546**	**5,82,937**	**96.9**	**5,74,075**	**95.4**	**2,23,305**	**37.1**	**95,430**	**15.9**	**0**	**NA**
Other than Permanent Employees											
Male	All the value chain partners adhere to the required statutory compliance in the countries in which TCS operates. TCS monitors and tracks the compliance of value chain partners, as per applicable local laws.										
Female											
Total											

- Each geography complies with the social security measures as prescribed by the respective countries in which TCS operates.
- In India, Paternity Leave benefit is applicable only to employees of the erstwhile TCS e-Serve Limited.
- In Overseas geographies, for certain countries, employees irrespective of gender can avail either Maternal or Paternal benefits and thus covered under both Maternal and Paternal benefits.
- In Overseas geographies, employees have an option to voluntarily opt out of insurance benefits, as per the country in which TCS operates.
- TCS does not offer day care facilities on its premises. TCS has location-wise tie-ups with third-party run day care centers, which employees can avail.

b. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2023-24	FY 2022-23
Cost incurred on well- being measures as a % of total revenue of the Company	1.7%	1.7%

- Employee salary/wages during Parental benefits are included.
- All expenditures related to staff welfare including Employee Insurance, Benefits, Rewards, Reimbursement and other staff related expenditures excluding salary/wages.

2. **Details of retirement benefits, for Current Financial Year and Previous Financial Year[46].**

Benefits	FY 2023-24		FY 2022-23*	
	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)
India retirement benefits				
Provident Fund (PF)	100	Y	100	Y
Gratuity	100	Y	100	Y
Employee State Insurance (ESI)	6	Y	5	Y
Superannuation (SA)	6	Y	6	Y
National Pension Scheme (NPS)	2	Y	2	Y
Overseas retirement benefits	99	Y	-	-

* For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

- FY 2023-24 numbers on PF, Gratuity, ESI, SA and NPS are specific to India Geography as these benefits are specific to India
- Each geography has its own retiral benefits / social security measures extended to the employees in compliance with the local governing laws in which TCS operates.

45 GRI 401-2
46 GRI 201-3

3. **Accessibility of workplaces**

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016 (RPWD 2016 Act)? If not, whether any steps are being taken by the entity in this regard.

Yes. All TCS-owned premises have accessibility provided as per the RPWD 2016 Act.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.** –

Yes. The Tata Code of Conduct can be accessed at: https://www.tcs.com/tata-code-of-conduct. Additionally, there is a Disability Inclusion Policy, governing TCS' India operations mapped to the RPWD 2016 Act, governing TCS' India operations, available to employees on the Company's local intranet.

5. **Return to work and Retention rates of permanent employees that took parental leave [47].**

Gender	Permanent employees	
	Return to work rate (%)	Retention rate (%)
Male	100.0	92.9
Female	99.9	93.0
Total	**99.9**	**92.9**

- Return to work: Rate of employees who joined back from their parental leave in FY 2023-24.
- Retention Rate: Of the employees "Returned to Work", % of employees those who are employed with TCS at the end of FY 2023-24.
- Parental leave includes maternity, paternity and adoption leave.

6. **Is there a mechanism available to receive and redress grievances[48] for the following categories of employees and workers? If yes, give details of the mechanism in brief.**

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Employees	Yes, employees can use the "Employee Concerns" application to log their grievances in TCS internal portal, which is addressed by the respective stakeholders within the stipulated timelines
Other than Permanent Employees	Yes, non-permanent employees can raise the grievances through e-mail to the concerned stakeholders.

7. **Membership of employees and worker in association(s) or Unions recognised by the listed entity[49]:**

Category	FY 2023-24#			FY 2022-23*		
	Total employees in respective category (A)	No. of employees in respective category, who are part of association(s)or Union (B)	% (B / A)	Total employees in respective category (C)	No. of employees in respective category, who are part of association(s) or Union (D)	% (D/ C)
Total Permanent Employees	**6,01,546**	**6,997**	**1.2**	**5,23,842**	**55**	**0.01**
Male	3,87,448	4,698	1.2	3,34,825	55	0.02
Female	2,14,098	2,299	1.1	1,89,017	0	0.00

* For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

Numbers mentioned above are based on voluntary disclosures by employees.

47 GRI 401-3

48 GRI 2-16, GRI 2-25, GRI 2-26

49 GRI 2-30

8. **Details of training given to employees[50]:**

Category	FY 2023-24					FY 2022-23*				
	Total (A)	On Health and Safety Measures		On Skill Upgradation		Total (D)	On Health and Safety Measures		On Skill Upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	3,87,448	3,74,988	96.8	3,25,397	84.0	3,93,771	3,88,587	98.7	3,49,717	88.8
Female	2,14,098	2,06,519	96.5	1,76,807	82.6	2,19,423	2,13,293	97.2	1,93,281	88.1
Total	**6,01,546**	**5,81,507**	**96.7**	**5,02,204**	**83.5**	**6,13,194**	**6,01,880**	**98.2**	**5,42,998**	**88.6**

*For FY 2022-23 information mentioned are for TCS' global operations, excluding non-wholly owned subsidiaries.

9. **Details of performance and career development reviews of employees[51]:**

Category	FY 2023-24			FY 2022-23*		
	Total (A)#	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	3,42,187	3,26,639	95.5	2,53,389	2,48,055	97.9
Female	1,86,739	1,72,919	92.6	1,43,140	1,36,061	95.1
Total	**5,28,926**	**4,99,558**	**94.4**	**3,96,529**	**3,84,116**	**96.9**

*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

Column A represents employees eligible for annual performance review and excludes new joiners with less than a year in the company.

10. **Health and safety management system:**

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system[52]?**

Yes. TCS is certified to ISO 45001:2018 Occupational Health and Safety (OHS) Management System standard across 129 of its facilities worldwide in FY 2023-24. These certified locations constitute 84.9% of office footprint and 89.6% of people footprint operating from these locations.*

TCS has a well-defined OHS policy and supporting processes to ensure the safety and well-being of its employees. Safety lead and lag indicators are measured across the organization and reported (refer table below for targets and performance). The board-level Stakeholders' Relationship Committee reviews the Company's health and safety performance on a half yearly basis. Over 89.6% of the workforce is represented in joint management-employee health and safety committees that monitor, advise and drive occupational, health and safety initiatives.

50 GRI 403-5, GRI 404-1, GRI 404-2

51 GRI 404-3

52 GRI 403-1

*TCS has offices that are spread across various geographies. Delivery centers with >200 seats from India and >50 seats from overseas were considered as a criteria for certification.

OHS targets and performance:

Objectives	Goals	Indicator	Target	Performance in FY24 (Target achieved Yes / No)
Incident reporting and implementation of remedial measures	Reporting of workplace safety observations and near miss cases	Number of cases	Increase in number of reporting	Yes. 53.9% increase in reporting of near-misses and safety observations compared to previous year, due to increased awareness amongst employees
Building a safety culture and inculcating safe work practices among associate & facility management contractors	Providing training for associate and contractors	Hours of training for associates	1 hour per associate per year	Yes. 1 hour per associate per year (mandatory OHS web-based training)
		Hours of training for contract staff	2 hours per contract staff per year	Yes. 4.9 hours of training per contract staff achieved in the year
	Creating general OHS awareness	Number of awareness communication	1 awareness communication per quarter	Yes. Communication on OHS campaigns done once a quarter
		Number of awareness campaign	1 awareness campaign per quarter	Yes. One campaign per quarter
Providing safe workplaces	H&S inspections for all the sites	Number of inspections	Annual inspection per site	Yes. 1 inspection at each site.

b. **What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity[53]?**

As a part of its ISO 45001:2018 compliant Occupational Health and Safety Management System, TCS has a documented procedure to carry out assessment of work-related hazards and risks for all routine and non-routine activities carried out at any location. Hazard and risk identification is carried out by the process owners in consultation with the safety experts. The process owners are responsible to ensure adequate controls are identified and implemented to control the identified OHS risks. Mitigation plan and controls are provided to eliminate the identified hazards and risks.

c. **Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)[53]**

Yes. TCS has a safety incident reporting and management process to ensure that all work-related incidents (which include accidents, near-misses, unsafe conditions and unsafe acts) are reported and closed after taking necessary corrective actions. This is enabled through an online safety incident reporting tool which is accessible to all TCS employees to facilitate transparent reporting. The platform also supports incident investigation and corrective action with the perspective of eliminating hazards and preventing incidents. The awareness to employees on incident reporting is created during induction, mandatory OHS web-based training (WBT) and communication through mailers during monthly theme on incident reporting. The action owners are also sensitized on the importance of taking corrective action within given timelines with the perspective of eliminating hazards and ensuring mitigation plan is implemented. TCSers can also report their health and safety related issues or concerns through an internal Admin Helpdesk and these issues are resolved by the concerned action owner within prescribed timelines. They can also e-mail their concerns to the Corporate HSE e-mail ID and communicate with local health and safety teams.

d. **Do the employees of the entity have access to non-occupational medical and healthcare services? (Yes/ No)[54]**

Yes. TCS recognizes that overall physical and mental wellbeing of its employees is integral to its success and growth aspirations. TCS has taken a holistic approach to well-being to cover mental health, ergonomic health, physical health, delivered through digital channels, hospital insurance services, occupational health services and through seamless integration of all stakeholders.

TCS has occupational health centers (OHC) at TCS facilities in India. The employees and contractors at these facilities have access to non-occupational medical and healthcare services as well. During the year, TCS facilitated several virtual specialist consultations with gynecologists, and gastroenterologists with whom employees can book pre-scheduled appointments and avail the services. These consulting services have helped employees to a large extent during their return to the offices.

53 GRI 403-2
54 GRI 403-6

Beyond the OHCs, TCS provides comprehensive medical and healthcare services to employees through the Company-funded medical insurance to employees and their dependents. In overseas geographies, non-occupational medical and healthcare services are provided as per the country regulations.

To enable physical fitness, TCS has recreational facilities and gymnasiums at many of its facilities; it organized yoga programs such as online sessions, sun salutation challenge and personalized yoga training; continued to run the Fit4Life program with daily workout sessions, walking and running challenges.

Mental well being: TCS, through its TCS Cares initiative, instituted programs for employees and their families to help cope with mental stress and anxiety. Online counselling sessions and self-help resources help employees facing high distress levels through empathetic support by HR, managers, and peers. Emotional well-being (EWB) leaves are available to employees who need them. TCS Cares mental health wellness web-based training (WBT) was completed by many employees during the year. Multiple manager and HR sensitization trainings and masterclasses by experts were included as part of the psychologically safe workplaces initiative. Senior leadership engagement continued through the Cares Leadership Program, One to One Care coaching and the Weekly Care nudges. The Cares Peer Support program for training associates to be emotional health first aiders was also launched. The Global Mental Health month was observed in October where multiple offerings on the theme of "Compassion & Empathy" were carried out through TCS Calendar events.

11. **Details of safety related incidents[55], in the following format:**

Typical to any service sector company operating out of office-based premises, most common injuries occur due to slips, trips and falls or being struck by stationary objects, road accidents in company provided transport. TCS ensures capturing all types of incidents including accidents, near-misses and safety observations and ensuring 100% closure of the reported incidents with appropriate corrective and preventive actions.

The safety incident statistics is given below –

Safety Incident/Number	Category	FY 2023-24	FY 2022-23*
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.009	0.016
Total recordable work-related injuries	Employees	23	46
No. of fatalities	Employees	1#	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0

#Fatality related to a road accident in company provided transport.

*Data excludes accounting for <2% headcount, where TCS does not have operational control.

12. **Describe the measures taken by the entity to ensure a safe and healthy work place[56].**

TCS recognizes that occupational, health and safety (OHS) and overall physical and mental wellbeing of its employees is integral to its success and growth aspirations as spelled out in its OHS Policy. TCS is committed to provide safe workplaces focusing on preventing injuries, illnesses, and continuously strives to eliminate hazards and reduce OHS risks.

There are no major H&S risks associated with TCS' operations as software solutions and IT services provider which operates from offices. Key workplace safety risks include fire safety in buildings, office safety risks such as slips / trips / falls and electrical safety (e.g. electric shock) from use of office equipment and road safety risks during commutes in company-provided vehicles. Key occupational health related risks are associated with workplace ergonomics, indoor air quality and workplace illumination. Hazard identification and risk assessment processes are conducted to identify each such risks and ensure that proper mitigation measures are put in place to create a healthy and safe work environment.

Some of the mitigation measures to prevent or mitigate significant occupational H&S impacts include,

- Provision and maintenance of fire detection, alarm and suppression systems.
- Regular site review, inspections and audits to assess safety preparedness.
- Regular mock drills for fire, earthquake, bomb threat as well as medical emergencies.
- Provision of ergonomically designed chairs and workstations to prevent musculoskeletal disorders (MSD's).
- Digital monitoring of indoor air quality and periodic cleaning of the HVAC ducts to avoid sick building syndrome.
- Regular training on occupational health & safety to sensitize employees on OHS aspects to inculcate a culture of safety.
- Employee engagement campaigns on H&S topics such as fire safety, road safety, emergency evacuation, and ergonomics, among others.

[55] GRI 403-9, GRI 403-10
[56] GRI 403-6, GRI 403-2, GRI 3-3, GRI 403-9, GRI 403-10

13. **Number of Complaints on the following made by employees[57]:**

	FY 2023-24			FY 2022-23*		
	Filed during the year	**Pending resolution at the end of year**	**Remarks**	**Filed during the year**	**Pending resolution at the end of year**	**Remarks**
Working Conditions Health & Safety	652	0	NIL	581	0	NIL

*Data excludes accounting for <2% headcount, where TCS does not have operational control. Human rights related complaints disclosed under Principle 5.

14. **Assessments for the year [58]:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices Working Conditions	129 locations at TCS are certified to ISO 45001:2018, OHS Management Systems Standards. 100% of TCS offices have been audited during FY 2023-24 by qualified internal auditors at TCS. In FY 2023-24, 30% of ISO 45001 certified TCS locations underwent external/ third party audits. In FY 2023-24, 38 offices have undergone ISO 45001:2018 audits by TUV India Pvt Ltd for occupational health and safety. 60 statutory audits were conducted on H&S practices (lift, fire, electrical, food safety, STP inspection, SPCB visit, municipal corporation inspection).

15. **Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions[59].**

The road transport, slip, trip and fall, cut injury related incidents have been investigated and closed with necessary corrective actions. The corrective actions included training on defensive driving, behaviour based safety practices etc,.

Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death of Employees (Y/N)** –

   Yes.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

   TCS monitors and track the compliance of value chain partners locally and centrally. The Company ensures that statutory dues are remitted to respective PF / ESI / Labour Welfare Fund (LWF) etc. authority by the contractors and proof of the same is produced on a periodic basis.

3. **Provide the number of employees having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment[60]:**

   NIL

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)** –

   No. TCS provides counselling sessions for retiring employees briefing the benefits available, post-retirement.

[57] GRI 2-16, GRI 2-25, GRI 2-26
[58] GRI 3-3
[59] GRI 403-10
[60] GRI 403-9

5. **Details on assessment of value chain partners [61]:**

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	TCS' supply chain sustainability requirements are integrated with online procurement platform with the 'Sourcing module' and 'Risk module'. TCS' HSE policies, procedures, guidelines, and Supplier Code of Conduct (SCoC) are included in sourcing module in RFP template for digital acceptance by all suppliers / vendors who are considered for evaluation. Some critical suppliers such as regulated waste disposal services (e-waste, hazardous waste, battery wastes), bottled water suppliers, food suppliers for cafeteria and similar suppliers undergo legal compliance due diligence and site inspection before initiating the negotiation process. The procurement team ensures that SCoC acceptance is done by vendors and all compliances are in place for which a tracking system is maintained. TCS also conducts periodic audits/review of processes/documents of on-boarded vendors who have contractual agreement.
Working Conditions	

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners [61].**

TCS conducts regular H&S audits for high-risk vendors such as caterers, transport vendors, and bottled water vendors. Any findings during these audits are tracked to closure. For example, if any vehicle provided by a transport vendor is found non-compliant to the TCS safety standards and guidelines, it is immediately removed from the roster.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity [62].**

TCS engages with a broad spectrum of stakeholders, to deepen its insights into their needs and expectations, and to develop sustainable strategies for the short, medium and long term. Stakeholder engagement also helps to manage risks and opportunities in business operations. The key stakeholders identified in consultation with the company's management are: customers, employees, shareholders, academic institutions, staffing firms, other suppliers, technology partners and collaborators, industry bodies, governments, NGOs, local communities, regulators and society at large.

Some other stakeholders that TCS closely engages with – such as industry analysts, equity analysts, and the news media are proxies for other named stakeholders i.e. customers, shareholders, and society at large, respectively.

Stakeholder interactions might be structured (e.g. surveys, account statements) or unstructured (town halls, 1x1 or group meetings). Based on mutual convenience and need, the engagement may be scheduled as needed, or pre-scheduled on a periodic basis, or ongoing (e.g. website, social media).

[61] GRI 414-2

[62] GRI 2-29

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group** [62]

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	**As needed:** Project-related calls and meetings; project management reviews; relationship meetings and reviews; executive meetings and briefings; customer visits; responses to RFIs/RFPs; sponsored events; mailers; newsletters; brochures	**Continuous:** TCS website; social media (LinkedIn, Twitter, Facebook, Instagram, YouTube) • **Half-yearly:** Customer satisfaction surveys • **Annual:** Customer summits; Innovation days; Executive customer surveys; Sponsored Community events	• Understanding client, industry and business challenges • Identifying opportunities to improve TCS' service and products for cross-selling • Deciding on investments and capabilities required to fulfil demand • Understanding client's data privacy and security requirements
Investors and Shareholders	No	**As needed:** Press releases and press conferences; email advisories; in-person meetings; investor conferences; non-deal roadshows; conference calls	• **Quarterly:** Financial statements in IndAS and IFRS; earnings call; exchange notifications; press conferences • **Continuous:** Investors page on the TCS website • **Annual:** Annual General Meeting; Annual Report	• Educating the investor community about TCS integrated value creation model and business strategy for the long term • Helping investors voice their concerns regarding company policies, reporting, strategy, etc. • Understanding shareholder expectations
Employees	No	**As needed:** Town halls; roadshows; project or operations reviews; video conferences; audio conference calls; one-on-one counselling	• **Monthly:** @TCS (in-house magazine) • **Continuous:** TCS website; Communication via TCS intranet, dipstick surveys; grievance redressal system, OneTCS Newsroom • **Annual:** PULSE (employee feedback survey); long-service awards; sales meets; Blitz (business planning meet)	• Career management and growth prospects • Learning opportunities • Compensation structure • Building a safety culture and inculcating safe work practices among employees • Improving Diversity, Equity and Inclusion
Partners and Collaborators	No	**As needed:** Meetings/calls; COIN™ meetings; visits; partner events	• **Monthly:** Conference calls • **Quarterly:** Business reviews • **Annual:** Partner events	• Stronger partnerships • Demand sustainability • Credit worthiness • Ethical behavior • Fair business practices • Governance

[62] GRI 2-29

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Academic Institutions	No	**As needed:** Academic Interface Program; Co-Innovation Network (COIN™) meetings	• **Continuous:** TCS website; academic portal • **Annual:** Sangam (high-level academic conference); campus recruitment	• Knowledge-exchange collaboration • Advancing the academic's research program / curriculum enhancement • Job creation • Internship opportunities • Faculty development
Recruiters; staffing firms; other suppliers	No	**One-time:** RFIs/RFPs; empanelment process	• **As needed:** Transactional meetings; periodic reviews; surveys • **Continuous:** Tata Code of Conduct, Supplier evaluations	• Diversity hiring initiatives and what are the biggest challenges • Adaptation of procurement processes to environmental, economic and ethical requirements
Industry bodies, Regulators	No	**As needed** (need basis / usually 1-2 meetings in 3 months' basis): • Conferences and seminars, • working committee meetings, • surveys, other meetings	**Annual:** Conferences; summits	• Ensure 100% compliance to all local laws • Cross-industry sustainability initiatives and knowledge transfer to promote sustainability
Media, industry analysts, society at large	No	**As needed:** Governance RFIs/RFPs; presentations; project meetings; reviews; calls and meetings; surveys; consultative sessions; field visits; due diligence; calls and meetings; conferences and seminars; surveys; press releases; press conferences; media interviews and quotes; sponsored events, Analyst days.	**Continuous:** Annual General Meeting, Quarterly reports and Annual report, Earnings conference call, Media interaction, Press releases, TCS website.	• Understand areas for sustainable development • Communicate TCS' performance and strategy • Manage TCS' brand and reputation • Share and contribute to thought leadership and insight into public and business concerns • Discuss TCS' response to responsible business issues • Work in partnership to develop solutions to global challenges
NGOs, local communities, women, youth and other marginalized groups	Yes	**As needed:** Project meetings; reviews; calls and meetings; surveys; consultative sessions; field visits; due diligence; calls and meetings; conferences and seminars; surveys	**Continuous:** Quarterly Reports and Annual Report, TCS website	• Understand community needs • Plan and implement CSR projects • Share and contribute to thought leadership • Work in partnership to serve underserved communities

Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

   TCS is an IT services, consulting and business solutions organization with a presence across multiple geographies, industries, services and products. TCS consults stakeholders on material topics and also conducts periodic materiality assessments to update the list on an ongoing basis. Stakeholder interactions result in the identification of a broad funnel of issues important to each of the constituencies. The Company uses discussions with internal and external stakeholders, as well as its own judgment, to prioritize and arrive at a list of material topics with significant economic, environmental, or social impacts on TCS' business, reputation, and operations. The TCS management shares feedback with the Board on these issues.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   Yes, TCS' ESG strategy on material topics uses inputs gathered during stakeholder consultations. Material topics are shortlisted and prioritized based on their impact on our stakeholders and our business and are included in the section titled 'Sustainability Disclosures', which is a part of this Integrated Annual Report.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

   NA

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

1. **Employees who have been provided training on human rights issues and policy(ies) of the entity, in the following format [63]:**

Category	FY 2023-24			FY 2022-23*		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Permanent	6,01,546	5,88,699	97.9	5,23,842	5,19,799	99.2
Other than permanent	30,312	24,543	81.0	2,412	2,396	99.3
Total Employees	**6,31,858**	**6,13,242**	**97.1**	**5,26,254**	**5,22,195**	**99.2**

*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

2. **Details of minimum wages paid to employees, in the following format[64]:**

Category	FY 2023-24					FY 2022-23*				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	% (B /A)	No.(C)	% (C /A)		No.(E)	% (E/D)	No.(F)	% (F/D)
Permanent										
Male	3,87,448	415	0.1	3,87,033	99.9	3,34,827	554	0.2	3,34,273	99.8
Female	2,14,098	518	0.2	2,13,580	99.8	1,89,015	533	0.3	1,88,482	99.7
Other than Permanent										
Male	All the value chain partners adhere to the required statutory compliance in the countries in which TCS operates. TCS monitors and tracks the compliance of the value chain partners, as required by law of land.									
Female										

*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

63 GRI 2-24
64 GRI 405-2

3. **a) Details of remuneration/salary/wages, in the following format[65]:**

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (₹ Lakh per annum)	Number	Median remuneration/ salary/ wages of respective category (₹ Lakh per annum)
Board of Directors (BoD)	9	263.6	2	133.3
Key Managerial Personnel (KMP)	5	721.3	-	NA
Employees other than BoD and KMP	3,87,444	14.8	2,14,098	10.4

- At TCS, remuneration is same for men and women working full-time, in the same grade, in the same role, and at the same location, and with the same level of experience[66]. Where relevant, the company publishes the raw mean and median pay differences between genders (not normalized for part-timers or grade and role differences) on its own website as well as on public sites. Gaps in median salary between genders is due to different proportion of men & women across experience levels and grades. TCS' focused diversity and inclusion programs are expected to narrow this gap over time.
- KMP includes CEO & MD, COO & ED, CFO, CS, erstwhile CEO & MD.

b) Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24 (%)	FY 2022-23 (%)
Gross wages paid to female as % of total wages	**26.1**	**26.1**

4. **Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business[67]? (Yes/No) –**

Yes

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues[68].**

Reporting avenues have been provided to employees, customers, suppliers, and other stakeholders to raise concerns or make disclosures when they become aware of any actual or potential violation of the Company Code, policies or law including human rights violations. Non-permanent employees can raise the grievances via email to the concerned stakeholders. Additionally, anybody can make protected disclosures under the company's Whistle Blower policy. Representations made in the reporting avenues are reviewed and appropriate action is taken on substantiated violations.

65 GRI 2-19, GRI 2-21
66 GRI 202-1, GRI 405-2
67 GRI 2-13
68 GRI 2-16, GRI 2-25, GRI 2-26

6. **Number of Complaints on the following made by employees[69]:**

	FY 2023-24			FY 2022-23*		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	110	17	-	49	8	All pending cases are currently closed
Discrimination at workplace	4	0	-	3	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/ Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

- Higher reported cases due to increased awareness.

7. **Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

	FY 2023-24	FY 2022-23*
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	110	49
Complaints on POSH as a % of female employees / workers	0.05%	0.03%
Complaints on POSH upheld	66	34

- The number reported for FY 2023-24 include complaints reported globally by employees and for FY 2022-23, information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.
- Higher reported cases due to increased awareness.

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases[70].**

Concerns on discrimination and harassment are dealt with confidentially. TCS does not tolerate any form of retaliation against anyone reporting good faith concerns. Anyone involved in targeting such a person raising such complaints will be subject to disciplinary action.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)[71]**

Yes

10. **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	TCS internally monitors compliance with all relevant laws and policies pertaining to these issues at 100% of its offices. There have been no observations by local statutory / third parties in India in FY 2023-24.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.**

NA

69 GRI 406-1
70 GRI 2-16, GRI 2-25, GRI 2-26
71 GRI 2-23, GRI 2-24

Leadership Indicators

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

   Human rights are protected and upheld in TCS' core value of 'Respect for the individual' and enshrined in the TCoC that guides how TCS conducts itself in every community that it operates in. TCS has relevant in-house policies and procedures to reinforce human rights, resulting in a good track record regarding human rights grievances or complaints. TCS continually gathers feedback and keeps track of developments in the regulatory area to further strengthen existing processes.

2. **Details of the scope and coverage of any human rights due-diligence conducted.**

   TCS adopts a zero-tolerance approach to issues related to human rights. It follows all government regulations and regulatory policies in the countries where it operates and comply to all applicable global and local laws including collective bargaining agreements through its policies and standards. TCS executes the TCoC which takes care of Human Rights aspects. In vendor management, TCS ensures due diligence for human rights under the ESG framework.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

   Yes. All TCS-owned premises are accessible to differently abled visitors, as per the the RPWD 2016 Act.

4. **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	All value chain partners are expected to adhere to the applicable laws, TCOC and Supplier Code of Conduct which does not tolerate any form of harassment, whether sexual, physical, verbal, or psychological. However, TCS does not conduct any formal assessment for the same.
Discrimination at workplace	100% of value chain partners were assessed.
Child Labour	
Forced Labour / Involuntary Labour	
Wages	

5. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

   There were no significant risks / concerns arising from the assessments.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format[72]:**

   Electricity from the grid is the most significant form of energy for TCS. Over the years, TCS has increased the share of Renewable Electricity (RE) through "green-tariff" schemes offered by the state electricity providers, onsite rooftop solar generation and procurement from third party producers in India. In certain countries, Energy Attribute Certificates (EAC) have been procured to meet out carbon neutrality objectives in those geographies. The RE consumption as a percentage of total energy consumption has increased from 55.2% in FY 2022-23 to 74% in FY 2023-24. Electricity consumption across TCS operations increased by 14.6% y-o-y on account of increased scale of operations in FY 2023-24 compared to previous year, due to more associates returning to office. An inclusion of 14 locations globally in the reporting boundary during the current year attributed to a 2.8% increase leading to an overall increase in electricity consumption. .

   Other sources of energy include natural gas (mainly used for space heating/cooling, district heating and cooling, mostly in overseas geographies), fuel used in company owned vehicles, cooking gas used in cafeteria and diesel used in diesel generators (mainly used as a back-up source during power shortages).

[72] GRI 302-1, GRI 302-3

Details of total energy consumption [(in Mega Joules (MJ)] and energy intensity are provided below:

Parameter	FY 2023-24	FY 2022-23#
From renewable sources		
Total electricity consumption (A)	1,26,61,08,110	83,03,88,643
Total fuel consumption (B)	NIL	NIL
Energy consumption through other sources (C)	1,80,187	1,54,994
Total energy consumed from renewable sources (A+B+C)	**1,26,62,88,297**	**83,05,43,637**
From non-renewable sources		
Total electricity consumption (D)	37,58,00,721	60,24,10,331
Total fuel consumption (E)[72]	6,70,93,957	7,20,62,111
Energy consumption through other sources (F)	NIL	NIL
Total energy consumed from non-renewable sources (D+E+F)	**44,28,94,678**	**67,44,72,442**
Total energy consumed (A+B+C+D+E+F)	**1,70,91,82,976**	**1,50,50,16,079**
Energy intensity per rupee of turnover (Total energy consumed (MJ) / Revenue from operations)	0.000710	0.000668
Energy intensity per rupee turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed (MJ) / Revenue from operations adjusted for PPP)*	0.016234	0.015273
Energy intensity in terms of physical output [(MJ)/ Full Time Employee (FTE)]	2,715.2	2,454.4

#Data excludes accounting for <2% headcount, where TCS does not have operational control.

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2022 by World Bank for India which is 22.88.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assurance has been carried out by KPMG.

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

   NA

3. **Provide details of the following disclosures related to water[73], in the following format:**

   The sources of freshwater at TCS include third party water (88.5%), groundwater (8.7%) and rainwater harvested (2.8%). TCS optimizes water consumption through conservation, sewage treatment and reuse, and utilization of harvested rainwater. All newer campuses have been designed for higher water efficiencies, treatment and recycling of sewage, and rainwater harvesting. The detailed break up is given below:

Parameter	FY 2023-24	FY 2022-23#
Water withdrawal by source [in kilolitres (KL)]		
(i) Surface water	NIL	NIL
(ii) Groundwater	2,56,802	1,73,539
(iii) Third party water	26,06,339	20,58,419
(iv) Seawater / desalinated water	NIL	NIL
(v) Others – Rainwater utilized	83,437	56,730
Total volume of water withdrawal (i + ii + iii + iv + v)	**29,46,578**	**22,88,688**
Total volume of water consumption (KL)	**24,67,342**	**20,82,781**
Water intensity Per Rupee of turnover (Total water consumption (KL) / Revenue from operations)	0.000001	0.000001
Water intensity Per Rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption (KL) / Revenue from operations adjusted for PPP)	0.000023	0.000021
Water intensity in terms of physical output (Water Consumed in KL/FTE)	3.9	3.4

#Data excludes accounting for <2% headcount, where TCS does not have operational control.

73 GRI 303-3, GRI 303-5

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assurance has been carried out by KPMG.

4. **Provide the following details related to water discharged[#]:**

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment [in kilolitres (KL)]		
(i) To Surface Water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater		
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
(iv) Sent to third parties		
- No treatment	2,88,621	1,38,727
- With treatment – Please specify level of treatment Note- Excess water discharged from TCS owned campuses and Water sent from TCS locations to builder's STP for further treatment.	1,90,615	67,180
(v) Others		
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
Total water discharged (KL)	**4,79,236**	**2,05,907**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assurance has been carried out by KPMG.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation[74].**

Yes, TCS has achieved zero liquid discharge across most of its owned campuses, except those where there are operational constraints. TCS optimizes water consumption through conservation, sewage treatment and reuse, and rainwater harvesting. All newer campuses have been designed for treatment and recycling of sewage and rainwater harvesting.

6. **Please provide details of air emissions (other than GHG emissions) by the entity:**

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	NA	-	-
SOx	NA	-	-
Particulate matter (PM)	NA	-	-
Persistent organic pollutants (POP)	NA	-	-
Volatile organic compounds (VOC)	NA	-	-
Hazardous air pollutants (HAP)	NA	-	-
Others – please specify	NA	-	-

There are no continuous sources of air emissions in our operations. The DG sets are operated only during power outages and hence the air emissions of pollutants (other than GHGs) are not material.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

The DG stack emissions are sampled and analyzed by government approved laboratories and the reports are reviewed by the internal team to ensure compliance to the CTO conditions. These stack emission reports are submitted to government authorities (State Pollution Control Boards) as per consent conditions. These reports are also verified during internal and external audits to verify compliance.

[#] GRI 303-1, GRI 303-2, GRI 303-4

[74] GRI 303-1, GRI 303-2

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format[75]:**

The Scope 1 emissions are from direct GHG sources like fuel used in company owned vehicles, diesel generators and cafeteria, fugitive emissions of refrigerants, and fuel used for space heating. Scope 1 accounts for about 23% of the Scope 1 + Scope 2 carbon footprint in FY 2023-24. The balance 77% are from indirect emissions, referred to as Scope 2 emissions, associated with purchased electricity. The breakup is provided as required in the table below.

Parameter	Unit	FY 2023-24	FY 2022-23#
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	21,949.0	20,972.0
- CO2	tCO2e	6,600.0	4,780.0
- CH4	tCO2e	5.4	2.7
- N2O	tCO2e	34.5	39.8
- HFC	tCO2e	15,309.0	16,150.0
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	**73,722.0**	**1,17,265.0**
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions (tCO2e) / Revenue from operations)	tCO2e/rupee turnover	0.00000004	0.00000006
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions (tCO2e) / Revenue from operations adjusted for PPP)	tCO2e/rupee turnover adjusted for PPP	0.00000091	0.00000140
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO2e/FTE	0.15	0.20

#Data excludes accounting for <2% headcount, where TCS does not have operational control.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assurance has been carried out by KPMG.

8. **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details[76].**

Yes. TCS has taken up the target to reduce its absolute Scope 1 and Scope 2 carbon footprint by 70% by 2025 and become net zero by 2030. To achieve these targets, the green-house gas management approach has four key levers – green infrastructure, green IT, IT-enabled operational efficiencies, and renewable energy.

Commitment to Science Based Targets initiative (SBTi)

In June 2022, TCS has responded to SBTi's urgent call for corporate climate action by committing to align with 1.5°C and net-zero through the Business Ambition for 1.5°C campaign. This is published on SBTi website and can be viewed at Companies taking action- https://sciencebasedtargets.org/companies-taking-action. TCS is working on the next steps to developing company targets for validation by SBTi.

Green Infrastructure and IT enabled operational efficiency:

All new campuses owned by TCS are designed according to green building standards for energy and resource efficiency. They have roof-top solar photovoltaic installations to reduce the carbon footprint. The total Built Up Area occupied by TCS has increased YoY from 36.6 Mn to 38.23 million sq.ft. in FY 2023-24. With the increasing footprint, TCS is committed to expand consciously its green footprint, to align with its sustainability goals. In FY 2023-24, TCS got Platinum IGBC certification for 2 additional existing buildings namely Sholinganallur, Chennai and Deccan Park, Hyderabad. The % green certified area over built up area was 64.6% in FY 2022-23 and has increased to 67.3% this year. This accounts for 39 TCS offices and campuses with over 25.74 million sq.ft of area under certified green building by Indian Green Building Council.

75 GRI 305-1; GRI 305-2, GRI 305-4. Scope 1 emissions have been calculated using the emissions factors published by the DEFRA conversion factors 2023. For Scope 2 emissions – for India, the source is the emission factor is the CO2 Baseline Database for the Indian Power Sector, User Guide, Version 19.0, December 2023, published by the Central Electricity Authority of India. This emission factor [(0.716 tCO2/ MWh) by CEA includes the captive power injection into the grid and is adjusted for RE transactions through open access (in power exchanges)]. As TCS, India procures electricity from the India grid, which is a mix of conventional and renewable energy, the emission factor of 0.716 tCO2/ MWh is considered more appropriate. For Australia, Canada, North America, and UK emission factors specific to the region published by local authorities are used. For other countries IEA v6 emission factors (01/2024) and GHG protocol v19 (04/2023) – eGRID 2021 have been used as appropriate to the source of electricity procured.

76 GRI 305-5

During the year, several initiatives were aligned to achieve the carbon targets which included those in building and IT infrastructure. Initiatives in building infrastructure included energy efficiencies in HVAC systems, Uninterrupted Power Supply (UPS), and chillers.

- HVAC system upgradation by installation of latest technology VRF systems which works on inverter technology.
- Use of High Efficiency VFD based chillers.
- Replacement of R-22 based & fixed compressor-based HVAC equipment with inverter technology-based equipment
- Modular UPS which can modulate its capacity based on load and helps provide 90-95% efficiency, even at lower loads.
- Life cycle based replacement of HVAC equipment like chillers, pumps and cooling towers has helped reduce our energy consumption.
- Energy optimization in our operations through iOT based solutions, remote monitoring, analytics and automated feedback mechanism
- As our commitment to energy conservation and management, 2 additional campuses in India were certified to ISO 50001:2018 standards for Energy Management Systems (EnMS) in FY 2023-24, making it to a total of 22 campuses certified to ISO 50001:2018 across TCS India.

Green IT:

Initiatives in green Information Technology (IT) focused on data center and IT device consolidation and optimization to reduce the carbon footprint. The areas covered under green IT initiatives include IT energy optimization in data centers and equipment rooms. TCS' data centers at Yantra Park (Thane) and Siruseri (Chennai) have a weighted average PUE of 1.7. Apart from the two main data centers, TCS also has 54 equipment rooms for business as usual (BAU) activities, wherein the weighted average PUE has reduced from 1.88 in FY 2022-23 to 1.76 in FY 2023-24.

The data centre at Yantra Park uses 100% Renewable Energy (RE) while the one at Siruseri uses 73% RE. The power consumed by the data centers at Yantra Park and Siruseri were 5.52 MWh and 1.65 MWh respectively during the reporting year FY 2023-24. In addition to the above, green attributes are considered in every IT asset procurement.

TCS' IoT-based Real-time Energy Management System (TCS Clever Energy™) initiative involves real time monitoring to optimize the operational energy efficiency across all offices. The smart, scalable, analytics driven IoT solution uses TCS Connected Universe Platform (TCUP) IoT platform, which forms the backbone, enabling visualization of data acquired from various locations and facilities' energy meters and sensors. Other energy optimization initiatives include:

- IT Equipment optimization (rack consolidation, server consolidation and procurement of energy efficient devices)
- UPS optimization (right sizing of UPS, replacement of old technology UPS with modular UPS)
- Cooling optimization (switching off excess capacity cooling units, maintaining return set temperature at 24 +/- 1 deg C, replacing old with new technology cooling units)
- Leakage reduction (proper alignment of racks and perforated tiles, partitioning to reduce cooling area, cold aisle containment, blanking panel, active tiles and soft partitioning

Renewable Energy:

The roof top solar photo voltaic installations this year remained at 10.2 MWp contributing to 3 percent of total electricity use in FY 2023-24. A rooftop solar PV of 260 KWp has been planned for implementation in early FY 2024-25. The Company increased its renewable energy procurement through a) switch over to green tariffs for its operations in Ahmedabad, Kolkata, Chennai, Kochi and Trivandrum branches, b) Green energy units procurement through Power Purchase Agreements (PPA) at two locations in Chennai viz. Ambattur and Chennai One, Magnum, which cumulatively added about 6.5 million green units to the renewable energy portfolio). The renewable energy procurement has resulted in an increase in renewable energy use to 74 percent of total energy use.

Carbon Neutrality:

The company became carbon neutral across Scope 1 and Scope 2 emissions in North America, UK and Ireland, Europe, Asia Pacific (including Japan), Latin America, and Middle East & Africa in FY 2023-24.

9. **Provide details related to waste management by the entity, in the following format[77]:**

TCS being an IT services and consulting organization, TCS does not manufacture physical products and therefore do not use any hazardous or toxic chemicals in core processes. The Company have office or facility operations, and the waste is generated from the auxiliary processes used to run these facilities. Based on the nature of its services, TCS' facilities mostly generate electronic, electrical, and municipal solid waste. Potentially hazardous and regulated wastes such as lead-acid batteries and waste lube oil are generated in relatively smaller proportions which are disposed through government-approved recyclers as per regulations. E-waste is disposed to government approved e-waste recyclers.

TCS is committed to sustain the best practices that have already been institutionalized like segregation of all recyclable wastes, 100% compliance to management practices for regulated wastes like hazardous and e-waste and 100% recycling of office and packaging paper and plastic. All TCS campuses, owned offices and leased offices that have available space are provided with on-site food waste management facilities such as biodigesters and organic waste converters (OWCs) and garden waste is treated by vermicomposting at TCS campuses where feasible. The company targets to maximize the recycling and reuse of all waste categories to divert waste from landfill.

In FY 2023-24, TCS has obtained zero waste to landfill (ZWL) certification was obtained for TCS Deccan Park facility at Hyderabad after having achieved a diversion rate of over 99% waste from landfill. This was done as a pilot project for feasibility.

TCS has operational control procedures (OCPs) for waste management and handling of different categories of wastes which is available on the TCS intranet that has set procedures for waste segregation, handling, storage, and disposal of different waste categories.

Parameter	FY 2023-24	FY 2022-23#
Total Waste generated [in metric tonnes (MT)]		
Plastic waste (A)	137.3	46.7
E-waste (B)	297.5	415.0
Bio-medical waste (C)	0.8	0.8
Construction and demolition waste (D)	1,070.8	618.0
Battery waste (E)	261.0	387.0
Radioactive waste (F)	NA	NA
Other Hazardous waste. Please specify, if any. (G)	33.2	26.1
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	4,915.6	3,538.0
Quantity of office paper waste	308.0	119.0
Quantity of packaging paper waste (cardboards etc.)	136.0	199.0
Quantity of other paper waste generated (tissue paper rolls, food packaging)	338.0	-
Quantity of other packaging material (thermocol etc.)	10.5	-
Quantity of Miscellaneous waste (floor waste, toilet rolls, C-fold, cafeteria dry waste etc,.)	867.0	1,169.0
Quantity of other office scrap waste generated	197.0	137.0
Quantity of garden waste generated	1,167.0	1,261.0
Quantity of food waste	1,756.0	653.0
Quantity of sanitary waste	69.3	-
Quantity of coolant	0.2	-
Quantity of other dry waste generated	66.6	-
Total (A+B + C + D + E + F + G + H)	**6,716.2**	**5,031.6**

[77] GRI 306-3, GRI 306-4, GRI 306-5

Parameter	FY 2023-24	FY 2022-23#
Waste intensity per rupee of turnover (Total waste generated (MT) / Revenue from operations)	0.0000000028	0.0000000022
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated (MT) / Revenue from operations adjusted for PPP)	0.0000000638	0.0000000511
Waste intensity in terms of physical output (waste in tonnes/FTE)	0.011	0.008
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled **		
- Battery	274.0	422.0
- E-waste	246.0	424.0
- Hazardous waste	24.1	25.0
- Non-Hazardous waste	3,038.0	1,685.0
- Plastic Waste	65.2	46.0
- Construction & Demolition waste	63.0	-
(ii) Re-used		
- Construction & Demolition waste	1.0	0.2
- Non-Hazardous waste	288.0	-
(iii) Other recovery operations	-	-
Total	**3,999.3**	**2,602.2**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration		
- Biomedical waste	0.8	0.8
- Non-hazardous waste	128.0	61.7
- Hazardous waste	2.4	-
(ii) Landfilling		
- Non-hazardous waste	1,318.0	1,612.0
- Construction & demolition waste	936.0	591.0
(iii) Other disposal operations		
Total	**2,385.2**	**2,265.5**

#Data excludes accounting for <2% headcount, where TCS does not have operational control.

** 100% of the regulated waste (e-waste, battery waste) is disposed through recycling. The generated quantities, if remaining at the end of the financial year for disposal, are stored at the facilities and recycled through approved/ authorized vendors.

In FY 2023-24 waste data reported on a consolidated level where TCS have operational control. Therefore, the construction & demolition (C&D) waste from new construction or under construction sites are revised. The data for FY 2022-23 is accordingly restated.

All non hazardous waste categories have been restated for FY 2022-23 to make it consistent with the categories reported in FY 2023-24.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. This data has been subject to independent assurance by KPMG

10. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.[78]**

NA

[78] GRI 306-2; GRI 3-3

11. **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format[79]:**

TCS has its campus- Kalinga Park, Bhubaneswar, Odisha which is located near Chandakka Wildlife Sanctuary. This is located in the Special Economic Zone (SEZ) developed by the Odisha Industrial Infrastructure Development Corporation (IDCO). All necessary environmental clearances have been obtained for the campus.

All necessary environmental clearances have been obtained for the campus.

S/N	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1	TCS Kalinga Park, Chandaka Industrial Estate, Bhubanewar, Odisha	Software Consultancy Services	Yes, the conditions of Environmental Clearance have been complied with.

12. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year[80]:**

There were no Environmental Impact Assessments (EIAs) conducted in the FY 2023-24.

13. **Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format[81]:**

Yes, TCS has complied with applicable environmental law/regulations / guidelines applicable in India. No fine/penalty/action was initiated against the entity under any of the applicable environmental laws/regulation/guidelines.

S/N	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

Leadership Indicators

1. **Water withdrawal, consumption and discharge in areas of water stress (in kiloliters)[82]:**

For each facility / plant located in areas of water stress, provide the following information:

(i) **Name of the area**:

In FY 2023-24, there are 13 stress zones identified as per the above criteria. 29 TCS offices are located in these zones. List of the 13 stress zones is as below:

1.	Ambattur (1 TCS location)	8.	Anekal (1 TCS location)
2.	Bangalore (North) (1 TCS location)	9.	Bangalore (East) (8 TCS locations)
3.	Bisrakh (3 TCS locations)	10.	Gandhinagar (2 TCS locations)
4.	Gurgaon (4 TCS locations)	11.	Indore (1 TCS location)
5.	Karol Bagh (1 TCS location)	12.	Lucknow (1 TCS location)
6.	Serilingampally (4 TCS locations)	13.	Vadodara (1 TCS location)
7.	Varanasi (1 TCS location)		

(ii) **Nature of operations:** Software and IT operations

79 GRI 304-1
80 GRI 413-1, GRI 303-1
81 GRI 2-27
82 GRI 303-3, GRI 303-4, GRI 303-1, GRI 303-2, GRI 303-5

(iii) **Water withdrawal, consumption and discharge in the following format:**

Parameter	FY 2023-24	FY 2022-23*
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	69,057	43,320
(iii) Third party water	6,83,525	5,05,970
(iv) Seawater / desalinated water	-	-
(v) Others	1,013	610
Total volume of water withdrawal (in kilolitres)	**7,53,595**	**5,49,900**
Total volume of water consumption (in kilolitres)	**6,33,900**	**5,26,730**
Water intensity per rupee of turnover (Water consumed in KL/ turnover in INR)	0.00000026	0.00000023
Water discharge by destination and level of treatment (in kiloliters)		
(i) Into Surface water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) Into Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into Seawater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment Note: Wastewater sent for municipal treatment	27,118	20,150
- With treatment – please specify level of treatment Note: Tertiary treatment	92,577	3,020
(v) Others		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	**1,19,695**	**23,170**

*Data mentioned above is for TCS India operations

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. This data has been subject to independent assurance by KPMG

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format[83]:**

Parameter	Unit	FY 2023-24	FY 2022-23*
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 Equivalent	4,98,509	3,66,606
Category 1 – Purchased goods & services	tCO2e	14,457	2,515
Category 2 – Capital goods	tCO2e	20,299	18,549
Category 3 – Fuel and energy related activities (not included in Scope 1 or 2)	tCO2e	35,495	32,094
Category 4 – Upstream transportation and distribution	tCO2e	2,620	5,107
Category 5 – Waste generated in operations	tCO2e	1,179	1,070
Category 6 – Business travel	tCO2e	1,17,310	89,907
Category 7 – Employee commuting	tCO2e	3,07,149	2,17,364
Total Scope 3 emissions per rupee of turnover	tCO2e/rupee turnover	0.00000021	0.00000016
Total Scope 3 emission intensity (Optional) – the relevant metric may be selected by the entity	(tCO2e/Per FTE)	**0.79**	**0.60**

*Data excludes accounting for <2% headcount, where TCS does not have operational control.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. This data has been subject to independent assurance by KPMG

[83] GRI 305-3, GRI 305-4; There are some inclusions and modifications in estimating scope 3 carbon emissions during FY 2024 when compared to FY 2023. Scope 3 emissions:
Category 1 & 2: Emission factors (spend based) for purchased and capital goods are taken from the latest available US EPA (Supply Chain GHG Emission Factors for US Commodities and Industries v1.1.1) information for computer equipment, electrical equipment, office equipment, vehicles, and furniture items. The US EPA emission factors for categories 1 & 2 were adopted in FY23 and used in FY24 as well. There is a significant increase in Category 1 due to a new contract. Increase in category 2 is due to Return to Office (RTO)
Category 3: The well to tank (WTT) emissions from the fuel used in stationary and mobile combustion such as diesel in DG sets and owned vehicles, LPG or PNG in cafeteria, natural gas for space heating/ cooling, fuel used in hired vehicles (cabs/ buses) are included in this category since FY 2023 and the same has been continued in FY2024 as well. There is an increase in emissions due to use of IEA emission factors for WTT and T&D in FY24. In FY23 the Company had used the DEFRA emission factors.
Category 4: Until FY 2022, TCS had included only emissions from transportation of IT assets considering its relative significance compared to other supplies. While the Company continues to capture emissions from transportation of IT assets based on spend based emission factors, emissions related to transportation of non-IT supplies were included. The non – IT supplies covered to estimate category 4 emissions include cafeteria/ canteen supplies, water supplies through tankers, housekeeping material, and other stationary supplies. Emission factors are taken from DEFRA 2023 for the transport emissions based on vehicle type and weight. There is a significant decrease in this category as the actual data were taken from the locations in FY24 compared to FY23 which was based on pilot study at few locations. The Company has also moved the waste disposal related transport emissions from Category 4 to 5 in FY24. .
Category 5: No change in approach in FY 2024. The emissions are based on disposal mechanisms (e.g., recycling, reuse, landfill) for different categories of waste (plastic, metal, e-waste, batteries, food waste, garden waste etc.,) and have been computed based on emission factors from DEFRA 2023. Slight increase in emission due to increased RTO and also due to inclusion of waste disposal related transportation under this category.
Category 6: In FY 2022, business travel included emissions from air and rail. In FY 2023 and FY 2024, business travel emissions also include hotel stays at various geographies during business travel. Relevant emission factors are taken from DEFRA 2023. There is an increase in emissions due to increase in business travel and accommodation due to resumption and RTO.
Category 7: In FY 2024, the employee commute related carbon emission includes those from TCS hired vehicles for transport of employees, personal employee commute, public employee commute & work from home (WFH) emissions. There is an increase in employee commute due to RTO in FY 2023-24 compared to previous year.

3. **With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities[84].**

S/N	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
	Chandaka Wildlife sanctuary authority has developed the trench followed by 5 feet wall with fencing along the border of the sanctuary so that the possibility of elephants crossing the trench is eliminated hence, any impact of TCS operations on wildlife is not expected. However, TCS has undertaken following initiatives: • Minimizing light pollution around the wildlife sanctuary • Internal initiatives within its campus towards biodiversity conservation and enhancement • Internal initiatives towards water and waste management	• Installation of inward facing low intensity peripheral lights • Plantation of native/ indigenous plants, medicinal and spice garden, butterfly garden • Provision of organic waste technologies- Vermicomposting and organic waste converter • Provision of rainwater harvesting structure and sewage treatment plant (STP)	• Inward direction peripheral lights of low intensity to avoid any impact on wildlife movement. High mast lights in TCS parking area are switched off after 11 pm. • Protection of native/medicinal, plant species as well as butterfly species. • Garden and food waste vermicomposting and organic waste composting technology has been installed to generate organic manure and it is reused for landscaping. • 100% treatment and recycling of wastewater inside the premises. • Groundwater recharging pits for enriching the water table.

As a proactive initiative, TCS has included 'Urban Biodiversity' conservation as an integral part of TCS Environmental Sustainability Policy and its long-term plan for sustainable development. Biodiversity action plan is implemented across 18 TCS campuses in India to conserve and enhance urban biodiversity. Biodiversity mapping for various flora and fauna species is conducted on an annual basis. TCS campuses across India are home to over 600+ flora species and 200+ fauna species.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

S/N	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	HVAC energy efficiency projects	• Energy efficient AHU's • VRF systems for 24x7 systems on variable load	2.83 Mn kWh energy savings
2	UPS based energy efficiency projects	• UPS consolidation and Modular UPS	0.801 Mn kWh energy savings
3	Energy efficiency due to green buildings	• Roof Underdeck Insulation • Roof tiling to increase SRI (solar reflective index) • CTI Certified Cooling Towers • Renewable Energy use • LED luminaires Note : the above list is indicatively only	6.63 Mn kWh energy savings
4	Energy Monitoring and Analytics (Clever Energy + Resource Optimization Center)	• Set Point modulation • Equipment Schedule Change • Operational Optimization • Alert based Monitoring	6.04 Mn kWh avoided energy consumption.

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

The business continuity and disaster management function in TCS supports the strategic objective of the organization, protects business interest, and proactively strengthens the organization's ability to effectively respond to internal and external threats and enable seamless, continued delivery of critical business operations, in the event of any disruption. The end-to-end framework is effectively managed through defined policy, procedures, guidelines and through in-house developed tools that support planning and communication with all stakeholders. The framework is fully compliant and certified to ISO 22301:2019, CMMI-SVC and is integrated with TCS quality management system for consistent deployment across the organization.

84 GRI 304-2, GRI 304-3

TCS has Emergency Preparedness Plans (EPP) for disasters such as earthquake, floods, cyclones etc in its internal portal. The plan outlays the responsibilities of action owners, plan description including precautions to be taken, evacuation procedures and post incident action plan which would need to be followed at locations facing the emergency scenario.

TCS' Business Continuity Plans, One for Every Customer Relationship are aligned to their customer requirements and then for all enabling functions (Like Admin, IS, HR etc.) are covered within Region (Branch), Global Delivery Centre and for the horizontal functions like (Corporate IS function). Each of them maintain their BCP plans aligned to their scope and holistic logical assimilation of all these are TCS Level Business continuity plans.

TCS' Business Continuity Management (BCM) framework ensures that respective owners consider all contractual/ regulatory requirements, scope of services, demographics of operations, interdependencies of services and underlying assets, identifies business impact of loss/ interruption or disruption, and determines appropriate continuity strategy for the same. The associated potential risks are identified, assessed and appropriate response is devised to handle respective risks. Based on inputs, detailed plan is drafted outlaying the responsibilities for action owner to respond during any unforeseen eventualities for Site level outages and city level outages (resulting from an earthquakes, floods, cyclones or pandemic level impacts). All these plans are subjected to periodic testing to ascertain the realistic applicability of the plan. Also, there are provisions to capture precautions taken, evacuation procedures and post incident action plan which enables the continual learnings and incorporating the improvements and enhancing the process maturity as a continued process.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard[85].**

   No significant adverse impact envisaged from TCS' value chain.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts[86].**

   TCS launched its Supplier Sustainability Assessment Platform during FY 2022-23. This year 17% of value chain partners (by spend) for sustainability criteria was successfully assessed. Through this platform, TCS will continue to engage its suppliers on sustainability assessments, training and awareness to help them improve their sustainability performance.

PRINCIPLE 7 : Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/ associations[87]**

   TCS is associated with various leading trade bodies/ industry chambers/ associations in India. All these associations have a PAN-India presence and work in close collaboration with governments- central and state. In addition, TCS collaborates with bilateral/ multilateral international chambers, based out of India, on multiple technology and trade related matters.

   b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to[87]**

S/N	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	National Association of Software and Service Companies (NASSCOM)	National
2	Confederation of Indian Industry (CII)	National
3	Federation of Indian Chambers of Commerce & Industry (FICCI)	National
4	Associated Chambers of Commerce & Industry of India (ASSOCHAM)	National
5	Public Affairs Forum of India (PAFI)	National
6	The Institute of Management Consultants of India (IMCI)	National
7	Telecom Equipment and Services Export Promotion Council (TEPC)	National
8	Indo American Chamber of Commerce (IACC)	National
9	Bombay Chamber of Commerce (BCCI)	National
10	IMC Chamber of Commerce and Industry	National

85 GRI 308-2
86 GRI 308-1, GRI 308-2
87 GRI 2-28

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities**

Name of authority	Brief of the case	Corrective action taken
	NA	

Leadership Indicators

1. **Details of public policy positions advocated by the entity:**

S/N	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
1	SEZ notification regarding Rule 43A: 'Work from Home' has been replaced by 'Hybrid Working' and further, the notification reiterates at 13 (b) that employer retains the right to choose the place of work for the specified duration	• Industry meetings with Ministry of Electronics and Information & Technology (MeitY), Department of Commerce, Ministry of Finance (MoF) • Participation in round tables discussions and consultations organized by industry associations such as CII, FICCI, NASSCOM • Recommendations submitted to relevant government departments, trade associations on request	Yes	As and when required	https://www.tcs.com/investorrelations/publicpolicy-positionsdetails
2	Digital Personal Data Protection Act, 2023 (DPDP Act): DPDP Act was passed in both houses of the Parliament and ratified as a law by the president in August 2023. In the absence of administrative rules under the Act, the law is still not operational. Recommendations on transitional period for implementation of the DPDP Act	• Participated in the consultation process facilitated by MeitY • Submitted recommendations on transitional period for implementation of the DPDP Act	Partially	As and when required	
3	Amendment in SEZ Rules to allow developer of IT/ITeS SEZ to demarcate a portion of built-up area of IT/ITeS SEZ as domestic tariff area	• Industry meetings with Ministry of Electronics and Information & Technology (MeitY), Department of Commerce, Ministry of Finance (MoF) • Participation in round tables discussions and consultations organized by industry associations such as CII, FICCI, NASSCOM • Recommendations submitted to relevant government departments, trade associations on request	Yes	As and when required	

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year[88].**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
NA					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

S/N	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
NA						

3. **Describe the mechanisms to receive and redress grievances of the community[89].**

The TCS culture empowers communities and encourages open communication of concerns and grievances through various channels. In addition, individual regional leaders are connected at ground level and provide feedback from time to time. TCS sustainability policies available on the website details how it is documented, evaluated and addresses various stakeholder feedback, concerns and grievances. TCS monitors and evaluate its programs through a professionally designed ROI framework: i)'R'- Reach- Reach is the number of direct beneficiaries reached through a program/ initiative ii)'O'- Outcome- Outcome is linked to the program and indicates intended result(s) of the program iii)'I'- Impact- Impact refers to shifts in Mental, Socio-Cultural, Physical, Economic and Political spaces in the life of a beneficiary. Post program implementation, surveys and questionnaires capture the feedback which is duly implemented.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers[90]**:

	FY 2023-24 (%)	FY 2022-23 (%)
Directly sourced from MSMEs / small producers*	6.0	4.1
Sourced directly from within India	33.5	26.4

*Restated due to change in approach to ensure comparability of information disclosed. In FY 2022-23, the total purchases were considered for TCS Limited branches (India), however, in FY 2023-24 total purchases were considered for TCS Limited branches (India and Overseas), including its Indian subsidiaries.

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY 2023-24 (%)	FY 2022-23 (%)
Rural	0.0	0.0
Semi-Urban	0.0	0.0
Urban	4.7	4.4
Metropolitan	95.3	95.6

(Places are categorized as per RBI Classification System- rural / semi-urban / urban / metropolitan)

- Numbers mentioned above are specific to India geography.
- Classification is based on the RBI Guidelines and Census 2011. As per the latest census all urban would be classified as Metropolitan based on the population index.

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action plan
NA	

88 GRI 413-1
89 GRI 2-16, GRI 2-25, GRI 2-26, GRI 413-1
90 GRI 204-1

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

S/N	Program	State	Aspirational District	Amount spent (in ₹ crore)
1	Youth Employment Program (YEP)	West Bengal, Gujarat, Maharashtra, Mizoram, Kerala, Haryana, Punjab, Andhra Pradesh, Madhya Pradesh, Odisha, Karnataka, Jammu and Kashmir, Uttar Pradesh, Chhattisgarh, Telangana, Bihar, Assam, Uttarakhand, Tamil Nadu, Manipur, Dadra and Nagar Haveli and Daman And Diu, Jharkhand, Nagaland, Meghalaya, Rajasthan, Puducherry, Ladakh, Himachal Pradesh, Arunachal Pradesh, Delhi, Goa	Baramulla, Bastar, Bhadradri Kothagudem, Dahod, Dhenkanal, Dumka, East Singhbum, Ferozepur, Gadchiroli, Gajapati, Goalpara, Haridwar, Namsai, Nandurbar, Osmanabad, Pakur, Purnia, Raichur, Rajnandgaon, Ramanathapuram, Ramgarh, Ranchi, Ri Bhoi, Sahebganj, Siddharth Nagar, Sonbhadra, Vidisha, Virudhunagar, Visakhapatanam, Vizianagaram, Warangal, Wayanad, West Singhbhum, Y.S.R., Yadgir	3.3
2	BridgeIT	West Bengal, Mizoram, Haryana, Rajasthan, Madhya Pradesh, Odisha, Uttar Pradesh, Jharkhand, Bihar, Karnataka	Chhatarpur, Dholpur, Gajapati, Latehar, Lohardaga, Muzaffarpur, Nawada, Raichur, Ramgarh, Ranchi, Rayagada, Yadgir	1.9
3	Literacy as a Service (LaaS)	Madhya Pradesh, Odisha, West Bengal, Uttar Pradesh, Gujarat, Maharashtra, Haryana, Punjab, Delhi	Chandauli, Dahod	0.9
4	Go Innovate Together (goIT)	Uttar Pradesh, Gujarat, Andhra Pradesh, Jharkhand, Madhya Pradesh, Ladakh, West Bengal, Bihar	Bahraich, Balrampur, Chandauli, Chitrakoot, East Singhbum, Fatehpur, Shravasti, Siddharth Nagar, Sonbhadra, Visakhapatanam, Y.S.R.	0.8
5	Ignite My Future (IMF)	West Bengal, Uttar Pradesh, Gujarat, Maharashtra, Uttarakhand, Andhra Pradesh, Chhattisgarh, Karnataka, Madhya Pradesh, Telangana, Himachal Pradesh, Tamil Nadu, Odisha, Dadra and Nagar Haveli and Daman and Diu, Rajasthan, Jharkhand, Kerala, Bihar, Haryana, Punjab, Delhi	Bahraich, Balrampur, Bhadradri Kothagudem, Chandauli, Chitrakoot, Dahod, Dhenkanal, East Singhbum, Fatehpur, Gadchiroli, Gaya, Gumla, Kanker, Karauli, Kondagaon, Mahasamund, Muzaffarpur, Narmada, Osmanabad, Raichur, Shravasti, Siddharth Nagar, Sonbhadra, Sukma, Udam Singh Nagar, Vidisha, Visakhapatanam, Vizianagaram, West Singhbhum, Y.S.R.	0.6

- The amount mentioned above is for the entire program across all districts (not only the aspirational ones).

3. a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**

While procuring goods/services from MSME vendors, TCS treats MSME vendors at par with non MSME vendors. However, TCS follows preferential payment norms for MSME vendors.

b) **From which marginalized /vulnerable groups do you procure?**

Vendors qualified as MSME by Government agency.

c) **What percentage of total procurement (by value) does it constitute?**

Please refer to answer for Q.4 in Principle 8, Essential indicators.

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

S/N	Intellectual Property based on traditonal knowledge	Owned / Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating Benefit share
NA				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the case	Corrective action taken
NA		

6. **Details of beneficiaries of CSR Projects**:

S/N	CSR Project	No. of persons benefited from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1	Youth Employment Program (YEP)	23,297	49
2	BridgeIT	3,12,523	88
3	Literacy as a Service (LaaS)	20,342	99
4	Go Innovate Together (goIT)	1,21,648	76
5	Ignite My Future (IMF)	3,19,175	64

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback**[91].

TCS' customers are large enterprises, typically Fortune 1000 or Global 2000 corporations. They are provided with multiple mechanisms to report complaints or feedback.

Each customer concern is addressed with utmost care at all levels. TCS teams acknowledge, analyze the incidents and develop an action plan to resolve it. The team engages with the customer to validate the action plan and regularly updates customers about the progress of action planned.

TCS has a structured approach to receive feedback from customers periodically. Such feedback is analyzed for improvements and action plans are implemented to ensure utmost customer satisfaction.

For privacy specific complaints, they can also raise incidents with TCS' Data Protection or Privacy Officers. The contact details of the data protection and privacy officers are available at https://www.tcs.com/who-we-are/legal/privacy-policy-commitment or as otherwise notified to the customers from time to time.

2. **Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	
Recycling and/or safe disposal	

[91] GRI 2-16, GRI 2-25, GRI 2-26

3. **Number of consumer complaints in respect of the following:**

	FY 2023-24		Remarks	FY 2022-23		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	24	0	TCS treats customers as consumers. These complaints pertain to accidental data sharing with unintended recipients	19	5	TCS treats customers as consumers. These complaints pertain to accidental data sharing with unintended recipients
Advertising	NA					
Cyber-security	NIL					
Delivery of essential services	NIL					
Restrictive Trade Practices	NIL					
Unfair Trade Practices	NIL					

4. **Details of instances of product recalls on account of safety issues:**

NA

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy[92].**

TCS has Information Security policy covering cybersecurity and is approved by top management. Policy is available at TCS website. https://www.tcs.com/who-we-are/legal/security-policy

TCS has deployed cybersecurity framework which is aligned with NIST Cybersecurity Framework[93]

From data privacy aspects, TCS' commitment to privacy is espoused in TCS Global Privacy Policy. This is accessible at https://www.tcs.com/privacy-policy-commitment. TCS has defined and implemented a Global Privacy policy that is applicable to all its legal entities, branches, lines of businesses, and functions. The global privacy policy is a "gold standard of privacy" addressing applicable privacy regulations and based on inputs from industry bodies dealing with privacy. The Global Privacy policy covers all stakeholders across the value chain including – employees (full-time and contractual), customers, partners, vendors/ suppliers, and any other stakeholder whose Personal Data is processed. All third parties (vendors/suppliers) are engaged / contracted with adequate due diligence, and commitment towards privacy obligations.

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

NIL

7. **Provide the following information relating to data breaches:**

   a. **Number of instances of data breaches**

   NIL

   b. **Percentage of data breaches involving personally identifiable information of customers**

   As a data fiduciary, TCS has not had any data breach incidents involving personally identifiable information of customers in FY 2023-24.

   c. **Impact, if any, of the data breaches**

   NA

92 GRI 2-23

93 National Institute of Standards and Technology (NIST) CSF is Cybersecurity framework published by NIST (Standards Institute in USA) which enables organization to improve Cybersecurity for its critical infrastructure.

Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**
   www.tcs.com

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services**.

   NA

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   Each customer relationship in TCS has a business continuity mechanism to handle any disruption of services/products and a suitable communication plan.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/ Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

   NA

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Independent Practitioners' Reasonable Assurance Report

To the Directors of Tata Consultancy Services Limited

Assurance report on the sustainability disclosures in the Business Responsibility and Sustainability Reporting (BRSR) Core Format [1] (called 'Identified Sustainability Information' (ISI) of Tata Consultancy Services Limited (the 'Company') for the period from 1 April 2023 to 31 March 2024. The ISI is included in the Business Responsibility and Sustainability Reporting of the Company for the period from 1 April 2023 to 31 March 2024.

Opinion

We have performed a reasonable assurance engagement on whether the Company's sustainability disclosures in the BRSR Core Format (refer to Annexure 1) for the period from 1 April 2023 to 31 March 2024 has been prepared in accordance with the reporting criteria (refer table below).

Identified Sustainability Information (ISI) subject to assurance	Period subject to assurance	Page number in the Annual Report	Reporting criteria
BRSR Core (refer Annexure 1)	From 1 April 2023 to 31 March 2024	127 to 166	- *Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR)* - *Guidance notes for BRSR format issued by SEBI* - *World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards)*

This engagement was conducted by a multidisciplinary team including assurance practitioners, engineers and environmental and social professionals.

[1] *Notified by SEBI vide circular number* ***SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated 12 July 2023***

In our opinion, the company's Identified Sustainability Information *on* pages 127 to 166 of the Annual Report for the period 1 April 2023 to 31 March 2024, subject to reasonable assurance is prepared, in all material respects, in accordance with the *Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) and basis of preparation set out in page 128 Section A: General Disclosures 13 of the Integrated Annual Report.*

We do not express an assurance opinion on information in respect of any other information included in the Integrated Annual Report 2024 or linked from the Sustainability Information or from the Integrated Annual Report 2023, including any images, audio files or embedded videos.

Basis for opinion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under those standards are further described in the "Our responsibilities" section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Additionally, we have performed a limited assurance engagement on select BRSR and GRI indicators and issued an independent assurance report on 08 May 2024.

Our report thereon is included with the other information.

Our reasonable assurance opinion on the ISI does not extend to other information that accompanies or contains the 'ISI and our assurance report' (hereafter referred to as "other information"). We have read the other information, but we have not performed any procedures with respect to the other information.

Other matter

Select BRSR Core attributes of the Company for the year ended 31 March 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion on 09 June 2023.

Our opinion is not modified in respect of this matter.

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Intended use or purpose

The ISI and our reasonable assurance report are intended for users who have reasonable knowledge of the BRSR Core attributes, the reporting criteria and ISI and who have read the information in the ISI with reasonable diligence and understand that the ISI is prepared and assured at appropriate levels of materiality.

Our opinion is not modified in respect of this matter.

Responsibilities for the identified Sustainability Information (ISI)

The *management of* the Company acknowledge and understand their responsibility for:

- designing, implementing and maintaining internal controls relevant to the preparation of the ISI that is free from material misstatement, whether due to fraud or error;
- selecting or establishing suitable criteria for preparing the ISI, taking into account applicable laws and regulations, if any, related to reporting on the ISI, identification of key aspects, engagement with stakeholders, content, preparation and presentation of the ISI in accordance with the reporting criteria;
- disclosure of the applicable criteria used for preparation of the ISI in the relevant report/statement;
- preparing/properly calculating the ISI in accordance with the reporting criteria; and
- ensuring the reporting criteria is available for the intended users with relevant explanation;
- establishing targets, goals and other performance measures, and implementing actions to achieve such targets, goals and performance measures;
- responsible for providing the details of the management personnel who takes ownership of the ISI disclosed in the report;
- ensuring compliance with law, regulation or applicable contracts;
- making judgments and estimates that are reasonable in the circumstances;
- identifying and describing any inherent limitations in the measurement or evaluation of information subject to assurance in accordance with the reporting criteria;
- preventing and detecting fraud;
- selecting the content of the ISI, including identifying and engaging with intended users to understand their information needs;
- informing us of other information that will be included with the ISI;
- supervision of other staff involved in the preparation of the ISI

Those charged with governance are responsible for overseeing the reporting process for the Company's ISI.

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Inherent limitations in preparing the ISI

The preparation of the company's BRSR information requires the management to establish or interpret the criteria, make determinations about the relevancy of information to be included, and make estimates and assumptions that affect the reported information.

Measurement of certain amounts and BRSR Core metrics, some of which are estimates, is subject to substantial inherent measurement uncertainty, for example, GHG emissions, water footprint, energy footprint. Obtaining sufficient appropriate evidence to support our opinion does not reduce the uncertainty in the amounts and metrics.

Our responsibilities

We are responsible for:

- Planning and performing the engagement to obtain reasonable assurance on the sustainability disclosures in the BRSR Core are free from material misstatement, whether due to fraud or error, in accordance with the Reporting Criteria in line with the section above.
- Forming an independent opinion, based on the procedures we have performed and the evidence we have obtained, and
- Reporting our reasonable assurance opinion to the Directors of Tata Consultancy Services Limited.

Exclusions

Our assurance scope excludes the following and therefore we will not express a opinion on the same:

- Operations of the Company other than those mentioned in the "Scope of Assurance".
- Aspects of the BRSR and the data/information (qualitative or quantitative) other than the ISI.
- Data and information outside the defined reporting period i.e., from 1 April 2023 to 31 March 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

Summary of the work we performed as the basis for our opinion

We exercised professional judgment and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence that is sufficient and appropriate to provide a basis for our reasonable assurance opinion.

Reasonable assurance opinion

The nature, timing, and extent of the procedures selected depended on our judgment, including an assessment of the risks of material misstatement of the information subject to reasonable assurance, whether due to fraud or error. We identified and assessed the risks of material misstatement through understanding the Information subject to reasonable assurance and the engagement circumstances. We also obtained an understanding of the internal control relevant to the information subject to reasonable assurance in order to

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design procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of internal controls. In carrying out our engagement, we:

- assessed the suitability of the criteria used by the company in preparing the reasonable assurance information;
- evaluated the appropriateness of reporting policies, quantification methods and models used in the preparation of the information subject to reasonable assurance and the reasonableness of estimates made by the company; and
- evaluated the overall presentation of the information subject to reasonable assurance.

Shivananda Shetty
Partner

KPMG Assurance and Consulting Services LLP

Date: 08 May 2024

Place: Mumbai

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Appendix – 1

BRSR Core attributes

BRSR Indicator	Type of Assurance
P6 E1- Details of total energy consumption (in Joules or multiples)	Reasonable
P6 E1- Details of total energy intensity	Reasonable
P6 E3- Provide details of water withdrawal by source	Reasonable
P6 E4- Provide details of water discharged	Reasonable
P6 E3- Provide details of water consumption	Reasonable
P6 E7- Provide details of greenhouse gas emissions (Scope 1)	Reasonable
P6 E7- Provide details of greenhouse gas emissions (Scope 2)	Reasonable
P6 E7 - Provide details of greenhouse gas emissions (Scope 1 and Scope 2) intensity	Reasonable
P6 E9- Provide details related to waste generated by category of waste	Reasonable
P6 E9 - Provide details related to waste recovered through recycling, re-using or other recovery operations	Reasonable
P6 E9- Provide details related to waste disposed by nature of disposal method	Reasonable
P3 E11-Details of safety related incidents including lost time injury frequency rate, recordable work-related injuries, no. of fatalities	Reasonable
P9 E7- Instances involving loss/breach of data of customers as a percentage of total data breaches or cyber security events	Reasonable
P5 E7- Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, including complaints reported, complaints as a % of female employees, and complaints upheld	Reasonable
P1 E9-Concentration of purchases & sales done with trading houses, dealers, and related parties Loans and advances & investments with related parties	Reasonable
P1 E8- Number of days of accounts payable	Reasonable
P8 E5- Job creation in smaller towns	Reasonable
P3 E1c- Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company	Reasonable
P5 E3b- Gross wages paid to females as % of wages paid	Reasonable
P8 E4 - Input material sourced from following sources as % of total purchases – Directly sourced from MSMEs/ small producers and from within India	Reasonable

Consolidated Financial Statements

Independent Auditor's Report

To the Members of
Tata Consultancy Services Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Tata Consultancy Services Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2024, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2024, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matter(s)

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue recognition– Fixed price contracts where revenue is recognized using percentage of completion method	
See Note 5(a) and Note 12 to consolidated financial statements	
The key audit matter	**How the matter was addressed in our audit**
The Group inter alia engages in Fixed-price contracts, wherein, revenue is recognized using the percentage of completion computed as per the input method based on the Group's estimate of contract costs. We identified revenue recognition of fixed price contracts where the percentage of completion is used as a key audit matter since- • there is an inherent risk and presumed fraud risk around the accuracy and existence of revenues recognised considering the customised and complex nature of these contracts and significant inputs of IT systems	Our audit procedures included the following: • Obtained an understanding of the systems, processes and controls implemented by the Group for recording and computing revenue and the associated contract assets, unearned and deferred revenue balances. • Involvement of our Information technology('IT') specialists, as required: ➢ Assessed the IT environment in which the business systems operate and tested system controls over computation of revenue recognised; ➢ Tested the IT controls over appropriateness of cost and revenue reports generated by the system;

The key audit matter	How the matter was addressed in our audit
• application of revenue recognition accounting standard (Ind AS 115, Revenue from Contracts with customers) is complex and involves a number of key judgments and estimates in mainly identifying performance obligations, related transaction price and estimating the future cost-to- completion of these contracts, which is used to determine the percentage of completion of the relevant performance obligation; • these contracts may involve onerous obligations which requires critical assessment of foreseeable losses to be made by the Group; and • at year-end, significant amount of work in progress (Contract assets), related to these contracts are recognised on the balance sheet.	➢ Tested the controls pertaining to allocation of resources and budgeting systems which prevent the unauthorized recording/ changes to costs incurred; and ➢ Tested on a random sampling basis the controls relating to the estimation of contract costs required to complete the respective projects. • On selected specific and statistical samples of contracts, we tested that the revenue recognized is in accordance with the revenue recognition accounting standard including – ➢ Evaluated the identification of performance obligations and the ascribed transaction price; ➢ For testing the Group's computation of the estimation of contract costs and onerous obligations, if any. We: • assessed that the estimates of costs to complete were reviewed and approved by appropriate designated management personnel; • performed a retrospective analysis of costs incurred with estimated costs to identify significant variations and challenged whether those variations are required to be considered in estimating the remaining costs to complete the contract; • assessed the appropriateness of work in progress (contract assets) on balance sheet date by evaluating the underlying documentation to identify possible changes in estimated costs to complete the remaining performance obligations; and • inspected underlying documents and performed analytics to determine reasonableness of contract costs.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual report, but does not include the financial statements and auditor's reports thereon. The Holding Company's Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Holding Company and such other companies included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. A. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books except for the matters stated in paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors of the Holding Company as on 1 April 2024 to 10 April 2024 taken on record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiaries which are incorporated in India, as on 31 March 2024 to 10 April 2024, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.

B. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2024 on the consolidated financial position of the Group. Refer income tax liabilities disclosed in the consolidated balance sheet along with Note 20 to the consolidated financial statements.

b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2024.

c. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2024. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India during the year ended 31 March 2024.

d. (i) The management of the Holding Company represented that, to the best of their knowledge and belief, as disclosed in the Note 23 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of its subsidiary companies incorporated in India to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of its subsidiary companies incorporated in India (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management of the Holding Company represented that, to the best of their knowledge and belief, as disclosed in the Note 23 to the consolidated financial statements, no funds have been received by the Holding Company or any of its subsidiary companies incorporated in India from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of its subsidiary companies incorporated in India shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The interim dividend declared and paid by the Holding Company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

The final dividend paid by the Holding Company and its subsidiary companies incorporated in India during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 30 to the financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, and as communicated by the respective auditor of three subsidiaries, except for the instances mentioned below, the Holding Company and its subsidiary companies incorporated in India have used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:

i. In case of the Holding Company and its three subsidiary companies incorporated in India, the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting softwares used for maintaining the books of account relating to payroll and certain non-editable fields/ tables of the accounting software used for maintaining general ledger.

ii. In case of the Holding Company, the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of account relating to consolidation.

iii. In case of the Holding Company and its three subsidiary companies incorporated in India, the feature of recording audit trail (edit log) facility was not enabled at the application layer of the accounting softwares relating to revenue, trade receivables and general ledger for the period 1 April 2023 to 13 November 2023 and relating to property, plant and equipment for the period 1 April 2023 to 14 December 2023. Further, in case of a subsidiary incorporated in India, the feature of recording audit trail (edit log) facility was not enabled at the application layer of the accounting software relating to payroll for the period 1 April 2023 to 15 February 2024.

iv. In case of a subsidiary incorporated in India, as communicated by the auditor of such subsidiary, the feature of recording audit trail (edit log) facility of the accounting software used for maintaining general ledger was not enabled for the period 1 April 2023 to 30 April 2023.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting softwares, we did not come across any instance of the audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company is not in excess of the limit laid down under Section 197 of the Act. The subsidiary companies incorporated in India have not paid any remuneration to its directors during the year. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154
ICAI UDIN: 24060154BKFDHA1961

Place : Mumbai
Date : 12 April 2024

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Tata Consultancy Services Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(xxi) In our opinion and according to the information and explanations given to us, the Companies (Auditor's Report) Order, 2020 of the Holding Company did not include any unfavourable answers or qualifications or adverse remarks. In respect of the following entities the CARO report relating to them has not been issued by its auditor till the date of principal auditor's report:

Name of the Subsidiaries	CIN
MP Online Limited	U72400MP2006PLC018777
APT Online Limited	U75142TG2002PLC039671
C-Edge Technologies Limited	U72900MH2006PLC159038
Mahaonline Limited	U72900MH2010PLC206026
TCS e-Serve International Limited	U72300MH2007PLC240002

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154
ICAI UDIN: 24060154BKFDHA1961

Place : Mumbai
Date : 12 April 2024

Annexure B to the Independent Auditor's Report on the Consolidated Financial Statements of Tata Consultancy Services Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2A(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of Tata Consultancy Services Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Companies Act 2013, which are its subsidiary companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154
ICAI UDIN: 24060154BKFDHA1961

Place : Mumbai
Date : 12 April 2024

Consolidated Balance Sheet

(₹ crore)

	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	10(a)	9,376	10,230
Capital work-in-progress	10(a)	1,564	1,234
Right-of-use assets	9	7,886	7,560
Goodwill	10(b)	1,832	1,858
Other intangible assets	10(c)	510	867
Financial assets			
Investments	8(a)	281	266
Trade receivables			
Billed	8(b)	127	149
Unbilled		16	199
Loans	8(e)	2	173
Other financial assets	8(f)	3,272	2,149
Deferred tax assets (net)	17	3,403	3,307
Income tax assets (net)		1,600	2,583
Other assets	10(d)	3,596	2,806
Total non-current assets		**33,465**	**33,381**
Current assets			
Inventories	10(e)	28	28
Financial assets			
Investments	8(a)	31,481	36,897
Trade receivables			
Billed	8(b)	44,434	41,049
Unbilled		9,143	8,905
Cash and cash equivalents	8(c)	9,016	7,123
Other balances with banks	8(d)	4,270	3,909
Loans	8(e)	491	1,325
Other financial assets	8(f)	1,703	1,319
Income tax assets (net)		151	8
Other assets	10(d)	12,267	9,707
Total current assets		**1,12,984**	**1,10,270**
TOTAL ASSETS		**1,46,449**	**1,43,651**
EQUITY AND LIABILITIES			
Equity			
Share capital	8(m)	362	366
Other equity		90,127	90,058
Equity attributable to shareholders of the Company		**90,489**	**90,424**
Non-controlling interests		830	782
Total equity		**91,319**	**91,206**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities		6,516	6,203
Other financial liabilities	8(h)	365	353
Employee benefit obligations	14	686	536
Deferred tax liabilities (net)	17	977	792
Unearned and deferred revenue		482	1,003
Total non-current liabilities		**9,026**	**8,887**
Current liabilities			
Financial liabilities			
Lease liabilities		1,505	1,485
Trade payables	8(g)	9,981	10,515
Other financial liabilities	8(h)	8,362	9,068
Unearned and deferred revenue		3,640	3,843
Other liabilities	10(f)	6,524	4,892
Provisions	10(g)	140	345
Employee benefit obligations	14	4,519	4,065
Income tax liabilities (net)		11,433	9,345
Total current liabilities		**46,104**	**43,558**
TOTAL EQUITY AND LIABILITIES		**1,46,449**	**1,43,651**

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Consolidated Statement of Profit and Loss

(₹ crore)

	Note	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations	12	2,40,893	2,25,458
Other income	13	4,422	3,449
TOTAL INCOME		**2,45,315**	**2,28,907**
Expenses			
Employee benefit expenses	14	1,40,131	1,27,522
Cost of equipment and software licences	15(a)	3,702	1,881
Finance costs	16	778	779
Depreciation and amortisation expense		4,985	5,022
Other expenses	15(b)	32,764	36,796
TOTAL EXPENSES		**1,82,360**	**1,72,000**
PROFIT BEFORE EXCEPTIONAL ITEM AND TAX		62,955	56,907
Exceptional item			
Settlement of legal claim	20	958	-
PROFIT BEFORE TAX		**61,997**	**56,907**
Tax expense			
Current tax	17	15,864	14,757
Deferred tax	17	34	(153)
TOTAL TAX EXPENSE		**15,898**	**14,604**
PROFIT FOR THE YEAR		**46,099**	**42,303**
OTHER COMPREHENSIVE INCOME (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined employee benefit plans		(2)	350
Net change in fair values of investments in equity shares carried at fair value through OCI		(6)	(2)
Income tax on items that will not be reclassified subsequently to profit or loss		(11)	(75)
Items that will be reclassified subsequently to profit or loss			
Net change in fair values of investments other than equity shares carried at fair value through OCI		237	(679)
Net change in intrinsic value of derivatives designated as cash flow hedges		1	(25)
Net change in time value of derivatives designated as cash flow hedges		13	32
Exchange differences on translation of financial statements of foreign operations		44	655
Income tax on items that will be reclassified subsequently to profit or loss		(39)	236
TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES)		**237**	**492**
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**46,336**	**42,795**
Profit for the year attributable to:			
Shareholders of the Company		45,908	42,147
Non-controlling interests		191	156
		46,099	**42,303**
Other comprehensive income for the year attributable to:			
Shareholders of the Company		299	493
Non-controlling interests		(62)	(1)
		237	**492**
Total comprehensive income for the year attributable to:			
Shareholders of the Company		46,207	42,640
Non-controlling interests		129	155
		46,336	**42,795**
Earnings per equity share:- Basic and diluted (₹)	18	125.88	115.19
Weighted average number of equity shares		364,68,51,755	365,90,51,373

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Consolidated Statement of Changes in Equity

A. EQUITY SHARE CAPITAL

(₹ crore)

Balance as at April 1, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year*	Balance as at March 31, 2024
366	-	366	(4)	362

(₹ crore)

Balance as at April 1, 2022	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2022	Changes in equity share capital during the year	Balance as at March 31, 2023
366	-	366	-	366

*Refer note 8(m).

B. OTHER EQUITY

(₹ crore)

	Reserves and surplus					Items of other comprehensive income				Equity attributable to shareholders of the Company	Non-controlling interests	Total equity
	Capital reserve	Capital redemption reserve	Special Economic Zone re-investment reserve	Retained earnings	Statutory reserve	Investment revaluation reserve	Cash flow hedging reserve		Foreign currency translation reserve			
							Intrinsic value	Time value				
Balance as at April 1, 2023	**75**	**440**	**11,809**	**74,722**	**143**	**41**	**8**	**(28)**	**2,848**	**90,058**	**782**	**90,840**
Profit for the year	-	-	-	45,908	-	-	-	-	-	45,908	191	46,099
Other comprehensive income / (losses)	-	-	-	(13)	-	194	1	10	107	299	(62)	237
Total comprehensive income	**-**	**-**	**-**	**45,895**	**-**	**194**	**1**	**10**	**107**	**46,207**	**129**	**46,336**
Dividend	-	-	-	(25,137)	-	-	-	-	-	(25,137)	(81)	(25,218)
Expenses for buy-back of equity shares[1]	-	-	-	(46)	-	-	-	-	-	(46)	-	(46)
Tax on buy-back of equity shares[1]	-	-	-	(3,959)	-	-	-	-	-	(3,959)	-	(3,959)
Buy-back of equity shares[1]	-	4	-	(17,000)	-	-	-	-	-	(16,996)	-	(16,996)
Transfer to Special Economic Zone re-investment reserve	-	-	9,875	(9,875)	-	-	-	-	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	-	(5,450)	5,450	-	-	-	-	-	-	-	-
Transfer to reserves	-	-	-	(17)	17	-	-	-	-	-	-	-
Balance as at March 31, 2024	**75**	**444**	**16,234**	**70,033**	**160**	**235**	**9**	**(18)**	**2,955**	**90,127**	**830**	**90,957**
Balance as at April 1, 2022	**75**	**440**	**7,287**	**78,158**	**162**	**488**	**27**	**(53)**	**2,189**	**88,773**	**707**	**89,480**
Profit for the year	-	-	-	42,147	-	-	-	-	-	42,147	156	42,303
Other comprehensive income / (losses)	-	-	-	275	-	(447)	(19)	25	659	493	(1)	492
Total comprehensive income	**-**	**-**	**-**	**42,422**	**-**	**(447)**	**(19)**	**25**	**659**	**42,640**	**155**	**42,795**
Dividend	-	-	-	(41,347)	-	-	-	-	-	(41,347)	(63)	(41,410)
Purchase of non-controlling interests	-	-	-	(8)	-	-	-	-	-	(8)	(17)	(25)
Transfer to Special Economic Zone re-investment reserve	-	-	8,380	(8,380)	-	-	-	-	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	-	(3,858)	3,858	-	-	-	-	-	-	-	-
Transfer to reserves	-	-	-	19	(19)	-	-	-	-	-	-	-
Balance as at March 31, 2023	**75**	**440**	**11,809**	**74,722**	**143**	**41**	**8**	**(28)**	**2,848**	**90,058**	**782**	**90,840**

[1]Refer note 8(m).

Loss of ₹13 crore and gain of ₹275 crore on remeasurement of defined employee benefit plans (net of tax) is recognised as a part of retained earnings for the years ended March 31, 2024 and 2023, respectively.

Total equity (primarily retained earnings) includes ₹1,612 crore and ₹1,601 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

Nature and purpose of reserves

(a) Capital reserve
The Group recognises profit and loss on purchase, sale, issue or cancellation of the Group's own equity instruments to capital reserve.

(b) Capital redemption reserve
As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

(c) Special Economic Zone re-investment reserve
The Special Economic Zone (SEZ) re-investment reserve is created out of the profit of eligible SEZ units in terms of the provisions of section 10AA(1)(ii) of the Income-tax Act, 1961. The reserve will be utilised by the Group for acquiring new assets for the purpose of its business as per the terms of section 10AA(2) of Income-tax Act, 1961.

(d) Retained earnings
This reserve represents undistributed accumulated earnings of the Group as on the balance sheet date.

(e) Statutory reserve
Statutory reserves are created to adhere to requirements of applicable laws and will be utilised in accordance with the said laws.

(f) Investment revaluation reserve
This reserve represents the cumulative gains and losses arising on the revaluation of equity and debt instruments on the balance sheet date measured at fair value through other comprehensive income. The reserves accumulated will be reclassified to retained earnings and profit and loss respectively, when such instruments are disposed.

(g) Cash flow hedging reserve
The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

(h) Foreign currency translation reserve
The exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian Rupee is recognised in other comprehensive income and is presented within equity in the foreign currency translation reserve.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Consolidated Statement of Cash Flows

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the year	46,099	42,303
Adjustments for:		
Depreciation and amortisation expense	4,985	5,022
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	114	140
Tax expense	15,898	14,604
Net (gain) / loss on lease modification	(7)	2
Unrealised foreign exchange gain	(17)	(189)
Net gain on disposal of property, plant and equipment	(7)	(26)
Net gain on disposal / fair valuation of investments	(312)	(224)
Interest income	(3,781)	(3,248)
Dividend income	(41)	(15)
Finance costs	778	779
Operating profit before working capital changes	**63,709**	**59,148**
Net change in		
Inventories	-	(8)
Trade receivables		
Billed	(3,327)	(6,501)
Unbilled	(5)	(1,182)
Loans and other financial assets	(301)	261
Other assets	(3,160)	(25)
Trade payables	(632)	2,036
Unearned and deferred revenue	(740)	39
Other financial liabilities	(695)	1,417
Other liabilities and provisions	1,978	(254)
Cash generated from operations	**56,827**	**54,931**
Taxes paid (net of refunds)	(12,489)	(12,966)
Net cash generated from operating activities	**44,338**	**41,965**
CASH FLOWS FROM INVESTING ACTIVITIES		
Bank deposits placed	(9,471)	(4,548)
Inter-corporate deposits placed	-	(8,293)
Purchase of investments#	(141,011)	(129,745)
Payment for purchase of property, plant and equipment	(2,202)	(2,532)
Payment including advances for acquiring right-of-use assets	(30)	(213)
Payment for purchase of intangible assets	(442)	(355)
Proceeds from bank deposits	8,089	6,252
Proceeds from inter-corporate deposits	846	13,654
Proceeds from disposal / redemption of investments#	1,47,204	1,22,687
Proceeds from sub-lease receivable	3	2
Proceeds from disposal of property, plant and equipment	17	37

Consolidated Statement of Cash Flows

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Proceeds from disposal of intangible assets	7	-
Interest received	2,990	3,080
Dividend received	26	13
Net cash generated from investing activities	**6,026**	**39**
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of lease liabilities	(1,614)	(1,515)
Interest paid	(699)	(779)
Dividend paid	(25,137)	(41,347)
Dividend paid to non-controlling interests	(81)	(63)
Transfer of funds to buy-back escrow account	(425)	-
Transfer of funds from buy-back escrow account	425	18
Expenses for buy-back of equity shares (Refer note 8(m))	(46)	-
Tax on buy-back of equity shares (Refer note 8(m))	(3,959)	(4,192)
Buy-back of equity shares (Refer note 8(m))	(17,000)	-
Net cash used in financing activities	**(48,536)**	**(47,878)**
Net change in cash and cash equivalents	**1,828**	**(5,874)**
Cash and cash equivalents at the beginning of the year	7,123	12,488
Exchange difference on translation of foreign currency cash and cash equivalents	65	509
Cash and cash equivalents at the end of the year	**9,016**	**7,123**
Components of cash and cash equivalents		
Balances with banks		
In current accounts	2,804	2,114
In deposit accounts	6,212	4,999
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	10
	9,016	**7,123**

*Represents values less than ₹0.50 crore.

#Purchase of investments include ₹297 crore and ₹165 crore for the years ended March 31, 2024 and 2023, respectively, and proceeds from disposal / redemption of investments include ₹163 crore and ₹161 crore for the years ended March 31, 2024 and 2023, respectively, held by trusts and TCS Foundation held for specified purposes.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Notes forming part of Consolidated Financial Statements

1) Corporate information

Tata Consultancy Services Limited ("the Company") and its subsidiaries (collectively together with employee welfare trusts referred to as "the Group") provide IT services, consulting and business solutions and have been partnering with many of the world's largest businesses in their transformation journeys. The Group offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions. This is delivered through its unique Location-Independent Agile delivery model recognised as a benchmark of excellence in software development.

The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is TCS House, Raveline Street, Fort, Mumbai- 400001. As at March 31, 2024, Tata Sons Private Limited, the holding company owned 71.74% of the Company's equity share capital.

The Board of Directors approved the consolidated financial statements for the year ended March 31, 2024 and authorised for issue on April 12, 2024.

2) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

3) Basis of preparation

These consolidated financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortised cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Group has considered an operating cycle of 12 months.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated. The Group considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The functional currency of the Company and its Indian subsidiaries is the Indian Rupee (₹). The functional currency of foreign subsidiaries is the currency of the primary economic environment in which the entity operates. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The material accounting policy information related to preparation of the consolidated financial statements have been discussed in the respective notes.

4) Basis of consolidation

The Company consolidates all entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

The results of subsidiaries acquired, or sold, during the year are consolidated from the effective date of acquisition and up to the effective date of disposal, as appropriate.

The financial statements of the Group companies are consolidated on a line-by-line basis and all inter-company transactions, balances, income and expenses are eliminated in full on consolidation.

Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

Assets and liabilities of entities with functional currency other than the functional currency of the Company have been translated using exchange rates prevailing on the balance sheet date. Statement of profit and loss of such entities has been translated using weighted average exchange rates. Translation adjustments have been reported as foreign currency translation reserve in the statement of changes in equity. When a foreign operation is disposed off in its entirety or partially such that control, significant influence or joint control is lost, the cumulative

Notes forming part of Consolidated Financial Statements

amount of exchange differences related to that foreign operation recognised in OCI is reclassified to statement of profit and loss as part of the gain or loss on disposal.

5) Use of estimates and judgements

The preparation of consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Group to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of consolidated financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The Group uses the following critical accounting judgements, estimates and assumptions in preparation of its consolidated financial statements:

(a) Revenue recognition

Revenue for fixed-price contracts is recognised using percentage-of-completion method. The Group estimates the future cost-to-completion of the contracts which is used to determine degree of completion of the performance obligation.

The Group exercises judgement for identification of performance obligations, determination of transaction price, ascribing the transaction price to each distinct performance obligation and in determining whether the performance obligation is satisfied at a point in time or over a period of time. These judgements have been explained in detail under the revenue recognition note (Refer note 12).

(b) Useful lives of property, plant and equipment

The Group reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods (Refer note 10(a)).

(c) Impairment of goodwill

The Group estimates the value-in-use of the cash generating units (CGUs) based on the future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rates used for the CGUs represent the weighted average cost of capital based on the historical market returns of comparable companies (Refer note 10(b)).

(d) Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(e) Impairment of financial assets (other than at fair value)

Measurement of impairment of financial assets require use of estimates, which have been explained in the note on financial assets, financial liabilities and equity instruments, under impairment of financial assets (other than at fair value) (Refer note 8)).

(f) Provision for income tax and deferred tax assets

The Group uses judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

(g) Provisions and contingent liabilities

The Group estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Group uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

(h) Employee benefits

The accounting of employee benefit plans in the nature of defined benefit requires the Group to use assumptions. These assumptions have been explained under employee benefits note (Refer note 14).

Notes forming part of Consolidated Financial Statements

(i) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the noncancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the noncancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

6) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

7) Business combinations

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the consolidated statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity is recorded in shareholders' equity.

8) Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired.

Cash and cash equivalents

The Group considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Notes forming part of Consolidated Financial Statements

The Group has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in other comprehensive income.

Financial assets at fair value through profit or loss
Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

Financial liabilities
Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments
An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received net of direct issue cost.

Derivative accounting

- **Instruments in hedging relationship**
  The Group designates certain foreign exchange forward, currency options and futures contracts as hedge instruments in respect of foreign exchange risks. These hedges are accounted for as cash flow hedges.

  The Group uses hedging instruments that are governed by the financial risk management policy as approved by the Risk Management Committee. The policy provides principles on the use of such financial derivatives consistent with the risk management strategy of the company and its subsidiaries. While determining the appropriate hedge ratio, the Group takes into consideration the prevailing macro-economic conditions, the availability and liquidity of the hedging instruments, tolerance levels for hedge ineffectiveness and the costs of hedging. The hedging activities are reviewed by the Risk Management Committee every quarter and future course of action is determined.

  The hedge instruments are designated and documented as hedges at the inception of the contract. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at inception and on an ongoing basis. If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified in net foreign exchange gains in the statement of profit and loss.

  The effective portion of change in the fair value of the designated hedging instrument is recognised in the other comprehensive income and accumulated under the heading cash flow hedging reserve.

  The Group separates the intrinsic value and time value of an option and designates as hedging instruments only the change in intrinsic value of the option. The change in fair value of the intrinsic value and time value of an option is recognised in the other comprehensive income and accounted as a separate component of equity. Such amounts are reclassified into the statement of profit and loss when the related hedged items affect profit and loss.

  Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity till that time remains and is recognised in statement of profit and loss when the forecasted transaction ultimately affects profit and loss. Any gain or loss is recognised immediately in the statement of profit and loss when the hedge becomes ineffective.

- **Instruments not in hedging relationship**
  The Group enters into contracts that are effective as hedges from an economic perspective, but they do not qualify for hedge accounting. The change in the fair value of such instrument is recognised in the statement of profit and loss.

Impairment of financial assets (other than at fair value)
The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. In determining the allowance for expected credit losses, the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Notes forming part of Consolidated Financial Statements

(a) Investments

Investments consist of the following:

Investments – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Investments designated at fair value through OCI		
Fully paid equity shares		
Mozido LLC (unquoted)	83	82
FCM LLC (unquoted)	63	62
Taj Air Limited (unquoted)	19	19
Philippine Dealing System Holdings Corporation (unquoted)	8	7
LATAM Airlines Group S.A. (quoted)	1	-
Less: Impairment in value of investments	(142)	(134)
Investments carried at amortised cost		
Government bonds and securities (quoted)	188	188
Corporate bonds (quoted)	61	42
	281	**266**

Investments – Non-current includes ₹249 crore and ₹229 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts held for specified purposes.

Investments – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Investments carried at fair value through profit or loss		
Mutual fund units (quoted)	2,360	2,296
Investments carried at fair value through OCI		
Government bonds and securities (quoted)	24,746	26,128
Corporate bonds (quoted)	3,406	3,110
Investments carried at amortised cost		
Corporate bonds (quoted)	30	10
Certificate of deposits (quoted)	-	2,955
Commercial papers (quoted)	939	2,398
	31,481	**36,897**

Investments – Current includes ₹196 crore and ₹68 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

Government bonds and securities includes bonds pledged with bank for credit facility amounting to NIL and ₹1,650 crore as at March 31, 2024 and 2023, respectively.

Aggregate value of quoted and unquoted investments is as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Aggregate value of quoted investments	31,731	37,127
Aggregate value of unquoted investments (net of impairment)	31	36
Aggregate market value of quoted investments	31,729	37,121
Aggregate value of impairment of investments	142	134

Notes forming part of Consolidated Financial Statements

Market value of quoted investments carried at amortised cost is as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Government bonds and securities	186	186
Corporate bonds	91	50
Certificate of deposits	-	2,951
Commercial papers	939	2,400

Equity instruments designated at fair value through OCI are as follows:

(₹ crore)

In Numbers	Currency	Face value per share	Equity instruments designated at fair value through OCI	As at March 31, 2024	As at March 31, 2023
			Fully paid equity shares		
1,00,00,000	USD	1	Mozido LLC (unquoted)	83	82
15	USD	5,00,000	FCM LLC (unquoted)	63	62
1,90,00,000	INR	10	Taj Air Limited (unquoted)	19	19
5,00,000	PHP	100	Philippine Dealing System Holdings Corporation (unquoted)	8	7
66,05,679	CLP	1	LATAM Airlines Group S.A. (quoted)	1	-
			Less: Impairment in value of investments	(142)	(134)
				32	**36**

The movement in fair value of investments carried / designated at fair value through OCI is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**41**	**488**
Net loss arising on revaluation of financial assets carried at fair value	(6)	(2)
Net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income	248	(676)
Deferred tax relating to net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income	(40)	233
Net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income	(11)	(3)
Deferred tax relating to net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income	3	1
Balance at the end of the year	**235**	**41**

(b) Trade receivables – Billed

Trade receivables- Billed (unsecured) consist of the following:

Trade receivables - Billed – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Trade receivables- Billed	765	824
Less: Allowance for expected credit losses	(638)	(675)
Considered good	**127**	**149**

Notes forming part of Consolidated Financial Statements

Ageing for trade receivables – non-current outstanding as at March 31, 2024 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	-	-	-	55	86	590	731
Disputed trade receivables – considered good	-	-	-	2	-	32	34
	-	**-**	**-**	**57**	**86**	**622**	**765**
Less: Allowance for expected credit losses							**(638)**
							127
Trade receivables - Unbilled							**16**
							143

Ageing for trade receivables – non-current outstanding as at March 31, 2023 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	-	-	-	71	83	638	792
Disputed trade receivables – considered good	-	-	-	-	8	24	32
	-	**-**	**-**	**71**	**91**	**662**	**824**
Less: Allowance for expected credit losses							**(675)**
							149
Trade receivables - Unbilled							**199**
							348

Trade receivables - Billed – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Trade receivables- Billed	44,722	41,244
Less: Allowance for expected credit losses	(365)	(297)
Considered good	**44,357**	**40,947**
Trade receivables- Billed	264	343
Less: Allowance for expected credit losses	(187)	(241)
Credit impaired	**77**	**102**
	44,434	**41,049**

Notes forming part of Consolidated Financial Statements

Ageing for trade receivables – current outstanding as at March 31, 2024 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	38,188	4,952	889	383	6	279	44,697
Undisputed trade receivables – credit impaired	-	6	19	62	18	159	264
Disputed trade receivables – considered good	-	-	-	-	-	25	25
	38,188	**4,958**	**908**	**445**	**24**	**463**	**44,986**
Less: Allowance for expected credit losses							**(552)**
							44,434
Trade receivables - Unbilled							**9,143**
							53,577

Ageing for trade receivables – current outstanding as at March 31, 2023 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	36,529	3,360	889	119	53	256	41,206
Undisputed trade receivables – credit impaired	65	42	2	24	36	170	339
Disputed trade receivables – considered good	-	-	12	1	-	25	38
Disputed trade receivables – credit impaired	-	-	-	-	1	3	4
	36,594	**3,402**	**903**	**144**	**90**	**454**	**41,587**
Less: Allowance for expected credit losses							**(538)**
							41,049
Trade receivables - Unbilled							**8,905**
							49,954

Above balances of trade receivables- billed includes balances with related parties (Refer note 22).

(c) Cash and cash equivalents

Cash and cash equivalents consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Balances with banks		
In current accounts	2,804	2,114
In deposit accounts	6,212	4,999
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	10
	9,016	**7,123**

*Represents value less than ₹0.50 crore.

Balances with banks in current accounts include ₹9 crore and ₹8 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts held for specified purposes.

Notes forming part of Consolidated Financial Statements

(d) Other balances with banks

Other balances with banks consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Earmarked balances with banks	471	685
Short-term bank deposits	3,799	3,224
	4,270	**3,909**

Earmarked balances with banks primarily relate to margin money for purchase of investments, unclaimed dividends and liquidity backstop as a part of regulatory requirements.

Short-term bank deposits include ₹517 crore and ₹425 crore as at March 31, 2024 and 2023, respectively, pertaining to TCS foundation held for specified purposes.

(e) Loans

Loans (unsecured) consist of the following:

Loans – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Inter-corporate deposits	-	170
Loans to employees	2	3
	2	**173**

Loans – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Inter-corporate deposits	170	846
Loans to employees	321	479
Credit impaired		
Loans to employees	-	32
Less: Allowance for loans to employees	-	(32)
	491	**1,325**

Inter-corporate deposits placed with financial institutions yield fixed interest rate. Inter-corporate deposits include ₹110 crore and ₹932 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

(f) Other financial assets

Other financial assets consist of the following:

Other financial assets – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Security deposits	749	614
Earmarked balances with banks	213	192
Long-term bank deposits	2,248	1,334
Interest receivable	62	2
Others	-	7
	3,272	**2,149**

Notes forming part of Consolidated Financial Statements

Other financial assets - Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Security deposits	339	378
Fair value of foreign exchange derivative assets	141	191
Interest receivable	764	720
Advances to employees	368	-
Less: Allowance for advances to employees	(43)	-
Others	134	30
	1,703	**1,319**

Long-term bank deposits include ₹1,495 crore and ₹417 crore as at March 31, 2024 and 2023, respectively, pertaining to TCS Foundation held for specified purposes.

Interest receivable includes ₹111 crore and ₹66 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

(g) Trade payables

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade payables						
MSME*	82	-	-	-	-	82
Others	1,001	2,025	29	7	43	3,105
Disputed dues- Others	8	11	-	-	30	49
	1091	**2036**	**29**	**7**	**73**	**3,236**
Accrued expenses						**6,745**
						9,981

* MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade payables						
Others	1,776	1,903	(2)	11	42	3,730
Disputed dues- Others	-	-	-	-	29	29
	1776	**1903**	**(2)**	**11**	**71**	**3,759**
Accrued expenses						**6,756**
						10,515

Notes forming part of Consolidated Financial Statements

(h) Other financial liabilities

Other financial liabilities consist of the following:

Other financial liabilities – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Capital creditors	69	120
Others	296	233
	365	**353**

Others include advance taxes paid of ₹226 crore and ₹226 crore as at March 31, 2024 and 2023, respectively, by the seller of TCS e-Serve Limited (merged with the Company) which, on refund by tax authorities, is payable to the seller.

Other financial liabilities – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Accrued payroll	5,760	6,847
Unclaimed dividends	53	51
Fair value of foreign exchange derivative liabilities	114	141
Capital creditors	625	731
Liabilities towards customer contracts	1,509	1,137
Others	301	161
	8,362	**9,068**

(i) Financial instruments by category

The carrying value of financial instruments by categories as at March 31, 2024 is as follows:

(₹ crore)

	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
Financial assets						
Cash and cash equivalents	-	-	-	-	9,016	9,016
Bank deposits	-	-	-	-	6,047	6,047
Earmarked balances with banks	-	-	-	-	684	684
Investments	2,360	28,184	-	-	1,218	31,762
Trade receivables						
Billed	-	-	-	-	44,561	44,561
Unbilled	-	-	-	-	9,159	9,159
Loans	-	-	-	-	493	493
Other financial assets	-	-	46	95	2,373	2,514
	2,360	**28,184**	**46**	**95**	**73,551**	**1,04,236**
Financial liabilities						
Trade payables	-	-	-	-	9,981	9,981
Lease liabilities	-	-	-	-	8,021	8,021
Other financial liabilities	-	-	-	114	8,613	8,727
	-	**-**	**-**	**114**	**26,615**	**26,729**

Loans include inter-corporate deposits of ₹170 crore, with original maturity period within 24 months.

Notes forming part of Consolidated Financial Statements

The carrying value of financial instruments by categories as at March 31, 2023 is as follows:

(₹ crore)

	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
Financial assets						
Cash and cash equivalents	-	-	-	-	7,123	7,123
Bank deposits	-	-	-	-	4,558	4,558
Earmarked balances with banks	-	-	-	-	877	877
Investments	2,296	29,274	-	-	5,593	37,163
Trade receivables						
Billed	-	-	-	-	41,198	41,198
Unbilled	-	-	-	-	9,104	9,104
Loans	-	-	-	-	1,498	1,498
Other financial assets	-	-	37	154	1,751	1,942
	2,296	**29,274**	**37**	**154**	**71,702**	**1,03,463**
Financial liabilities						
Trade payables	-	-	-	-	10,515	10,515
Lease liabilities	-	-	-	-	7,688	7,688
Other financial liabilities	-	-	-	141	9,280	9,421
	-	**-**	**-**	**141**	**27,483**	**27,624**

Loans include inter-corporate deposits of ₹1,016 crore, with original maturity period within 24 months.

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade payables as at March 31, 2024 and 2023, approximate the fair value due to their nature. Carrying amounts of bank deposits, earmarked balances with banks, other financial assets and other financial liabilities which are subsequently measured at amortised cost also approximate the fair value due to their nature in each of the periods presented. Fair value measurement of lease liabilities is not required. Fair value of investments carried at amortised cost is ₹1,215 crore and ₹5,587 crore as at March 31, 2024 and 2023, respectively.

(j) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The cost of unquoted investments included in Level 3 of fair value hierarchy approximate their fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

Notes forming part of Consolidated Financial Statements

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis (but fair value disclosures are required):

(₹ crore)

As at March 31, 2024	Level 1	Level 2	Level 3	Total
Financial assets				
Mutual fund units	2,360	-	-	2,360
Equity shares	1	-	31	32
Government bonds and securities	24,932	-	-	24,932
Corporate bonds	3,497	-	-	3,497
Commercial papers	939	-	-	939
Fair value of foreign exchange derivative assets	-	141	-	141
	31,729	**141**	**31**	**31,901**
Financial liabilities				
Fair value of foreign exchange derivative liabilities	-	114	-	114
	-	**114**	**-**	**114**

(₹ crore)

As at March 31, 2023	Level 1	Level 2	Level 3	Total
Financial assets				
Mutual fund units	2,296	-	-	2,296
Equity shares	-	-	36	36
Government bonds and securities	26,314	-	-	26,314
Corporate bonds	3,160	-	-	3,160
Certificate of deposits	2,951	-	-	2,951
Commercial papers	2,400	-	-	2,400
Fair value of foreign exchange derivative assets	-	191	-	191
	37,121	**191**	**36**	**37,348**
Financial liabilities				
Fair value of foreign exchange derivative liabilities	-	141	-	141
	-	**141**	**-**	**141**

Reconciliation of Level 3 fair value measurement of financial assets is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**36**	**36**
Impairment in value of investments	(6)	(2)
Translation exchange difference	1	2
Balance at the end of the year	**31**	**36**

(k) Derivative financial instruments and hedging activity

The Group's revenue is denominated in various foreign currencies. Given the nature of the business, a large portion of the costs are denominated in Indian Rupee. This exposes the Group to currency fluctuations.

The Board of Directors has constituted a Risk Management Committee (RMC) to frame, implement and monitor the risk management plan of the Group which inter-alia covers risks arising out of exposure to foreign currency fluctuations. Under the guidance and framework provided by the RMC, the Group uses various derivative instruments such as foreign exchange forward, currency options and futures contracts in which the counter party is generally a bank.

Notes forming part of Consolidated Financial Statements

The following are outstanding currency options contracts, which have been designated as cash flow hedges:

Foreign currency	As at March 31, 2024			As at March 31, 2023		
	No. of contracts	Notional amount of contracts (In million)	Fair value (₹ crore)	No. of contracts	Notional amount of contracts (In million)	Fair value (₹ crore)
US Dollar	19	475	6	8	225	13
Great Britain Pound	29	230	24	22	200	14
Euro	28	235	16	22	203	10

The movement in cash flow hedging reserve for derivatives designated as cash flow hedges is as follows:

(₹ crore)

	Year ended March 31, 2024		Year ended March 31, 2023	
	Intrinsic value	Time value	Intrinsic value	Time value
Balance at the beginning of the year	**8**	**(28)**	**27**	**(53)**
(Gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	(139)	241	(376)	488
Deferred tax on (gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	31	(55)	90	(144)
Change in the fair value of effective portion of cash flow hedges	140	(228)	351	(456)
Deferred tax on change in the fair value of effective portion of cash flow hedges	(31)	52	(84)	137
Balance at the end of the year	**9**	**(18)**	**8**	**(28)**

The Group has entered into derivative instruments not in hedging relationship by way of foreign exchange forward, currency options and futures contracts. As at March 31, 2024 and 2023, the notional amount of outstanding contracts aggregated to ₹50,982 crore and ₹47,500 crore, respectively, and the respective fair value of these contracts have a net loss of ₹19 crore and gain of ₹13 crore.

Exchange gain of ₹109 crore and loss of ₹1,162 crore on foreign exchange forward, currency options and futures contracts that do not qualify for hedge accounting have been recognised in the consolidated statement of profit and loss for the years ended March 31, 2024 and 2023, respectively.

Net foreign exchange gain / (loss) include loss of ₹102 crore and ₹112 crore transferred from cash flow hedging reserve to profit and loss on occurrence of forecasted hedge transactions for the years ended March 31, 2024 and 2023, respectively.

Net loss on derivative instruments of ₹9 crore recognised in cash flow hedging reserve as at March 31, 2024, is expected to be transferred to the statement of profit and loss by March 31, 2025. The maximum period over which the exposure to cash flow variability has been hedged is through calendar year 2024.

Following table summarises approximate gain / (loss) on Group's other comprehensive income on account of appreciation / depreciation of the underlying foreign currencies:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
10% Appreciation of the underlying foreign currencies	-	-
10% Depreciation of the underlying foreign currencies	910	544

(I) Financial risk management

The Group is exposed primarily to fluctuations in foreign currency exchange rates, credit, liquidity and interest rate risks, which may adversely impact the fair value of its financial instruments. The Group has a risk management policy which covers risks associated with the financial assets and liabilities. The risk management policy is approved by the Board of Directors. The focus of the risk management committee is to assess the unpredictability of the financial environment and to mitigate potential adverse effects on the financial performance of the Group.

Notes forming part of Consolidated Financial Statements

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Group's exposure to market risk is primarily on account of foreign currency exchange rate risk.

- **Foreign currency exchange rate risk**

  The fluctuation in foreign currency exchange rates may have potential impact on the consolidated statement of profit and loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the respective entities. Considering the countries and economic environment in which the Group operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries.

  The Group, as per its risk management policy, uses derivative instruments primarily to hedge foreign exchange. Further, any movement in the functional currencies of the various operations of the Group against major foreign currencies may impact the Group's revenue in international business.

  The Group evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

  The foreign exchange rate sensitivity is calculated by aggregation of the net foreign exchange rate exposure and a simultaneous parallel foreign exchange rates shift of all the currencies by 10% against the respective functional currencies of Tata Consultancy Services Limited and its subsidiaries.

  The following analysis has been worked out based on the net exposures for each of the subsidiaries and

  Tata Consultancy Services Limited as of the date of balance sheet which could affect the statement of profit and loss and other comprehensive income and equity. Further the exposure as indicated below is mitigated by some of the derivative contracts entered into by the Group as disclosed in note 8(k).

  The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2024:

(₹ crore)

	USD	EUR	GBP	Others
Net financial assets	2,753	518	161	3,508
Net financial liabilities	(7,129)	(253)	(2,185)	(753)

  10% appreciation / depreciation of the respective functional currency of Tata Consultancy Services Limited and its subsidiaries with respect to various foreign currencies would result in increase / decrease in the Group's profit before taxes by approximately ₹338 crore for the year ended March 31, 2024.

  The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2023:

(₹ crore)

	USD	EUR	GBP	Others
Net financial assets	3,869	262	90	2,136
Net financial liabilities	(11,021)	(657)	(1,536)	(270)

  10% appreciation / depreciation of the respective functional currency of Tata Consultancy Services Limited and its subsidiaries with respect to various foreign currencies would result in increase / decrease in the Group's profit before taxes by approximately ₹713 crore for the year ended March 31, 2023.

- **Interest rate risk**

  The Group's investments are primarily in fixed rate interest bearing investments. Hence, the Group is not significantly exposed to interest rate risk.

Notes forming part of Consolidated Financial Statements

Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Refer note 5 for methods, assumptions and information used to measure expected credit losses.

Financial instruments that are subject to credit risk consist of trade receivables, loans, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. Inter-corporate deposits of ₹170 crore are with a financial institution having a high credit-rating assigned by credit-rating agencies. Bank deposits include an amount of ₹5,197 crore held with two banks having high credit rating which are individually in excess of 10% or more of the Group's total bank deposits as at March 31, 2024. None of the other financial instruments of the Group result in material concentration of credit risk.

- **Exposure to credit risk**

  The carrying amount of financial assets and contract assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹2,96,130 crore and ₹1,09,258 crore as at March 31, 2024 and 2023, respectively, being the total of the carrying amount of balances with banks, bank deposits, investments, trade receivables, loans, contract assets and other financial assets.

  The Group's exposure to customers is diversified and no single customer contributes to more than 10% of outstanding trade receivables and contract assets as at March 31, 2024 and 2023.

- **Geographic concentration of credit risk**

  Geographic concentration of trade receivables (gross and net of allowances) and contract assets is as follows:

	As at March 31, 2024		As at March 31, 2023	
	Gross%	Net%	Gross%	Net%
United States of America	42.07	42.67	43.65	44.31
India	18.68	17.44	15.45	14.06
United Kingdom	16.56	16.86	16.05	16.37

Geographical concentration of trade receivables (gross and net of allowances) and contract assets is allocated based on the location of the customers.

The allowance for lifetime expected credit losses on trade receivables for the years ended March 31, 2024 and 2023, was ₹98 crore and ₹126 crore respectively. The reconciliation of allowance for expected credit losses is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**1,213**	**1,333**
Change during the year	98	126
Bad debts written off	(118)	(253)
Translation exchange difference	(3)	7
Balance at the end of the year	**1,190**	**1,213**

Liquidity risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

Notes forming part of Consolidated Financial Statements

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

(₹ crore)

March 31, 2024	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Non-derivative financial liabilities					
Trade payables	9,981	-	-	-	9,981
Lease liabilities	1,959	1,709	3,364	3,070	10,102
Other financial liabilities	8,255	51	73	245	8,624
	20,195	**1,760**	**3,437**	**3,315**	**28,707**
Derivative financial liabilities	114	-	-	-	114
	20,309	**1,760**	**3,437**	**3,315**	**28,821**

(₹ crore)

March 31, 2023	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Non-derivative financial liabilities					
Trade payables	10,515	-	-	-	10,515
Lease liabilities	1,969	1,771	3,185	2,836	9,761
Other financial liabilities	8,948	51	302	9	9,310
	21,432	**1,822**	**3,487**	**2,845**	**29,586**
Derivative financial liabilities	141	-	-	-	141
	21,573	**1,822**	**3,487**	**2,845**	**29,727**

(m) Equity instruments

The authorised, issued, subscribed and fully paid up share capital consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Authorised		
460,05,00,000 equity shares of ₹1 each (March 31, 2023: 460,05,00,000 equity shares of ₹1 each)	460	460
105,02,50,000 preference shares of ₹1 each (March 31, 2023: 105,02,50,000 preference shares of ₹1 each)	105	105
	565	**565**
Issued, Subscribed and Fully paid up		
361,80,87,518 equity shares of ₹1 each (March 31, 2023: 365,90,51,373 equity shares of ₹1 each)	362	366
	362	**366**

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

The Board of Directors at its meeting held on October 11, 2023, approved a proposal to buy-back upto 4,09,63,855 equity shares of the Company for an aggregate amount not exceeding ₹17,000 crore, being 1.12% of the total paid up equity share capital at ₹4,150 per equity share. The shareholders approved the same on November 15, 2023, by way of a special resolution through postal ballot. A Letter of Offer was made to all eligible shareholders. The Company bought back 4,09,63,855 equity shares out of the shares that were tendered by eligible shareholders and extinguished the equity shares on December 13, 2023. Capital redemption reserve was created to the extent of share capital extinguished (₹4 crore). The excess cost of buy-back of ₹17,046 crore (including ₹46 crore towards transaction cost of buy-back) over par value of shares and corresponding tax on buy-back of ₹3,959 crore were offset from retained earnings.

Notes forming part of Consolidated Financial Statements

I. Reconciliation of number of shares

	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amount (₹ crore)	Number of shares	Amount (₹ crore)
Equity shares				
Opening balance	**365,90,51,373**	**366**	**365,90,51,373**	**366**
Shares extinguished on buy-back	(4,09,63,855)	(4)	-	-
Closing balance	**361,80,87,518**	**362**	**365,90,51,373**	**366**

II. Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of ₹1 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

III. Shares held by Holding company, its Subsidiaries and Associates

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Equity shares		
Holding company		
259,54,99,419 equity shares (March 31, 2023: 264,43,17,117 equity shares) are held by Tata Sons Private Limited	260	264
Subsidiaries and Associates of Holding company		
7,220 equity shares (March 31, 2023: 7,220 equity shares) are held by Tata Industries Limited*	-	-
10,14,172 equity shares (March 31, 2023: 10,14,172 equity shares) are held by Tata Investment Corporation Limited*	-	-
46,798 equity shares (March 31, 2023: 46,798 equity shares) are held by Tata Steel Limited*	-	-
766 equity shares (March 31, 2023: 766 equity shares) are held by The Tata Power Company Limited*	-	-
	260	**264**

*Equity shares having value less than ₹0.50 crore.

IV. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Equity shares		
Tata Sons Private Limited, the holding company	259,54,99,419	264,43,17,117
% of shareholding	71.74%	72.27%

V. Equity shares movement during five years preceding March 31, 2024

- **Equity shares issued as bonus**
  The Company allotted 191,42,87,591 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to ₹86 crore and capital redemption reserve amounting to ₹106 crore in the quarter ended June 30, 2018, pursuant to an ordinary resolution passed after taking the consent of shareholders through postal ballot.

- **Equity shares extinguished on buy-back**
  The Company bought back 4,00,00,000 equity shares for an aggregate amount of ₹18,000 crore being 1.08% of the total paid up equity share capital at ₹4,500 per equity share. The equity shares bought back were extinguished on March 29, 2022.

Notes forming part of Consolidated Financial Statements

The Company bought back 5,33,33,333 equity shares for an aggregate amount of ₹16,000 crore being 1.42% of the total paid up equity share capital at ₹3,000 per equity share. The equity shares bought back were extinguished on January 6, 2021.

The Company bought back 7,61,90,476 equity shares for an aggregate amount of ₹16,000 crore being 1.99% of the total paid up equity share capital at ₹2,100 per equity share. The equity shares bought back were extinguished on September 26, 2018.

VI. Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:

Promoter name	Shares held by promoters				% Change during the year
	As at March 31, 2024		As at March 31, 2023		
	No. of shares	% of total shares	No. of shares	% of total shares	
Tata Sons Private Limited	2,595,499,419	71.74%	2,644,317,117	72.27%	(0.53)%
Total	**2,595,499,419**	**71.74%**	**2,644,317,117**	**72.27%**	**(0.53)%**

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Promoter name	Shares held by promoters				% Change during the year
	As at March 31, 2023		As at March 31, 2022		
	No. of shares	% of total shares	No. of shares	% of total shares	
Tata Sons Private Limited	2,644,317,117	72.27%	2,644,317,117	72.27%	-
Total	**2,644,317,117**	**72.27%**	**2,644,317,117**	**72.27%**	**-**

9) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component and the aggregate standalone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

Notes forming part of Consolidated Financial Statements

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116- Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Group as a lessor

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Group is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Group applies Ind AS 115- Revenue from contracts with customers to allocate the consideration in the contract.

The details of the right-of-use assets held by the Group is as follows:

(₹ crore)

	Additions for the year ended March 31, 2024	Net carrying amount as at March 31, 2024
Leasehold land	-	929
Buildings	1,928	6,631
Leasehold improvements	-	25
Computer equipment	125	202
Software licences	-	60
Vehicles	18	34
Office equipment	1	3
Furniture and fixtures	2	2
	2,074	**7,886**

Notes forming part of Consolidated Financial Statements

(₹ crore)

	Additions for the year ended March 31, 2023	Net carrying amount as at March 31, 2023
Leasehold land	179	940
Buildings	1,236	6,330
Leasehold improvements	14	30
Computer equipment	73	125
Software licences	-	96
Vehicles	17	34
Office equipment	1	5
	1,520	**7,560**

Depreciation on right-of-use assets is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Leasehold land	11	10
Buildings	1,593	1,530
Leasehold improvements	8	6
Computer equipment	47	32
Software licences	36	37
Vehicles	18	16
Office equipment	3	3
Furniture and fixtures	-*	-
	1,716	**1,634**

*Represents value less than ₹0.50 crore.

Interest on lease liabilities is ₹518 crore and ₹492 crore for the years ended March 31, 2024 and 2023, respectively.

The Group incurred ₹353 crore and ₹318 crore for the years ended March 31, 2024 and 2023, respectively, towards expenses relating to short-term leases and leases of low-value assets.

The total cash outflow for leases is ₹2,515 crore and ₹2,538 crore for the years ended March 31, 2024 and 2023, respectively, including cash outflow for short term leases and leases of low-value assets.

The Group has lease term extension options that are not reflected in the measurement of lease liabilities. The present value of future cash outflows for such extension periods is ₹815 crore and ₹786 crore as at March 31, 2024 and 2023, respectively.

Lease contracts entered by the Group majorly pertain for buildings taken on lease to conduct its business in the ordinary course.

The Group does not have any lease restrictions and commitment towards variable rent as per the contract.

Notes forming part of Consolidated Financial Statements

10) Non-financial assets and non-financial liabilities

(a) Property, plant and equipment

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment on a straight-line basis so as to expense the cost less residual value over their estimated useful lives as prescribed in Schedule II of the Companies Act, 2013 except in respect of certain categories of assets, where the useful life of the assets has been assessed based on a technical evaluation. The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

The estimated useful lives are as mentioned below:

Type of asset	Useful lives
Buildings	20 years*
Leasehold improvements	Lease term
Plant and equipment	10 years*
Computer equipment	4 years*
Vehicles	4 years*
Office equipment	2-5 years*
Electrical installations	4-10 years*
Furniture and fixtures	5 years*

* The Group believes that the technically evaluated useful lives, different from Schedule II of the Companies Act, 2013, best represent the period over which these assets are expected to be used.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Property, plant and equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Notes forming part of Consolidated Financial Statements

Property, plant and equipment consist of the following:

(₹ crore)

	Freehold land	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
Cost as at April 1, 2023	**354**	**8,066**	**2,673**	**828**	**13,435**	**43**	**2,815**	**2,138**	**1,992**	**32,344**
Additions	-	217	195	56	970	6	215	96	168	1,923
Disposals	-	(4)	(98)	(3)	(279)	(4)	(53)	(39)	(22)	(502)
Translation exchange difference	-	1	7	(3)	73	-	(1)	7	4	88
Cost as at March 31, 2024	**354**	**8,280**	**2,777**	**878**	**14,199**	**45**	**2,976**	**2,202**	**2,142**	**33,853**
Accumulated depreciation as at April 1, 2023	**-**	**(3,744)**	**(1,945)**	**(458)**	**(10,025)**	**(36)**	**(2,487)**	**(1,646)**	**(1,773)**	**(22,114)**
Depreciation	-	(413)	(182)	(86)	(1,682)	(4)	(192)	(134)	(97)	(2,790)
Disposals	-	4	98	2	276	3	50	37	22	492
Translation exchange difference	-	(1)	(7)	3	(52)	-	-	(5)	(3)	(65)
Accumulated depreciation as at March 31, 2024	**-**	**(4,154)**	**(2,036)**	**(539)**	**(11,483)**	**(37)**	**(2,629)**	**(1,748)**	**(1,851)**	**(24,477)**
Net carrying amount as at March 31, 2024	**354**	**4,126**	**741**	**339**	**2,716**	**8**	**347**	**454**	**291**	**9,376**
Capital work-in-progress*										1,564
Total										**10,940**

*₹1,923 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2024.

(₹ crore)

	Freehold land	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
Cost as at April 1, 2022	**352**	**7,829**	**2,569**	**770**	**12,087**	**39**	**2,686**	**2,062**	**1,906**	**30,300**
Additions	-	234	72	56	1,628	8	180	67	69	2,314
Disposals	-	(5)	(15)	-	(342)	(4)	(69)	(9)	(14)	(458)
Translation exchange difference	2	8	47	2	62	-	18	18	31	188
Cost as at March 31, 2023	**354**	**8,066**	**2,673**	**828**	**13,435**	**43**	**2,815**	**2,138**	**1,992**	**32,344**
Accumulated depreciation as at April 1, 2022	**-**	**(3,343)**	**(1,736)**	**(377)**	**(8,563)**	**(35)**	**(2,315)**	**(1,503)**	**(1,654)**	**(19,526)**
Depreciation	-	(398)	(186)	(80)	(1,755)	(4)	(219)	(140)	(110)	(2,892)
Disposals	-	4	15	-	340	3	62	9	14	447
Translation exchange difference	-	(7)	(38)	(1)	(47)	-	(15)	(12)	(23)	(143)
Accumulated depreciation as at March 31, 2023	**-**	**(3,744)**	**(1,945)**	**(458)**	**(10,025)**	**(36)**	**(2,487)**	**(1,646)**	**(1,773)**	**(22,114)**
Net carrying amount as at March 31, 2023	**354**	**4,322**	**728**	**370**	**3,410**	**7**	**328**	**492**	**219**	**10,230**
Capital work-in-progress*										1,234
Total										**11,464**

*₹2,314 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2023.

Notes forming part of Consolidated Financial Statements

Capital work-in-progress

- **Capital work-in-progress ageing**
  Ageing for capital work-in-progress as at March 31, 2024 is as follows:

(₹ crore)

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	1,010	160	58	336	1,564
	1,010	**160**	**58**	**336**	**1,564**

Ageing for capital work-in-progress as at March 31, 2023 is as follows:

(₹ crore)

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	658	212	42	322	1,234
	658	**212**	**42**	**322**	**1,234**

Project execution plans are modulated basis capacity requirement assessment on an annual basis and all the projects are executed as per rolling annual plan.

(b) Goodwill

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is indication for impairment. The financial projections basis which the future cash flows have been estimated consider economic uncertainties, reassessment of the discount rates, revisiting the growth rates factored while arriving at terminal value and subjecting these variables to sensitivity analysis. If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

Goodwill consists of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the period	**1,858**	**1,787**
Translation exchange difference	(26)	71
Balance at the end of the period	**1,832**	**1,858**

Goodwill of ₹689 crore and ₹685 crore as at March 31, 2024 and 2023, respectively, has been allocated to the TCS business in France. The estimated value-in-use of this CGU is based on the future cash flows using a 1.50% annual growth rate for periods subsequent to the forecast period of 5 years and discount rate of 8.67%. An analysis of the sensitivity of the computation to a change in key parameters (operating margin, discount rates and long term average growth rate), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.

The remaining amount of goodwill of ₹1,143 crore and ₹1,173 crore as at March 31, 2024 and 2023, respectively, (relating to different CGUs individually immaterial) has been evaluated based on the cash flow forecasts of the related CGUs and the recoverable amounts of these CGUs exceeded their carrying amounts.

Notes forming part of Consolidated Financial Statements

(c) Other intangible assets

Intangible assets purchased including acquired in business combination, are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licences and customer-related intangibles.

Following table summarises the nature of intangibles and their estimated useful lives:

Type of asset	Useful lives
Rights under licensing agreement and software licences	Lower of licence period and 2-5 years
Customer-related intangibles	3 years

Intangible assets are amortised on a straight-line basis over the period of its economic useful life.

Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Intangible assets consist of the following:

(₹ crore)

	Rights under licensing agreement and software licences	Customer-related intangibles	Total
Cost as at April 1, 2023	**1,892**	**126**	**2,018**
Additions	131	-	131
Disposals / Derecognised	(18)	-	(18)
Translation exchange difference	(1)	1	-
Cost as at March 31, 2024	**2,004**	**127**	**2,131**
Accumulated amortisation as at April 1, 2023	**(1,025)**	**(126)**	**(1,151)**
Amortisation	(479)	-	(479)
Disposals / Derecognised	11	-	11
Translation exchange difference	(1)	(1)	(2)
Accumulated amortisation as at March 31, 2024	**(1,494)**	**(127)**	**(1,621)**
Net carrying amount as at March 31, 2024	**510**	**-**	**510**

(₹ crore)

	Rights under licensing agreement and software licences	Customer-related intangibles	Total
Cost as at April 1, 2022	**1,697**	**121**	**1,818**
Additions	262	-	262
Disposals / Derecognised	(73)	-	(73)
Translation exchange difference	6	5	11
Cost as at March 31, 2023	**1,892**	**126**	**2,018**
Accumulated amortisation as at April 1, 2022	**(596)**	**(121)**	**(717)**
Amortisation	(496)	-	(496)
Disposals / Derecognised	73	-	73
Translation exchange difference	(6)	(5)	(11)
Accumulated amortisation as at March 31, 2023	**(1,025)**	**(126)**	**(1,151)**
Net carrying amount as at March 31, 2023	**867**	**-**	**867**

Notes forming part of Consolidated Financial Statements

The estimated amortisation for the years subsequent to March 31, 2024 is as follows:

(₹ crore)

Year ending March 31,	Amortisation expense
2025	305
2026	111
2027	74
2028	20
	510

(d) Other assets

Other assets consist of the following:

Other assets – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Capital advances	88	68
Advances to related parties	196	63
Contract assets	295	215
Prepaid expenses	2,557	2,138
Contract fulfillment costs	247	114
Others	213	208
	3,596	**2,806**
Advances to related parties, considered good, comprise:		
Voltas Limited	-	-*
Tata Realty and Infrastructure Limited	-*	-*
Tata Projects Limited	191	54
Titan Engineering and Automation Limited	3	-
Saankhya Labs Private Limited	-	8
Universal MEP Projects & Engineering Services Limited	2	1

*Represents value less than ₹0.50 crore.

Other assets – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Advance to suppliers	174	91
Advance to related parties	967	9
Contract assets	5,846	5,616
Prepaid expenses	2,055	1,494
Prepaid rent	-	20
Contract fulfillment costs	1,588	1,035
Indirect taxes recoverable	1,288	1,049
Others	349	393
Considered doubtful		
Advance to suppliers	2	2
Other advances	4	4
Less: Allowance for doubtful assets	(6)	(6)
	12,267	**9,707**

Notes forming part of Consolidated Financial Statements

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Advance to related parties, considered good comprise:		
Tata Sons Private Limited	-	7
Tata AIG General Insurance Company Limited	7	1
Titan Company Limited	-	1
Tejas Networks Limited	960	-

Non-current – Others includes advance of ₹177 crore and ₹177 crore towards acquiring right-of-use of leasehold land as at March 31, 2024 and 2023, respectively.

Contract fulfillment costs of ₹838 crore and ₹967 crore for the years ended March 31, 2024 and 2023, respectively, have been amortised in the consolidated statement of profit and loss. Refer note 12 for changes in contract assets.

(e) Inventories

Inventories consists of a) Raw materials, sub-assemblies and components, b) Work-in-progress, c) Stores and spare parts and d) Finished goods. Inventories are carried at lower of cost and net realisable value. The cost of raw materials, sub-assemblies and components is determined on a weighted average basis. Cost of finished goods produced or purchased by the Group includes direct material and labour cost and a proportion of manufacturing overheads.

Inventories consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Raw materials, sub-assemblies and components	28	23
Finished goods and work-in-progress	-*	5
	28	**28**

*Represents value less than ₹0.50 crore.

(f) Other liabilities

Other liabilities consist of the following:

Other liabilities – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Advance received from customers	1,841	543
Indirect taxes payable and other statutory liabilities	4,330	4,119
Others	353	230
	6,524	**4,892**

(g) Provisions

Provisions consist of the following:

Provisions – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Provision towards legal claim (Refer note 20)	-	206
Provision for foreseeable loss	97	101
Other provisions	43	38
	140	**345**

Notes forming part of Consolidated Financial Statements

11) Other equity

Other equity consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Capital reserve	**75**	**75**
Capital redemption reserve		
Opening balance	**440**	**440**
Transfer from retained earnings	4	-
	444	**440**
Special Economic Zone re-investment reserve		
Opening balance	**11,809**	**7,287**
Transfer from retained earnings	9,875	8,380
Transfer to retained earnings	(5,450)	(3,858)
	16,234	**11,809**
Retained earnings		
Opening balance	**74,722**	**78,158**
Profit for the year	45,908	42,147
Remeasurement of defined employee benefit plans	(13)	275
Expenses for buy-back of equity shares	(46)	-
Tax on buy-back of equity shares	(3,959)	-
Buy-back of equity shares	(16,996)	-
Transfer from Special Economic Zone re-investment reserve	5,450	3,858
Purchase of non-controlling interests	-	(8)
	1,05,066	**1,24,430**
Less: Appropriations		
Dividend on equity shares	25,137	41,347
Transfer to capital redemption reserve	4	-
Transfer to Special Economic Zone re-investment reserve	9,875	8,380
Transfer from statutory reserve	17	(19)
	70,033	**74,722**
Statutory reserve		
Opening balance	**143**	**162**
Transfer to retained earnings	17	(19)
	160	**143**
Investment revaluation reserve		
Opening balance	**41**	**488**
Change during the year (net)	194	(447)
	235	**41**
Cash flow hedging reserve (Refer note 8(k))		
Opening balance	**(20)**	**(26)**
Change during the year (net)	11	6
	(9)	**(20)**
Foreign currency translation reserve		
Opening balance	**2,848**	**2,189**
Change during the year (net)	107	659
	2,955	**2,848**
	90,127	**90,058**

Notes forming part of Consolidated Financial Statements

12) Revenue recognition

The Group earns revenue primarily from providing IT services, consulting and business solutions. The Group offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Group expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.

- Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.

- In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation. The contract costs used in computing the revenues include cost of fulfilling warranty obligations.

- Revenue from the sale of distinct internally developed software and manufactured systems and third party software is recognised upfront at the point in time when the system / software is delivered to the customer. In cases where implementation and / or customisation services rendered significantly modifies or customises the software, these services and software are accounted for as a single performance obligation and revenue is recognised over time on a POC method .

- Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.

- The solutions offered by the Group may include supply of third-party equipment or software. In such cases, revenue for supply of such third party products are recorded at gross or net basis depending on whether the Group is acting as the principal or as an agent of the customer. The Group recognises revenue in the gross amount of consideration when it is acting as a principal and at net amount of consideration when it is acting as an agent.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

The Group's contracts with customers could include promises to transfer multiple products and services to a customer. The Group assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Group exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

Contract fulfilment costs are generally expensed as incurred except for certain software licence costs which meet the criteria for capitalisation. Such costs are amortised over the contractual period or useful life of licence, whichever is less. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Notes forming part of Consolidated Financial Statements

Contract assets are recognised when there are excess of revenues earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned and deferred revenue (“contract liability”) is recognised when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Group recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Group disaggregates revenue from contracts with customers by nature of services, industry verticals and geography.

Revenue disaggregation by nature of services is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Consultancy services	2,38,135	2,23,332
Sale of equipment and software licences	2,758	2,126
	2,40,893	**2,25,458**

Revenue disaggregation by industry vertical and geography has been included in segment information (Refer note 19).

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognise those revenues, the Group has applied the practical expedient in Ind AS 115. Accordingly, the Group has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognised corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc). The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹1,65,314 crore out of which 47.69% is expected to be recognised as revenue in the next year and the balance thereafter. No consideration from contracts with customers is excluded from the amount mentioned above.

Changes in contract assets are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**5,831**	**4,419**
Invoices raised that were included in the contract assets balance at the beginning of the year	(3,933)	(3,305)
Increase due to revenue recognised during the year, excluding amounts billed during the year	4,182	4,519
Translation exchange difference	61	198
Balance at the end of the year	**6,141**	**5,831**

Notes forming part of Consolidated Financial Statements

Changes in unearned and deferred revenue are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**4,846**	**4,745**
Revenue recognised that was included in the unearned and deferred revenue balance at the beginning of the year	(4,178)	(3,071)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	3,469	3,088
Translation exchange difference	(15)	84
Balance at the end of the year	**4,122**	**4,846**

Reconciliation of revenue recognised with the contracted price is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Contracted price	2,44,803	2,28,932
Reductions towards variable consideration components	(3,910)	(3,474)
Revenue recognised	**2,40,893**	**2,25,458**

The reduction towards variable consideration comprises of volume discounts, service level credits, etc.

13) Other income

Dividend income is recorded when the right to receive payment is established. Interest income is recognised using the effective interest method.

Other income consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest income	3,781	3,248
Dividend income	41	15
Net gain on disposal / fair valuation of investments carried at fair value through profit or loss	301	220
Net gain on sale of investments other than equity shares carried at fair value through OCI	11	4
Net gain on disposal of property, plant and equipment	7	26
Net gain / (loss) on lease modification	7	(2)
Net foreign exchange gain / (loss)	223	(159)
Other income	51	97
	4,422	**3,449**
Interest income comprise:		
Interest on bank balances and bank deposits	751	291
Interest on financial assets carried at amortised cost	398	657
Interest on financial assets carried at fair value through OCI	2,198	2,131
Other interest (including interest on tax refunds)	434	169
Dividend income comprise:		
Dividend from mutual fund units and other investments	41	15

Notes forming part of Consolidated Financial Statements

14) Employee benefits

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

The Group provides benefits such as gratuity, pension and provident fund (Company managed fund) to its employees which are treated as defined benefit plans.

Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

The Group provides benefits such as superannuation, provident fund (other than Company managed fund) and foreign defined contribution plans to its employees which are treated as defined contribution plans.

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method.

Employee benefit expenses consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, incentives and allowances	1,25,432	1,14,359
Contributions to provident and other funds	10,962	9,644
Staff welfare expenses	3,737	3,519
	1,40,131	**1,27,522**

Employee benefit obligations consist of the following:

Employee benefit obligations – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Gratuity liability	15	11
Foreign defined benefit plans	502	383
Other employee benefit obligations	169	142
	686	**536**

Notes forming part of Consolidated Financial Statements

Employee benefit obligations – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Compensated absences	4,480	4,027
Other employee benefit obligations	39	38
	4,519	**4,065**

Employee benefit plans consist of the following:

Gratuity and pension

In accordance with Indian law, Tata Consultancy Services Limited and its subsidiaries in India operate a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days' salary payable for each completed year of service. Vesting occurs upon completion of five continuous years of service. The Company manages the plan through a trust. Trustees administer contributions made to the trust. Certain overseas subsidiaries of the Company also provide for retirement benefit pension plans in accordance with the local laws.

The following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements:

(₹ crore)

	Year ended March 31, 2024					Year ended March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Change in benefit obligations										
Benefit obligations, beginning of the year	**4,667**	**3**	**1,833**	**294**	**6,797**	**4,482**	**3**	**2,294**	**269**	**7,048**
Translation exchange	-	-	26	13	39	-	-	94	29	123
Plan participants' contribution	-	-	20	-	20	-	-	18	-	18
Service cost	485	-	33	82	600	515	-	37	50	602
Interest cost	363	-	57	18	438	332	-	30	11	373
Remeasurement of the net defined benefit liability	168	-	(16)	10	162	(158)	-	(627)	(39)	(824)
Past service cost / (credit)	-	-	6	6	12	-	-	(7)	-	(7)
Benefits paid	(383)	-	(61)	(31)	(475)	(504)	-	(6)	(26)	(536)
Benefit obligations, end of the year	**5,300**	**3**	**1,898**	**392**	**7,593**	**4,667**	**3**	**1,833**	**294**	**6,797**

Notes forming part of Consolidated Financial Statements

(₹ crore)

	Year ended March 31, 2024					Year ended March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Change in plan assets										
Fair value of plan assets, beginning of the year	**6,405**	**-**	**1,929**	**-**	**8,334**	**5,527**	**-**	**2,132**	**-**	**7,659**
Translation exchange	-	-	26	-	26	-	-	111	-	111
Interest income	501	-	61	-	562	425	-	26	-	451
Employers' contributions	601	-	53	-	654	1,060	-	19	-	1,079
Plan participants' contribution	-	-	20	-	20	-	-	18	-	18
Benefits paid	(383)	-	(61)	-	(444)	(504)	-	(6)	-	(510)
Remeasurement-return on plan assets excluding amount included in interest income	110	-	50	-	160	(103)	-	(371)	-	(474)
Fair value of plan assets, end of the year	**7,234**	**-**	**2,078**	**-**	**9,312**	**6,405**	**-**	**1,929**	**-**	**8,334**

(₹ crore)

	As at March 31, 2024					As at March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Funded status										
Deficit of plan assets over obligations	(12)	(3)	(110)	(392)	(517)	(8)	(3)	(89)	(294)	(394)
Surplus of plan assets over obligations	1,946	-	290	-	2,236	1,746	-	185	-	1,931
	1,934	**(3)**	**180**	**(392)**	**1,719**	**1,738**	**(3)**	**96**	**(294)**	**1,537**

(₹ crore)

	As at March 31, 2024					As at March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Category of assets										
Corporate bonds	1,960	-	371	-	2,331	1,832	-	287	-	2,119
Equity instruments	201	-	375	-	576	121	-	352	-	473
Government bonds and securities	3,172	-	-	-	3,172	2,917	-	-	-	2,917
Insurer managed funds	1,734	-	607	-	2,341	1,390	-	543	-	1,933
Bank balances	22	-	78	-	100	16	-	94	-	110
Others	145	-	647	-	792	129	-	653	-	782
	7,234	**-**	**2,078**	**-**	**9,312**	**6,405**	**-**	**1,929**	**-**	**8,334**

Notes forming part of Consolidated Financial Statements

Net periodic gratuity / pension cost, included in employee cost consists of the following components:

(₹ crore)

	Year ended March 31, 2024					Year ended March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Service cost	485	-	33	82	600	515	-	37	50	602
Net interest on net defined benefit (asset) / liability	(138)	-	(4)	18	(124)	(93)	-	4	11	(78)
Past service cost / (credit)	-	-	6	6	12	-	-	(7)	-	(7)
Net periodic gratuity / pension cost	**347**	**-**	**35**	**106**	**488**	**422**	**-**	**34**	**61**	**517**
Actual return on plan assets	**611**	**-**	**111**	**-**	**722**	**322**	**-**	**(345)**	**-**	**(23)**

Remeasurement of the net defined benefit (asset) / liability:

(₹ crore)

	Year ended March 31, 2024				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Actuarial gains arising from changes in demographic assumptions	(2)	-	(4)	(3)	(9)
Actuarial (gains) and losses arising from changes in financial assumptions	67	-	(43)	10	34
Actuarial losses arising from changes in experience adjustments	103	-	31	3	137
Remeasurement of the net defined benefit liability	**168**	**-**	**(16)**	**10**	**162**
Remeasurement- return on plan assets excluding amount included in interest income	(110)	-	(50)	-	(160)
	58	**-**	**(66)**	**10**	**2**

(₹ crore)

	Year ended March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
Actuarial losses arising from changes in demographic assumptions	30	-	-	5	35
Actuarial gains arising from changes in financial assumptions	(164)	-	(625)	(47)	(836)
Actuarial (gains) and losses arising from changes in experience adjustments	(24)	-	(2)	3	(23)
Remeasurement of the net defined benefit liability	**(158)**	**-**	**(627)**	**(39)**	**(824)**
Remeasurement- return on plan assets excluding amount included in interest income	103	-	371	-	474
	(55)	**-**	**(256)**	**(39)**	**(350)**

Notes forming part of Consolidated Financial Statements

The assumptions used in accounting for the defined benefit plan are set out below:

	Year ended March 31, 2024		Year ended March 31, 2023	
	Domestic plans	Foreign plans	Domestic plans	Foreign plans
Discount rate	7.00%- 7.25%	1.57%- 9.40%	7.25%- 7.50%	2.16%- 9.40%
Rate of increase in compensation levels of covered employees	5.00%- 10.00%	1.75%- 7.00%	4.00%- 8.00%	1.50%- 7.00%
Rate of return on plan assets	7.00%- 7.25%	1.57%- 9.40%	7.25%- 7.50%	2.16%- 9.40%
Weighted average duration of defined benefit obligations	2-11 Years	3-27 Years	2-13 Years	3-28 Years

Future mortality assumptions are taken based on the published statistics by the Insurance Regulatory and Development Authority of India.

The expected benefits are based on the same assumptions as are used to measure Group's defined benefit plan obligations as at March 31, 2024. The Group is expected to contribute ₹40 crore to defined benefit plan obligations funds for the year ending March 31, 2025 comprising domestic component of ₹8 crore and foreign component of ₹32 crore.

The significant actuarial assumptions for the determination of the defined benefit obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

If the discount rate increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	(272)	(265)
Decrease of 0.50%	300	290

If the expected salary growth increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	163	155
Decrease of 0.50%	(157)	(147)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

Each year an Asset-Liability matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles. Investment and contribution policies are integrated within this study.

Notes forming part of Consolidated Financial Statements

The defined benefit obligations shall mature after year ended March 31, 2024 as follows:

(₹ crore)

Year ending March 31,	Defined benefit obligations
2025	947
2026	764
2027	773
2028	764
2029	720
2030-2034	2,989

Provident fund

In accordance with Indian law, all eligible employees of Tata Consultancy Services Limited in India are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to a trust set up by the Company to manage the investments and distribute the amounts entitled to employees. This plan is a defined benefit plan as the Company is obligated to provide its members a rate of return which should, at the minimum, meet the interest rate declared by Government administered provident fund. A part of the Company's contribution is transferred to Government administered pension fund. The contributions made by the Company and the shortfall of interest, if any, are recognised as an expense in profit and loss under employee benefit expenses. In accordance with an actuarial valuation of provident fund liabilities on the basis of guidance issued by Actuarial Society of India and based on the assumptions as mentioned below, there is no deficiency in the interest cost as the present value of the expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of Government administered provident fund.

All eligible employees of Indian subsidiaries of the Company are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to the Government administered provident fund plan. A part of the Company's contribution is transferred to Government administered pension fund. This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in profit and loss under employee benefit expenses.

The details of fund and plan assets are given below:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Fair value of plan assets	29,170	25,511
Present value of defined benefit obligations	(29,170)	(25,511)
Net excess / (shortfall)	-	-

The plan assets have been primarily invested in Government securities and corporate bonds.

The principal assumptions used in determining the present value obligations of interest guarantee under the deterministic approach are as follows:

	As at March 31, 2024	As at March 31, 2023
Discount rate	7.25%	7.50%
Average remaining tenure of investment portfolio	6 years	7 years
Guaranteed rate of return	8.25%	8.15%

The Group expensed ₹1,698 crore and ₹1,628 crore for the years ended March 31, 2024 and 2023, respectively, towards provident fund.

Notes forming part of Consolidated Financial Statements

Superannuation

All eligible employees on Indian payroll are entitled to benefits under Superannuation, a defined contribution plan. The Group makes monthly contributions until retirement or resignation of the employee. The Group recognises such contributions as an expense when incurred. The Group has no further obligation beyond its monthly contribution.

The Group expensed ₹452 crore and ₹394 crore for the years ended March 31, 2024 and 2023, respectively, towards Employees' Superannuation Fund.

Foreign defined contribution plans

The Group expensed ₹2,529 crore and ₹2,109 crore for the years ended March 31, 2024 and 2023, respectively, towards foreign defined contribution plans.

15) Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature.

The costs of the Group are broadly categorised in employee benefit expenses, cost of equipment and software licences, depreciation and amortisation expense and other expenses. Other expenses mainly include fees to external consultants, facility expenses, travel expenses, communication expenses, bad debts and advances written off, allowance for expected credit losses and doubtful advances (net) and other expenses. Other expenses are aggregation of costs which are individually not material such as commission and brokerage, recruitment and training, entertainment, etc.

(a) Cost of equipment and software licences

Cost of equipment and software licences consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Raw materials, sub-assemblies and components consumed	42	37
Equipment and software licences purchased	3,655	1,846
	3,697	**1,883**
Finished goods and work-in-progress		
Opening stock	5	3
Less: Closing stock	-*	5
	5	**(2)**
	3,702	**1,881**

*Represents value less than ₹0.50 crore.

(b) Other expenses

Other expenses consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Fees to external consultants	15,820	21,337
Facility expenses	3,100	2,655
Travel expenses	2,970	2,675
Communication expenses	2,261	2,246
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	114	140
Other expenses	8,499	7,743
	32,764	**36,796**

Other expenses include ₹4,017 crore and ₹3,488 crore for the years ended March 31, 2024 and 2023, respectively, towards project expenses.

Notes forming part of Consolidated Financial Statements

16) Finance costs

Finance costs consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest on lease liabilities	518	492
Interest on tax matters	30	46
Other interest costs	230	241
	778	**779**

17) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income taxes

The current income tax expense includes income taxes payable by the Company and its subsidiaries in India and overseas. The current tax payable by the Company and its subsidiaries in India is Indian income tax payable on income after taking credit for tax relief available for export operations in Special Economic Zones (SEZs).

Current income tax payable by overseas branches of the Company is computed in accordance with the tax laws applicable in the jurisdiction in which the respective branch operates. The taxes paid are generally available for set off against the Indian income tax liability of the Company's worldwide income.

The current income tax expense for overseas subsidiaries has been computed based on the tax laws applicable to each subsidiary in the respective jurisdiction in which it operates.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying unit intends to settle the asset and liability on a net basis.

Deferred income taxes

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination, affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax liabilities are recognised for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries where timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

For operations carried out in SEZs, deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Notes forming part of Consolidated Financial Statements

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

The income tax expense consists of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Current tax		
Current tax expense for current year	16,284	15,389
Current tax benefit pertaining to prior years	(420)	(632)
	15,864	**14,757**
Deferred tax		
Deferred tax expense / (benefit) for current year	3	(130)
Deferred tax expense / (benefit) pertaining to prior years	31	(23)
	34	**(153)**
	15,898	**14,604**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in consolidated statement of profit and loss is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Profit before tax	61,997	56,907
Indian statutory income tax rate	34.94%	34.94%
Expected income tax expense	21,664	19,887
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Tax holidays	(6,407)	(5,112)
Income exempt from tax	(522)	(236)
Undistributed earnings in branches and subsidiaries	111	276
Tax on income at different rates	891	508
Tax pertaining to prior years	(389)	(655)
Effect of tax rate change under new regime	441	-
Others (net)	109	(64)
Total income tax expense	**15,898**	**14,604**

Tata Consultancy Services Limited benefits from the tax holiday available for units set up under the Special Economic Zone Act, 2005. These tax holidays are available for a period of fifteen years from the date of commencement of operations. Under the SEZ scheme, the unit which begins providing services on or after April 1, 2005 will be eligible for deductions of 100% of profits or gains derived from export of services for the first five years, 50% of such profits or gains for a further period of five years and 50% of such profits or gains for the balance period of five years subject to fulfilment of certain conditions. From April 1, 2011, profits from units set up under SEZ scheme are subject to Minimum Alternate Tax (MAT).

Notes forming part of Consolidated Financial Statements

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2024 are as follows:

(₹ crore)

	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Adjustments / Utilisation	Exchange difference	Closing balance
Deferred tax assets / (liabilities) in relation to						
Property, plant and equipment and intangible assets	**686**	52	-	-	1	**739**
Provision for employee benefits	**1,056**	84	(24)	-	(8)	**1,108**
Cash flow hedges	**6**	-	(3)	-	-	**3**
Receivables, financial assets at amortised cost	**438**	(15)	-	-	(1)	**422**
Branch profit tax	**(135)**	35	-	-	-	**(100)**
Undistributed earnings of subsidiaries	**(534)**	(146)	-	-	-	**(680)**
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	**(84)**	(2)	(37)	-	(3)	**(126)**
Lease liabilities and right-of-use assets	**250**	20	-	-	-	**270**
Others	**832**	(62)	-	-	20	**790**
	2,515	**(34)**	**(64)**	**-**	**9**	**2,426**

Gross deferred tax assets and liabilities are as follows:

(₹ crore)

As at March 31, 2024	Assets	Liabilities	Net
Deferred tax assets / (liabilities) in relation to			
Property, plant and equipment and intangible assets	862	123	739
Provision for employee benefits	1,149	41	1,108
Cash flow hedges	3	-	3
Receivables, financial assets at amortised cost	422	-	422
Branch profit tax	-	100	(100)
Undistributed earnings of subsidiaries	-	680	(680)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(124)	2	(126)
Lease liabilities	1,314	-	1,314
Right-of-use assets	(1,044)	-	(1,044)
Others	821	31	790
	3,403	**977**	**2,426**

Notes forming part of Consolidated Financial Statements

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2023 are as follows:

(₹ crore)

	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Ajustments / Utilisation	Exchange difference	Closing balance
Deferred tax assets / (liabilities) in relation to						
Property, plant and equipment and intangible assets	**434**	250	-	-	2	**686**
Provision for employee benefits	**1,042**	73	(62)	-	3	**1,056**
Cash flow hedges	**7**	-	(1)	-	-	**6**
Receivables, financial assets at amortised cost	**471**	(46)	-	-	13	**438**
MAT credit entitlement	**975**	-	-	(975)	-	**-**
Branch profit tax	**(77)**	(58)	-	-	-	**(135)**
Undistributed earnings of subsidiaries	**(355)**	(179)	-	-	-	**(534)**
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	**(320)**	(1)	234	-	3	**(84)**
Lease liabilities and right-of-use assets	**241**	5	-	-	4	**250**
Others	**700**	109	-	-	23	**832**
	3,118	**153**	**171**	**(975)**	**48**	**2,515**

Gross deferred tax assets and liabilities are as follows:

(₹ crore)

As at March 31, 2023	Assets	Liabilities	Net
Deferred tax assets / (liabilities) in relation to			
Property, plant and equipment and intangible assets	788	102	686
Provision for employee benefits	1,065	9	1,056
Cash flow hedges	6	-	6
Receivables, financial assets at amortised cost	438	-	438
Branch profit tax	-	135	(135)
Undistributed earnings of subsidiaries	-	534	(534)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(83)	1	(84)
Lease liabilities	1,152	-	1,152
Right-of-use assets	(902)	-	(902)
Others	843	11	832
	3,307	**792**	**2,515**

Under the Income-tax Act, 1961, unabsorbed business losses expire 8 years after the year in which they originate. In respect of certain foreign subsidiaries, business losses can be carried forward indefinitely unless there is a substantial change in the ownership.

Notes forming part of Consolidated Financial Statements

Unrecognised deferred tax assets relate primarily to business losses and tax credit entitlements which do not qualify for recognition as per the applicable accounting standards. These unabsorbed business losses will expire based on the year of origination as follows:

(₹ crore)

March 31,	Unabsorbed business losses
2027	1
2028	-
Thereafter	39
	40

Under the Income-tax Act, 1961, Tata Consultancy Services Limited is liable to pay Minimum Alternate Tax in the tax holiday period. MAT paid can be carried forward for a period of 15 years and can be set off against the future tax liabilities. MAT is recognised as a deferred tax asset only when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Deferred tax liability on temporary differences of ₹7,473 crore as at March 31, 2024, associated with investments in subsidiaries, has not been recognised, as it is the intention of Tata Consultancy Services Limited to reinvest the earnings of these subsidiaries for the foreseeable future.

Direct tax contingencies

The Company and its subsidiaries have ongoing disputes with income tax authorities in India and in some of the other jurisdictions where they operate. The disputes relate to tax treatment of certain expenses claimed as deduction, computation or eligibility of tax incentives and allowances and characterisation of fees for services received. Contingent liability in respect of tax demands received from direct tax authorities in India and other jurisdictions is ₹1,871 crore and ₹1,542 crore as at March 31, 2024 and 2023, respectively. These demand orders are being contested by the Company and its subsidiaries based on the management evaluation and advise of tax consultants. In respect of tax contingencies of ₹318 crore and ₹318 crore as at March 31, 2024 and 2023, respectively, not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.

The Group periodically receives notices and inquiries from income tax authorities related to the Group's operations in the jurisdictions it operates in. The Group has evaluated these notices and inquiries and has concluded that any consequent income tax claims or demands by the income tax authorities will not succeed on ultimate resolution.

The number of years that are subject to tax assessments varies depending on tax jurisdiction. The major tax jurisdictions of Tata Consultancy Services Limited include India, United States of America and United Kingdom. In India, tax filings from fiscal 2022 are generally subject to examination by the tax authorities. In United States of America, the federal statute of limitation applies to fiscals 2020 and earlier and applicable state statutes of limitation vary by state. In United Kingdom, the statute of limitation generally applies to fiscal 2019 and earlier.

18) Earnings per share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

	Year ended March 31, 2024	Year ended March 31, 2023
Profit for the year attributable to shareholders of the Company (₹ crore)	45,908	42,147
Weighted average number of equity shares	364,68,51,755	365,90,51,373
Basic and diluted earnings per share (₹)	125.88	115.19
Face value per equity share (₹)	1	1

Notes forming part of Consolidated Financial Statements

19) Segment information

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Group's chief operating decision maker is the Chief Executive Officer and Managing Director.

The Group has identified business segments ('industry vertical') as reportable segments. The business segments comprise: 1) Banking, Financial Services and Insurance, 2) Manufacturing, 3) Consumer Business, 4) Communication, Media and Technology, 5) Life Sciences and Healthcare and 6) Others such as Energy, Resources and Utilities, s-Governance and Products.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenue of the segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

The assets and liabilities of the Group are used interchangeably amongst segments. Allocation of such assets and liabilities is not practicable and any forced allocation would not result in any meaningful segregation. Hence assets and liabilities have not been identified to any of the reportable segments.

Summarised segment information for the years ended March 31, 2024 and 2023, is as follows:

Year ended March 31, 2024 (₹ crore)

	Banking, Financial Services and Insurance	Manufacturing	Consumer Business	Communication, Media and Technology	Life Sciences and Healthcare	Others	Total
Revenue from operations	**90,928**	**23,491**	**39,357**	**39,391**	**26,745**	**20,981**	**2,40,893**
Segment result	**23,574**	**7,268**	**10,252**	**10,918**	**7,611**	**4,673**	**64,296**
Total unallocable expenses*							6,721
Operating income							**57,575**
Other income							4,422
Profit before tax							**61,997**
Tax expense							15,898
Profit for the year							**46,099**
Depreciation and amortisation expense (unallocable)							4,985
Significant non-cash items (allocable)	(13)	22	3	-	9	92	**113**

*Includes settlement of legal claim of ₹958 crore (Refer note 20).

Year ended March 31, 2023 (₹ crore)

	Banking, Financial Services and Insurance	Manufacturing	Consumer Business	Communication, Media and Technology	Life Sciences and Healthcare	Others	Total
Revenue from operations	**86,127**	**21,236**	**37,506**	**37,653**	**24,605**	**18,331**	**2,25,458**
Segment result	**22,345**	**5,842**	**9,636**	**10,667**	**6,894**	**3,875**	**59,259**
Total unallocable expenses							5,801
Operating income							**53,458**
Other income							3,449
Profit before tax							**56,907**
Tax expense							14,604
Profit for the year							**42,303**
Depreciation and amortisation expense (unallocable)							5,021
Significant non-cash items (allocable)	32	6	6	5	25	65	**139**

Notes forming part of Consolidated Financial Statements

Information regarding geographical revenue is as follows:

(₹ crore)

Geography	As at March 31, 2024	As at March 31, 2023
Americas		
North America	1,23,094	1,20,336
Latin America	4,845	4,000
Europe		
United Kingdom	39,852	33,861
Continental Europe	35,772	33,575
Asia Pacific	18,851	18,132
India	13,562	11,271
Middle East and Africa	4,917	4,283
	2,40,893	**2,25,458**

Geographical revenue is allocated based on the location of the customers.

Information regarding geographical non-current assets is as follows:

(₹ crore)

Geography	As at March 31, 2024	As at March 31, 2023
Americas		
North America	2,198	1,899
Latin America	960	1,056
Europe		
United Kingdom	1,362	1,487
Continental Europe	2,456	2,422
Asia Pacific	917	848
India	18,307	19,254
Middle East and Africa	164	178
	26,364	**27,144**

Geographical non-current assets (property, plant and equipment, right-of-use assets, goodwill, other intangible assets, income tax assets and other non-current assets) are allocated based on the location of the assets.

Information about major customers

No single customer represents 10% or more of the Group’s total revenue for the years ended March 31, 2024 and 2023, respectively.

Notes forming part of Consolidated Financial Statements

20) Commitments and contingencies

Capital commitments

The Group has contractually committed (net of advances) ₹2,032 crore and ₹1,543 crore as at March 31, 2024 and 2023, respectively, for purchase of property, plant and equipment.

Contingencies

- **Direct tax matters**
  Refer note 17.

- **Indirect tax matters**
  The Company and its subsidiaries have ongoing disputes with tax authorities mainly relating to treatment of characterisation and classification of certain items. The Company and its subsidiaries have demands amounting to ₹1,161 crore and ₹568 crore as at March 31, 2024 and 2023, respectively, from various indirect tax authorities which are being contested by the Company and its subsidiaries based on the management evaluation and advice of tax consultants.

- **Other claims**
  Claims aggregating ₹226 crore and ₹277 crore as at March 31, 2024 and 2023, respectively, against the Group have not been acknowledged as debts.

  In addition to above, in October 2014, Epic Systems Corporation (referred to as Epic) filed a legal claim against the Company in the Court of Western District Madison, Wisconsin alleging unauthorised access to and download of their confidential information and use thereof in the development of the Company's product MedMantra.

  Pursuant to an initial unfavourable judgment from the District Court, the Appeals court re-affirmed the order of compensatory damages of ₹1,167 crore (US $140 million) and remanded back to the District Court to reassess matter relating to punitive damages (to limit maximum up to ₹1,167 crore (US $140 million)), the Company has already paid the compensatory damages of ₹1,167 crore (US $140 million) along with interest in April 2022. The Company's second appeal in the Appeals Court to reduce the punitive damages subsequently affirmed by the District Court was disposed on July 14, 2023, with a re-affirmation of the District Court order awarding punitive damages of ₹1,167 crore (US $140 million). The Company's petition to the Supreme Court to review the entire judgement including both the compensatory and punitive damages re-affirmed by the Appeals Court was rejected by the Supreme Court on November 20, 2023, pursuant to which, punitive damages of ₹1,167 crore (US $140 million) was paid on December 1, 2023. The Company has provided the balance punitive damages amount of ₹958 crore (US $115 million) in its financial statements for the year ended March 31, 2024 and disclosed the same as an "exceptional item" in the consolidated statement of profit and loss.

- **Letter of comfort**
  The Company has given letter of comfort to banks for credit facilities availed by its subsidiaries. As per the terms of letter of comfort, the Company undertakes not to divest its ownership interest directly or indirectly in the subsidiary and provide such managerial, technical and financial assistance to ensure continued successful operations of the subsidiary.

The amounts assessed as contingent liability do not include interest that could be claimed by counter parties.

Notes forming part of Consolidated Financial Statements

21) Statement of net assets, profit and loss and other comprehensive income attributable to owners and non-controlling interests

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss		Share in other comprehensive income		Share in total comprehensive income	
				As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	As % of consolidated other comprehensive income	Amount (₹ crore)	As % of total comprehensive income	Amount (₹ crore)
Tata Consultancy Services Limited	India	-	-	74.12	72,120	86.29	43,559	85.49	165	86.28	43,724
Subsidiaries (held directly)											
Indian											
APTOnline Limited	India	89.00	89.00	0.13	128	0.04	22	-	-	0.04	22
C-Edge Technologies Limited	India	51.00	51.00	0.42	411	0.19	94	-	-	0.19	94
MP Online Limited	India	89.00	89.00	0.13	140	0.06	29	-	-	0.06	29
TCS e-Serve International Limited	India	100.00	100.00	0.49	476	0.45	229	(0.52)	(1)	0.45	228
MahaOnline Limited	India	74.00	74.00	0.09	85	0.01	6	-	-	0.01	6
TCS Foundation	India	100.00	100.00	1.34	1,307	-	-	-	-	-	-
Foreign											
Tata America International Corporation	U.S.A.	100.00	100.00	1.72	1,669	2.32	1,170	(3.11)	(6)	2.30	1,164
Tata Consultancy Services Canada Inc.	Canada	100.00	100.00	1.96	1,906	2.07	1,047	-	-	2.07	1,047
Tata Consultancy Services Argentina S.A.	Argentina	100.00	100.00	-	(1)	(0.01)	(3)	-	-	(0.01)	(3)
Tata Consultancy Services Chile S.A.	Chile	100.00	100.00	0.36	360	0.10	51	-	-	0.10	51
Tata Consultancy Services De Mexico S.A., De C.V.	Mexico	100.00	100.00	0.93	916	0.39	197	1.55	3	0.39	200
Tata Consultancy Services Do Brasil Ltda	Brazil	100.00	100.00	0.43	421	0.05	25	-	-	0.05	25
TCS Iberoamerica SA	Uruguay	100.00	100.00	1.87	1,822	1.63	824	-	-	1.63	824
TCS Inversiones Chile Limitada	Chile	100.00	100.00	0.28	279	0.10	49	-	-	0.11	49
TCS Solution Center S.A.	Uruguay	100.00	100.00	0.33	320	0.14	73	-	-	0.14	73
TATASOLUTION CENTER S.A.	Ecuador	100.00	100.00	0.10	96	-	-	(0.52)	(1)	-	(1)
MGDC S.C.	Mexico	100.00	100.00	0.03	27	(0.07)	(36)	-	-	(0.07)	(36)
TCS Uruguay S.A.	Uruguay	100.00	100.00	0.25	246	0.19	98	-	-	0.19	98
Tata Consultancy Services Guatemala, S.A.	Guatemala	100.00	100.00	0.03	27	0.01	7	-	-	0.01	7

Notes forming part of Consolidated Financial Statements

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss		Share in other comprehensive income		Share in total comprehensive income	
				As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	As % of consolidated other comprehensive income	Amount (₹ crore)	As % of total comprehensive income	Amount (₹ crore)
Tata Consultancy Services Belgium	Belgium	100.00	100.00	0.60	586	0.23	117	-	-	0.23	117
Tata Consultancy Services De Espana S.A.	Spain	100.00	100.00	0.13	131	0.02	9	-	-	0.02	9
Tata Consultancy Services Deutschland GmbH	Germany	100.00	100.00	0.93	909	0.20	101	(0.52)	(1)	0.20	100
Tata Consultancy Services Italia s.r.l.	Italy	100.00	100.00	0.08	82	0.01	4	-	-	0.01	4
Tata Consultancy Services Netherlands BV	Netherlands	100.00	100.00	3.49	3,397	1.12	563	-	-	1.11	563
Tata Consultancy Services Sverige AB	Sweden	100.00	100.00	1.19	1,157	0.53	266	-	-	0.52	266
Tata Consultancy Services (Portugal) Unipessoal, Limitada	Portugal	100.00	100.00	0.06	54	0.04	19	-	-	0.04	19
Diligenta Limited	U.K.	100.00	100.00	1.72	1,673	0.45	226	(3.63)	(7)	0.43	219
Tata Consultancy Services Luxembourg S.A.	Capellen (G.D. de Luxembourg)	100.00	100.00	0.13	123	0.12	62	-	-	0.12	62
Tata Consultancy Services Switzerland Ltd.	Switzerland	100.00	100.00	0.89	866	0.41	207	(9.84)	(19)	0.37	188
Tata Consultancy Services France	France	100.00	100.00	(0.28)	(275)	0.19	97	(1.55)	(3)	0.19	94
Tata Consultancy Services Saudi Arabia	Saudi Arabia	100.00	100.00	0.17	161	0.05	27	(1.04)	(2)	0.05	25
Tata Consultancy Services UK Limited	U.K.	100.00	100.00	0.03	34	0.01	4	-	-	0.01	4
TCS Business Services GmbH	Germany	100.00	100.00	0.10	97	0.03	13	4.15	8	0.04	21
Tata Consultancy Services Bulgaria EOOD	Bulgaria	100.00	100.00	0.03	33	0.01	6	-	-	0.01	6
Tata Consultancy Services Ireland Limited	Ireland	100.00	100.00	0.46	444	0.22	113	-	-	0.22	113
TCS Technology Solutions GmbH	Germany	100.00	100.00	0.89	866	0.17	85	31.61	61	0.29	146
Tata Consultancy Services Osterreich GmbH	Austria	100.00	100.00	0.01	5	-	1	-	-	-	1
Saudi Desert Rose Holding B.V.	Netherlands	-	100.00	-	-	-	-	-	-	-	-
Diligenta (Europe) B.V.	Netherlands	100.00	-	-	-	-	-	-	-	-	-

Notes forming part of Consolidated Financial Statements

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss		Share in other comprehensive income		Share in total comprehensive income	
				As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	As % of consolidated other comprehensive income	Amount (₹ crore)	As % of total comprehensive income	Amount (₹ crore)
Tata Consultancy Services Asia Pacific Pte Ltd.	Singapore	100.00	100.00	1.08	1,049	0.54	271	-	-	0.53	271
Tata Consultancy Services Malaysia Sdn Bhd	Malaysia	100.00	100.00	0.10	96	0.11	56	-	-	0.11	56
TCS FNS Pty Limited	Australia	100.00	100.00	0.14	141	0.10	51	-	-	0.10	51
TCS Financial Solutions Australia Pty Limited	Australia	100.00	100.00	0.09	54	0.06	32	-	-	0.06	32
PT Tata Consultancy Services Indonesia	Indonesia	100.00	100.00	0.03	27	0.02	10	-	-	0.02	10
Tata Consultancy Services (China) Co., Ltd.	China	100.00	100.00	0.38	371	0.15	74	-	-	0.15	74
TCS Financial Solutions Beijing Co., Ltd.	China	100.00	100.00	0.04	40	0.01	5	-	-	0.01	5
Tata Consultancy Services (Thailand) Limited	Thailand	100.00	100.00	0.02	15	0.02	9	-	-	0.02	9
Tata Consultancy Services (Philippines) Inc.	Philippines	100.00	100.00	0.17	161	0.18	91	(2.07)	(4)	0.17	87
Tata Consultancy Services Japan, Ltd.	Japan	66.00	66.00	1.78	1,743	0.82	410	-	-	0.81	410
Tata Consultancy Services (Africa) (PTY) Ltd.	South Africa	100.00	100.00	0.05	47	0.07	35	-	-	0.07	35
Tata Consultancy Services (South Africa) (PTY) Ltd.	South Africa	100.00	100.00	0.11	105	0.10	50	-	-	0.10	50
Tata Consultancy Services Qatar L.L.C.	Qatar	100.00	100.00	0.05	51	0.03	16	-	-	0.03	16
Trusts	India	-	-	0.32	307	0.02	12	-	-	0.02	12
TOTAL				**100.00**	**97,305**	**100.00**	**50,481**	**100.00**	**193**	**100.00**	**50,674**

Notes forming part of Consolidated Financial Statements

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss		Share in other comprehensive income		Share in total comprehensive income	
				As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	As % of consolidated other comprehensive income	Amount (₹ crore)	As % of total comprehensive income	Amount (₹ crore)
a) Adjustments arising out of consolidation					**(5,986)**		**(4,382)**		**44**		**(4,338)**
b) Non-controlling interests											
Indian subsidiaries											
APTOnline Limited					(14)		(2)		-		(2)
C-Edge Technologies Limited					(201)		(46)		-		(46)
MP Online Limited					(15)		(3)		-		(3)
MahaOnline Limited					(22)		(2)		-		(2)
Foreign subsidiaries											
Tata Consultancy Services (China) Co., Ltd.					-		-		-		-
Tata Consultancy Services Japan, Ltd.					(577)		(137)		62		(75)
TOTAL					**(830)**		**(191)**		**62**		**(129)**
TOTAL					**90,489**		**45,908**		**299**		**46,207**

Notes:

1. TCS Technology Solutions AG renamed as TCS Technology Solutions GmbH.
2. Saudi Desert Rose Holding B.V. merged with Tata Consultancy Services Netherlands BV w.e.f. August 29, 2023.
3. Diligenta Limited incorporated a subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

Notes forming part of Consolidated Financial Statements

22) Related party transactions

The Company's principal related parties consist of its holding company Tata Sons Private Limited and its subsidiaries, its own subsidiaries, affiliates and key managerial personnel. The Group's material related party transactions and outstanding balances are with related parties with whom the Group routinely enter into transactions in the ordinary course of business. Refer note 21 for list of subsidiaries of the Company.

Transactions and balances with its own subsidiaries are eliminated on consolidation.

Transactions with related parties are as follows:

(₹ crore)

	Year ended March 31, 2024				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	50	1,025	4,495	-	5,570
Purchases of goods and services (including reimbursements)	2	1,390	250	-	1,642
Brand equity contribution	352	-	-	-	352
Facility expenses	1	20	73	-	94
Lease rental	-	49	46	-	95
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	7	(1)	-	6
Contribution and advance to post employment benefit plans	-	-	-	3,783	3,783
Purchase of property, plant and equipment	-	108	98	-	206
Advances given	-	1,013	98	-	1,111
Advances recovered	-	8	4	-	12
Advances taken	-	27	1	-	28
Dividend paid	18,177	8	2	-	18,187
Buy-back of shares	10,548	4	3	-	10,555

Notes forming part of Consolidated Financial Statements

(₹ crore)

	Year ended March 31, 2023				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	38	1,174	3,050	-	4,262
Purchases of goods and services (including reimbursements)	1	610	225	-	836
Brand equity contribution	227	-	-	-	227
Facility expenses	1	25	59	-	85
Lease rental	-	56	47	-	103
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	(1)	-	-	(1)
Contribution and advance to post employment benefit plans	-	-	-	2,955	2,955
Purchase of property, plant and equipment	-	13	137	-	150
Advances given	-	1	45	-	46
Advances recovered	-	1	15	-	16
Advances taken	-	25	4	-	29
Dividend paid	29,881	16	6	-	29,903

Balances receivable from related parties are as follows:

(₹ crore)

	As at March 31, 2024				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade receivables and contract assets	5	411	1,509	-	1,925
Loans, other financial assets and other assets	2	1,238	9	-	1,249
	7	**1,649**	**1,518**	**-**	**3,174**

Notes forming part of Consolidated Financial Statements

(₹ crore)

	As at March 31, 2023				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade receivables and contract assets	2	434	1,004	-	1,440
Loans, other financial assets and other assets	10	95	85	-	190
	12	**529**	**1,089**	**-**	**1,630**

Balances payable to related parties are as follows:

(₹ crore)

	As at March 31, 2024				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	355	1,003	428	-	1,786
Commitments	-	1,412	13	-	1,425

(₹ crore)

	As at March 31, 2023				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	213	377	322	278	1,190
Commitments	-	12	50	-	62

Material related party transactions are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations		
Jaguar Land Rover Limited	2,902	1,707
Tata Steel IJmuiden BV	599	533
Tata Digital Private Limited	286	502
Purchases of goods and services (including reimbursements) and net of cost recovery		
Tejas Networks Limited	754	-
Advances given		
Tejas Networks Limited	960	-

Notes forming part of Consolidated Financial Statements

Material related party balances are as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Trade receivables and contract assets		
Jaguar Land Rover Limited	898	482
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities		
Tejas Networks Limited	607	-
Loans, other financial assets and other assets		
Tejas Networks Limited	960	-

Transactions with key management personnel are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Short-term benefits	57	58
Dividend paid during the year	1	2
Post-employment benefits	2	-
	60	**60**

The remuneration of directors and key executives is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.

Transactions with key management personnel for the year ended March 31, 2023 did not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation / premium paid were not available.

23) No funds have been advanced / loaned / invested (from borrowed funds or from share premium or from any other sources / kind of funds) by the Group to any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

No funds have been received by the Group from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding (whether recorded in writing or otherwise) that the Group shall (i) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

24) The sitting fees and commission paid to non-executive directors is ₹15 crore and ₹13 crore as at March 31, 2024 and 2023, respectively.

25) The Board of Directors approved post-employment benefits, payable to the outgoing CEO and Managing Director, which has been actuarially valued. Accordingly, the Company has recorded an expense of ₹48 crore during the year ended March 31, 2024.

26) The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company and its Indian subsidiaries will assess the impact and its evaluation once the subject rules are notified. The Company and its Indian subsidiaries will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

27) TCS Technology Solutions AG renamed as TCS Technology Solutions GmbH.

28) Saudi Desert Rose Holding B.V. merged with Tata Consultancy Services Netherlands BV w.e.f. August 29, 2023.

29) Diligenta Limited incorporated a subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

Notes forming part of Consolidated Financial Statements

30) Dividends

Dividends paid during the year ended March 31, 2024 include an amount of ₹24.00 per equity share towards final dividend for the year ended March 31, 2023 and an amount of ₹45.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2024. Dividends paid during the year ended March 31, 2023 include an amount of ₹22.00 per equity share towards final dividend for the year ended March 31, 2022 and an amount of ₹91.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2023.

Dividends declared by the Company are based on profits available for distribution. On April 12, 2024, the Board of Directors of the Company have proposed a final dividend of ₹28.00 per share in respect of the year ended March 31, 2024 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹10,131 crore.

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Standalone Financial Statements

Independent Auditor's Report

To the Members of
Tata Consultancy Services Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Tata Consultancy Services Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2024, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matter(s)

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue recognition– Fixed price contracts where revenue is recognized using percentage of completion method	
Refer Note 4(a) and 10 to the standalone financial statements	
The key audit matter	**How the matter was addressed in our audit**
The Company inter alia engages in Fixed-price contracts, wherein, revenue is recognized using the percentage of completion computed as per the input method based on the Company's estimate of contract costs. We identified revenue recognition of fixed price contracts where the percentage of completion is used as a key audit matter since- • there is an inherent risk and presumed fraud risk around the accuracy and existence of revenues recognised considering the customised and complex nature of these contracts and significant inputs of IT systems;	Our audit procedures included the following: • Obtained an understanding of the systems, processes and controls implemented by the Company for recording and computing revenue and the associated contract assets, unearned and deferred revenue balances. • Involvement of our Information technology ('IT') specialists, as required: ➢ Assessed the IT environment in which the business systems operate and tested system controls over computation of revenue recognised; ➢ Tested the IT controls over appropriateness of cost and revenue reports generated by the system; ➢ Tested the controls pertaining to allocation of resources and budgeting systems which prevent the unauthorized recording/ changes to costs incurred; and

The key audit matter	How the matter was addressed in our audit
• application of revenue recognition accounting standard (Ind AS 115, Revenue from Contracts with customers) is complex and involves a number of key judgments and estimates in mainly identifying performance obligations, related transaction price and estimating the future cost-to- completion of these contracts, which is used to determine the percentage of completion of the relevant performance obligation; • these contracts may involve onerous obligations which requires critical assessment of foreseeable losses to be made by the Company; and • at year-end, significant amount of work in progress (Contract assets), related to these contracts are recognised on the balance sheet.	➢ Tested on a random sampling basis the controls relating to the estimation of contract costs required to complete the respective projects. • On selected specific and statistical samples of contracts, we tested that the revenue recognized is in accordance with the revenue recognition accounting standard including – ➢ Evaluated the identification of performance obligations and the ascribed transaction price; ➢ For testing the Company's computation of the estimation of contract costs and onerous obligations, if any. We: • assessed that the estimates of costs to complete were reviewed and approved by appropriate designated management personnel; • performed a retrospective analysis of costs incurred with estimated costs to identify significant variations and challenged whether those variations are required to be considered in estimating the remaining costs to complete the contract; • assessed the appropriateness of work in progress (contract assets) on balance sheet date by evaluating the underlying documentation to identify possible changes in estimated costs to complete the remaining performance obligations; and • inspected underlying documents and performed analytics to determine reasonableness of contract costs.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report(s) thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. A. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e. On the basis of the written representations received from the directors as on 01 April 2024 to 10 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

   f. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

   B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its standalone financial statements- Refer income tax liabilities disclosed in the balance sheet along with Note 19 to the standalone financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

The final dividend paid by the Company during the year, in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 26 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

i. The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting softwares used for maintaining the books of account relating to payroll, consolidation process and certain non-editable fields/tables of the accounting software used for maintaining general ledger.

ii. The feature of recording audit trail (edit log) facility was not enabled at the application layer of the accounting softwares relating to revenue, trade receivables and general ledger for the period 1 April 2023 to 13 November 2023 and relating to property, plant and equipment for the period 1 April 2023 to 14 December 2023.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Amit Somani
Partner
Membership No.: 060154
ICAI UDIN: 24060154BKFDGZ4646

Place: Mumbai
Date: 12 April 2024

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Tata Consultancy Services Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company. The Company has not been sanctioned any working capital limit from the financial institutions.

(iii) According to the information and explanations given to us and on the basis of our examination of the records, the Company has made investments and has granted loans or advances in the nature of loans, unsecured, to other parties during the year, in respect of which the requisite information is as below. The Company has not made any investments and has not granted any loans or advances in the nature of loans, unsecured, to companies, firms or limited liability partnerships during the year. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured, to companies, firms, limited liability partnerships or any other parties during the year.

(a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not given any loans or advances in the nature of loans or stood guarantee or provided security to subsidiaries. The Company does not hold any investment in any joint ventures or associates.

B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has given unsecured loans and unsecured advances in the nature of loans to parties other than subsidiaries as listed below. The Company has not stood guarantee or provided security to parties other than subsidiaries.

(₹ in crore)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount during the year				
Subsidiaries*	-	-	-	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others	-	-	319	412
Balance outstanding as at balance sheet date				
Subsidiaries*	-	-	-	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others	-	-	319	173

*As per the Companies Act, 2013

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and the terms and conditions of the grant of loans and advances in the nature of loans during the year are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of interest free loans and advances in the nature of loans given, the repayment of principal has been stipulated and the repayments or receipts have been regular. In case of interest bearing loans given, the schedule of repayment of principal and payment of interest has been stipulated, and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given and advances in the nature of loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it (and/or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of any dispute except for the following:

Name of the statute	Nature of the dues	Amount (₹ in crores)**	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
The Income-tax Act, 1961	Income tax	2,112	Assessment Year- 2011-2012, 2018-2019, 2021-2022	Commissioner of Income tax (Appeals)	
		193	Assessment Year- 2006-2007	Income Tax Appellate Tribunal	
		36	Assessment Year- 2013-2014, 2016-2017	Assessing Officer / National Faceless Assessment Centre	
The Central Sales Tax Act, 1956 and Value Added Tax Act	Sales tax and VAT	2	Financial Year- 1995-1996, 1997-1998, 2004-2005, 2011-2012, 2016-2017, 2017-2018	Assistant Commissioner	
		3	Financial Year- 2008-2009, 2010-2011, 2011-2012, 2012-2013, 2015-2016, 2016-2017	Deputy Commissioner	
		233	Financial Year- 1994-1995, 2004-2005, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018	High Court	
		18	Financial Year- 1997-1998, 2005-2006, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018	Joint Commissioner	
		11	Financial Year- 1990-1991, 1997-1998, 2002-2003, 2003-2004, 2004-2005, 2005-2006, 2006-2007, 2011-2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018	Tribunal	
The Finance Act, 1994	Service tax	2	Financial Year- 2002-2003, 2003-2004, 2004-2005, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2014-2015, 2015-2016, 2016-2017, 2017-2018	Commissioner Appeals	
		213	Financial Year- 2002-2003, 2003-2004, 2004-2005, 2006-2007, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018	Tribunal	
Goods and Service Tax Act	Goods and Services Tax	17	Financial Year- 2017-2018, 2018-2019, 2020-2021	Commissioner Appeals	

** These amounts are net of amount paid/ adjusted under protest of ₹ 318 crores

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act. The Company does not hold any investment in any associate or joint venture (as defined under the Act) during the year ended 31 March 2024.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act). The Company does not hold any investment in any associate or joint venture (as defined under the Act) during the year ended 31 March 2024.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has four CICs as part of the Group.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in Company’s annual report is expected to be made available to us after the date of this auditor’s report.

(xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.

(b) In our opinion and according to the information and explanations given to us and based on an independent legal opinion obtained by the Company, upon irrevocable transfer of funds by the Company to implementing agencies for designated multiyear projects undertaken through them, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to ongoing projects. Accordingly, clause 3(xx)(b) of the Order is not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm’s Registration No.: 101248W/W-100022

Amit Somani
Partner
Membership No.: 060154
ICAI UDIN: 24060154BKFDGZ4646

Place: Mumbai
Date: 12 April 2024

Annexure B to the Independent Auditor’s Report on the standalone financial statements of Tata Consultancy Services Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Tata Consultancy Services Limited (“the Company”) as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

Management’s and Board of Directors’ Responsibilities for Internal Financial Controls

The Company’s Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company’s internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm’s Registration No.: 101248W/W-100022

Amit Somani
Partner
Membership No.: 060154
ICAI UDIN: 24060154BKFDGZ4646

Place: Mumbai
Date: 12 April 2024

Standalone Balance Sheet

(₹ crore)

	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	8(a)	8,336	9,186
Capital work-in-progress	8(a)	1,450	1,103
Right-of-use assets	7	6,154	5,695
Intangible assets	8(b)	463	809
Financial assets			
Investments	6(a)	2,405	2,405
Trade receivables			
Billed	6(b)	127	125
Unbilled		65	196
Loans	6(e)	2	3
Other financial assets	6(f)	626	532
Deferred tax assets (net)	15	2,524	2,464
Income tax assets (net)		1,062	2,115
Other assets	8(c)	3,016	2,410
Total non-current assets		**26,230**	**27,043**
Current assets			
Inventories	8(d)	27	27
Financial assets			
Investments	6(a)	29,840	35,738
Trade receivables			
Billed	6(b)	38,591	35,534
Unbilled		7,477	7,264
Cash and cash equivalents	6(c)	3,644	1,462
Other balances with banks	6(d)	2,955	3,081
Loans	6(e)	317	332
Other financial assets	6(f)	1,559	1,557
Income tax assets (net)		111	-
Other assets	8(c)	10,397	7,789
Total current assets		**94,918**	**92,784**
TOTAL ASSETS		**1,21,148**	**1,19,827**
EQUITY AND LIABILITIES			
Equity			
Share capital	6(n)	362	366
Other equity	9	71,758	74,172
Total equity		**72,120**	**74,538**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities		5,128	4,698
Other financial liabilities	6(i)	315	340
Employee benefit obligations	12	144	95
Deferred tax liabilities (net)	15	154	190
Unearned and deferred revenue		226	642
Total non-current liabilities		**5,967**	**5,965**
Current liabilities			
Financial liabilities			
Lease liabilities		1,017	961
Trade payables			
Dues of small enterprises and micro enterprises	6(g)	79	-
Dues of creditors other than small enterprises and micro enterprises	6(h)	14,520	13,768
Other financial liabilities	6(i)	6,286	6,948
Unearned and deferred revenue		2,811	2,962
Other liabilities	8(e)	4,458	3,113
Provisions	8(f)	71	279
Employee benefit obligations	12	3,332	3,022
Income tax liabilities (net)		10,487	8,271
Total current liabilities		**43,061**	**39,324**
TOTAL EQUITY AND LIABILITIES		**1,21,148**	**1,19,827**

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Standalone Statement of Profit and Loss

(₹ crore)

	Note	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations	10	202,359	1,90,354
Other income	11	7,273	5,328
TOTAL INCOME		**209,632**	**1,95,682**
Expenses			
Employee benefit expenses	12	103,139	96,218
Cost of equipment and software licences	13(a)	3,347	1,416
Finance costs	14	673	695
Depreciation and amortisation expense		3,887	3,940
Other expenses	13(b)	40,026	41,723
TOTAL EXPENSES		**151,072**	**1,43,992**
PROFIT BEFORE EXCEPTIONAL ITEM AND TAX		**58,560**	**51,690**
Exceptional item			
Settlement of legal claim	19	958	-
PROFIT BEFORE TAX		**57,602**	**51,690**
Tax expense			
Current tax	15	14,178	12,946
Deferred tax	15	(135)	(362)
TOTAL TAX EXPENSE		**14,043**	**12,584**
PROFIT FOR THE YEAR		**43,559**	**39,106**
OTHER COMPREHENSIVE INCOME (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined employee benefit plans		(60)	54
Income tax on items that will not be reclassified subsequently to profit or loss		13	(12)
Items that will be reclassified subsequently to profit or loss			
Net change in fair values of investments other than equity shares carried at fair value through OCI		237	(679)
Net change in intrinsic value of derivatives designated as cash flow hedges		1	(25)
Net change in time value of derivatives designated as cash flow hedges		13	32
Income tax on items that will be reclassified subsequently to profit or loss		(39)	236
TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES)		**165**	**(394)**
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**43,724**	**38,712**
Earnings per equity share:- Basic and diluted (₹)	16	119.44	106.88
Weighted average number of equity shares		364,68,51,755	365,90,51,373

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

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Company Secretary

Mumbai, April 12, 2024

Standalone Statement of Changes in Equity

A. EQUITY SHARE CAPITAL

(₹ crore)

Balance as at April 1, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year*	Balance as at March 31, 2024
366	-	366	(4)	362

(₹ crore)

Balance as at April 1, 2022	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2022	Changes in equity share capital during the year	Balance as at March 31, 2023
366	-	366	-	366

*Refer note 6(n)

B. OTHER EQUITY

(₹ crore)

	Reserves and surplus				Items of other comprehensive income			Total Equity
	Capital reserve*	Capital redemption reserve	Special Economic Zone re-investment reserve	Retained earnings	Investment revaluation reserve	Cash flow hedging reserve		
						Intrinsic value	Time value	
Balance as at April 1, 2023	**-**	**17**	**11,809**	**62,228**	**138**	**8**	**(28)**	**74,172**
Profit for the year	-	-	-	43,559	-	-	-	43,559
Other comprehensive income / (losses)	-	-	-	(47)	201	1	10	165
Total comprehensive income	**-**	**-**	**-**	**43,512**	**201**	**1**	**10**	**43,724**
Dividend	-	-	-	(25,137)	-	-	-	(25,137)
Expenses for buy-back of equity shares (Refer note 6(n))	-	-	-	(46)	-	-	-	(46)
Tax on buy-back of equity shares (Refer note 6(n))	-	-	-	(3,959)	-	-	-	(3,959)
Buy-back of equity shares (Refer note 6(n))	-	4	-	(17,000)	-	-	-	(16,996)
Transfer to Special Economic Zone re-investment reserve	-	-	9,875	(9,875)	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	-	(5,450)	5,450	-	-	-	-
Balance as at March 31, 2024	**-**	**21**	**16,234**	**55,173**	**339**	**9**	**(18)**	**71,758**
Balance as at April 1, 2022	**-**	**17**	**7,287**	**68,949**	**580**	**27**	**(53)**	**76,807**
Profit for the year	-	-	-	39,106	-	-	-	39,106
Other comprehensive income / (losses)	-	-	-	42	(442)	(19)	25	(394)
Total comprehensive income	**-**	**-**	**-**	**39,148**	**(442)**	**(19)**	**25**	**38,712**
Dividend	-	-	-	(41,347)	-	-	-	(41,347)
Transfer to Special Economic Zone re-investment reserve	-	-	8,380	(8,380)	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	-	(3,858)	3,858	-	-	-	-
Balance as at March 31, 2023	**-**	**17**	**11,809**	**62,228**	**138**	**8**	**(28)**	**74,172**

*Represents value less than ₹0.50 crore.

Loss of ₹47 crore and gain of ₹42 crore on remeasurement of defined employee benefit plans (net of tax) is recognised as a part of retained earnings for the years ended March 31, 2024 and 2023, respectively.

Nature and purpose of reserves

(a) Capital reserve
The Company recognises profit and loss on purchase, sale, issue or cancellation of the Company's own equity instruments to capital reserve.

(b) Capital redemption reserve
As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

(c) Special Economic Zone re-investment reserve
The Special Economic Zone (SEZ) re-investment reserve is created out of the profit of eligible SEZ units in terms of the provisions of section 10AA(1)(ii) of the Income-tax Act, 1961. The reserve will be utilised by the Company for acquiring new assets for the purpose of its business as per the terms of section 10AA(2) of Income-tax Act, 1961.

(d) Retained earnings
This reserve represents undistributed accumulated earnings of the Company as on the balance sheet date.

(e) Investment revaluation reserve
This reserve represents the cumulative gains and losses arising on the revaluation of equity and debt instruments on the balance sheet date measured at fair value through other comprehensive income. The reserves accumulated will be reclassified to retained earnings and profit and loss respectively, when such instruments are disposed.

(f) Cash flow hedging reserve
The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Standalone Statement of Cash Flows

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the year	43,559	39,106
Adjustments for:		
Depreciation and amortisation expense	3,887	3,940
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	97	110
Tax expense	14,043	12,584
Net (gain) / loss on lease modification	(2)	3
Net gain on sub-lease	-	(7)
Unrealised foreign exchange gain	(11)	(185)
Net gain on disposal of property, plant and equipment	(8)	(27)
Net gain on disposal / fair valuation of investments	(264)	(209)
Interest income	(3,382)	(3,046)
Dividend income (including exchange impact)	(3,288)	(2,112)
Finance costs	673	695
Operating profit before working capital changes	**55,304**	**50,852**
Net change in		
Inventories	-	(8)
Trade receivables		
Billed	(3,145)	(5,817)
Unbilled	(82)	(1,157)
Loans and other financial assets	(291)	192
Other assets	(3,125)	(384)
Trade payables	831	3,686
Unearned and deferred revenue	(567)	31
Other financial liabilities	(698)	1,222
Other liabilities and provisions	1,498	(654)
Cash generated from operations	**49,725**	**47,963**
Taxes paid (net of refunds)	(10,583)	(10,934)
Net cash generated from operating activities	**39,142**	**37,029**
CASH FLOWS FROM INVESTING ACTIVITIES		
Bank deposits placed	(6,489)	(3,528)
Inter-corporate deposits placed	-	(7,580)
Purchase of investments	(128,764)	(122,721)
Payment for purchase of property, plant and equipment	(1,720)	(2,041)
Payment including advances for acquiring right-of-use assets	(17)	(94)
Payment for purchase of intangible assets	(411)	(340)
Proceeds from bank deposits	6,605	5,930
Proceeds from inter-corporate deposits	-	12,966
Proceeds from disposal / redemption of investments	135,375	115,825
Proceeds from sub-lease receivable	10	5

Standalone Statement of Cash Flows

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Proceeds from disposal of property, plant and equipment	14	29
Interest received	2,670	2,933
Dividend received from subsidiaries	3,534	1,866
Net cash generated from investing activities	**10,807**	**3,250**
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of lease liabilities	(1,061)	(1,006)
Interest paid	(590)	(697)
Dividend paid	(25,137)	(41,347)
Transfer of funds to buy-back escrow account	(425)	-
Transfer of funds from buy-back escrow account	425	18
Expenses for buy-back of equity shares (Refer note 6(n))	(46)	-
Tax on buy-back of equity shares (Refer note 6(n))	(3,959)	(4,192)
Buy-back of equity shares (Refer note 6(n))	(17,000)	-
Net cash used in financing activities	**(47,793)**	**(47,224)**
Net change in cash and cash equivalents	**2,156**	**(6,945)**
Cash and cash equivalents at the beginning of the year	1,462	8,197
Exchange difference on translation of foreign currency cash and cash equivalents	26	210
Cash and cash equivalents at the end of the year	**3,644**	**1,462**
Components of cash and cash equivalents		
Balances with banks		
In current accounts	1,359	776
In deposit accounts	2,285	686
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	-*
	3,644	**1,462**

*Represents value less than ₹0.50 crore.

Refer note 13(c) for amount spent during the years ended March 31, 2024 and 2023 on construction / acquisition of any asset and other purposes relating to CSR activities.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

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COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Notes forming part of Standalone Financial Statements

1) Corporate information

Tata Consultancy Services Limited (referred to as "TCS Limited" or "the Company") provides IT services, consulting and business solutions and has been partnering with many of the world's largest businesses in their transformation journeys. The Company offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions. This is delivered through its unique Location-Independent Agile delivery model recognised as a benchmark of excellence in software development.

The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is TCS House, Raveline Street, Fort, Mumbai- 400001. As at March 31, 2024, Tata Sons Private Limited, the holding company owned 71.74% of the Company's equity share capital.

The Board of Directors approved the standalone financial statements for the year ended March 31, 2024 and authorised for issue on April 12, 2024.

2) Statement of compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

3) Basis of preparation

These standalone financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortised cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

These standalone financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The material accounting policy information related to preparation of the standalone financial statements have been discussed in the respective notes.

4) Use of estimates and judgements

The preparation of standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of standalone financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The Company uses the following critical accounting judgements, estimates and assumptions in preparation of its standalone financial statements:

(a) Revenue recognition

Revenue for fixed-price contracts is recognised using percentage-of-completion method. The Company estimates the future cost-to-completion of the contracts which is used to determine degree of completion of the performance obligation.

The Company exercises judgement for identification of performance obligations, determination of transaction price, ascribing the transaction price to each distinct performance obligation and in determining whether the performance obligation is satisfied at a point in time or over a period of time. These judgements have been explained in detail under the revenue note (Refer note 10).

(b) Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods (Refer note 8(a)).

(c) Impairment of investments in subsidiaries

The Company reviews its carrying value of investments carried at cost (net of impairment, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the statement of profit and loss.

Notes forming part of Standalone Financial Statements

(d) Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(e) Impairment of financial assets (other than at fair value)

Measurement of impairment of financial assets require use of estimates, which have been explained in the note on financial assets, financial liabilities and equity instruments, under impairment of financial assets (other than at fair value) (Refer note 6).

(f) Provision for income tax and deferred tax assets

The Company uses judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

(g) Provisions and contingent liabilities

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

(h) Employee benefits

The accounting of employee benefit plans in the nature of defined benefit requires the Company to use assumptions. These assumptions have been explained under employee benefits note (Refer note 12).

(i) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

5) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

6) Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

Cash and cash equivalents

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash

Notes forming part of Standalone Financial Statements

equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost
Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income
Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in other comprehensive income.

Financial assets at fair value through profit or loss
Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

Investment in subsidiaries
Investment in subsidiaries are measured at cost less impairment loss, if any.

Financial liabilities
Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments
An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received net of direct issue cost.

Derivative accounting

- **Instruments in hedging relationship**
  The Company designates certain foreign exchange forward, currency options and futures contracts as hedge instruments in respect of foreign exchange risks. These hedges are accounted for as cash flow hedges.

  The Company uses hedging instruments that are governed by the financial risk management policy as approved by the Risk Management Committee. The policy provides principles on the use of such financial derivatives consistent with the risk management strategy of the Company. While determining the appropriate hedge ratio, the Company takes into consideration the prevailing macro-economic conditions, the availability and liquidity of the hedging instruments, tolerance levels for hedge ineffectiveness and the costs of hedging. The hedging activities are reviewed by the Risk Management Committee every quarter and future course of action is determined.

  The hedge instruments are designated and documented as hedges at the inception of the contract. The Company determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at inception and on an ongoing basis. If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified in net foreign exchange gains in the statement of profit and loss.

  The effective portion of change in the fair value of the designated hedging instrument is recognised in the other comprehensive income and accumulated under the heading cash flow hedging reserve.

  The Company separates the intrinsic value and time value of an option and designates as hedging instruments only the change in intrinsic value of the option. The change in fair value of the intrinsic value and time value of an option is recognised in the other comprehensive income and accounted as a separate component of equity. Such amounts are reclassified into the statement of profit and loss when the related hedged items affect profit and loss.

  Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity till that time remains and is recognised in the statement of profit and loss when the forecasted transaction ultimately affects profit and loss. Any gain or loss is recognised immediately in the statement of profit and loss when the hedge becomes ineffective.

- **Instruments not in hedging relationship**
  The Company enters into contracts that are effective as hedges from an economic perspective, but they do not qualify for hedge accounting. The change in the fair value of such instrument is recognised in the statement of profit and loss.

Impairment of financial assets (other than at fair value)
The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a

Notes forming part of Standalone Financial Statements

financing transaction. In determining the allowance for expected credit losses, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(a) Investments

Investments consist of the following:

Investments – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Investment in subsidiaries		
Fully paid equity shares (unquoted)	2,405	2,405
Investments designated at fair value through OCI		
Fully paid equity shares (unquoted)		
Taj Air Limited	19	19
Less: Impairment in value of investments	(19)	(19)
	2,405	**2,405**

Investments - Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Investments carried at fair value through profit or loss		
Mutual fund units (quoted)	749	1,147
Investments carried at fair value through OCI		
Government bonds and securities (quoted)	24,746	26,128
Corporate bonds (quoted)	3,406	3,110
Investments carried at amortised cost		
Certificate of deposits (quoted)	-	2,955
Commercial papers (quoted)	939	2,398
	29,840	**35,738**

Government bonds and securities includes bonds pledged with bank for credit facility amounting to NIL and ₹1,650 crore as at March 31, 2024 and 2023, respectively.

Aggregate value of quoted and unquoted investments is as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Aggregate value of quoted investments	29,840	35,738
Aggregate value of unquoted investments (net of impairment)	2,405	2,405
Aggregate market value of quoted investments	29,841	35,736
Aggregate value of impairment of investments	19	19

Market value of quoted investments carried at amortised cost is as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Certificate of deposits	-	2,951
Commercial papers	940	2,400

Notes forming part of Standalone Financial Statements

Carrying value of investment in equity instruments is as follows:

(₹ crore)

In Numbers	Currency	Face value per share	Investment in subsidiaries	As at March 31, 2024	As at March 31, 2023
			Fully paid equity shares (unquoted)		
212,27,83,424	UYU	1	TCS Iberoamerica SA	461	461
15,75,300	INR	10	APTOnline Limited	-	-
1,300	EUR	-	Tata Consultancy Services Belgium	1	1
66,000	EUR	1,000	Tata Consultancy Services Netherlands BV	403	403
1,000	SEK	100	Tata Consultancy Services Sverige AB	19	19
1	EUR	-	Tata Consultancy Services Deutschland GmbH	2	2
20,000	USD	10	Tata America International Corporation	453	453
75,82,820	SGD	1	Tata Consultancy Services Asia Pacific Pte Ltd.	19	19
3,72,58,815	AUD	1	TCS FNS Pty Limited	212	212
10,00,001	GBP	1	Diligenta Limited	429	429
1,000	USD	-	Tata Consultancy Services Canada Inc.	-*	-*
100	CAD	70,653.61	Tata Consultancy Services Canada Inc.	31	31
51,00,000	INR	10	C-Edge Technologies Limited	5	5
8,90,000	INR	10	MP Online Limited	1	1
1,40,00,000	ZAR	1	Tata Consultancy Services (Africa) (PTY) Ltd.	66	66
18,89,005	INR	10	MahaOnline Limited	2	2
-	QAR	-	Tata Consultancy Services Qatar L.L.C.	2	2
10,00,000	INR	100	TCS e-Serve International Limited	10	10
1,00,500	GBP	0.00001	Tata Consultancy Services UK Limited	66	66
2,50,00,000	EUR	1	Tata Consultancy Services Ireland Limited	224	224
10,00,000	INR	10	TCS Foundation	-	-
				2,405	**2,405**

(₹ crore)

In Numbers	Currency	Face value per share	Equity instruments designated at fair value through OCI	As at March 31, 2024	As at March 31, 2023
			Fully paid equity shares (unquoted)		
1,90,00,000	INR	10	Taj Air Limited	19	19
			Less : Impairment in value of investments	(19)	(19)
				-	**-**

*Represents value less than ₹0.50 crore.

Notes forming part of Standalone Financial Statements

The movement in fair value of investments carried / designated at fair value through OCI is as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	**138**	**580**
Net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income	248	(675)
Deferred tax relating to net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income	(39)	236
Net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income	(11)	(4)
Deferred tax relating to net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income	3	1
Balance at the end of the year	**339**	**138**

(b) Trade receivables - Billed

Trade receivables- Billed (unsecured) consist of the following:

Trade receivables - Billed – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Trade receivables- Billed	760	771
Less: Allowance for expected credit losses	(633)	(646)
Considered good	**127**	**125**

Ageing for trade receivables – non-current outstanding as at March 31, 2024 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	-	-	-	55	86	585	726
Disputed trade receivables – considered good	-	-	-	2	-	32	34
	-	**-**	**-**	**57**	**86**	**617**	**760**
Less: Allowance for expected credit losses							**(633)**
							127
Trade receivables - Unbilled							**65**
							192

Notes forming part of Standalone Financial Statements

Ageing for trade receivables – non-current outstanding as at March 31, 2023 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	-	-	12	39	75	613	739
Disputed trade receivables – considered good	-	-	-	-	8	24	32
	-	**-**	**12**	**39**	**83**	**637**	**771**
Less: Allowance for expected credit losses							**(646)**
							125
Trade receivables - Unbilled							**196**
							321

Trade receivables - Billed – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Trade receivables- Billed	38,856	35,731
Less: Allowance for expected credit losses	(320)	(275)
Considered good	**38,536**	**35,456**
Trade receivables- Billed	190	256
Less: Allowance for expected credit losses	(135)	(178)
Credit impaired	**55**	**78**
	38,591	**35,534**

Ageing for trade receivables- billed – current outstanding as at March 31, 2024 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	30,928	6,787	933	18	52	113	38,831
Undisputed trade receivables – credit impaired	-	6	15	53	12	104	190
Disputed trade receivables – considered good	-	-	-	-	-	25	25
	30,928	**6,793**	**948**	**71**	**64**	**242**	**39,046**
Less: Allowance for expected credit losses							**(455)**
							38,591
Trade receivables - Unbilled							**7,477**
							46,068

Notes forming part of Standalone Financial Statements

Ageing for trade receivables- billed – current outstanding as at March 31, 2023 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	28,935	5,292	1,124	135	16	191	35,693
Undisputed trade receivables – credit impaired	66	42	-	11	18	119	256
Disputed trade receivables – considered good	-	-	12	1	-	25	38
	29,001	**5,334**	**1,136**	**147**	**34**	**335**	**35,987**
Less: Allowance for expected credit losses							**(453)**
							35,534
Trade receivables - Unbilled							**7,264**
							42,798

Above balances of trade receivables- billed include balances with related parties (Refer note 20).

(c) Cash and cash equivalents

Cash and cash equivalents consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Balances with banks		
In current accounts	1,359	776
In deposit accounts	2,285	686
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	-*
	3,644	**1,462**

*Represents value less than ₹0.50 crore.

(d) Other balances with banks

Other balances with banks consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Earmarked balances with banks	455	653
Short-term bank deposits	2,500	2,428
	2,955	**3,081**

Earmarked balances with banks primarily relate to margin money for purchase of investments and unclaimed dividends.

Notes forming part of Standalone Financial Statements

(e) Loans

Loans (unsecured) consist of the following:

Loans – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Loans to employees	2	3
	2	**3**

Loans – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Loans to employees	317	332
Credit impaired		
Loans to employees	-	31
Less: Allowance for loans to employees	-	(31)
	317	**332**

(f) Other financial assets

Other financial assets consist of the following:

Other financial assets – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Security deposits	600	508
Long-term bank deposits	12	-
Others	14	24
	626	**532**

Other financial assets – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Security deposits	320	296
Fair value of foreign exchange derivative assets	113	190
Interest receivable	665	624
Advances to employees	261	-
Less: Allowance for advances to employees	(41)	-
Others	241	447
	1,559	**1,557**

Notes forming part of Standalone Financial Statements

(g) Dues of small enterprises and micro enterprises

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2024 and 2023 is as under:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Dues remaining unpaid to any supplier		
Principal	79	-
Interest on the above	-	-
Amount of interest paid in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	24	32
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-*

*Represents value less than ₹0.50 crore.

(h) Trade Payables

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade payables						
MSME*	79	-	-	-	-	79
Others	3,269	5,729	18	5	42	9,063
Disputed dues- Others	2	2	-	-	30	34
	3,350	**5,731**	**18**	**5**	**72**	**9,176**
Accrued expenses						**5,423**
						14,599

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

(₹ crore)

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade payables						
Others	3,774	4,715	18	7	42	8,556
Disputed dues- Others	-	-	-	-	29	29
	3,774	**4,715**	**18**	**7**	**71**	**8,585**
Accrued expenses						**5,183**
						13,768

Notes forming part of Standalone Financial Statements

(i) Other financial liabilities

Other financial liabilities consist of the following:

Other financial liabilities – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Capital creditors	69	111
Others	246	229
	315	**340**

Others include advance taxes paid of ₹226 crore and ₹226 crore as at March 31, 2024 and 2023, respectively, by the seller of TCS e-Serve Limited (merged with the Company) which, on refund by tax authorities is payable to the seller.

Other financial liabilities – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Accrued payroll	3,957	4,970
Unclaimed dividends	53	51
Fair value of foreign exchange derivative liabilities	109	141
Capital creditors	582	635
Liabilities towards customer contracts	1,419	1,075
Others	166	76
	6,286	**6,948**

(j) Financial instruments by category

The carrying value of financial instruments by categories as at March 31, 2024 is as follows:

(₹ crore)

	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
Financial assets						
Cash and cash equivalents	-	-	-	-	3,644	3,644
Bank deposits	-	-	-	-	2,500	2,500
Earmarked balances with banks	-	-	-	-	455	455
Investments (other than in subsidiary)	749	28,152	-	-	939	29,840
Trade receivables						
Billed	-	-	-	-	38,718	38,718
Unbilled	-	-	-	-	7,542	7,542
Loans	-	-	-	-	319	319
Other financial assets	-	-	46	67	2,072	2,185
	749	**28,152**	**46**	**67**	**56,189**	**85,203**
Financial liabilities						
Trade payables	-	-	-	-	14,599	14,599
Lease liabilities	-	-	-	-	6,145	6,145
Other financial liabilities	-	-	-	109	6,492	6,601
	-	**-**	**-**	**109**	**27,236**	**27,345**

Notes forming part of Standalone Financial Statements

The carrying value of financial instruments by categories as at March 31, 2023 is as follows:

(₹ crore)

	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
Financial assets						
Cash and cash equivalents	-	-	-	-	1,462	1,462
Bank deposits	-	-	-	-	2,428	2,428
Earmarked balances with banks	-	-	-	-	653	653
Investments (other than in subsidiary)	1,147	29,238	-	-	5,353	35,738
Trade receivables						
Billed	-	-	-	-	35,659	35,659
Unbilled	-	-	-	-	7,460	7,460
Loans	-	-	-	-	335	335
Other financial assets	-	-	37	153	1,899	2,089
	1,147	**29,238**	**37**	**153**	**55,249**	**85,824**
Financial liabilities						
Trade payables	-	-	-	-	13,768	13,768
Lease liabilities	-	-	-	-	5,659	5,659
Other financial liabilities	-	-	-	141	7,147	7,288
	-	**-**	**-**	**141**	**26,574**	**26,715**

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade payables as at March 31, 2024 and 2023, approximate the fair value due to their nature. Carrying amounts of bank deposits, earmarked balances with banks, other financial assets and other financial liabilities which are subsequently measured at amortised cost also approximate the fair value due to their nature in each of the periods presented. Fair value measurement of lease liabilities is not required. Fair value of investments carried at amortised cost is ₹940 crore and ₹5,351 crore as at March 31, 2024 and 2023 respectively.

(k) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 – Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 – Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 – Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The cost of unquoted investments included in Level 3 of fair value hierarchy approximate their fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

Notes forming part of Standalone Financial Statements

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis (but fair value disclosures are required):

(₹ crore)

As at March 31, 2024	Level 1	Level 2	Level 3	Total
Financial assets				
Mutual fund units	749	-	-	749
Equity shares	-	-	-	-
Government bonds and securities	24,746	-	-	24,746
Corporate bonds	3,406	-	-	3,406
Commercial papers	940	-	-	940
Fair value of foreign exchange derivative assets	-	113	-	113
	29,841	**113**	**-**	**29,954**
Financial liabilities				
Fair value of foreign exchange derivative liabilities	-	109	-	109
	-	**109**	**-**	**109**

(₹ crore)

As at March 31, 2023	Level 1	Level 2	Level 3	Total
Financial assets				
Mutual fund units	1,147	-	-	1,147
Equity shares	-	-	-	-
Government bonds and securities	26,128	-	-	26,128
Corporate bonds	3,110	-	-	3,110
Certificate of deposits	2,951	-	-	2,951
Commercial papers	2,400	-	-	2,400
Fair value of foreign exchange derivative assets	-	190	-	190
	35,736	**190**	**-**	**35,926**
Financial liabilities				
Fair value of foreign exchange derivative liabilities	-	141	-	141
	-	**141**	**-**	**141**

(l) Derivative financial instruments and hedging activity

The Company's revenue is denominated in various foreign currencies. Given the nature of the business, a large portion of the costs are denominated in Indian Rupee. This exposes the Company to currency fluctuations.

The Board of Directors has constituted a Risk Management Committee (RMC) to frame, implement and monitor the risk management plan of the Company which inter-alia covers risks arising out of exposure to foreign currency fluctuations. Under the guidance and framework provided by the RMC, the Company uses various derivative instruments such as foreign exchange forward, currency options and futures contracts in which the counter party is generally a bank.

The following are outstanding currency options contracts, which have been designated as cash flow hedges:

Foreign currency	As at March 31, 2024			As at March 31, 2023		
	No. of contracts	Notional amount of contracts (In million)	Fair value (₹ crore)	No. of contracts	Notional amount of contracts (In million)	Fair value (₹ crore)
US Dollar	19	475	6	8	225	13
Great Britain Pound	29	230	24	22	200	14
Euro	28	235	16	22	203	10

Notes forming part of Standalone Financial Statements

The movement in cash flow hedging reserve for derivatives designated as cash flow hedges is as follows:

(₹ crore)

	Year ended March 31, 2024		Year ended March 31, 2023	
	Intrinsic value	Time value	Intrinsic value	Time value
Balance at the beginning of the year	**8**	**(28)**	**27**	**(53)**
(Gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	(139)	241	(376)	488
Deferred tax on (gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	31	(55)	90	(144)
Change in the fair value of effective portion of cash flow hedges	140	(228)	351	(456)
Deferred tax on change in the fair value of effective portion of cash flow hedges	(31)	52	(84)	137
Balance at the end of the year	**9**	**(18)**	**8**	**(28)**

The Company has entered into derivative instruments not in hedging relationship by way of foreign exchange forward, currency options and futures contracts. As at March 31, 2024 and 2023, the notional amount of outstanding contracts aggregated to ₹49,180 crore and ₹46,102 crore, respectively, and the respective fair value of these contracts have a net loss of ₹42 crore and gain of ₹12 crore.

Exchange gain of ₹30 crore and loss of ₹1,159 crore on foreign exchange forward, currency options and futures contracts that do not qualify for hedge accounting have been recognised in the standalone statement of profit and loss for the years ended March 31, 2024 and 2023, respectively.

Net foreign exchange gain / (loss) include loss of ₹102 crore and ₹112 crore transferred from cash flow hedging reserve to profit and loss on occurrence of forecasted hedge transactions for the years ended March 31, 2024 and 2023, respectively.

Net loss on derivative instruments of ₹9 crore recognised in cash flow hedging reserve as at March 31, 2024, is expected to be transferred to the statement of profit and loss by March 31, 2025. The maximum period over which the exposure to cash flow variability has been hedged is through calendar year 2024.

Following table summarises approximate gain / (loss) on the Company's other comprehensive income on account of appreciation / depreciation of the underlying foreign currencies:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
10% Appreciation of the underlying foreign currencies	-	-
10% Depreciation of the underlying foreign currencies	910	544

(m) Financial risk management

The Company is exposed primarily to fluctuations in foreign currency exchange rates, credit, liquidity and interest rate risks, which may adversely impact the fair value of its financial instruments. The Company has a risk management policy which covers risks associated with the financial assets and liabilities. The risk management policy is approved by the Board of Directors. The focus of the risk management committee is to assess the unpredictability of the financial environment and to mitigate potential adverse effects on the financial performance of the Company.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

Notes forming part of Standalone Financial Statements

- **Foreign currency exchange rate risk**
  The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the Company. Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries.

  The Company, as per its risk management policy, uses derivative instruments primarily to hedge foreign exchange. Further, any movement in the functional currency of the various operations of the Company against major foreign currencies may impact the Company's revenue in international business.

  The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

  The foreign exchange rate sensitivity is calculated by aggregation of the net foreign exchange rate exposure and a simultaneous parallel foreign exchange rates shift of all the currencies by 10% against the functional currency of the Company.

  The following analysis has been worked out based on the net exposures of the Company as of the date of balance sheet which could affect the statement of profit and loss and other comprehensive income and equity. Further the exposure as indicated below is mitigated by some of the derivative contracts entered into by the Company as disclosed in note 6(l).

  The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2024:

  (₹ crore)

	USD	EUR	GBP	Others
Net financial assets	4,243	507	379	2,143
Net financial liabilities	(11,238)	(760)	(2,215)	(1,530)

  10% appreciation / depreciation of the functional currency of the Company with respect to various foreign currencies would result in increase / decrease in the Company's profit before taxes by approximately ₹847 crore for the year ended March 31, 2024.

  The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2023:

  (₹ crore)

	USD	EUR	GBP	Others
Net financial assets	2,747	91	436	2,736
Net financial liabilities	(12,419)	(723)	(1,923)	(1,108)

  10% appreciation / depreciation of the functional currency of the Company with respect to various foreign currencies would result in increase / decrease in the Company's profit before taxes by approximately ₹1,016 crore for the year ended March 31, 2023.

- **Interest rate risk**
  The Company's investments are primarily in fixed rate interest bearing investments. Hence, the Company is not significantly exposed to interest rate risk.

Credit risk
Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Refer note 4 for methods, assumptions and information used to measure expected credit losses.

Financial instruments that are subject to credit risk consist of trade receivables, loans, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. Bank deposits include an amount of ₹2,500 crore held with two banks having high credit rating which are individually in excess of 10% or more of the Company's total bank deposits as at March 31, 2024. None of the other financial instruments of the Company result in material concentration of credit risk.

Notes forming part of Standalone Financial Statements

- **Exposure to credit risk**
  The carrying amount of financial assets and contract assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹90,407 crore and ₹90,655 crore as at March 31, 2024 and 2023, respectively, being the total of the carrying amount of balances with banks, bank deposits, investments excluding equity and preference investments, trade receivables, loans, contract assets and other financial assets.

  The Company's exposure to customers is diversified and no single customer contributes to more than 10% of outstanding trade receivables and contract assets as at March 31, 2024 and 2023.

- **Geographic concentration of credit risk**
  Geographic concentration of trade receivables (gross and net of allowances) and contract assets is as follows:

	As at March 31, 2024		As at March 31, 2023	
	Gross%	Net%	Gross%	Net%
United States of America	52.31	53.20	54.14	55.13
India	13.22	11.68	12.03	10.37
United Kingdom	16.47	16.78	15.48	15.80

Geographic concentration of trade receivables (gross and net of allowances) and contract assets is allocated based on the location of the customers.

The allowance for lifetime expected credit losses on trade receivables for the years ended March 31, 2024 and 2023 was ₹88 crore and ₹98 crore, respectively. The reconciliation of allowance for expected credit losses is as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	**1,099**	**1,137**
Change during the year	88	98
Bad debts written off	(98)	(137)
Translation Exchange difference	(1)	1
Balance at the end of the year	**1,088**	**1,099**

Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

(₹ crore)

March 31, 2024	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Non-derivative financial liabilities					
Trade payables	14,599	-	-	-	14,599
Lease liabilities	1,421	1,264	2,671	2,696	8,052
Other financial liabilities	6,182	39	262	19	6,502
	22,202	**1,303**	**2,933**	**2,715**	**29,153**
Derivative financial liabilities	109	-	-	-	109
	22,311	**1,303**	**2,933**	**2,715**	**29,262**

Notes forming part of Standalone Financial Statements

(₹ crore)

March 31, 2023	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Non-derivative financial liabilities					
Trade payables	13,768	-	-	-	13,768
Lease liabilities	1,333	1,129	2,430	2,531	7,423
Other financial liabilities	6,828	42	301	9	7,180
	21,929	**1,171**	**2,731**	**2,540**	**28,371**
Derivative financial liabilities	141	-	-	-	141
	22,070	**1,171**	**2,731**	**2,540**	**28,512**

(n) Equity instruments

The authorised, issued, subscribed and fully paid up share capital consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Authorised		
460,05,00,000 equity shares of ₹1 each (March 31, 2023: 460,05,00,000 equity shares of ₹1 each)	460	460
105,02,50,000 preference shares of ₹1 each (March 31, 2023: 105,02,50,000 preference shares of ₹1 each)	105	105
	565	**565**
Issued, Subscribed and Fully paid up		
361,80,87,518 equity shares of ₹1 each (March 31, 2023: 365,90,51,373 equity shares of ₹1 each)	362	366
	362	**366**

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

The Board of Directors at its meeting held on October 11, 2023, approved a proposal to buy-back upto 4,09,63,855 equity shares of the Company for an aggregate amount not exceeding ₹17,000 crore, being 1.12% of the total paid up equity share capital at ₹4,150 per equity share. The shareholders approved the same on November 15, 2023, by way of a special resolution through postal ballot. A Letter of Offer was made to all eligible shareholders. The Company bought back 4,09,63,855 equity shares out of the shares that were tendered by eligible shareholders and extinguished the equity shares on December 13, 2023. Capital redemption reserve was created to the extent of share capital extinguished (₹4 crore). The excess cost of buy-back of ₹17,046 crore (including ₹46 crore towards transaction cost of buy-back) over par value of shares and corresponding tax on buy-back of ₹3,959 crore were offset from retained earnings.

I. Reconciliation of number of shares

	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amount (₹ crore)	Number of shares	Amount (₹ crore)
Equity shares				
Opening balance	**365,90,51,373**	**366**	**365,90,51,373**	**366**
Shares extinguished on buy-back	(4,09,63,855)	(4)	-	-
Closing balance	**361,80,87,518**	**362**	**365,90,51,373**	**366**

Notes forming part of Standalone Financial Statements

II. Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of ₹1 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

III. Shares held by Holding Company, its Subsidiaries and Associates

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Equity shares		
Holding company		
259,54,99,419 equity shares (March 31, 2023: 264,43,17,117 equity shares) are held by Tata Sons Private Limited	260	264
Subsidiaries and Associates of Holding company		
7220 equity shares (March 31, 2023: 7,220 equity shares) are held by Tata Industries Limited*	-	-
10,04,425 equity shares (March 31, 2023: 10,14,172 equity shares) are held by Tata Investment Corporation Limited*	-	-
46,798 equity shares (March 31, 2023: 46,798 equity shares) are held by Tata Steel Limited*	-	-
766 equity shares (March 31, 2023: 766 equity shares) are held by The Tata Power Company Limited*	-	-
	260	**264**

*Equity shares having value less than ₹0.50 crore.

IV. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2024	As at March 31, 2023
Equity shares		
Tata Sons Private Limited, the holding company	259,54,99,419	264,43,17,117
% of shareholding	71.74%	72.27%

V. Equity shares movement during five years preceding March 31, 2024

- **Equity shares issued as bonus**

  The Company allotted 191,42,87,591 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to ₹86 crore and capital redemption reserve amounting to ₹106 crore in three month period ended June 30, 2018, pursuant to an ordinary resolution passed after taking the consent of shareholders through postal ballot.

- **Equity shares extinguished on buy-back**

  The Company bought back 4,00,00,000 equity shares for an aggregate amount of ₹18,000 crore being 1.08% of the total paid up equity share capital at ₹4,500 per equity share. The equity shares bought back were extinguished on March 29, 2022.

  The Company bought back 5,33,33,333 equity shares for an aggregate amount of ₹16,000 crore being 1.42% of the total paid up equity share capital at ₹3,000 per equity share. The equity shares bought back were extinguished on January 6, 2021.

  The Company bought back 7,61,90,476 equity shares for an aggregate amount of ₹16,000 crore being 1.99% of the total paid up equity share capital at ₹2,100 per equity share. The equity shares bought back were extinguished on September 26, 2018.

Notes forming part of Standalone Financial Statements

VI. Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:

Promoter name	Shares held by promoters				% Change during the year
	As at March 31, 2024		As at March 31, 2023		
	No. of shares	% of total shares	No. of shares	% of total shares	
Tata Sons Private Limited	259,54,99,419	71.74%	264,43,17,117	72.27%	(0.53)%
Total	**259,54,99,419**	**71.74%**	**264,43,17,117**	**72.27%**	**(0.53)%**

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Promoter name	Shares held by promoters				% Change during the year
	As at March 31, 2023		As at March 31, 2022		
	No. of shares	% of total shares	No. of shares	% of total shares	
Tata Sons Private Limited	264,43,17,117	72.27%	264,43,17,117	72.27%	-
Total	**264,43,17,117**	**72.27%**	**264,43,17,117**	**72.27%**	**-**

7) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component and the aggregate standalone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116- Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Notes forming part of Standalone Financial Statements

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115- Revenue from contracts with customers to allocate the consideration in the contract.

The details of the right-of-use assets held by the Company is as follows:

(₹ crore)

	Additions for the year ended March 31, 2024	Net carrying amount as at March 31, 2024
Leasehold land	-	928
Buildings	1,489	5,010
Leasehold improvement	-	1
Computer equipment	124	152
Software licences	-	60
Vehicles	1	1
Furniture and fixtures	2	2
	1,616	**6,154**

(₹ crore)

	Additions for the year ended March 31, 2023	Net carrying amount as at March 31, 2023
Leasehold land	179	940
Buildings	799	4,608
Leasehold improvement	-	2
Computer equipment	-	49
Software licences	-	96
Vehicles	-	-*
	978	**5,695**

*Represents value less than ₹0.50 crore.

Depreciation on right-of-use assets is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Leasehold land	11	10
Buildings	1,079	1,034
Leasehold improvement	1	2
Computer equipment	21	16
Software licences	36	37
Vehicles	-*	-*
Furniture and fixtures	-*	-
	1,148	**1,099**

*Represents value less than ₹0.50 crore.

Notes forming part of Standalone Financial Statements

Interest on lease liabilities is ₹438 crore and ₹421 crore for the years ended March 31, 2024 and 2023, respectively.

The Company incurred ₹221 crore and ₹211 crore for the years ended March 31, 2024 and 2023, respectively, towards expenses relating to short-term leases and leases of low-value assets.

The total cash outflow for leases is ₹1,737 crore and ₹1,732 crore for the years ended March 31, 2024 and 2023, respectively, including cash outflow for short term leases and leases of low-value assets.

The Company has lease term extension options that are not reflected in the measurement of lease liabilities. The present value of future cash outflows for such extension periods is ₹815 crore and ₹786 crore as at March 31, 2024 and 2023, respectively.

Lease contracts entered by the Company majorly pertain for buildings taken on lease to conduct its business in the ordinary course.

The Company does not have any lease restrictions and commitment towards variable rent as per the contract.

8) Non-financial assets and non-financial liabilities

(a) Property, plant and equipment

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment on a straight-line basis so as to expense the cost less residual value over their estimated useful lives as prescribed in Schedule II of the Companies Act, 2013 except in respect of certain categories of assets, where the useful life of the assets has been assessed based on a technical evaluation. The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

The estimated useful lives are as mentioned below:

Type of asset	Useful lives
Buildings	20 years*
Leasehold improvements	Lease term
Plant and equipment	10 years*
Computer equipment	4 years*
Vehicles	4 years*
Office equipment	2-5 years*
Electrical installations	4-10 years*
Furniture and fixtures	5 years*

* The Company believes that the technically evaluated useful lives, different from Schedule II of the Companies Act, 2013, best represent the period over which these assets are expected to be used.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Property, plant and equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Notes forming part of Standalone Financial Statements

Property, plant and equipment consist of the following:

(₹ crore)

	Freehold land	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
Cost as at April 1, 2023	**323**	**7,966**	**1,925**	**808**	**10,947**	**40**	**2,492**	**1,926**	**1,553**	**27,980**
Additions	-	201	94	55	718	6	154	79	143	1,450
Disposals	-	(4)	(51)	(2)	(230)	(3)	(35)	(37)	(6)	(368)
Cost as at March 31, 2024	**323**	**8,163**	**1,968**	**861**	**11,435**	**43**	**2,611**	**1,968**	**1,690**	**29,062**
Accumulated depreciation as at April 1, 2023	**-**	**(3,675)**	**(1,340)**	**(444)**	**(8,179)**	**(34)**	**(2,217)**	**(1,488)**	**(1,417)**	**(18,794)**
Depreciation	-	(407)	(119)	(83)	(1,336)	(4)	(149)	(123)	(73)	(2,294)
Disposals	-	4	51	1	228	3	34	35	6	362
Accumulated depreciation as at March 31, 2024	**-**	**(4,078)**	**(1,408)**	**(526)**	**(9,287)**	**(35)**	**(2,332)**	**(1,576)**	**(1,484)**	**(20,726)**
Net carrying amount as at March 31, 2024	**323**	**4,085**	**560**	**335**	**2,148**	**8**	**279**	**392**	**206**	**8,336**
Capital work-in-progress*										1,450
Total										**9,786**

*₹1,450 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2024.

(₹ crore)

	Freehold land	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
Cost as at April 1, 2022	**323**	**7,737**	**1,885**	**752**	**9,925**	**35**	**2,395**	**1,872**	**1,512**	**26,436**
Additions	-	234	48	56	1,291	8	151	63	53	1,904
Disposals	-	(5)	(8)	-	(269)	(3)	(54)	(9)	(12)	(360)
Cost as at March 31, 2023	**323**	**7,966**	**1,925**	**808**	**10,947**	**40**	**2,492**	**1,926**	**1,553**	**27,980**
Accumulated depreciation as at April 1, 2022	**-**	**(3,286)**	**(1,221)**	**(366)**	**(7,061)**	**(33)**	**(2,085)**	**(1,367)**	**(1,348)**	**(16,767)**
Depreciation	-	(393)	(127)	(78)	(1,386)	(4)	(186)	(130)	(81)	(2,385)
Disposals	-	4	8	-	268	3	54	9	12	358
Accumulated depreciation as at March 31, 2023	**-**	**(3,675)**	**(1,340)**	**(444)**	**(8,179)**	**(34)**	**(2,217)**	**(1,488)**	**(1,417)**	**(18,794)**
Net carrying amount as at March 31, 2023	**323**	**4,291**	**585**	**364**	**2,768**	**6**	**275**	**438**	**136**	**9,186**
Capital work-in-progress*										1,103
Total										**10,289**

*₹1,904 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2023.

Notes forming part of Standalone Financial Statements

Capital work-in-progress

- **Capital work-in-progress ageing**
  Ageing for capital work-in-progress as at March 31, 2024 is as follows:

(₹ crore)

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	919	145	53	333	1,450
	919	**145**	**53**	**333**	**1,450**

Ageing for capital work-in-progress as at March 31, 2023 is as follows:

(₹ crore)

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	543	203	37	320	1,103
	543	**203**	**37**	**320**	**1,103**

Project execution plans are modulated basis capacity requirement assessment on an annual basis and all the projects are executed as per rolling annual plan.

(b) Intangible assets

Intangible assets purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licences which are amortised over licence period which equates the economic useful life ranging between 2-5 years on a straight-line basis over the period of its economic useful life.

Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Intangible assets consist of the following:

(₹ crore)

	Rights under licensing agreement and software licences
Cost as at April 1, 2023	**1,727**
Additions	99
Disposals / Derecognised	(8)
Cost as at March 31, 2024	**1,818**
Accumulated amortisation as at April 1, 2023	**(918)**
Amortisation	(445)
Disposals / Derecognised	8
Accumulated amortisation as at March 31, 2024	**(1,355)**
Net carrying amount as at March 31, 2024	**463**

Notes forming part of Standalone Financial Statements

(₹ crore)

	Rights under licensing agreement and software licences
Cost as at April 1, 2022	**1,530**
Additions	247
Disposals / Derecognised	(50)
Cost as at March 31, 2023	**1,727**
Accumulated amortisation as at April 1, 2022	**(512)**
Amortisation	(456)
Disposals / Derecognised	50
Accumulated amortisation as at March 31, 2023	**(918)**
Net carrying amount as at March 31, 2023	**809**

The estimated amortisation for years subsequent to March 31, 2024 is as follows:

(₹ crore)

Year ending March 31,	Amortisation expense
2025	282
2026	100
2027	66
2028	15
	463

(c) Other assets

Other assets consist of the following:

Other assets – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Capital advances	88	67
Advances to related parties	196	63
Contract assets	206	153
Prepaid expenses	2,223	1,907
Contract fulfillment costs	129	33
Others	174	187
	3,016	**2,410**
Advances to related parties, considered good, comprise:		
Voltas Limited	-	-*
Tata Realty and Infrastructure Limited	-*	-*
Tata Projects Limited	191	54
Titan Engineering and Automation Limited	3	-
Saankhya Labs Private Limited	-	8
Universal MEP Projects & Engineering Services Limited	2	1

*Represents value less than ₹0.50 crore.

Notes forming part of Standalone Financial Statements

Other assets – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Considered good		
Advance to suppliers	109	48
Advance to related parties	1,023	18
Contract assets	4,998	4,678
Prepaid expenses	1,839	1,336
Contract fulfillment costs	995	531
Indirect taxes recoverable	1,152	853
Others	281	325
Considered doubtful		
Advance to suppliers	2	2
Other advances	2	2
Less: Allowance for doubtful assets	(4)	(4)
	10,397	**7,789**
Advance to related parties, considered good comprise:		
Tata Sons Private Limited	-	7
Tata AIG General Insurance Company Limited	7	1
Titan Company Limited	-	1
Tejas Networks Limited	960	-
Tata Consultancy Services Deutschland GmbH	12	7
Tata Consultancy Services De Mexico S.A., De C.V.	3	2
Tata Consultancy Services (South Africa) (PTY) Ltd.	1	-
Tata Consultancy Services Do Brasil Ltda	1	-
Tata Consultancy Services Italia s.r.l.	1	-
Tata Consultancy Services Japan, Ltd.	2	-
Tata America International Corporation	35	-
Tata Consultancy Services (China) Co., Ltd.	1	-

Non-current – Others includes advance of ₹177 crore and ₹177 crore towards acquiring right-of-use of leasehold land as at March 31, 2024 and 2023, respectively.

Contract fulfillment costs of ₹464 crore and ₹631 crore for the years ended March 31, 2024 and 2023, respectively, have been amortised in the standalone statement of profit and loss. Refer note 10 for the changes in contract assets.

(d) Inventories

Inventories consists of a) Raw materials, sub-assemblies and components, b) Work-in-progress, c) Stores and spare parts and d) Finished goods. Inventories are carried at lower of cost and net realisable value. The cost of raw materials, sub-assemblies and components is determined on a weighted average basis. Cost of finished goods produced or purchased by the Company includes direct material and labour cost and a proportion of manufacturing overheads.

Inventories consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Raw materials, sub-assemblies and components	27	22
Finished goods and work-in-progress	-*	5
	27	**27**

*Represents value less than ₹0.50 crore.

Notes forming part of Standalone Financial Statements

(e) Other liabilities

Other liabilities consist of the following:

Other liabilities – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Advance received from customers	1,757	457
Indirect taxes payable and other statutory liabilities	2,350	2,429
Others	351	227
	4,458	**3,113**

(f) Provisions

Provisions consist of the following:

Provisions – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Provision towards legal claim (Refer note 19)	-	206
Provision for foreseeable loss	70	70
Other provisions	1	3
	71	**279**

9) Other equity

Other equity consist of the following:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Capital reserve*	**-**	**-**
Capital redemption reserve		
Opening balance	**17**	**17**
Transfer from retained earnings (Refer note 6(n))	4	-
	21	**17**
Special Economic Zone re-investment reserve		
Opening balance	**11,809**	**7,287**
Transfer from retained earnings	9,875	8,380
Transfer to retained earnings	(5,450)	(3,858)
	16,234	**11,809**
Retained earnings		
Opening balance	**62,228**	**68,949**
Profit for the year	43,559	39,106
Remeasurement of defined employee benefit plans	(47)	42
Expenses for buy-back of equity shares (Refer note 6(n))	(46)	-
Tax on buy-back of equity shares (Refer note 6(n))	(3,959)	-
Buy-back of equity shares (Refer note 6(n))	(16,996)	-
Transfer from Special Economic Zone re-investment reserve	5,450	3,858
	90,189	**111,955**

Notes forming part of Standalone Financial Statements

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Less: Appropriations		
Dividend on equity shares	25,137	41,347
Transfer to capital redemption reserve (Refer note 6(n))	4	-
Transfer to Special Economic Zone re-investment reserve	9,875	8,380
	55,173	**62,228**
Investment revaluation reserve		
Opening balance	**138**	**580**
Change during the year (net)	201	(442)
	339	**138**
Cash flow hedging reserve (Refer note 6(l))		
Opening balance	**(20)**	**(26)**
Change during the year (net)	11	6
	(9)	**(20)**
	71,758	**74,172**

*Represents value less than ₹0.50 crore.

10) Revenue recognition

The Company earns revenue primarily from providing IT services, consulting and business solutions. The Company offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognised based on time elapsed mode and revenue is straight-lined over the period of performance.
- In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method (‘POC method’) of accounting with contract costs incurred determining the degree of completion of the performance obligation. The contract costs used in computing the revenues include cost of fulfilling warranty obligations.
- Revenue from the sale of distinct internally developed software and manufactured systems and third party software is recognised upfront at the point in time when the system / software is delivered to the customer. In cases where implementation and / or customisation services rendered significantly modifies or customises the software, these services and software are accounted for as a single performance obligation and revenue is recognised over time on a POC method.
- Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.
- The solutions offered by the Company may include supply of third-party equipment or software. In such cases, revenue for supply of such third party products are recorded at gross or net basis depending on whether the Company is acting as the principal or as an agent of the customer. The Company recognises revenue in the gross amount of consideration when it is acting as a principal and at net amount of consideration when it is acting as an agent.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Notes forming part of Standalone Financial Statements

The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

Revenue from subsidiaries is recognised based on transaction price which is at arm's length.

Contract fulfilment costs are generally expensed as incurred except for certain software licence costs which meet the criteria for capitalisation. Such costs are amortised over the contractual period or useful life of licence, whichever is less. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Contract assets are recognised when there are excess of revenues earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned and deferred revenue ("contract liability") is recognised when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Company disaggregates revenue from contracts with customers by nature of services, industry verticals and geography.

Revenue disaggregation by nature of services is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Consultancy services	2,00,054	1,88,748
Sale of equipment and software licences	2,305	1,606
	2,02,359	**1,90,354**

Notes forming part of Standalone Financial Statements

Revenue disaggregation by industry vertical is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Banking, Financial Services and Insurance	71,349	68,240
Manufacturing	18,854	16,905
Consumer Business	34,612	33,169
Communication, Media and Technology	35,061	33,606
Life Sciences and Healthcare	24,352	22,398
Others	18,131	16,036
	2,02,359	**1,90,354**

Revenue disaggregation by geography is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Americas		
North America	115,581	113,208
Latin America	484	382
Europe		
United Kingdom	35,625	30,676
Continental Europe	20,705	19,209
Asia Pacific	12,466	12,017
India	13,105	10,941
Middle East and Africa	4,393	3,921
	2,02,359	**1,90,354**

Geographical revenue is allocated based on the location of the customers.

Information about major customers

No single customer represents 10% or more of the Company's total revenue during the years ended March 31, 2024 and 2023.

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognise those revenues, the Company has applied the practical expedient in Ind AS 115. Accordingly, the Company has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognised corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc). The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹1,34,160 crore out of which 50.03% is expected to be recognised as revenue in the next year and the balance thereafter. No consideration from contracts with customers is excluded from the amount mentioned above.

Changes in contract assets are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**4,831**	**3,470**
Invoices raised that were included in the contract assets balance at the beginning of the year	(3,278)	(2,632)
Increase due to revenue recognised during the year, excluding amounts billed during the year	3,595	3,826
Translation exchange difference	56	167
Balance at the end of the year	**5,204**	**4,831**

Notes forming part of Standalone Financial Statements

Changes in unearned and deferred revenue are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Balance at the beginning of the year	**3,604**	**3,573**
Revenue recognised that was included in the contract liability balance at the beginning of the year	(3,110)	(2,643)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	2,541	2,589
Translation exchange difference	2	85
Balance at the end of the year	**3,037**	**3,604**

Reconciliation of revenue recognised with the contracted price is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Contracted price	2,05,717	1,93,451
Reductions towards variable consideration components	(3,358)	(3,097)
Revenue recognised	**2,02,359**	**1,90,354**

The reduction towards variable consideration comprises of volume discounts, service level credits, etc.

11) Other income

Dividend income is recorded when the right to receive payment is established. Interest income is recognised using the effective interest method.

Other income consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest income	3,382	3,046
Dividend income	3,296	2,106
Net gain on disposal / fair valuation of investments carried at fair value through profit or loss	253	205
Net gain on sale of investments other than equity shares carried at fair value through OCI	11	4
Net gain on disposal of property, plant and equipment	8	27
Net gain / (loss) on lease modification	2	(3)
Net gain on sub-lease	-	7
Net foreign exchange gain / (loss)	243	(173)
Rent income	25	22
Other income	53	87
	7,273	**5,328**
Interest income comprise:		
Interest on bank balances and bank deposits	412	173
Interest on financial assets carried at amortised cost	347	574
Interest on financial assets carried at fair value through OCI	2,198	2,131
Other interest (including interest on tax refunds)	425	168
Dividend income comprise:		
Dividend from subsidiaries	3,296	2,106

Notes forming part of Standalone Financial Statements

12) Employee benefits

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

The Company provides benefits such as gratuity, pension and provident fund (Company managed fund) to its employees which are treated as defined benefit plans.

Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

The Company provides benefits such as superannuation and foreign defined contribution plans to its employees which are treated as defined contribution plans.

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method.

Employee benefit expenses consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, incentives and allowances	93,257	87,049
Contributions to provident and other funds	7,099	6,450
Staff welfare expenses	2,783	2,719
	103,139	**96,218**

Employee benefit obligations consist of the following:

Employee benefit obligations – Non-current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Foreign defined benefit plans	29	28
Other employee benefit obligations	115	67
	144	**95**

Notes forming part of Standalone Financial Statements

Employee benefit obligations – Current

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Compensated absences	3,300	2,991
Other employee benefit obligations	32	31
	3,332	**3,022**

Employee benefit plans consist of the following:

Gratuity and pension

In accordance with Indian law, the Company operates a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days' salary payable for each completed year of service. Vesting occurs upon completion of five continuous years of service. The Company manages the plan through a trust. Trustees administer contributions made to the trust. Certain overseas branches of the Company also provide for retirement benefit plans in accordance with the local laws.

The following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements:

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Change in benefit obligations								
Benefit obligations, beginning of the year	**4,643**	**1**	**28**	**4,672**	**4,464**	**1**	**25**	**4,490**
Translation exchange difference	-	-	-	-	-	-	2	2
Changes due to inter-company transfers	1	-	-	1	(3)	-	-	(3)
Service cost	481	-	4	485	512	-	5	517
Interest cost	361	-	1	362	330	-	1	331
Remeasurement of the net defined benefit liability	168	-	2	170	(158)	-	1	(157)
Benefits paid	(381)	-	(6)	(387)	(502)	-	(6)	(508)
Benefit obligations, end of the year	**5,273**	**1**	**29**	**5,303**	**4,643**	**1**	**28**	**4,672**

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Change in plan assets								
Fair value of plan assets, beginning of the year	**6,389**	**1**	**-**	**6,390**	**5,517**	**1**	**-**	**5,518**
Changes due to inter-company transfers	1	-	-	1	(3)	-	-	(3)
Interest income	500	-	-	500	424	-	-	424
Employers' contributions	595	-	-	595	1,056	-	-	1,056
Benefits paid	(381)	-	-	(381)	(502)	-	-	(502)
Remeasurement- return on plan assets excluding amount included in interest income	110	-	-	110	(103)	-	-	(103)
Fair value of plan assets, end of the year	**7,214**	**1**	**-**	**7,215**	**6,389**	**1**	**-**	**6,390**

Notes forming part of Standalone Financial Statements

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Funded status								
Deficit of plan assets over obligations	-	-	(29)	(29)	-	-	(28)	(28)
Surplus of plan assets over obligations	1,941	-	-	1,941	1,746	-	-	1,746
	1,941	**-**	**(29)**	**1,912**	**1,746**	**-**	**(28)**	**1,718**

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Category of assets								
Corporate bonds	1,960	-	-	1,960	1,832	-	-	1,832
Equity instruments	201	-	-	201	121	-	-	121
Government bonds and securities	3,172	-	-	3,172	2,917	-	-	2,917
Insurer managed funds	1,729	1	-	1,730	1,387	1	-	1,388
Bank balances	10	-	-	10	6	-	-	6
Others	142	-	-	142	126	-	-	126
	7,214	**1**	**-**	**7,215**	**6,389**	**1**	**-**	**6,390**

Net periodic gratuity cost, included in employee cost consists of the following components:

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Service cost	481	-	4	485	512	-	5	517
Net interest on net defined benefit asset	(139)	-	1	(138)	(94)	-	1	(93)
Net periodic gratuity / pension cost	**342**	**-**	**5**	**347**	**418**	**-**	**6**	**424**
Actual return on plan assets	**610**	**-**	**-**	**610**	**321**	**-**	**-**	**321**

Notes forming part of Standalone Financial Statements

Remeasurement of the net defined benefit (asset) / liability:

(₹ crore)

	As at March 31, 2024			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Actuarial gains arising from changes in demographic assumptions	(2)	-	-	(2)
Actuarial losses arising from changes in financial assumptions	66	-	-	66
Actuarial losses arising from changes in experience adjustments	104	-	2	106
Remeasurement of the net defined benefit liability	**168**	**-**	**2**	**170**
Remeasurement- return on plan assets excluding amount included in interest income	(110)	-	-	(110)
	58	**-**	**2**	**60**

(₹ crore)

	As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Actuarial losses arising from changes in demographic assumptions	30	-	1	31
Actuarial gains arising from changes in financial assumptions	(164)	-	(3)	(167)
Actuarial (gains) and losses arising from changes in experience adjustments	(24)	-	3	(21)
Remeasurement of the net defined benefit liability	**(158)**	**-**	**1**	**(157)**
Remeasurement- return on plan assets excluding amount included in interest income	103	-	-	103
	(55)	**-**	**1**	**(54)**

The assumptions used in accounting for the defined benefit plan are set out below:

	As at March 31, 2024		As at March 31, 2023	
	Domestic plans	Foreign plans	Domestic plans	Foreign plans
Discount rate	7.25%	3.50%-4.80%	7.50%	3.90%-4.80%
Rate of increase in compensation levels of covered employees	6.00%	2.68%- 3.63%	6.00%	1.95%-3.62%
Rate of return on plan assets	7.25%	3.50%-4.80%	7.50%	3.90%-4.80%
Weighted average duration of defined benefit obligations	6 Years	3-6 Years	7 Years	3-8 Years

Notes forming part of Standalone Financial Statements

Future mortality assumptions are taken based on the published statistics by the Insurance Regulatory and Development Authority of India.

The expected benefits are based on the same assumptions as are used to measure the Company's defined benefit plan obligations as at March 31, 2024. The Company does not expect to contribute to defined benefit plan obligations funds for year ending March 31, 2025 in view of adequate surplus plan assets as at March 31, 2024.

The significant actuarial assumptions for the determination of the defined benefit obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

If the discount rate increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	(123)	(121)
Decrease of 0.50%	129	127

If the expected salary growth increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	130	129
Decrease of 0.50%	(125)	(123)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

Each year an Asset- Liability matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles. Investment and contribution policies are integrated within this study.

The defined benefit obligations shall mature after the year ended March 31, 2024 as follows:

(₹ crore)

Year ending March 31,	Defined benefit obligations
2025	798
2026	670
2027	665
2028	650
2029	603
2030-2034	2,297

Provident fund

In accordance with Indian law, all eligible employees of the Company in India are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to a trust set up by the Company to manage the investments and distribute the amounts entitled to employees. This plan is a defined benefit plan as the Company is obligated to provide its members a rate of return which should, at the minimum, meet the interest rate declared by Government administered provident fund. A part of the Company's contribution is transferred to Government administered pension fund. The contributions made by the Company and the shortfall of interest, if any, are recognised as an expense in statement of profit and loss under employee benefit expenses. In accordance with an actuarial valuation of provident fund liabilities on the basis of guidance issued by Actuarial Society of India and based on the assumptions as mentioned below, there is no deficiency in the interest cost as the present value of the expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of Government administered provident fund.

Notes forming part of Standalone Financial Statements

The details of fund and plan assets are given below:

(₹ crore)

	As at March 31, 2024	As at March 31, 2023
Fair value of plan assets	29,170	25,511
Present value of defined benefit obligations	(29,170)	(25,511)
Net excess / (shortfall)	-	-

The plan assets have been primarily invested in Government securities and corporate bonds.

The principal assumptions used in determining the present value obligations of interest guarantee under the deterministic approach are as follows:

	As at March 31, 2024	As at March 31, 2023
Discount rate	7.25%	7.50%
Average remaining tenure of investment portfolio	6 Years	7 Years
Guaranteed rate of return	8.25%	8.15%

The Company expensed ₹1,681 crore and ₹1,614 crore for the years ended March 31, 2024 and 2023, respectively, towards provident fund.

Superannuation
All eligible employees on Indian payroll are entitled to benefits under Superannuation, a defined contribution plan. The Company makes monthly contributions until retirement or resignation of the employee. The Company recognises such contributions as an expense when incurred. The Company has no further obligation beyond its monthly contribution.

The Company expensed ₹286 crore and ₹278 crore for the years ended March 31, 2024 and 2023, respectively, towards Employees' Superannuation Fund.

Foreign defined contribution plan
The Company expensed ₹1,316 crore and ₹1,070 crore for the years ended March 31, 2024 and 2023, respectively, towards foreign defined contribution plans.

13) Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature.

The costs of the Company are broadly categorised in employee benefit expenses, cost of equipment and software licences, depreciation and amortisation expense and other expenses. Other expenses mainly include fees to external consultants, facility expenses, travel expenses, communication expenses, bad debts and advances written off, allowance for expected credit losses and doubtful advances (net) and other expenses. Other expenses are aggregation of costs which are individually not material such as commission and brokerage, recruitment and training, entertainment, etc.

(a) Cost of equipment and software licences
Cost of equipment and software licences consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Raw materials, sub-assemblies and components consumed	42	37
Equipment and software licences purchased	3,300	1,381
	3,342	**1,418**
Finished goods and work-in-progress		
Opening stock	5	3
Less: Closing stock	-*	5
	5	**(2)**
	3,347	**1,416**

*Represents value less than ₹0.50 crore.

Notes forming part of Standalone Financial Statements

(b) Other expenses

Other expenses consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Fees to external consultants	22,539	25,539
Facility expenses	2,511	2,178
Travel expenses	2,340	2,100
Communication expenses	1,528	1,588
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	97	110
Other expenses	11,011	10,208
	40,026	**41,723**

Other expenses include ₹5,118 crore and ₹4,777 crore for the years ended March 31, 2024 and 2023, respectively, towards sales, marketing and advertisement expenses and ₹ 3,655 crore and ₹2,544 crore for the years ended March 31, 2024 and 2023, respectively, towards project expenses.

(c) Corporate Social Responsibility (CSR) expenditure

(₹ crore)

		Year ended March 31, 2024	Year ended March 31, 2023
1	Amount required to be spent by the company during the year	818	773
2	Amount of expenditure incurred on:		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purposes other than (i) above	827	783
3	Shortfall at the end of the year	-	-
4	Total of previous years shortfall	-	-
5	Reason for shortfall	-	NA
6	Nature of CSR activities	Education, Research, Health care, Conservation and empowerment programs	
7	Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard:		
	Contribution to TCS Foundation in relation to CSR expenditure	520	543

14) Finance costs

Finance costs consist of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest on lease liabilities	438	421
Interest on tax matters	23	49
Other interest costs	212	225
	673	**695**

Notes forming part of Standalone Financial Statements

15) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income taxes

The current income tax expense includes income taxes payable by the Company having its branches in India and overseas where it operates. The current tax payable by the Company in India is Indian income tax payable on income after taking credit for tax relief available for export operations in Special Economic Zones (SEZs).

Current income tax payable by overseas branches of the Company is computed in accordance with the tax laws applicable in the jurisdiction in which the respective branch operates. The taxes paid are generally available for set off against the Indian income tax liability of the Company's worldwide income.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying unit intends to settle the asset and liability on a net basis.

Deferred income taxes

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination, affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

For operations carried out in SEZs, deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

The income tax expense consists of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Current tax		
Current tax expense for current year	14,422	13,623
Current tax benefit pertaining to prior years	(244)	(677)
	14,178	**12,946**
Deferred tax		
Deferred tax benefit for current year	(135)	(362)
	(135)	**(362)**
	14,043	**12,584**

Notes forming part of Standalone Financial Statements

The reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in statement of profit and loss is as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Profit before taxes	57,602	51,690
Indian statutory income tax rate	34.94%	34.94%
Expected income tax expense	20,128	18,063
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Tax holidays	(6,393)	(5,097)
Income exempt from tax	(1,152)	(736)
Undistributed earnings in branches	(35)	58
Tax on income at different rates	1,313	963
Tax pertaining to prior years	(244)	(677)
Effect of tax rate change under new regime	441	-
Others (net)	(15)	10
Total income tax expense	**14,043**	**12,584**

The Company benefits from the tax holiday available for units set up under the Special Economic Zone Act, 2005. These tax holidays are available for a period of fifteen years from the date of commencement of operations. Under the SEZ scheme, the unit which begins providing services on or after April 1, 2005 will be eligible for deductions of 100% of profits or gains derived from export of services for the first five years, 50% of such profits or gains for a further period of five years and 50% of such profits or gains for the balance period of five years subject to fulfilment of certain conditions. From April 1, 2011 profits from units set up under SEZ scheme are subject to Minimum Alternate Tax (MAT).

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2024 are as follows:

(₹ crore)

	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Adjustments / utilisation	Closing balance
Deferred tax assets / (liabilities) in relation to					
Property, plant and equipment and intangible assets	**597**	64	-	-	**661**
Provision for employee benefit obligations	**786**	86	-	-	**872**
Cash flow hedges	**7**	-	(3)	-	**4**
Receivables, financial assets at amortised cost	**403**	(8)	-	-	**395**
Branch profit tax	**(135)**	35	-	-	**(100)**
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	**(83)**	-	(36)	-	**(119)**
Lease liabilities and right-of-use assets	**188**	11	-	-	**199**
Others	**511**	(53)	-	-	**458**
	2,274	**135**	**(39)**	**-**	**2,370**

Notes forming part of Standalone Financial Statements

Gross deferred tax assets and liabilities are as follows:

(₹ crore)

As at March 31, 2024	Assets	Liabilities	Net
Deferred tax assets / (liabilities) in relation to			
Property, plant and equipment and Intangible assets	714	53	661
Provision for employee benefit obligations	872	-	872
Cash flow hedges	4	-	4
Receivables, financial assets at amortised cost	395	-	395
Branch profit tax	-	100	(100)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(119)	-	(119)
Lease liabilities	1,192	-	1,192
Right-of-use assets	(993)	-	(993)
Others	459	1	458
	2,524	**154**	**2,370**

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2023 are as follows:

(₹ crore)

	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Adjustments / utilisation	Closing balance
Deferred tax assets / (liabilities) in relation to					
Property, plant and equipment and intangible assets	**374**	223	-	-	**597**
Provision for employee benefit obligations	**733**	53	-	-	**786**
Cash flow hedges	**8**	-	(1)	-	**7**
Receivables, financial assets at amortised cost	**372**	31	-	-	**403**
MAT credit entitlement	**974**	-	-	(974)	**-**
Branch profit tax	**(77)**	(58)	-	-	**(135)**
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	**(320)**	-	237	-	**(83)**
Lease liabilities and right-of-use assets	**181**	7	-	-	**188**
Others	**405**	106	-	-	**511**
	2,650	**362**	**236**	**(974)**	**2,274**

Gross deferred tax assets and liabilities are as follows:

(₹ crore)

As at March 31, 2023	Assets	Liabilities	Net
Deferred tax assets / (liabilities) in relation to			
Property, plant and equipment and Intangible assets	651	54	597
Provision for employee benefit obligations	786	-	786
Cash flow hedges	7	-	7
Receivables, financial assets at amortised cost	403	-	403
Branch profit tax	-	135	(135)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(83)	-	(83)
Lease liabilities	1,090	-	1,090
Right-of-use assets	(902)	-	(902)
Others	512	1	511
	2,464	**190**	**2,274**

Notes forming part of Standalone Financial Statements

Under the Income-tax Act, 1961, the Company is liable to pay Minimum Alternate Tax in the tax holiday period. MAT paid can be carried forward for a period of 15 years and can be set off against the future tax liabilities. MAT is recognised as a deferred tax asset only when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Direct tax contingencies

The Company has ongoing disputes with income tax authorities in India and in some of the other jurisdictions where it operates. The disputes relate to tax treatment of certain expenses claimed as deduction, computation or eligibility of tax incentives and allowances and characterisation of fees for services received. Contingent liability in respect of tax demands received from direct tax authorities in India and other jurisdictions is ₹1,794 crore and ₹1,471 crore as at March 31, 2024 and 2023, respectively. These demand orders are being contested by the Company based on the management evaluation and advise of tax consultants. In respect of tax contingencies of ₹318 crore and ₹318 crore as at March 31, 2024 and 2023, respectively, not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.

The Company periodically receives notices and inquiries from income tax authorities related to the Company's operations in the jurisdictions it operates in. The Company has evaluated these notices and inquiries and has concluded that any consequent income tax claims or demands by the income tax authorities will not succeed on ultimate resolution.

The number of years that are subject to tax assessments varies depending on tax jurisdiction. The major tax jurisdictions of Tata Consultancy Services Limited include India, United States of America and United Kingdom. In India, tax filings from fiscal 2022 are generally subject to examination by the tax authorities. In United States of America, the federal statute of limitation applies to fiscals 2020 and earlier and applicable state statutes of limitation vary by state. In United Kingdom, the statute of limitation generally applies to fiscal 2019 and earlier.

16) Earnings per share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

	Year ended March 31, 2024	Year ended March 31, 2023
Profit for the year (₹ crore)	43,559	39,106
Weighted average number of equity shares	364,68,51,755	365,90,51,373
Basic and diluted earnings per share (₹)	119.44	106.88
Face value per equity share (₹)	1	1

17) Auditor's remuneration

Auditor's remuneration consists of the following:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Auditor	11	11
For taxation matters	1	1
For other services	4	4
For reimbursement of expenses	1	1

18) Segment information

The Company publishes the standalone financial statements of the Company along with the consolidated financial statements. In accordance with Ind AS 108- Operating Segments, the Company has disclosed the segment information in the consolidated financial statements.

Notes forming part of Standalone Financial Statements

19) Commitments and contingencies

Capital commitments

The Company has contractually committed (net of advances) ₹1,939 crore and ₹1,454 crore as at March 31, 2024 and 2023, respectively, for purchase of property, plant and equipment.

Contingencies

- **Direct tax matters**

  Refer note 15.

- **Indirect tax matters**

  The Company has ongoing disputes with tax authorities mainly relating to treatment of characterisation and classification of certain items. The Company has demands amounting to ₹516 crore and ₹498 crore as at March 31, 2024 and 2023, respectively, from various indirect tax authorities which are being contested by the Company based on the management evaluation and advice of tax consultants.

- **Other claims**

  Claims aggregating ₹126 crore and ₹218 crore as at March 31, 2024 and 2023, respectively, against the Company have not been acknowledged as debts.

  In addition to above, in October 2014, Epic Systems Corporation (referred to as Epic) filed a legal claim against the Company in the Court of Western District Madison, Wisconsin alleging unauthorised access to and download of their confidential information and use thereof in the development of the Company's product MedMantra.

  Pursuant to an initial unfavourable judgment from the District Court, the Appeals court re-affirmed the order of compensatory damages of ₹1,167 crore (US $140 million) and remanded back to the District Court to reassess matter relating to punitive damages (to limit maximum up to ₹1,167 crore (US $140 million)), the Company has already paid the compensatory damages of ₹1,167 crore (US $140 million) along with interest in April 2022. The Company's second appeal in the Appeals Court to reduce the punitive damages subsequently affirmed by the District Court was disposed on July 14, 2023, with a re-affirmation of the District Court order awarding punitive damages of ₹1,167 crore (US $140 million). The Company's petition to the Supreme Court to review the entire judgement including both the compensatory and punitive damages re-affirmed by the Appeals Court was rejected by the Supreme Court on November 20, 2023, pursuant to which, punitive damages of ₹1,167 crore (US $140 million) was paid on December 1, 2023. The Company has provided the balance punitive damages amount of ₹958 crore (US $115 million) in its financial statements for the year ended March 31, 2024 and disclosed the same as an "exceptional item" in the standalone statement of profit and loss.

- **Guarantees and letter of comfort**

  The Company has given letter of comfort to banks for credit facilities availed by its subsidiaries. As per the terms of letter of comfort, the Company undertakes not to divest its ownership interest directly or indirectly in the subsidiary and provide such managerial, technical and financial assistance to ensure continued successful operations of the subsidiary.

  The Company has provided guarantees to third parties on behalf of its subsidiaries. The Company does not expect any outflow of resources in respect of the above.

The amounts assessed as contingent liability do not include interest that could be claimed by counter parties.

Notes forming part of Standalone Financial Statements

20) Related party transactions

The Company's principal related parties consist of its holding company, Tata Sons Private Limited and its subsidiaries, its own subsidiaries, affiliates and key managerial personnel. The Company's material related party transactions and outstanding balances are with related parties with whom the Company routinely enter into transactions in the ordinary course of business. Refer note 21 of consolidated financial statement for list of subsidiaries of the Company.

Transactions with related parties are as follows:

(₹ crore)

	Year ended March 31, 2024					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	50	26,298	1,006	3,875	-	31,229
Dividend income	-	3,296	-	-	-	3,296
Rent income	-	43	-	-	-	43
Other income	-	40	-	-	-	40
Purchases of goods and services (including reimbursements)	1	17,707	1,344	248	-	19,300
Brand equity contribution	200	-	-	-	-	200
Facility expenses	1	76	18	73	-	168
Lease rental	-	-	49	46	-	95
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	-	7	(1)	-	6
Contribution and advance to post employment benefit plans	-	-	-	-	3,783	3,783
Purchase of property, plant and equipment	-	-	108	98	-	206
Advances given	-	5	1,013	98	-	1,116
Advances recovered	-	5	8	4	-	17
Advances taken	-	45	27	1	-	73
Dividend paid	18,177	-	8	2	-	18,187
Buy-back of shares	10,548	-	4	3	-	10,555
Cost recovery	-	4,177	-	-	-	4,177
Sale of property, plant and equipment	-	1	-	-	-	1
Transfer in of employee benefit obligations	-	1	-	-	-	1

Notes forming part of Standalone Financial Statements

(₹ crore)

	Year ended March 31, 2023					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	38	23,753	1,152	2,506	-	27,449
Dividend income	-	2,106	-	-	-	2,106
Rent income	-	33	-	-	-	33
Other income	-	36	-	-	-	36
Purchases of goods and services (including reimbursements)	-	15,069	564	226	-	15,859
Brand equity contribution	99	-	-	-	-	99
Facility expenses	1	109	23	59	-	192
Lease rental	-	-	56	47	-	103
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	-	(1)	1	-	-
Contribution and advance to post employment benefit plans	-	-	-	-	2,955	2,955
Purchase of property, plant and equipment	-	1	13	137	-	151
Advances given	-	-	1	45	-	46
Advances recovered	-	-	1	15	-	16
Advances taken	-	2	25	5	-	32
Dividend paid	29,881	-	16	6	-	29,903
Guarantees given	-	237	-	-	-	237
Cost recovery	-	3,591	-	-	-	3,591
Transfer out of employee benefit obligations	-	6	-	-	-	6
Transfer in of employee benefit obligations	-	1	-	-	-	1

Notes forming part of Standalone Financial Statements

Balances receivable from related parties are as follows:

(₹ crore)

	As at March 31, 2024					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade receivables and contract assets	5	8,054	406	1,290	-	9,755
Loans, other financial assets and other assets	2	184	1,238	9	-	1,433
	7	**8,238**	**1,644**	**1,299**	**-**	**11,188**

(₹ crore)

	As at March 31, 2023					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade receivables and contract assets	2	7,279	429	794	-	8,504
Loans, other financial assets and other assets	10	458	95	85	-	648
	12	**7,737**	**524**	**879**	**-**	**9,152**

Balances payable to related parties are as follows:

(₹ crore)

	As at March 31, 2024					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	181	7,824	993	422	-	9,420
Commitments and guarantees	-	3,664	1,412	13	-	5,089

(₹ crore)

	As at March 31, 2023					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	90	6,771	364	314	278	7,817
Commitments and guarantees	-	4,427	12	50	-	4,489

Notes forming part of Standalone Financial Statements

Material related party transactions are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations		
Tata Consultancy Services Deutschland GmbH	3,593	3,221
Tata Consultancy Services Netherlands BV	4,009	3,402
Tata Consultancy Services Canada Inc.	3,666	3,544
Jaguar Land Rover Limited	2,902	1,706
Tata Digital Private Limited	286	502
Purchases of goods and services (including reimbursements) and net of cost recovery		
Tata America International Corporation	4,184	3,824
Tata Consultancy Services De Mexico S.A., De C.V.	3,335	2,946
Tata Consultancy Services Canada Inc.	1,938	1,280
Tejas Networks Limited	754	-
Dividend income		
Tata America International Corporation	1,158	643
TCS Iberoamerica SA	835	190
Advances given		
Tejas Networks Limited	960	-

Material related party balances are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Trade receivables and contract assets		
Tata America International Corporation	1,931	1,366
Tata Consultancy Services France	1,249	1,227
Jaguar Land Rover Limited	898	482
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities		
Tata America International Corporation	2,978	2,688
Tata Consultancy Services De Mexico S.A., De C.V.	984	933
Tata Consultancy Services Canada Inc.	1,077	618
Tejas Networks Limited	607	-
Loans, other financial assets and other assets		
Tejas Networks Limited	960	-

Transactions with key management personnel are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
Short-term benefits	57	58
Dividend paid during the year	1	2
Post-employment benefits	2	-
	60	**60**

The remuneration of directors and key executives is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.

Notes forming part of Standalone Financial Statements

Transactions with key management personnel for the year ended March 31, 2023 did not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation / premium paid were not available.

21) No funds have been advanced / loaned / invested (from borrowed funds or from share premium or from any other sources / kind of funds) by the Company to any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

No funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

22) The sitting fees and commission paid to non-executive directors is ₹15 crore and ₹13 crore as at March 31, 2024 and 2023, respectively.

23) The Board of Directors approved post-employment benefits, payable to the outgoing CEO and Managing Director, which has been actuarially valued. Accordingly, the Company has recorded an expense of ₹48 crore during the year ended March 31, 2024.

24) The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

25) Additional Regulatory Information

- **Ratios**

Ratio	Numerator	Denominator	Current year	Previous year
Current ratio (in times)	Total current assets	Total current liabilities	2.2	2.4
Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.1	0.1
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	24.0	23.4
Return on equity ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	59.4%	51.6%
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	4.5	4.8
Trade payables turnover ratio (in times)	Cost of equipment and software licences + Other expenses	Average trade payables	3.1	3.6
Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	3.8	3.5
Net profit ratio (in %)	Profit for the year	Revenue from operations	21.5%	20.5%
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	74.3%	65.2%
Return on investment (in %)	Income generated from invested funds	Average invested funds in treasury investments	8.3%	7.4%

Notes forming part of Standalone Financial Statements

26) Dividends

Dividends paid during the year ended March 31, 2024 include an amount of ₹24.00 per equity share towards final dividend for the year ended March 31, 2023 and an amount of ₹45.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2024. Dividends paid during the year ended March 31, 2023 include an amount of ₹22.00 per equity share towards final dividend for the year ended March 31, 2022 and an amount of ₹91.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2023.

Dividends declared by the Company are based on the profit available for distribution. On April 12, 2024, the Board of Directors of the Company have proposed a final dividend of ₹28.00 per share in respect of the year ended March 31, 2024 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹10,131 crore.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013,read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies

Sr. No.	Name of the Subsidiary Company	Date of becoming subsidiary	Start date of accounting period of subsidiary	End date of accounting period of subsidiary	Reporting Currency	Parent Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Shareholding	Country
								₹ crore											
1	Tata America International Corporation	August 9, 2004	April 1, 2023	March 31, 2024	USD	USD	83.382500	2	1,667	5,245	3,576	357	5,398	1,454	276	1,178	-	100%	U.S.A.
2	Tata Consultancy Services Canada Inc.	October 1, 2009	April 1, 2023	March 31, 2024	CAD	CAD	61.306154	43	1,863	3,973	2,067	-	11,712	1,419	374	1,045	-	100%	Canada
3	Tata Consultancy Services Argentina S.A.	August 9, 2004	January 1, 2023	December 31, 2023	ARS	USD	0.097220	-	(1)	23	24	-	24	(1)	-	(1)	-	100%	Argentina
4	Tata Consultancy Services Chile S.A.	August 9, 2004	January 1, 2023	December 31, 2023	CLP	USD	0.085062	145	215	517	157	48	788	55	9	46	-	100%	Chile
5	Tata Consultancy Services De Mexico S.A., De C.V.	August 9, 2004	January 1, 2023	December 31, 2023	MXN	USD	5.032106	1	915	2,274	1,358	-	5,389	313	109	204	-	100%	Mexico
6	Tata Consultancy Services Do Brasil Ltda	August 9, 2004	January 1, 2023	December 31, 2023	BRL	USD	16.726009	294	127	772	351	-	1,770	49	24	25	-	100%	Brazil
7	TCS Iberoamerica SA	August 9, 2004	January 1, 2023	December 31, 2023	USD	USD	83.382500	821	1,001	1,822	-	1,811	-	862	32	830	-	100%	Uruguay
8	TCS Inversiones Chile Limitada	August 9, 2004	January 1, 2023	December 31, 2023	CLP	USD	0.085062	130	149	302	23	273	36	45	1	44	-	100%	Chile
9	TCS Solution Center S.A.	August 9, 2004	January 1, 2023	December 31, 2023	UYU	USD	2.220573	80	240	481	161	-	1,022	113	37	76	-	100%	Uruguay
10	TATASOLUTION CENTER S.A.	December 28, 2006	January 1, 2023	December 31, 2023	USD	USD	83.382500	25	71	217	121	-	417	1	-	1	-	100%	Ecuador
11	MGDC S.C.	January 1, 2010	January 1, 2023	December 31, 2023	MXN	USD	5.032106	85	(58)	76	49	-	57	(26)	12	(38)	-	100%	Mexico
12	TCS Uruguay S.A.	January 1, 2010	January 1, 2023	December 31, 2023	UYU	USD	2.220573	-	246	431	185	79	908	106	6	100	-	100%	Uruguay
13	Tata Consultancy Services Guatemala, S.A.	September 1, 2021	January 1, 2023	December 31, 2023	GTQ	USD	10.694314	8	19	46	19	-	65	9	3	6	-	100%	Guatemala
14	Tata Consultancy Services Belgium	August 9, 2004	April 1, 2023	March 31, 2024	EUR	INR	89.994776	2	584	1,184	598	-	2,885	160	43	117	-	100%	Belgium
15	Tata Consultancy Services De Espana S.A.	August 9, 2004	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	1	130	227	96	-	536	(9)	(17)	8	-	100%	Spain
16	Tata Consultancy Services Deutschland GmbH	August 9, 2004	April 1, 2023	March 31, 2024	EUR	INR	89.994776	1	908	2,364	1,455	-	6,769	149	48	101	-	100%	Germany
17	Tata Consultancy Services Italia s.r.l.	August 9, 2004	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	20	62	162	80	-	361	13	9	4	-	100%	Italy
18	Tata Consultancy Services Netherlands BV	August 9, 2004	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	594	2,803	5,024	1,627	1,755	8,423	686	121	565	-	100%	Netherlands
19	Tata Consultancy Services Sverige AB	August 9, 2004	April 1, 2023	March 31, 2024	SEK	SEK	7.798734	-	1,157	1,613	456	-	4,224	337	72	265	-	100%	Sweden
20	Tata Consultancy Services (Portugal) Unipessoal, Limitada	July 4, 2005	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	-	54	102	48	-	144	26	6	20	-	100%	Portugal
21	Diligenta Limited	August 23, 2005	January 1, 2023	December 31, 2023	GBP	GBP	105.137035	11	1,662	3,001	1,328	616	5,748	295	67	228	-	100%	U.K.

Sr. No.	Name of the Subsidiary Company	Date of becoming subsidiary	Start date of accounting period of subsidiary	End date of accounting period of subsidiary	Reporting Currency	Parent Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Shareholding	Country
								₹ crore											
22	Tata Consultancy Services Luxembourg S.A.	October 28, 2005	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	50	73	255	132	-	739	87	25	62	-	100%	Capellen (G.D. de Luxembourg)
23	Tata Consultancy Services Switzerland Ltd.	October 31, 2006	April 1, 2023	March 31, 2024	CHF	EUR	92.033664	14	852	1,781	915	-	4,569	252	49	203	-	100%	Switzerland
24	Tata Consultancy Services France	June 28, 2013	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	4	(279)	1,752	2,027	-	2,998	83	(14)	97	-	100%	France
25	Tata Consultancy Services Saudi Arabia	July 2, 2015	January 1, 2023	December 31, 2023	SAR	EUR	22.231776	8	153	654	493	-	1,057	34	7	27	-	100%	Saudi Arabia
26	Tata Consultancy Services UK Limited	October 31, 2018	January 1, 2023	December 31, 2023	GBP	GBP	105.137035	-	34	83	49	-	50	5	1	4	-	100%	U.K.
27	TCS Business Services GmbH	March 9, 2020	April 1, 2023	March 31, 2024	EUR	INR	89.994776	-	97	187	90	62	141	19	6	13	-	100%	Germany
28	Tata Consultancy Services Bulgaria EOOD	August 31, 2021	January 1, 2023	December 31, 2023	BGN	EUR	46.011754	-	33	71	38	-	85	7	1	6	-	100%	Bulgaria
29	Tata Consultancy Services Ireland Limited	December 2, 2020	January 1, 2023	December 31, 2023	EUR	EUR	89.994776	225	219	610	166	-	1,403	128	15	113	-	100%	Ireland
30	TCS Technology Solutions GmbH	January 1, 2021	January 1, 2023	December 31, 2023	EUR	EUR	89.994776	29	837	1,603	737	-	1,433	68	(17)	85	-	100%	Germany
31	Tata Consultancy Services Osterreich GmbH	March 9, 2012	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	-	5	61	56	-	107	1	-	1	-	100%	Austria
32	Saudi Desert Rose Holding B.V.	May 26,2021	January 1, 2023	December 31, 2023	EUR	EUR	89.994776	-	-	-	-	-	-	-	-	-	-	0%	Netherlands
33	Diligenta (Europe) B.V.	September 14, 2023	January 1, 2023	December 31, 2023	EUR	USD	89.994776	-	-	11	11	-	9	-	-	-	-	100%	Netherlands
34	Tata Consultancy Services Asia Pacific Pte Ltd.	August 9, 2004	April 1, 2023	March 31, 2024	USD	USD	83.382500	37	1,012	1,880	831	929	2,836	307	35	272	-	100%	Singapore
35	Tata Consultancy Services Malaysia Sdn Bhd	August 9, 2004	April 1, 2023	March 31, 2024	MYR	USD	17.611680	4	92	260	164	-	554	69	14	55	-	100%	Malaysia
36	TCS FNS Pty Limited	October 17, 2005	April 1, 2023	March 31, 2024	AUD	AUD	54.181949	202	(61)	141	-	2	-	51	-	51	-	100%	Australia
37	TCS Financial Solutions Australia Pty Limited	October 19, 2005	April 1, 2023	March 31, 2024	AUD	AUD	54.181949	-	54	94	40	-	59	47	16	31	-	100%	Australia
38	PT Tata Consultancy Services Indonesia	October 5, 2006	April 1, 2023	March 31, 2024	IDR	USD	0.005259	1	26	59	32	-	71	9	-	9	-	100%	Indonesia
39	Tata Consultancy Services (China) Co., Ltd.	November 16, 2006	January 1, 2023	December 31, 2023	CNY	USD	11.537158	233	138	509	138	40	1,056	101	27	74	-	100%	China
40	TCS Financial Solutions Beijing Co., Ltd.	December 29, 2006	January 1, 2023	December 31, 2023	CNY	AUD	11.537158	42	(2)	48	8	-	63	5	-	5	-	100%	China
41	Tata Consultancy Services (Thailand) Limited	May 12, 2008	April 1, 2023	March 31, 2024	THB	USD	2.284452	2	13	39	24	-	98	11	2	9	-	100%	Thailand
42	Tata Consultancy Services (Philippines) Inc.	September 19, 2008	April 1, 2023	March 31, 2024	PHP	USD	1.483081	(41)	202	503	342	-	985	103	12	91	-	100%	Philippines

Sr. No.	Name of the Subsidiary Company	Date of becoming subsidiary	Start date of accounting period of subsidiary	End date of accounting period of subsidiary	Reporting Currency	Parent Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Shareholding	Country
								₹ crore											
43	Tata Consultancy Services Japan, Ltd.	July 1, 2014	April 1, 2023	March 31, 2024	JPY	USD	0.550870	238	1,505	3,164	1,421	-	5,155	542	146	396	-	66%	Japan
44	APTOnline Limited	August 9, 2004	April 1, 2023	March 31, 2024	INR	INR	1.000000	2	126	218	90	52	164	33	10	23	-	89%	India
45	C-Edge Technologies Limited	January 19, 2006	April 1, 2023	March 31, 2024	INR	INR	1.000000	10	401	536	125	-	423	128	34	94	-	51%	India
46	MP Online Limited	September 8, 2006	April 1, 2023	March 31, 2024	INR	INR	1.000000	1	139	220	80	29	89	38	9	29	-	89%	India
47	TCS e-Serve International Limited	December 31, 2008	April 1, 2023	March 31, 2024	INR	INR	1.000000	10	466	877	401	268	1,870	307	78	229	-	100%	India
48	MahaOnline Limited	September 23, 2010	April 1, 2023	March 31, 2024	INR	INR	1.000000	3	82	146	61	84	-	8	2	6	-	74%	India
49	Tata Consultancy Services (Africa) (PTY) Ltd.	October 23, 2007	January 1, 2023	December 31, 2023	ZAR	ZAR	4.389523	6	41	47	-	47	-	34	-	34	-	100%	South Africa
50	Tata Consultancy Services (South Africa) (PTY) Ltd.	October 31, 2007	January 1, 2023	December 31, 2023	ZAR	ZAR	4.389523	8	97	557	452	-	934	68	19	49	-	100%	South Africa
51	Tata Consultancy Services Qatar L.L.C.	December 20, 2011	January 1, 2023	December 31, 2023	QAR	QAR	22.897844	5	46	84	33	-	51	18	2	16	-	100%	Qatar
52	TCS Foundation	March 25, 2015	April 1, 2023	March 31, 2024	INR	INR	1.000000	1	1,306	2,402	1,095	150	-	-	-	-	-	100%	India

Notes:

1. Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, are based on the exchange rates as on March 31, 2024.

2. TCS Technology Solutions AG is now renamed as TCS Technology Solution GmbH.

3. Saudi Desert Rose Holding B.V. merged with Tata Consultancy Services Netherlands BV w.e.f. August 29, 2023.

4. Diligenta Limited incorporated a subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

For and on behalf of the Board

K Krithivasan
CEO and Managing Director

N Ganapathy Subramaniam
COO and Executive Director

Samir Seksaria
CFO

Pradeep Manohar Gaitonde
Company Secretary

Mumbai, April 12, 2024

Glossary

5G	Fifth generation wireless technology for digital cellular networks. 5G is expected to be much faster and enable much higher volumes of data sharing than earlier generations of cellular networks. Its massive capacity and ultra-low latency are expected to usher in an era of hyper-connectivity, enabling newer use cases such as autonomous cars, and accelerating the adoption of IoT.
ADM	See Application Development and Maintenance
Agile	A collaborative approach for IT and business teams to develop software incrementally and faster. TCS has pioneered the Location Independent Agile™ model that allows for deployment at scale, and helps globally distributed organization execute large transformational programs quickly, while ensuring stability and quality.
Agile Workspaces	These are key enablers of TCS' Location Independent Agile model, and represent the next generation work environment that facilitate greater collaboration among teams. It is characterized by partition-less open offices, informal seating, interactive surfaces for information capture, and modern collaboration devices for increased productivity.
AgilityDebt™	AgilityDebt™ is a simple index developed by TCS, which uniquely indicates the burden carried by an organization that restricts its Agility. The index is arrived at based on a holistic Agile maturity assessment framework that measures the gap against required Agile talent, roles, team composition, delivery practices, Agile culture, Agile technology and DevOps enablers. TCS uses AgilityDebt™ to assess where the customer's teams are in the Agile journey, find the bottlenecks, and accelerate their Agile transformations.
AI	See Artificial Intelligence
AI Assistant	A software agent that uses AI technologies to perform tasks or services for an individual. These assistants can understand and interpret human speech or text inputs, enabling them to execute commands, answer questions, or assist with tasks like scheduling, reminding, or even controlling smart home devices.
AI Copilot	A virtual assistant that offers real-time guidance and feedback to enhance a human being's work.
Algo Retail™	TCS' proprietary approach and suite of intellectual property that enables retailers to seamlessly integrate and orchestrate data flows across the retail value chain, harnessing the power of analytics, AI and machine learning in the areas of personalization, pricing optimization, marketing, online search and commerce to unlock exponential business value.
Amortization	Systematic allocation of the depreciable amount of an intangible asset over its useful life.
Analytics	In the enterprise context, this is the discovery, interpretation, and communication of meaningful patterns in business data to predict and improve business performance.
Annuity Contracts	A long-term contract which can guarantee regular payments.
APAC	Acronym for Asia Pacific

API	See Application Programming Interface
APIfication	The process of exposing a discrete business function or data within an enterprise's systems through APIs.
Application Development and Maintenance	Design, development, and deployment of custom software; ongoing support, upkeep, and enhancement of such software over its lifetime.
Application Programming Interface	A set of easily accessible protocols for communication among various software components.
AR	See Augmented Reality
Artificial General Intelligence	A type of artificial intelligence that can perform as well or better than humans on a wide range of cognitive tasks.
Artificial Intelligence	Technology that emulates human performance by learning, coming to its own conclusions, understanding complex content, engaging in natural dialogs with people, augmenting human effort or replacing people on execution of non-routine tasks. Also known as Cognitive Computing.
ASEAN	Acronym for Association of Southeast Asian Nations
Assets Under Custody	A measure of the total assets for which a financial institution, typically a custodian bank, provides custodian services.
Attrition	Measures what portion of the workforce left the organization (voluntarily and involuntarily) over the last 12 months (LTM). Attrition (LTM) = Total number of departures in the LTM / closing headcount
AUC	See Assets Under Custody
Augmented Reality	Technology that superimposes a computer-generated image on a user's view of the real world to enrich the interaction.
Automation	The execution of work by machines in accordance with rules that have either been explicitly coded by a human or 'learned' by the machine through pattern recognition of data. Popular types include Robotic Process Automation and Cognitive Automation.
Avatar	An avatar is a digital representation of yourself, whether it's in a video game, the metaverse, or wherever else it might be applicable.
Basis Point	One hundredth of a percentage point, that is, 0.01 percent.
BFSI	Acronym for Banking, Financial Services and Insurance
Big Data	A high volume, high velocity, and/or high variety information asset that require new forms of processing to enable enhanced decision making, insight discovery, and process optimization.
Blockchain	A distributed database that maintains a continuously growing list of records, called blocks, secured from tampering and revision.
Bp	See Basis Point
BPaaS	See Business Process as a Service
BPS	See Business Process Services
Business Process as a Service	Refers to the delivery of BPS over a cloud computing model. Whereas traditional BPS relies on labor arbitrage to reduce costs, BPaaS aggregates demand using the cloud, servicing multiple customers with a single instance, multi-tenant platform and shared services, thereby delivering significant operating efficiencies. The pricing model is usually outcome based.
Business Process Services	Designing, enabling, and executing business operations including data management, analytics, interactions and experience management.
Buyback	A corporate action in which a company returns excess cash to shareholders by buying back its shares from them and usually extinguishing those shares thereafter. The company's equity share capital and the number of shares outstanding in the market correspondingly reduces.
CAGR	See Compounded Annual Growth Rate
Capital Expenditure (CapEx)	Funds used by a company to purchase property, plant and equipment and intangible assets (net of proceeds from disposal of such assets) and for payment including advances for acquiring right-of-use assets.
Carbon Neutral	Not adding new greenhouse gas (GHG) emissions to the atmosphere through reduction initiatives and where emissions continue, they are compensated by absorbing an equivalent amount from the atmosphere through carbon offset.
Carbon Offset	Market-based instrument used to compensate for the emission of greenhouse gases into the atmosphere because of the organization's activity by reducing them somewhere else. Certified Emission Reductions (CERs) and Verified Emission Reductions (VERs) are some of the popular carbon offsets.
Cash and Cash Equivalents	Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Cash Flow	Inflows and outflows of cash and cash equivalents.
Cash Flow from Operating Activities	Primarily derived from the principal revenue producing activities. Therefore, they generally result from the transactions and other events that enter into the determination of profit or loss.
CBO	See Cognitive Business Operations
CC	See Constant Currency
Chatbots	Computer programs designed to simulate conversation with human users, especially over the internet. They are typically used in dialog systems for various practical purposes like customer service or information acquisition.
Cloud	See Cloud Computing
Cloud Computing	The delivery of easily provisionable computing resources – servers, storage, databases, networking, software, analytics and more – over the internet, consumed on a pay-as-you-go basis.
Cloud Native	A cloud native application consists of discrete, reusable components known as microservices that are designed to integrate into any cloud environment.
CMT	Acronym for Communication, Media and Technology
CMMI-SVC	Acronym for Capability Maturity Model® Integration For Services
Cognitive Automation	The use of AI and machine learning to automate relatively more complex tasks that require reasoning capability and contextual awareness. TCS' ignio™ a leading cognitive automation software product in the market today.
Cognitive Business Operations (CBO)	An integrated offering where TCS takes responsibility for the outcome of an entire slice of the customers' operations including the business processes and the underlying IT infrastructure, and uses cognitive automation to transform that operational stack.
Cognitive Computing	See Artificial Intelligence
COIN	See Co-Innovation Network
Co-Innovation Network	This is an extended, global innovation ecosystem curated by TCS, to harness the innovation efforts of start-ups and academia, and incorporate them into transformational solutions built by TCS for its customers.
Compounded Annual Growth Rate (CAGR)	The annual growth rate between any two points in time, assuming that it has been compounding during that period.
Connected Clinical Trials (CCT) Platform	Part of the TCS ADD suite, CCT is an innovative software-as-a-service platform that enables life sciences companies to significantly transform patient engagement in clinical trials and improve adherence to protocols, as well as the efficiency and accountability of clinical trials.
Constant Currency	The basis for restating the current period's metric at exchange rates applicable for the reference period and reporting growth over the reference period.
Contextual Knowledge	This is tacit knowledge pertaining to, and specific to, the granular nuances of a customer's business and IT landscape, acquired on the job over a period of time. TCS teams use their contextual knowledge to design technology solutions that are uniquely tailored for that customer, and therefore, a potential source of competitive differentiation.
Conversational AI	Conversational artificial intelligence (AI) refers to technologies, like chatbots or virtual agents, which users can talk to. They use large volumes of data, machine learning, and natural language processing to help imitate human interactions, recognizing speech and text inputs and translating their meanings across various languages.
Core Banking System	A back-end system that processes daily banking transactions and posts updates to accounts and other financial records; typically includes deposit, loan and credit processing capabilities, with interfaces to general ledger systems and reporting tools.
Core Transformation	Modernization initiatives that target the one or more elements of the organization's operations stack consisting of business processes, software systems and underlying infrastructure, usually to enable greater agility, scalability, resilience and a superior customer experience. These are typically large in scale and scope, and entail the integrated delivery of multiple capabilities.
CO2e	Acronym for "Carbon dioxide equivalent". It is a standard unit for accounting greenhouse gas (GHG) emissions from carbon dioxide or another greenhouse gases, such as SOX, NOX, methane, etc.
CPG	Acronym for Consumer Packaged Goods
Cyber Security	Technologies, processes and practices designed to protect networks, computers, programs and data from attack, damage or unauthorized access.
Data Mining	Data mining is the practice of obtaining valuable information from data sets. The data can be in any form, such as text, audio, or video data. Data mining aims to find actionable insights in the data that can improve business decisions or solve problems. For instance, data mining can discover customer buying patterns and target ads towards people who would likely purchase a product.
Days' Sales Outstanding (DSO)	A popular way of depicting the Trade Receivable relative to the company's Revenue. DSO = Trade Receivable * 365 / LTM Revenue

Deep Learning	Subset of machine learning that uses neural networks with many layers (deep neural networks) to analyze various factors and make decisions.
Depreciation	Systematic allocation of the depreciable amount of an asset over its useful life.
DevOps	Represents a new way of working to rapidly deploy new releases of a software in production using high levels of automation and tooling. TCS recommends adoption of DevOps, along with Agile for speed to market.
Digital	Represents technologies such as Social Media, Mobility, Analytics, Big Data, Cloud, Artificial Intelligence and Internet of Things.
Digital Divide	Digital Divide refers to the unequal spread of technology and the opportunities it affords between different socioeconomic groups in a society.
Digital Twin	A digital replica of a physical entity. For instance, a digital twin of a factory is a virtual model of the factory built using its data, process, people information. Impact of any change in a process in the real factory can be studied by simulating the change in the digital twin.
Discretionary Spend	Also known as Change the Business (CTB) spend, it is that portion of the IT budget which is used to fund projects that are not, strictly speaking, essential for day to day operations, but are more transformational in nature. In uncertain economic times, when businesses are forced to cut spends in response to decline in income, discretionary spend is often the first to be scrutinized. However, what is considered discretionary is subjective and may differ considerably amongst businesses even within the same sector.
Distributed Ledger Technology	See Blockchain
Dividend	One form of distribution of profits earned by the Company and is usually declared as an amount per equity share held by the Shareholders. TCS has a policy of declaring quarterly interim dividends and the final dividend is approved by the shareholders in the Annual General Meeting.
DLT	See Distributed Ledger Technology
EACs	Energy Attribute Certificates (EACs) are market-based instruments that can be used by the bearer to claim renewable energy consumption. Each EAC is equivalent to 1 MWh of electricity.
Earnings Per Share (EPS)	The amount of a given period's Net profit attributable to a single share after deducting any preference dividend and related taxes. EPS = [Net profit attributable to shareholders of the company – Preference dividend, if any] / Weighted average number of equity shares outstanding during the period
Edge Computing	Computing and storage that is located on servers on the edge of the network, in close proximity to the users, but not through an on-premises data center; usually reserved for low latency use cases.
Effective Tax Rate (ETR)	The proportion of the Profit Before Tax that is provided towards income taxes. ETR = Tax expense / Profit Before Tax
EIA	Acronym for Environmental Impact Assessment. It is an environmental impact study which needs to be conducted as per Ministry of Environment and Forest (MoEF) requirements for new construction/ expansion projects.
Engineering and Industrial Services	Consists of next generation product engineering, manufacturing operations transformation, services transformation, embedded software and Internet of Things.
Enterprise Agile	The adoption of Agile methods across all the business functions of the enterprise, designed to empower employees, foster collaboration and drive a culture of continuous innovation at scale.
Environment, Social and Governance	Environment, social and governance (ESG) is a system for how to measure the sustainability of a company in three specific categories: environment, social and governance.
EPEAT	Acronym for Electronic Product Environmental Assessment Tool
EPS	See Earnings Per Share
ESG	See Environment, Social and Governance
ETR	See Effective Tax rate
Fair Value	The price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.
Fine Tuning	Process of slightly adjusting or tweaking the parameters of an existing model, which has already been pre-trained on a large dataset, to perform a specific task.
Fintech	Businesses that use technology to make financial services more efficient. Some fintech developments have improved traditional services, for example mobile banking apps, while others have revolutionized services such as pay per mile car insurance, or created new products, such as Bitcoin.
Framework	A kind of intellectual property, consisting of software which provides generic functionality for a certain business use case, and which is customized for a specific customer's needs with additional code. Use of such pre-built code reduces time to market and results in more stable, reliable solutions.
Free Cash Flow	Represents the cash a company generates through its operations, less the capital expenditure. Free cash flow = Cash flow from operating activities – Capital expenditure
FTE	Acronym Full Time Equivalent

Function Point	A function point is a granular building block of a software, based on a functional view of that system, represented by a code snippet whose logic helps the user accomplish something. The concept is used while estimating the effort for building a new application, by decomposing it into its constituent function points of varying levels of complexity.
Furlough	A temporary cessation of work without pay for the employees, usually implemented by organizations facing under difficult economic conditions, and in lieu of laying off employees.
Gamification	The process of adding games or game-like elements to any activity in order to enrich experiences and encourage user participation.
GDPR	Acronym for General Data Protection Regulation, a European Union regulation for data protection and privacy.
Generative AI	Generative AI describes any type of artificial intelligence (AI) that is is capable of generating new content, including text, images, video, audio, simulations, code or synthetic data. It involves the use of machine learning algorithms to learn patterns across a large data set and generate new content based on those patterns.
GHGs	Acronym for Greenhouse Gas. These are gases that trap heat in the atmosphere leading to global warming and climate change.
Global Capability Centers (GCC) / Captive units	Captive units include both MNC-owned units that undertake work for the parents' global operations and the company owned units of domestic firms, set up in offshore locations offering cheaper labor pool, helping the parent to reduce its operational costs.
Green-Tariff	Green tariffs are specialized retail tariffs that electricity distribution companies (discoms) charge for the sale of Renewable Energy (RE) to their consumers. Businesses can sign up for these tariffs and claim RE consumption, while discoms procure electricity on their behalf from RE project developers.
Growth and Transformation	Initiatives launched to improve the enterprise's revenues, leveraging technology to adopt new business models, drive new revenue streams, enhance customer experience or target new customer segments. This is in contrast to traditional outsourcing engagements where the focus is on improving efficiency and saving costs.
G&T	See Growth and Transformation
Hallucination	Tendency of large language models to make things up or provide output that seems plausible but is factually incorrect or unverifiable.
HVAC	Acronym for Heating Ventilation and Air Conditioning System
Hybrid Cloud	An enterprise IT infrastructure model that combines private clouds, public clouds and on premise data centers, to meet the compute and storage needs of the business.
IFRS S2	IFRS S2 is an international ESG reporting framework that requires an entity to disclose information about its climate-related risks and opportunities that is useful to users of general-purpose financial reports in making decisions relating to providing resources to the entity. Note: IFRS is acronym of International Financial Reporting Standards
Innovation Days	Focused workshops with a TCS customer where researchers and business leaders from both organizations participate to explore emerging technologies for specific customer problems.
Innovation Forum	TCS' thought leadership event that is held in major and emerging markets. It brings together researchers from academia, innovators from the start-up ecosystem, technology watchers, futurists and customers to brainstorm around emerging technologies.
Inorganic Growth	Growth in revenue due to mergers, acquisitions or takeovers, rather than due to an increase in the company's own business activity.
Intellectual Property	An asset that is the result of a creative design or idea, such as patents, copyrights, reusable code, software products and platforms, and gives the owner exclusive rights over its usage, such that no one can copy or reuse the creation without the owner's permission.
Interactive Technology	Allows for a two-way flow of information through an interface between the user and the technology; the user usually communicates a request for data or action to the technology with the technology returning the requested data or result of the action back to the user.
Internet of Things	A network of interconnected machines or devices embedded with sensors, software, network connectivity, and necessary electronics to generate and share run-time data that can be studied and used to monitor or control remotely, predict failure, and optimize the design of those machines / devices.
Invested Funds	Funds that are highly liquid in nature and can be readily converted into cash. Invested funds = Cash and cash equivalents + Investments + Deposits with banks + Inter-corporate deposits.
Involuntary Attrition	A reduction in the workforce due to the employer's decision to terminate employment, instead of the employees' decision to leave.
IoT	See Internet of Things
IP	See Intellectual Property
ISO	Acronym for International Organization for Standardization
ISSB	Acronym for International Sustainability Standards Board
Key Managerial Personnel	At TCS, this refers to the Chief Executive Officer & Managing Director, Chief Operating Officer & Executive Director, Chief Financial Officer and the Company Secretary.

kL	Acronym for the unit kilo-liters used to measure volume. It is a unit used to measure and report water usage in TCS' offices.
KMP	See Key Managerial Personnel
kWh	Acronym for kilowatt hours used as a unit of measurement of electricity
Large Language Models	This is a language model used to train generative AI and consists of a neural network with many parameters (typically billions of weights), trained on large volumes of unlabeled text. By tracking words in sequences, it learns both context and meaning in language, enabling it to generate text artifacts that look they were written by humans.
LatAm	Acronym for Latin America
Location Independent Agile	A method to orchestrate globally distributed stakeholders and talent into Agile teams for improved speed to market in large transformational programs. It comprises processes, structure, and the technology that allows enterprises to overcome location constraints and embrace Agile methods on a global scale.
Low-Code, No Code	New software development platforms that offer a drag and drop user interface to allow business users to build custom web or mobile applications without actually having to write the code. The difference between the two is related to the extent of programming ability needed. The former might still require some amount of programming, while the latter is entirely drag and drop. In addition to boosting innovation within the enterprise, these platforms also drive-up productivity of programmers.
Machine First™ Delivery Model	A model that integrates analytics, AI and automation deep within the enterprise to redefine how humans and machines work together and to effectively deliver superior outcomes.
Machine Learning	A type of artificial intelligence that provides computers with the ability to learn behaviors without being explicitly programmed and relying on patterns and inference instead.
Managed Services	This is the practice of outsourcing to one service provider, also knowns as the Managed Services Provider (MSP), the end-to-end responsibility for providing, or orchestrating the provision through third party providers of, services around a range of processes and functions, in order to improve efficiency, service quality, agility and scalability.
Managed Services Provider	Service providers with the sole, end-to-end responsibility of providing Managed Services.
Market Capitalization	The total market value of a company's total outstanding equity shares at a point in time. Market Capitalization = Last Trading Price * Total number of outstanding shares
MEA	Acronym for Middle East and Africa
Metaverse	A virtual 3D environment that a user can experience explore on a computer or VR headset. Users can interact with each other in several ways, including social networking, gaming, and shopping.
MFDM™	Acronym for Machine First Delivery Model
Minimum Viable Product	The most basic version of a new product built in an agile development cycle, with the bare minimum functionality, made available to users at the earliest to get user feedback and validate product value with minimum investment. Once validated, its features and functionalities are continually augmented in subsequent iterative cycles.
MJ	Acronym for Mega Joule used as a unit of measurement of energy (electricity as well as fuel use)
Mobility	Digital technology which includes- Information, convenience, and social media all combined together, and made available across a variety of screen sizes and hand-held devices.
MSP	See Managed Services Provider
MVP	See Minimum Viable Product
MWh	Acronym for megawatt hours used as a unit of measurement of electricity. 1 MWh=1000kWh
Natural Language Processing	Branch of Artificial Intelligence that deals with the interaction between computers and humans through natural language, involving complex and challenging tasks such as speech recognition, natural language understanding, and natural language generation.
Net Zero	Greenhouse gases emitted into the atmosphere due the company's activity are minimized through a series of initiatives and the residual emission is compensated by removal of equivalent amount of GHG emissions elsewhere through carbon offsets.
Non-Controlling Interests	The share of the net worth attributable to non-controlling shareholders of the subsidiaries.
Non-discretionary Spend	Also known as Run the Business (RTB) spend, is that portion of the IT budget that covers the basic IT activities required to keep a business running. Even in tough economic times, non-discretionary spend remains relatively unaffected.
Operating Model	The manner in which processes are defined and activities are organized to create and deliver value to a target audience. An IT operating model covers activities around new system development, application and infrastructure support whereas business operating models address execution of actions specific to a business function.
Operating Model Transformation	Redefining individual processes by embedding AI, machine learning and other forms of automation to reduce the need for human intervention, resulting in a leaner operating model that is faster, more agile and more resilient. Such transformations – whether in IT or business – can be significantly accelerated by the use of TCS Cognix.

Options Contract	A hedging instrument that offers the buyer the right to buy or sell the underlying asset (such as stocks or currency) on a future date, at a specified price, for small upfront fee called options premium. Eg: TCS purchases an options contract to sell USD 1 million @ ₹87/US$ after 3 months, paying an option premium of ₹1 million. With this, TCS will have the right to sell USD 1 million at an exchange rate of ₹87, even if the prevailing market rate at the end of three months is, say ₹85. On the other hand, if the market rate is higher, say ₹89, then TCS can choose to let the options contract lapse and instead sell at the market rate.
Order Book	See Total Contract Value
Organic Growth	The revenue growth a company can achieve by increasing its existing business activity. This does not include growth attributable to takeovers, acquisitions or mergers.
PAS 2060	It is an internationally recognized standard by the British Standards Institution to verify and substantiate an organization' claim of carbon neutrality.
PaaS	See Platform as a Service
Personalization	Segmentation and responding to individual transactions, customized for a single customer in a single instance.
Platforms	A group of technologies that are used as a base upon which other applications, processes or technologies are developed. Useful for optimizing costs and efforts, and eliminating iterative tasks to drive strategic business initiatives.
Platform as a Service (PaaS)	A category of cloud computing that provides a platform and environment to allow developers to build applications and services over the internet. PaaS services are hosted in the cloud and accessed by users simply via their web browser.
Power Usage Effectiveness	It is the ratio of total amount of electricity used by a data center facility to the electricity used by the computing equipment in the data center.
Pricing	The price charged to the customer for a billable effort, turnkey project or a certain process outcome, depending on the nature of the contract. See Realization.
Private Cloud	Refers to a model of cloud computing where IT infrastructure, in terms of compute and storage resources, are provisioned for the dedicated use of a single organization.
Product	In the technology context, refers to a packaged software program that is made available to multiple customers either on a license basis, or on a subscription basis, to enable the execution of certain common tasks or processes or business functions in a standardized way. This is the opposite of bespoke or custom software which is built to specifications to meet a customer's unique needs.
Prompt	A specific instruction, question, or input provided to an AI model to guide its generation of content.
Prompt Engineering	Prompt engineering is the process of writing, refining and optimizing inputs to encourage GenAI systems to create specific, high-quality outputs.
Public Cloud	A computing service model used for the provisioning of storage and computational services to the general public over the internet. Public cloud facilitates access to IT resources on a 'pay as you go' billing model.
PUE	See Power Usage Effectiveness
R&I	Acronym for Research & Innovation
Realization	The revenue received by the company per utilized effort. Pricing varies by service and by market. Consequently, there can be changes in realization compared to a prior period, due to changes in the underlying business or geographic mix during the period.
RECs/ GOs	Renewable Energy Certificates / Guarantees of Origin are EACs used in different markets.
Related Party Transactions	Any transaction between a company and its related party involving transfer of services, resources or any obligation, regardless of whether a price is charged.
Responsible AI	Responsible Artificial Intelligence is an approach to developing, assessing, and deploying AI systems in a safe, trustworthy, and ethical way.
Revenue	The income earned by the company from operations by providing IT and consulting services, software licenses, and hardware equipment to customers.
RFP	Acronym for Request for Proposal, meaning a document that solicits proposal, often made through a bidding process, by an entity interested in procurement of IT services, to potential service providers to submit business proposals. An RFP is floated early in the procurement cycle and requested information may include basic corporate information and history, financial information, technical capability and estimated completion period, and customer references.
Robotic Process Automation	The use of software tools to automate high-volume, repeatable tasks that previously required humans to perform. RPA is best suited for relatively simple and stable processes. Dynamic changes in the environment require ongoing upkeep of the robots, diluting the economic benefit of the automation. Increasingly, customers are preferring cognitive automation over RPA.
RPA	See Robotic Process Automation
Scope 1, Scope 2, Scope 3 emissions	Green house gas emission accounting categories as per the Greenhouse Gas Protocol.
Security Operations Center	A Security Operations Center is responsible for protecting an organization against cyber threats. SOC analysts perform round-the-clock monitoring of an organization's network and investigate any potential security incidents.

SEZ	See Special Economic Zone
Shareholder Payout Ratio	The proportion of earnings paid to shareholders as a percentage of the company's earnings, i.e. Net profit attributable to shareholders of the company. Payout can be in the form of dividend and share buyback, including taxes thereon.
Simplification	The rationalization of IT architectures through consolidation of systems and elimination of redundant systems and layers. The primary purpose is to shrink the IT footprint and make operations leaner and more efficient.
SOC	See Security Operations Center
Sole Sourced Contract	Non-competitive agreements that allow a single vendor to fulfill the needs of the contractual requirements. These types of contracts can be won when the competitor set narrows down significantly and comes down to a single vendor discussion, given the nature of the client's solution requirements.
Special Economic Zone	In India, these are designated areas in which business and trade laws are different from the rest of the country, with various benefits and tax breaks to promote exports, attract investments, and create local jobs.
STEM	An acronym for education in the fields of science, technology, engineering and math.
T&M	See Time and Materials Contract
tCO2e	Acronym for tonnes of carbon dioxide equivalent
TCS Pace™	A brand promise that represents the way TCS channels its domain knowledge and organizational units – business and technology services, industry solutions units, and the research and innovation organization – into internal and external co-innovation programs.
TCS Pace Port™	Physical spaces where TCS Pace can be experienced. These spaces are close to academic and start-up hubs, and enclose innovation showcases, Agile workspaces and think spaces. They encourage brainstorming, design thinking and collaborative innovation with internal and external partners.
TCV	See Total Contract Value
Time and Materials Contract	A form of services contract where the customer is billed for the effort (in hours, days, weeks, etc.) logged by the project team members. Project risk is borne by the customer. This contrasts with Fixed Price Contracts.
Total Contract Value	An aggregation of the value of all the contracts signed during a period and a useful indicator of demand, and near-term business visibility.
Turnkey Contracts	See Fixed Price Contracts
Unearned and Deferred Revenue	For invoices raised in line with agreed milestones for services yet to be delivered. In other words, it is the amount that has been invoiced although the underlying effort is yet to be expended.
UPS	Acronym for Uninterruptible Power Supply. It is an electrical device that combines surge protection with a battery back-up.
Vendor Consolidation	A strategy to reduce costs and the overheads of managing a large number of vendors. Usually entails aggregating work currently outsourced to many small providers, and transferring it to a smaller, select set of winning bidders. Besides cost reduction, clients use this to reduce complexity and accelerate their cloud transformation journeys. Selecting a single strategic partner with end-to-end capabilities to maintain the legacy estate and support the modernization drives efficiency, accountability and speed.
VFD	Acronym for Variable frequency drive. It is used to regulate the electrical frequency (Hz) of the power supplied to a chiller so that the compressor speed and condenser fan speed (air-cooled chillers only) can be controlled.
Virtual Reality	Artificial, computer-generated simulation or recreation of a real-life environment or situation. It engages users by offering simulated reality experiences firsthand, primarily by stimulating their vision and hearing.
Virtualization	The abstraction of IT resources – like a server, client, storage or network – that masks the physical nature and boundaries of those resources from the users of those resources.
Voluntary Attrition	Refers to reduction in workforce resulting from employees willingly leaving the organization to pursue other opportunities, spend time with family, or for some other personal reason.
VR	See Virtual Reality
VRF	Acronym for Variable refrigerant flow. Variable refrigerant flow is an air-conditioning system in which multiple indoor units and a single outdoor condensing unit are available. It is precisely the system's capability that helps to control the amount of refrigerant flowing to the indoor units.
XR	Extended reality, an umbrella term that covers augmented reality, virtual reality and mixed reality.
Y-o-Y	Year-on-Year
ZWL	Zero Waste to Landfill- It is a specific goal that can be independently verified. The common interpretation means that at least 99 percent of generated waste is diverted away from landfill, i.e. all waste produced is either reused, recycled, composted, or sent to energy recovery.
Fixed Price Contracts	A form of services contracts where the vendor takes a turnkey responsibility for delivering a solution for a certain price and within a mutually agreed timeframe. The customer is billed on completion of key project milestones and related deliverables. This arrangement gives the vendor considerable flexibility in the staffing and execution of the project. On the other hand, it also means bearing the project risk.

Disclaimer: This glossary is intended to help understand commonly used terms and phrases in this report. The explanations are not intended to be technical definitions. If explanations provided here are found to be different from what is described in the Company's periodic financial statements (not limited to Notes to Accounts), then the definition provided in the certified financial statements will prevail.

Sustainability Disclosures

Stakeholder Engagement and Identification of Material Topics[1]

TCS conducts periodic materiality assessments to update the list of material topics. The key elements of that assessment include:

Key Elements of Annual Materiality Assessments:

Engagement with stakeholders	Stakeholder interactions result in the identification of a broad funnel of issues important to each of the constituencies. Discussions with internal and external stakeholders, are evaluated, to prioritize and arrive at a list of material topics with significant economic, environmental, social or governance impact on TCS' business, reputation, and operations.
Sustainability context and value chain	The company looks at the role of TCS in wider sustainability issues, the impact the company has through its customer engagements and its operations, and the role that the company experts play in professional associations, industry forums and other thought leadership activities to address important issues raised by stakeholders.

[1] GRI 3-1

TCS ESG Principles, Material Topics and Initiatives[2]

Environment

Material Topics

Climate Change (I)

Principle

TCS' environmental stewardship rests on four pillars: carbon footprint mitigation, water conservation and recycling, waste reduction and recycling, and preserving biodiversity.

Key Themes

- Energy management
- GHG emissions
- Water management
- Waste management
- Biodiversity

Targets

- Reduce absolute Scope 1 and Scope 2 greenhouse gas emissions by 70% by 2025 over a 2016 base year.
- Net-zero emissions by 2030.
- 3% YoY reduction in freshwater consumption across owned campuses.
- Reduction in waste generation, maximizing recycling / reuse to divert waste sent to landfill.
- Committed to Tata Aalingana program

Initiatives

- Natural Capital: Page 24, 25
- BRSR: Pages 149 to 159

Social

Material Topics

Business Sustainability (I)

Principle

TCS takes a long-term view, building deep client relationships, and nurturing them, which leads to mutual growth and sustainable outcomes.

Key Themes

- Economic performance
- Demand sustainability
- Investments in capability development

Targets

- Maintain a financially strong, viable business that is able to adapt to changing technology landscapes, stay relevant to customers and profitably grow its revenues consistently.

Initiatives

- Letter from the CEO - Pages 8 to 10
- Financial Capital – Pg 16,17
- Intellectual Capital – Page 20,21
- MD&A – Strategy for Sustainable Growth, Enabling Investments- Pages 70 to 72

Material Topics

Employee wellbeing and engagement (I)

Principle

TCS is committed to providing a safe and healthy work environment to its employees, business associates and other stakeholders.

Key Themes

- Occupational Health and safety (OH&S)

Targets

- Adopt measures and processes that focus on the prevention of occupation-related accidents, injuries, illnesses, and near misses.
- Eliminate hazards and reduce OH&S risks.
- Providing safe workplaces and inculcating safe work practices among employees and contractors.

Initiatives

- MD&A – Page 74

Material Topics

Talent Management (I)

Principle

TCS is invested in its people for the long term, supporting them to build the meaningful careers they aspire to.

Key Themes

- Talent Acquisition
- Talent Development
- Employee Engagement
- Talent Retention
- Competitive Compensation

Targets

- Attract, develop, motivate and retain diverse talent, that is critical for the company's continued success.
- Maximize the potential of every employee by creating a purpose-driven, inclusive, stimulating, and rewarding work environment, delivering outstanding employee experience, while fuelling business growth.

Initiatives

- MD&A – Pages 72 to 74

Material Topics

Diversity, Equity and Inclusion (I)

Principle

TCS nurtures and strengthens a diverse, inclusive and equitable culture, where each individual feels seen and heard, and their contributions respected and valued.

Key Themes

- Diversity, Equity and Inclusion (DEI)

Targets

- Embrace diversity in race, nationality, ethnicity, gender, age, physical ability, neurodiversity, and sexual orientation to create a workforce that contributes in more ways than one to the societies the company works within.
- Global DEI policy that prohibits discrimination against any diverse identity group.

Initiatives

- MD&A – Page 74

* Boundary of Impact for Material Topics : Internal (I), External (E)
MD&A: Management Discussion and Analysis, CG: Corporate Governance Report, BRSR: Business Responsibility and Sustainability Report

[2]GRI 3-2, GRI 3-3

Material Topics

Local Communities (E)

Principle

TCS' vision is to empower communities by connecting people to opportunities in the digital economy.

Key Themes

- Local communities
- Education and skill development
- Job creation
- Taxes payable in different regions
- Environmental stewardship
- Supplier Social and Environmental Assessment

Targets

- Build inclusive, equitable and sustainable pathways for all, with a special focus on youth, women, and marginalized communities.
- Comply with relevant tax laws and obligations in all the jurisdictions TCS operates in and accordingly pay its fair share of taxes in respective countries.

Initiatives

- Social Capital – Page 23
- Natural Capital – Page 24, 25
- CG – Tax Strategy- Page 95
- BRSR – Page 143, 160
- Financial Statements – Income Taxes – Pg 224 to 228, country wise income taxes – Pg 304 to 306

Material Topics

Technology enabling Building greater futures (E)

Principle

TCS engages with clients and partners to help shape their journeys to more sustainable and future-fit businesses that thrive within an ecosystem.

Key Themes

- Sustainability Services and Offerings

Targets

- Help enterprises use the power of technology and innovation to pioneer new sustainable opportunities, take an ecosystem-led approach to build greater futures.
- Built a co-innovation network comprising of academia, startups, and business partners, focusing on social innovation and sustainability initiatives that impact people at the grassroots.

Initiatives

- Intellectual Capital – Page 22, 23
- BRSR – R&D and Capex spend – Page 135
- MD&A – Enabling Investments – Pages 70 to 72

Governance

Material Topics

Corporate Governance (I)

Principle

TCS' philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders.

Key Themes

- Governance Structure and composition
- Independence of the Board and Minority Interest
- Avoidance of conflict of interest
- Board oversight
- Disclosure and Transparency
- Enterprise Risk Management
- Succession Planning
- Remuneration Policy

Targets

- Strong governance at board, executive and management levels through compliance committees and compliance working groups
- Effective internal controls to comply with regulations, keep a check on unlawful and fraudulent activities and internal audits to provide compliance assurance.
- Empowering employees and creation of deep leadership bench for succession planning
- Design remuneration policy to create a high-performance culture, and compliant to local regulations.

Initiatives

- CG – Pages 93 to 96, 102, 106 to 108
- MD&A – Internal Financial Control Systems and their adequacy – Page 88, ERM – Pages 78 to 87

Material Topics

Ethics and Integrity (I)

Principle

TCS' core values are: Leading Change, Integrity, Respect for the Individual, Excellence, Learning and Sharing.

Key Themes

- Value, Ethics and Culture
- Compliance

Targets

- Maintain board, management accountability and drive corporate ethics, values and sustainability.
- Monitor compliance with laws of the countries in which the company operates, as well as global legislation.

Initiatives

- CG – Page 94, 95

Material Topics

Data Privacy (E)

Principle

- To ensure data protection of stakeholders
- To make TCS reliable, resilient and immune to existing and evolving volatile environment of constant changes, accidents, attacks and failures.

Key Themes

- Data Privacy
- Cyber Security

Targets

- Ensure controls and robust risk response mechanisms to protect personal data in the TCS ecosystem and also in customer engagements.
- Protect all information and assets that TCS owns or is responsible for; thus, ensuring an efficient, safe and secure working environment for TCS and its customers.

Initiatives

- BRSR – Pages 164 to 166

TCS Climate Related Disclosures

In FY 2023, TCS' climate related disclosures were aligned to the Taskforce for Climate-related Financial Disclosures (TCFD). Subsequently, TCFD fulfilled its remit and was disbanded in October 2023.

The International Sustainability Standards Board (ISSB) released IFRS S2, Climate-related Disclosures, in January 2024, which is aligned with the recommendations of TCFD. This year, TCS has disclosed information related to climate-related risk and opportunities aligned with IFRS S2. IFRS S2 applies to disclosure of (1) climate related risks (physical and transitional), to which the entity is exposed and (2) climate related opportunities available to the entity.

The disclosure requirements in IFRS S2 are structured around the core content related to the following sections:

Section 1: Governance

Section 2: Strategy

Section 3: Risk Management

Section 4: Metrics and Targets

Each of the above topics are addressed below.

Section 1: Governance

TCS has a Board level Stakeholder Relationship Committee (SRC) that oversees different aspects of climate-related risks and opportunities.

Stakeholder Relationship Committee (SRC)

- The SRC is chaired by an independent director and comprises of 3 members including the CEO. It reviews the climate change strategy, approach, and performance of the organization with respect to sustainability and climate change.
- The SRC formally meets twice every year to review policies and sustainability performance, including climate change and carbon performance. The board oversight helps drive the program effectively with greater accountability.
- The CEO, as a part of the SRC, is directly responsible for the efficient operations of the facility and hence is better able to review performance and drive improvement. The updates are provided by the Chief Human Resources Officer (CHRO) and is supported by the Head- Environmental Sustainability, Health and Safety (ESHS) who oversees the environment and climate change implementation at the organisation.
- TCS' carbon reduction goal to reduce its absolute greenhouse gas emissions across Scope 1 and Scope 2 by 70% by 2025 (over 2016 base year), and to achieve net zero emissions by 2030, was reviewed and approved by the committee.
- Statement by Senior management: Refer page number 132 in BRSR for N G Subramaniam, COO & Executive Director's statement.
- During the half yearly meetings, the SRC monitors the progress towards the carbon targets and the carbon reduction initiatives that have been implemented and planned.

Competency:

TCS has a competent team working on Environmental Sustainability. TCS' Head- Environmental Sustainability, Health, and Safety (ESHS) is a Doctorate in Environmental Science and Engineering and has over 30 years of post-doctoral experience in environmental sustainability and climate change. The ESHS team has recruited professionals who have the requisite qualification and experience in climate change and environmental sustainability. The team has undergone training in advanced topics and regularly participates in external training programs and sessions on the emerging frameworks and regulatory requirements around climate change.

TCS is also a member of the Confederation of Indian Industries (CII) and National Association of Software and Services Companies (NASSCOM), and the company participates as panelist, assessor, or speaker in their training and capacity building workshops on climate change with the perspective of spreading know-how on ESG, climate change mitigation and adaptation strategies among other industries.

Remuneration: Refer page number 103 for information on remuneration of the Board members.

Apart from the SRC, TCS also has the Risk Management Committee (RMC) that is responsible for risk management oversight at the corporate level.

Risk Management Committee (RMC)

- The RMC is chaired by an independent director and comprises of 5 members including one additional independent director, 2 executive directors, i.e. CEO, COO, and one company executive, CFO.

- The RMC formulates, monitors, and reviews the company's risk management policy.
- Climate change risks and opportunities are covered under the strategic and operational risks for the Company and are reviewed in the RMC committee meetings.

Section 2: Strategy

Climate related risks continue to challenge businesses in every possible way, sometimes amplifying existing risks. Not only is their nature evolving, but their speed of impacting the organisation's operations is also increasing. Operating in an uncertain and ever-changing environment, TCS' global operations bring in considerable complexities and TCS' robust enterprise risk management framework aids in ensuring the strategic objectives are achieved. This framework enables risk identification for short, medium, and long term, risk assessment, risk response planning and actions, risk monitoring and overall risk governance.

Climate-related risks and opportunities

Refer to the MD&A section on page number 86 of the TCS Integrated Annual Report for identified climate-related risk and opportunities that could reasonably affect TCS' prospects. The section includes the company's adaptation methodology which will be implemented over following time horizons:

Time-horizon	From (years)	To (years)
Short-term	0	5
Medium-term	5	10
Long-term	10	Beyond 10

Below is a brief description of TCS' approach and identification of climate-related risks and opportunities.

Climate related R&O	TCS Approach
Current regulation	Regulations undergo frequent changes and, to accommodate such changes, the company must be aware and responsive. In India operations, TCS must comply with all the environmental consent conditions around emissions, water discharge, waste recycling etc. These regulations are included in TCS' risk assessment as compliance risk and thereafter integrated into its mitigation plans. The company also reports to the Securities and Exchange Board of India (SEBI) mandated BRSR framework, which includes non-financial indicators and is a part of this Integrated Annual report. This year as per BRSR reporting requirements, TCS is also undergoing reasonable assurance for the core indicators of BRSR.
Emerging regulation	Emerging regulations including carbon taxes (coal or fossil fuel taxes leading to escalation in the electricity tariff), mandatory energy audits are examples which are likely to impact the company. Regulations around procurement of renewable energy, which is a key driver of the company's climate change mitigation plan, is also ever evolving in all major geographies. TCS keeps a close watch on the emerging regulations and plans its organizational sustainability strategy and roadmap to adapt to those changes.
Technology	With more energy efficient and eco-friendly building and IT equipment coming in the market, keeping TCS' offices eco-efficient is an ongoing process wherein the company evaluates the technology and suitability and work on a phaseout plan to move to the new more efficient technology. These are considered as operational risks and opportunities which drive the company to make its infrastructure more climate resilient.
Legal	TCS tracks environmental legal compliance (air emissions, water discharges, waste management and others) on periodic basis and have a very robust internal compliance management system to identify and comply with all legal requirements of current, amended and new regulations. While the possibility of a litigation risk is very low, climate change impacts can pose few risks indirectly to TCS.
Market	Climate change is driving a lot of changes in the company's customer behaviour, thus creating new markets and new opportunities, giving TCS an opportunity to partner with them in their climate change mitigation journey by providing solutions, services, and process automation which helps in emission reduction.
Reputation	Reputational risk is relevant to the company as the investor and customer community is becoming increasingly aware of climate change related issues. It is important to demonstrate leadership in climate action to maintain reputation. Climate risks are hence included as strategic risks which is reviewed by leadership to position the company better in the market. This information is required to respond to CDP supply chain module and various customer surveys on sustainability like Dow Jones Sustainability Index, EcoVadis, MSCI, Sustainalytics, etc. Hence performing well in these ratings/scorings is very crucial in maintaining the market reputation which the organization holds.
Acute physical	Acute physical risks associated with extreme weather events is relevant as TCS has substantial operations in coastal cities in India which are exposed to extreme weather events like heavy precipitation, flood, and cyclones. E.g., The company's offices located in coastal cities like Chennai, Bhubaneshwar, Kolkata, Kochi are exposed to physical risks from cyclonic events and therefore adequate mitigation plans are in place.

Climate related R&O	TCS Approach
Chronic physical	Despite the Paris Agreement and global climate action, global warming continues unabated. Having presence in many major cities across the world, TCS is subject to climate change related chronic physical impacts like change in precipitation pattern, with resultant effects like drought or flood. Also, with TCS's presence in few coastal cities, rise in sea level and related impacts like land submergence, saltwater intrusion, disruption to network and communication systems are more likely. These risks are long term and included from perspective of planning appropriate infrastructure. TCS has set targets to reduce carbon emissions (scope 1 and 2) by 70% in 2025 compared to 2016 base year and achieve Net Zero by 2030. These are aligned with the global goals taken under the Paris agreement to fight global warming by keeping the planet's temperature below 1.5 degrees Celsius. TCS has reduced its absolute carbon footprint across Scope 1 and Scope 2 by 80% in FY 2024 over a baseline of 2016, exceeding TCS' target achievement by 10%, one year ahead of time.

Business model and value chain

TCS' business model and value chain includes its customers and suppliers. The sustainability and climate related transition risks are covered here along with some mitigation plans.

Customers: TCS is an IT services and business solution provider company working mostly with Fortune 1000 or Global 2000 corporations and the public sector. The customer perception around climate change risks has strengthened, especially in the major markets, and this is reflected in the increasing customer requests on climate change performance through platforms like CDP, SBTi commitment, RFPs. These all show how adapting to changing customer behaviour around climate change is crucial for business continuity.

TCS' stakeholders, especially its customers and employees look at it as a responsible corporate citizen when it comes to climate action. The company's efforts in this domain have been recognized through ESG ratings and CDP ratings / climate change performance (carbon reduction against targets, % renewable energy). In an event, if TCS is unable to meet its climate change commitments, it can lead to a negative impact on its brand and reputation, as well as ESG ratings. A failure to meet the targets, customer expectations or evolving regulatory requirements could also potentially affect its market capitalization. TCS ensures that these risks are identified at an early stage and work on mitigation and improvement plans.

The company also has a robust business continuity plan. It is an end-to-end framework that effectively manages through defined policy, procedures, guidelines and through in-house developed tools that support planning and communication with all stakeholders. The framework is fully compliant and certified to ISO 22301:2019, CMMI-SVC and is integrated with TCS quality management system for consistent deployment across the organization. TCS also has Emergency Preparedness Plans (EPP) for disasters such as earthquake, floods, cyclones etc in its internal portal. The plan outlays the responsibilities of action owners, plan description including precautions to be taken, evacuation procedures and post incident action plan which would need to be followed at locations facing the emergency scenario.

Suppliers: Towards ongoing sustainability assessment, TCS launched its Supplier Sustainability Assessment Platform in FY 2023 and initiated on-boarding of its top supply chain partners. Through this platform, TCS plans to support its suppliers with engagement and guidance to help them improve their sustainability performance. In FY 2024, the company has successfully assessed 17% of its value chain partners (by spend) for sustainability criteria. These efforts ensure that all suppliers who form upstream part of the value chain are assessed for sustainability and climate risks.

Strategy and decision-making

Climate-related risks and opportunities have influenced TCS' strategy in the following ways:

Area	Description of influence
Products and services	As TCS' customers respond to climate change actions, the company is seeing opportunities to provide technology-led solutions to help them achieve their sustainability goals. The change in technology consumption reflects the prevailing trends in the economy. Recent events have accelerated digital adoption, put the spotlight on supply chain resilience and added urgency to the sustainability imperative. Each of these represents an opportunity that can contribute towards the growth of not just as one company, but of the ecosystem. TCS leveraged its deep expertise in IoT, advanced analytics, and machine learning to come up with a suite of offerings in this space, including intellectual property such as Clever Energy™, IP2™, and TCS Envirozone™. Clients across industries are engaging us to develop innovative technology led solutions to reduce energy consumption, or to measure and track green-house gas emissions across their end-to-end supply chain, reduce their carbon footprint, reduce waste and promote recycling.

Area	Description of influence
Supply chain and/ or value chain	Supply Chain sustainability through responsible sourcing is one of the risk mitigations that TCS has identified under its sustainability risk. TCS's Green Procurement policy outlines its commitment to making its supply chain more responsible and sustainable. Energy efficiency is one of the major procurement considerations in all the company's IT assets procurement as this is directly correlated with its emission profile. Climate related risks play a very important role in supply chain engagements, and TCS is working with its suppliers to bring in improvements in overall supply chain sustainability related aspects. As mentioned in the previous section on suppliers, TCS has launched the supplier sustainability assessment platform to facilitate improvements in the supply chain through evaluation and assessment of suppliers.
Investment in R&I	TCS' investments in R&I have resulted in solutions like Envirozone™, Clever Energy and IP2™. TCS has been using Clever Energy for the last several years to monitor and help reduce its energy consumption and is now commercially selling it and the other two solutions to clients to help them achieve their sustainability goals. Additionally, TCS has been investing in building green campuses (IGBC certified). These initiatives have enabled reduction of carbon footprint
Operations	Climate Change risks play an important consideration in TCS' operations. TCS has created an environmentally sustainable approach by creating green policies, processes, frameworks, and infrastructure. The company's campuses are designed to withstand extreme weather events and the business continuity plans are tested periodically to ensure continued operations without any disruption. Green buildings, efficient operations, green IT, the use of renewable energy to reduce carbon footprint; adoption of newer technologies and methods to manage waste in line with circular economy principles are integral to business operations. These all help the company in achieving its emission reduction targets and journey towards Net Zero by 2030.
Direct costs, Capital expenditures, Capital allocation assets	Climate risks and opportunities are one of the factors while making financial considerations especially while making investments in offices, equipment, and renewable energy production. Investment in these areas constitutes a substantial share of the company's overall capital investment. Major investments are in green buildings, roof top solar and other energy efficiency initiatives. Refer BRSR section, Principle 6, page number 152, 153 for more details on the initiatives that also help the company to position itself as leaders in the climate domain hence contribute substantially to its market value.

Financial position, financial performance, and cash flows

Substantive financial or strategic impact of Risk Assessment:

Climate risks like business disruption, changing regulatory landscape, acute physical stress and transition risks are identified, prioritized, assessed and managed by the ERM team. Anything with the potential to disrupt regular operations by more than 10% and triggers Business Continuity Plans at the sites is considered as substantial. The financial risk exposure is calculated considering the following quantifiable indicators- (1) Proportion of business units affected OR percentage of operations impacted; (2) Probability of occurrence of extreme climate related events, and 3) the impact potential at the affected locations based on size of operation. In any given year the overall potential financial impact due to an extreme weather event is considered as 0.75% of the revenue. TCS considers a risk tolerance of 10% of the exposure for climate related risks and considered as substantive. Based on the severity and the risk exposure, the appropriate risk response is finalized, and mitigation actions are assigned to relevant functions.

The company has identified the following climate-related risks with the potential to have a substantive financial or strategic impact on the company's business:

a. **Risk of impact on direct operations:** TCS has large operations based out of offices in coastal cities which have a high exposure to extreme weather events like high rainfall, cyclones, rise in sea level, etc. During FY 2024, there were no major cyclones that effected the company's campuses. However, earlier event like Cyclone Amphan led to damages in its Kolkata, India campus specifically to the rooftop solar PV installations, solar water heater panels, roof mounted HVAC components, HRW electrical panel room, energy bin of biogas chamber, apart from multiple water leakages at basement and many other external physical damages. This indicates the increased severity and frequency of extreme weather events such as cyclones and floods and the impact these can cause directly on the operations. TCS accounts for such risks at design stage through cyclone and flood water resistance considerations while constructing new buildings. For greenfield projects, the building structure is designed (a) for seismic load as per IS 1893 (Part-1) 2016; Amendment No:2-2020 and (b) for wind speeds as per IS 875 codes.

   TCS has a strong business continuity plan (critical business operations can be shifted to another city/country/geography) and therefore these physical risks will not affect the business operations significantly, except for the financial implications related to infrastructure damages (if any). Hence the potential financial impact due to physical damage because of extreme weather events is calculated as a percentage of revenue using a risk factor, which in turn is arrived through the company's risk assessment exercises. The potential financial impact will be 0.75% of the revenue which comes to approximately ₹ 1,807 crores or US$218 million.

b. **Risk of increase in capital expenditure**: TCS is an IT services, consulting, and business solutions organization with a presence across multiple geographies, industries, services and products. Being one of the frontrunners in ESG performance, in 2021, the company has taken up ambitious carbon targets as mentioned in previous sections and have also achieved its near-term targets 2 years ahead of timelines. In FY 2024, TCS has further brought down its Scope 1 and Scope 2 emission by 80% over base year 2016. This was despite increased electricity consumption in FY 2024 from employees' return to office and addition of new offices to the reporting boundary. Apart from organizational level commitments, the emerging regulations also motivate TCS to transition towards low carbon business. TCS will need additional CAPEX and OPEX to ensure compliance. The company has envisaged this as a risk, and is developing greener solutions and transitioning to renewable energy. In FY 2024, RE accounts for **74%** of total energy and have increased percentage of green tariff.

i. TCS' new campuses are designed according to green building standards for energy and resource efficiency to reduce the carbon footprint. The company invests in energy efficiency initiatives taking into consideration a payback period of 4-5 years. It is also retrofitting its older buildings with energy efficient equipment.

ii. TCS' IoT-based Real-time Energy Management System (TCS Clever Energy™) initiative that involves real time monitoring to optimize the operational energy efficiency is used across all offices. This smart, scalable, analytics driven IoT solution uses TCS Connected Universe Platform (TCUP) IoT platform, which forms the backbone enabling visualization of data acquired from various locations and facilities' energy meters and sensors.

iii. While the above initiatives were carried out across TCS India campuses, focus towards achieving Net Zero is also driven through carbon neutrality across Scope 1 and Scope 2 emissions in North America, UK and Ireland, Europe, Asia Pacific, Japan, Latin America, and Middle East & Africa.

c. **Risk of Impacting Reputation and Brand Value:** TCS is an IT services company working mostly with Fortune 1000 or Global 2000 corporations and the public sector. The customer perception around climate change risks has strengthened, especially in the major markets, and this is reflected in the increasing customer requests on climate change performance through platforms like CDP, SBTi commitments, RFPs and other surveys/ questionnaires. Thus, in an event if TCS is unable to meet its climate change commitments, it can impact the company's brand and reputation, as well as international ESG ratings. The risk due to the same is realized in terms of the company's brand value and the risk is estimated as 0.1% of the same. In FY 2024, TCS brand value rose to US$19.2 billion (Source: Brand Finance). Hence, the potential financial impact due to this risk is estimated at US$19.2 million. To mitigate these impacts, the company has undertaken many initiatives to mitigate its environmental impact which includes green building design, energy efficient building and IT infrastructure, and transition to renewable energy. All the stakeholders are well informed about TCS' climate change performance through its external disclosures which helps to minimize the reputational risks.

TCS has identified the following climate-related opportunities with the potential to have a substantive financial or strategic impact on its business:

i. TCS has a large building footprint with its campuses alone covering more than 38 million sq. ft area in India. Out of this, over 67.3% of its buildings are certified to IGBC Green Building standards. TCS has steadily increased its portfolio of green buildings, thereby ensuring energy efficiency in its buildings and reducing both emissions and operating expenditures. Apart from this, the company is also working on improving and upgrading its energy efficiency in existing buildings. Few years back, TCS India took up a major project to change the luminaires to LEDs across its locations which contributed towards significant energy savings. Major retrofits were carried out at some locations with legacy infrastructure to improve the efficiency levels. The TCS Remote Energy Management and Control program witnessed rapid scaling up and further maturity during the year by leveraging IoT platform to acquire asset (chillers, air handling units, etc.) level data which is analyzed to improve asset efficiency and operations. The data center PUE (weighted average) of 1.70 was achieved for the corporate data centers at Mumbai and Chennai. In FY 2024, TCS has achieved a saving to the tune of 16,301 MWh due to energy saving initiatives. (This includes HVAC energy efficiency projects, UPS based energy efficiency projects, expansion in green buildings and real time monitoring of energy efficiency). TCS uses multiple energy sources in its daily operations, electricity being the primary source. Majority of the electricity comes from conventional sources, but TCS has increased the share of renewable electricity (RE) over the years through onsite rooftop solar generation, third party procurement and purchase of Energy Attribute Certificate (EAC) (in select geographies). The RE consumption as a percentage of total electricity consumption has increased from 15.6% in FY 2021 to 74% in FY 2024. TCS' owned roof top solar projects contribute 3 % of the same. Apart from roof top solar photo voltaic installations, TCS increased the renewable energy procurement through a switch over to green tariffs for operations and open access power purchase agreements (PPA).

ii. TCS is looking at developing solutions that respond to changing consumer behaviour. Through its Connected Marketing team, TCS uses sustainability in the social media perspective to better understand the 'green' needs of its consumers, and to also see how consumers are reacting to the new green products that have been introduced. Changing consumer behaviour and expectations are most reflective in the power utility space. Towards this area, TCS has developed several strategic partnerships, towards thought-leadership development and solution enhancement (Example: Smart Power and Smart Energy are key solution areas of TCS' Utilities Industry Unit).

Climate Resilience

A brief description of the resilience of the organization's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.

Climate related scenario	Parameters, assumptions, analytical choices
Transition scenarios IEA B2DS	The climate change scenario analysis conducted for TCS takes a multi-level approach to identify climate risk and opportunity hot spots, interdependencies, and interaction with global macro trends. The top-down analysis of the macro environmental trends that will impact the company at global level included, a) nature loss and ecological degradation, b) resource scarcity and driving value chain innovation, c) changing customer and workforce preferences, d) the rise of extreme weather, e) increasing regulations, pricing and disclosure of externalities, f) digitalization and prevalence of infectious diseases and g) rising incomes. Detailed analysis was conducted of material climate change transition risks and opportunities across value chain and assessment of interdependencies between climate risks and opportunities including identification of areas of potential magnification and hedge opportunities. The key value driver analysis assesses climate risks and opportunities across 3 stages of the value chain including a) Supply Chain (input supplies costs, disruption and access to supplies) b) Operations (carbon costs, operating costs, insurance/ damage costs due to disruption of operation) and c) End Markets (demand for low carbon services/ products, market share and competition). In the transition scenario, the IEA B2DS approach has been selected as its more conservative scenario. The inputs included those from Intergovernmental Panel for Climate Change (IPCC) reports, the Nationally Determined Contributions (NDCs), the Sustainable Development Goals (SDGs) and Government of India plan on energy efficiency and solar energy. The assumptions used in the analysis also considered the anticipated growth of TCS over the years and increased energy demand. Changing customer behaviour and carbon costs are assessed as a transition risk to TCS with a growing number of jurisdictions at regional and national level planning to implement a carbon tax or emission trading scheme.
Physical climate scenarios RCP 8.5	The climate change scenario analysis conducted for TCS takes a multi-level approach to identify climate risk and opportunity hot spots, interdependencies, and interaction with global macro trends. The top-down analysis of the macro environmental trends that will impact the company at global level included, a) nature loss and ecological degradation, b) resource scarcity and driving value chain innovation, c) changing customer and workforce preferences, d) the rise of extreme weather, e) increasing regulations, pricing, and disclosure of externalities, f) digitalization and prevalence of infectious diseases and g) rising incomes Detailed analysis was conducted of material climate change physical risks and opportunities across value chain and assessment of interdependencies between climate risks and opportunities including identification of areas of potential magnification and hedge opportunities. The key value drivers' analysis assesses them across 3 stages of the value chain including a) Supply Chain (input supplies costs, disruption and access to supplies) b) Operations (carbon costs, operating costs, insurance/ damage costs due to disruption of operation) and c) End Markets (demand for low carbon services/ products, market share and competition) The physical risk is assessed using the RCP 8.5 scenario. The RCP 8.5 scenario takes a global warming between 3-4 degrees above pre-industrial levels which is a conservative scenario and helps TCS understand the worst-case climate impacts on its operations. The inputs included IPCC reports, the NDCs, the SDGs and Govt. of India plan on energy efficiency and solar energy. The assumptions used in the analysis also considered the anticipated growth of TCS over the years and increased energy demand. Few strategies to mitigate physical risks of climate change include: 1) A robust Business Continuity Plan (BCP) to respond to climate events 2) Investments in climate resilient infrastructure (for cyclone, floods).

Section 3: Risk management

At TCS, the Corporate Risk Office, led by the Chief Risk Officer, is responsible for driving Enterprise Risk Management (ERM) across all functions in line with TCS Global Risk Management Policy. Refer the MD&A section on page numbers 78, for details on how ERM is driven across the company on all topics, including climate related risks and opportunities. The company also considers evolving concepts, trends, policies, customer requirements, regulations, and climate scenario analysis to identify Risk & Opportunities. The company also considers international guidelines/frameworks like GRI, SASB, and CDP for Risk & Opportunity drivers.

Risk Assessment Methodology: Refer the MD&A section page number 79 of the TCS Integrated Annual Report for information on Enterprise Risk Management process followed at TCS.

All climate-related risks are embedded into entity's overall risk management process. TCS has an internal application where identified risks are baselined at the beginning of the year, tracked quarterly and updated with relevant progress. Each risk has an expiry date. Each risk owner responds with the progress and at the end of the financial year ensures closing of the risk.

Section 4: Metrics and targets

Climate related metrics

a. **Climate-related metrics** – Scope 1,2 and 3 greenhouse gas (GHG) emissions in metric tons of CO2 equivalent are disclosed on page number 152, 158 of the BRSR report. The emissions are in accordance with the GHG Protocol Corporate Accounting and Reporting Standards. TCS has a robust environmental sustainability tool where all relevant environmental data are collected monthly, validated, and internally assured periodically across geographies. All locations within the operational control of TCS are included in the boundary of environmental data reporting (consolidated accounting group as per IFRS-S2). GHG emission factors are used from the latest version of IEA, DEFRA, USEPA, GHG Protocol All Sector Tools and regional sources for specific geographies (e.g. CEA for India) to estimate the GHG emissions. The approach, inputs and assumptions are detailed on Page number 152, 158 as part of the BRSR section. The carbon emission data is independently assured by external assurance providers at the end of the financial year. In FY 2024, scope 1 and 2 emissions have undergone reasonable assurance and scope 3 has been subject to limited assurance by KPMG. TCS reports its scope 1, 2 and 3 emissions in the Integrated Annual Report and in CDP (Climate change) disclosures.

b. **Climate-related transition risks**—Business activities vulnerable to climate-related transition risks;- Refer section Sustainability Risks- Climate change and Environmental aspects (R & O), page number 86.

c. **Climate-related physical risks**—Business activities vulnerable to climate-related physical risks;- Refer section Sustainability Risks- Climate change and Environmental aspects (R & O), page number 86.

d. **Climate-related opportunities**—Business activities aligned with climate-related opportunities;- Refer section Sustainability Risks- Climate change and Environmental aspects (R & O), page number 86.

e. **Capital deployment**—the amount of capital expenditure, financing or investment deployed towards climate-related risks and opportunities;- Refer BRSR section in Principle 2 (Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively, Page number 135)

f. **Internal carbon prices:**

The organization has calculated an internal carbon price based on the total investments envisaged for energy efficiency programs, transition to renewable energy and other investments towards emission reductions. Currently TCS does not apply this carbon price to determine the feasibility of projects or to apply a carbon tax to generate funding for the projects. All these projects and initiatives are driven through internal accruals since they align to overall company and Tata Group philosophy. Currently, TCS is not focusing on offsetting to drive reductions and the company may take up the carbon cost/tax mechanism in the future to generate budgets for purchase of offset instruments. In the coming years, the company may plan to consider applying a carbon tax to business travel (and employee commuting-company provided transport) to bring out the "carbon" cost. This will help reduce Category 6 and 7 of Scope 3 emissions by either reducing travel or switching to carbon efficient means of travel and transportation (like EVs). The price for each metric tonne of greenhouse gas emissions the entity uses to assess the costs of its greenhouse gas emissions is ₹ 2,365.

Business decision-making processes this internal carbon price is applied to are:

- Capital expenditure
- Operations procurement
- Risk management
- Opportunity management
- Value chain engagement

Remuneration: Refer page number 103 for information on remuneration of the Board members.

Climate-related targets

TCS' climate related targets are mentioned along with its metrics, timeline, and performance in page 24, 25 of the Natural Capital section. In May 2021, TCS set carbon target of 70% reduction of absolute Scope 1 + 2 emissions by 2025 (vs base year 2016) and Net Zero by 2030. This target setting is aimed to mitigate the carbon emissions from its activities and enables adapting to climate change risks. The target applies to the entity in entirety across geographies. TCS has already achieved 71% reduction in scope 1 and 2 emissions in FY 2023 (Vs 2016) and 80% reduction in FY 2024 (Vs 2016) thereby overachieving the targets much ahead of its timelines.

The performance against the targets is disclosed in this Integrated Annual Report in the Natural Capital Section on Page numbers 24 and 25.

TCS has made its commitment to SBTi targets. In June 2022, TCS has responded to SBTi's urgent call for corporate climate action by committing to align with 1.5°C and net-zero through the Business Ambition for 1.5°C campaign. This is published on SBTi website and can be viewed at Companies taking action- Science Based Targets. TCS is working towards submitting the targets for validation by SBTi.

GRI Content Index[1]

TCS' Integrated Annual Report 2023-24, which includes the Board and Management Commentary, Compliance Reports, Financial Statements, and the Business Responsibility and Sustainability Report, is with reference to the Global Reporting Initiative (GRI) Standard. The Report also conforms to the United Nations Global Compact (UNGC) principles and forms the basis of the company's Communication on Progress (CoP) with the UNGC.

The following table provides the mapping of disclosures for FY 2024 against the GRI standard requirements.

GRI Standard Disclosure and Description	Section *	Page No.
GRI 2: General Disclosures 2021		
1. The organization and its reporting practices		
2-1 Organizational details	• BRSR	127
2-2 Entities included in the organization's sustainability reporting	• BRSR	128, 129
2-3 Reporting period, frequency and contact point	• BRSR	127
2-4 Restatements of information	• BRSR	127
2-5 External assurance	• BRSR	128, 132
2. Activities and workers		
2-6 Activities, value chain and other business relationships	• BRSR	128
2-7 Employees	• BRSR	128
2-8 Workers who are not employees	• BRSR	128
3. Governance		
2-9 Governance structure and composition	• CG • BRSR	93, 94 132
2-10 Nomination and selection of the highest governance body	• CG	93, 94
2-11 Chair of the highest governance body	• CG	94
2-12 Role of the highest governance body in overseeing the management of impacts	• CG	94, 95
2-13 Delegation of responsibility for managing impacts	• CG • BRSR	102 132
2-14 Role of the highest governance body in sustainability reporting	• CG	95, 147
2-15 Conflicts of interest	• CG	94
2-16 Communication of Critical Concerns	• BRSR	130, 138, 142, 147, 148, 162, 164
2-17 Collective knowledge of the highest governance body	• BRSR	132
2-18 Evaluation of the performance of the highest governance body	• Directors' Report • CG	58 95
2-19 Remuneration policies	• CG • BRSR	102 147
2-20 Process to determine remuneration	• CG	95, 100, 102
2-21 Annual total compensation ratio	• BRSR	147
4. Strategy, policies and practices		
2-22 Statement on sustainable development strategy	• Letter from the CEO • MD&A • BRSR	8 70 132, 146
2-23 Policy commitments	• BRSR	131, 133, 148, 165
2-24 Embedding policy commitments	• BRSR	131, 148

1 Requirement 7: Publish a GRI Content Index

* MD&A: Management Discussion and Analysis, CG: Corporate Governance Report, BRSR: Business Responsibility and Sustainability Report

GRI Standard Disclosure and Description	Section *	Page No.
2-25 Processes to remediate negative impacts	• BRSR	130, 138, 142, 147, 148, 162, 164
2-26 Mechanisms for seeking advice and raising concerns	• BRSR	130, 138, 142, 147, 148, 162, 164
2-27 Compliance with laws and regulations	• BRSR	133, 156
2-28 Membership associations	• BRSR	160
5. Stakeholder engagement		
2-29 Approach to stakeholder engagement	• BRSR	143, 144
2-30 Collective bargaining agreements	• BRSR	138
GRI 3: Material Topics 2021		
3-1 Process to determine material topics	• Stakeholder Engagement and Identification of Material Topics	315
3-2 List of material topics	• BRSR • TCS ESG Principles, Material Topics and Initiatives	130 316, 317
3-3 Management of material topics	• MD&A • BRSR • TCS ESG Principles, Material Topics and Initiatives	79 130, 131, 141, 142, 155 316, 317
GRI 200: Economic Performance		
GRI 201: Economic Performance 2016		
201-1 Direct economic value generated and distributed	• Financial Capital	16, 17
201-2 Financial implications and other risks and opportunities due to climate change	• MD&A • BRSR	86 130
201-3 Defined benefit plan obligations and other retirement plans	• BRSR	137
GRI 202: Market Presence		
202-1 Ratios of standard entry level wage by gender compared to local minimum wage	• BRSR	147
GRI 204: Procurement Practices 2016		
204-1 Proportion of spending on local suppliers	• BRSR	162
GRI 205: Anti-corruption 2016		
205-2 Communication and training about anti-corruption policies and procedures	• BRSR	133
205-3 Confirmed incidents of corruption and actions taken	• BRSR	133
GRI 207: Tax 2019		
207-1 Approach to tax	• CG	95
207-2 Tax governance, control, and risk management	• CG	95
207-3 Stakeholder engagement and management of concerns related to tax	• CG	95
GRI 300: Environmental Performance		
GRI 302: Energy 2016		
302-1 Energy consumption within the organization	• BRSR	149, 150
302-3 Energy intensity	• BRSR	149, 150
GRI 303: Water and Effluents 2018		
303-1 Interactions with water as a shared resource	• BRSR	151, 156
303-2 Management of water discharge-related impacts	• BRSR	151
303-3 Water withdrawal	• BRSR	150, 156
303-4 Water discharge	• BRSR	156
303-5 Water consumption	• BRSR	150

GRI Standard Disclosure and Description	Section *	Page No.
GRI 304: Biodiversity 2016		
304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	• BRSR	156
304-2 Significant impacts of activities, products and services on biodiversity	• BRSR	159
304-3 Habitats protected or restored	• BRSR	159
GRI 305: Emissions 2016		
305-1 Direct (Scope 1) GHG emissions	• BRSR	152
305-2 Energy indirect (Scope 2) GHG emissions	• BRSR	152
305-3 Other indirect (Scope 3) GHG emissions	• BRSR	158
305-4 GHG emissions intensity	• BRSR	152, 158
305-5 Reduction of GHG emissions	• BRSR	152
GRI 306: Waste 2020		
306-2 Management of significant waste-related impacts	• BRSR	135, 136, 155
306-3 Waste generated	• BRSR	154
306-4 Waste diverted from disposal	• BRSR	154
306-5 Waste directed to disposal	• BRSR	154
GRI 308: Supplier Environmental Assessment 2016		
308-1 New suppliers that were screened using environmental criteria	• BRSR	135, 160
308-2 Negative environmental impacts in the supply chain and actions taken	• BRSR	160
GRI 400: Social Dimension		
GRI 401: Employment 2016		
401-1 New employee hires and employee turnover	• Human Capital • BRSR	18, 19 129
401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	• BRSR	137
401-3 Parental leave	• BRSR	138
GRI 402: Labor/Management Relations 2016		
402-1 Minimum notice periods regarding operational changes	• MD&A	74
GRI 403: Occupational Health and Safety 2018		
403-1 Occupational health and safety management system	• BRSR	139
403-2 Hazard identification, risk assessment, and incident investigation	• BRSR	140, 141
403-3 Occupational health services	• BRSR	139
403-5 Worker training on occupational health and safety	• BRSR	139
403-6 Promotion of worker health	• BRSR	140
403-9 Work-related injuries	• BRSR	141, 142
403-10 Work-related ill health	• BRSR	141, 142
GRI 404: Training and Education 2016		
404-1 Average hours of training per year per employee	• Human Capital • BRSR	19, 139
404-3 Details of performance and career development reviews of employees	• BRSR	139
GRI 405: Diversity and Equal Opportunity 2016		
405-1 Diversity of governance bodies and employees	• Human Capital • BRSR	18, 19 129
405-2 Ratio of basic salary and remuneration of women to men	• BRSR	146, 147
GRI 406: Non-discrimination 2016		
406-1 Incidents of discrimination and corrective actions taken	• BRSR	148
GRI 413: Local Communities 2016		
413-1 Operations with local community engagement, impact assessments, and development programs	• Social Capital • BRSR	23 156, 162
GRI 414: Supplier Social Assessment 2016		
414-2 Negative social impacts in the supply chain and actions taken	• BRSR	143

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Independent Practitioners' Limited Assurance Report

To the Directors of Tata Consultancy Services Limited

Assurance report on select sustainability disclosures in the Integrated Annual Report prepared in accordance with the Business Responsibility and Sustainability Reporting (BRSR) framework and with reference to the Global Reporting Initiative (GRI) Standards 2021 (together called 'Identified Sustainability Information' (ISI)) of Tata Consultancy Services Limited (TCS) (the 'Company') for the period from 1 April 2023 to 31 March 2024.

Opinion

We have performed an assurance engagement on the Identified Sustainability Information (ISI) as detailed in the table below:

Identified Sustainability Information (ISI) subject to assurance	Period subject to assurance	Page number in the Annual Report	Reporting criteria
Select GRI and BRSR attributes (which are not part of BRSR Core) (refer Annexure 1)	From 1 April 2023 to 31 March 2024	127 to 166 and 315 to 327	- *GRI Standards 2021* - *Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR)* - *World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards)* - *Corporate Value Chain (Scope 3) Accounting & Reporting Standard* - *Guidance note for BRSR format issued by SEBI*

This engagement was conducted by a multidisciplinary team including assurance practitioners, engineers and environmental and social professionals.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the company's Identified Sustainability Information on pages [127] to [166] and [315] to [327]of the Annual Report relating to select GRI and BRSR attributes (which are not part of BRSR Core) for the year ended 31 March 2024, subject to limited assurance is not prepared, in all material respects, in accordance with the the *World Resource Institute (WRI)/World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and*

Reporting Standards), and the Corporate Value Chain (Scope 3) Accounting & Reporting Standard , Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) and with reference to the GRI Standards (2021) and basis of preparation set out in page 128 Section A: General Disclosures 13 of the Integrated Annual Report.

We do not express an assurance opinion on information in respect of any other information included in the Integrated Annual Report 2024 or linked from the Sustainability Information or from the Integrated Annual Report 2023, including any images, audio files or embedded videos.

Basis for opinion and conclusion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*, and ISAE 3410, *Assurance Engagements on Greenhouse Gas Statements*, issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under those standards are further described in the "Our responsibilities" section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other information

Additionally, we have performed a reasonable assurance engagement on SEBI BRSR Core attributes and issued an independent assurance report on 08 May 2024.

Our report thereon is included with the other information.

Our limited assurance opinion on the ISI does not extend to other information that accompanies or contains the 'ISI and our assurance report' (hereafter referred to as "other information"). We have read the other information, but we have not performed any procedures with respect to the other information.

Other matter

Select BRSR and GRI attributes of the Company for the year ended 31 March 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion on 09 June 2023.

Our opinion is not modified in respect of this matter.

KPMG

Intended use or purpose

The ISI and our limited assurance report are intended for users who have reasonable knowledge of the BRSR attributes and GRI attributes, the reporting criteria and ISI and who have read the information in the ISI with reasonable diligence and understand that the ISI is prepared and assured at appropriate levels of materiality.

Our opinion is not modified in respect of this matter.

Responsibilities for Identified Sustainability Information (ISI)

The management of the company are responsible for:

- designing, implementing and maintaining internal control relevant to the preparation of the Identified Sustainability Information that is free from material misstatement, whether due to fraud or error;
- selecting or developing suitable criteria for preparing the Identified Sustainability Information and appropriately referring to or describing the criteria; and
- preparing the Identified Sustainability Information in accordance with the reporting criteria.

Those charged with governance are responsible for overseeing the reporting process for the company's ISI.

Exclusions:

Our assurance scope excludes the following and therefore we will not express a conclusion on the same:

- Operations of the Company other than those mentioned in the "Scope of Assurance".
- Aspects of the BRSR and GRI attributes and the data/information (qualitative or quantitative) other than the ISI.
- Data and information outside the defined reporting period i.e., 1 April 2023 to 31 March 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

Inherent limitations

The preparation of the company's sustainability information requires the management to establish or interpret the criteria, make determinations about the relevancy of information to be included, and make estimates and assumptions that affect the reported information.

Measurement of certain amounts and BRSR and GRI attributes, some of which are estimates, is subject to substantial inherent measurement uncertainty, for example GHG emissions, water footprint, energy footprint. Obtaining sufficient appropriate evidence to support our opinion/conclusion does not reduce the uncertainty in the amounts and metrics.

Our responsibilities

We are responsible for:

- planning and performing the engagement to obtain a limited assurance about whether the ISI is free from material misstatement, whether due to fraud or error;
- forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- reporting our conclusion to the Directors of TCS.

Summary of the work we performed as the basis for our conclusion

We exercised professional judgement and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence that is sufficient and appropriate to provide a basis for limited assurance conclusion.

Limited assurance conclusion

Our procedures selected depended on our understanding of the information subject to limited assurance and other engagement circumstances, and our consideration of areas where material misstatements are likely to arise. In carrying out our engagement, we:

- assessed the suitability of the criteria used by the company in preparing the information subject to limited assurance;
- interviewed senior management and relevant staff at corporate and selected locations concerning policies for occupational health and safety, and the implementation of these across the business;
- through inquiries, obtained an understanding of TCS's control environment, processes and information systems relevant to the preparation of the information subject to limited assurance, but did not evaluate the design of particular control activities, obtain evidence about their implementation or test their operating effectiveness;
- made inquiries of relevant staff at corporate and selected locations responsible for the preparation of the information subject to limited assurance;
- undertook ten site visits out of which seven were physical site visits and three were virtual site visits; we selected these sites based on the relative size of the workforce of these locations to the total workforce, unexpected fluctuations in the information subject to limited assurance since the prior period, and sites not visited in the prior period;
- inspected, at each site visited, a limited number of items to or from supporting records, as appropriate;
- applied analytical procedures, as appropriate;
- recalculated the information subject to limited assurance based on the criteria; and

- evaluated the overall presentation of the information subject to limited assurance to determine whether it is consistent with the criteria and in line with our overall knowledge of, and experience with, the company's occupational health and safety.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Shivananda Shetty
Partner

KPMG Assurance and Consulting Services LLP

Date:08 May 2024

Place: Mumbai

KPMG

Appendix – 1

Select BRSR and GRI attributes

GRI Indicator	BRSR Linkage	Type of Assurance
302-1-(a), (b), (c)-i, (e) Energy consumption within the organization	**P6 E1-** Details of total energy consumption (in Joules or multiples)	Limited
302-3 (a) Energy intensity	**P6 E1-** Details of total energy intensity	Limited
303-3-(a)-I, 303-3-(a)-ii, 303-3-(a)-iii, 303-3-(a)-iv	**P6 E3-** Provide details of water withdrawal by source	Limited
303-1-(a), 303-2-(a), 303-4	**P6 E4-** Provide details of water discharged	Limited
303-5 (a)	**P6 E3-** Provide details of water consumption	Limited
305-1 (a), (b), (c), (d), €Direct (Scope 1) GHG emissions	**P6 E7-** Provide details of greenhouse gas emissions (Scope 1)	Limited
305-2 (a), (b), (c), Energy indirect (Scope 2) GHG emissions	**P6 E7-** Provide details of greenhouse gas emissions (Scope 2)	Limited
305-4 (a), (b), GHG emissions intensity	**P6 E7 -** Provide details of greenhouse gas emissions (Scope 1 and Scope 2) intensity	Limited
306-3-(a) Waste generated	**P6 E9-** Provide details related to waste generated by category of waste	Limited
306-4-(a), (b-i), (b-ii), (b-iii), (c-i), (c-ii), (c-iii) Waste diverted from disposal	**P6 E9 -** Provide details related to waste recovered through recycling, re-using or other recovery operations	Limited
306-5-(a), (b-i), (b-ii), (b-iii), (c-i), (c-ii), (c-iii), (c-iv) Waste directed to disposal	**P6 E9-** Provide details related to waste disposed by nature of disposal method	Limited
403-9-(a-i-v), 403-9-(b-i-v), Work-related injuries	**P3 E11-**Details of safety related incidents including lost time injury frequency rate, recordable work-related injuries, no. of fatalities	Limited
303-1 Interactions with water as a shared resource	No direct Linkage	Limited
303-2 Management of water discharge-related impacts	No direct Linkage	Limited
303-3-b-(i-iv), 303-4-a-(i-ii) Water withdrawal	**P6 L1-** Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters)	Limited
303-1-(a), 303-2-(a), 303-4 303-3-b-(i-iv), 303-4-a-(i-iv) Water discharge	**P6 L1-** Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters)	Limited
303-5 (a) 303-3-b-(i-iv), 303-4-a-(i-ii) Consumption	**P6 L1-** Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters)	Limited

304, 413-1-(a-ii), 303-1- (a), 303-1- (c) Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	**P6 E11-** If the entity has operations/offices in/around ecologically sensitive areas where environmental approvals /clearances are required, please specify the location and type of operations and if the conditions of environmental approval / clearance are being complied with?	Limited
304-2, 304-2-a-(i-vi), 304-2-b-(i-iv), 304-3-(a) Significant impacts of activities, products and services on biodiversity	**P6 L3-** With respect to the ecologically sensitive areas, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.	Limited
305-3, 305-3- (a, b) Other indirect (Scope 3) GHG emissions	**P6 L2 –** Provide details of total Scope 3 emissions	Limited
305-4- (a), (b, (c), (d) GHG emissions intensity	**P6 L2** – Provide details of total Scope 3 emissions intensity	Limited
305-5-(a), (b), (c), (d) Reduction of GHG emission	**P6 E8 –** Projects related to reduction of Green House Gas emissions	Limited
306-2 Management of significant waste-related impacts	No direct Linkage	Limited

GRI Indicator	BRSR Linkage	Type of Assurance
308-1, 308-1 (a) New suppliers that were screened using environmental criteria	**P6 L7-** Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts	Limited
401-1 (b) New employee hires and employee turnover	**Section A 22-** Turnover rate for permanent employees and workers	Limited
401-2, 201-3-b-(i-iii), 201-3-c, 201-3-d, 201-3-e Benefits provided to full-time employees that are not provided to temporary or part-time employees	**P3 E1-** Details of retirement benefits, for Current Financial Year	Limited
401-3 Parental leave	**P3 E5-**Return to work and Retention rates of permanent employees that took parental leave	Limited
403-1 (a), (b)	**P3 E10-**Health and safety management system	Limited

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Occupational health and safety management system 403-2 (a), (b), (c), 403-4 (a), 403-6 (a) Hazard identification, risk assessment, and incident investigation		
403-5 (a), 404-1 (a-i), 404-2 (a) Worker training on occupational health and safety	**P3 E8-**Details of training given to employees and workers	Limited
403-6, 3-3-(d-i-iii), 403-2-(a-i-ii), 403-9-(c-iii), 403-9-(d), 403-10-(c-iii) Promotion of worker health	**P3 E12-**Describe the measures taken by the entity to ensure a safe and healthy workplace	Limited
404-1, 403-5-(a), 404-1-(a-i), 404-2-(a), 2-24-(a-iv), 205-2-(e), 403-5-(a), 404-1-(a-i-ii), 410-1-a Average hours of training per year per employee	**P3 E8-**Details of training given to employees and workers **P5 E1-**Employees and workers who have been provided training on human rights issues and policy(ies) of the entity	Limited
404-3 (a) Details of performance and career development reviews of employees	**P3 E9-**Details of performance and career development reviews of employees	Limited
405-1 Diversity of governance bodies and employees	**Section A 21-** Participation/Inclusion/Representation of women	Limited
405-2, 2-19-(a-i-v), 2-21-(a) Ratio of basic salary and remuneration of women to men	**P5 E3-**Details of remuneration/salary/wages	Limited
2-25-(e), 406-1-(a) Incidents of discrimination and corrective actions taken	**P5 E8-** Number of Complaints made by employees on sexual harassment, discrimination at the workplace, child and forced labour, wages and other human rights related issues	Limited
304-1-(a-i-v), 413-1-(a-i-iii), 203-1, 3-3, 2-25-(b), 413-1-(a-viii), 2-12-(b), 2-13- (a, b), 2-29-(a), 2-29-(a-i-iii), 3-3-(d-i-ii), 413-1-(a-iv), 203-1 Operations with local community engagement, impact assessments, and development programs	**P6 E11-** If the entity has operations/offices in/around ecologically sensitive areas where environmental approvals /clearances are required, please specify the location and type of operations and if the conditions of environmental approval / clearance are being complied with? **P8 E1-** Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year **P8 E3-**Describe the mechanisms to receive and redress grievances of the community **P8 L1-**Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments **P4 L1-**Provide the processes for consultation between	Limited

	stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board. **P4 L3-**Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.	
414-2 (a) Negative social impacts in the supply chain and actions taken	**P3 L5-** Details on assessment of value chain partners.	Limited
2-7-(a), 2-7-(b-i & ii), 405-1-(b-iii) Employees	**General Disclosures 20 a-** Employees and workers (including differently abled):	Limited
2-8 (a) Workers who are not employees	**General Disclosures 20 a-** Employees and workers (including differently abled):	Limited
2-21 Annual total compensation ratio	No direct Linkage	Limited
3-2 List of material topics	No direct Linkage	Limited

NOTES

NOTES

Stakeholder Engagement

Customer

Asia Pacific Customer Summit

Employee

Employee Townhall

Vendor Partners

AWS rings the closing bell at Nasdaq with TCS

(Photo credit: Nasdaq, Inc. / Vanja Savic)

Government

Texas Governor visit to Executive Briefing Centre, Mumbai, India

Industry Bodies

CEO speaking at Nasscom Technology and Leadership Forum '2024

Local Community

BridgeIT

Local Community

goIT

International organizations, Forum Partners, Media

TCS joining global leaders at WEF in Davos, Switzerland

TATA CONSULTANCY SERVICES

TATA

TCS Safe Harbor Clause

Certain statements in this release concerning our future prospects are forward-looking statements. Forward-looking statements by their nature involve a number of risks and uncertainties that could cause actual results to differ materially from market expectations. These risks and uncertainties include, but are not limited to, our ability to manage growth, intense competition among global IT services companies, various factors which may affect our profitability, such as wage increases or an appreciating Rupee, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed-price, fixed-time frame contracts, client concentration, restrictions on cross-border movement of skilled personnel, our ability to manage our international operations, reduced demand for technology in our key focus areas, disruptions in telecommunication networks, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, the success of the companies in which TCS has made strategic investments, withdrawal of governmental fiscal incentives, political instability, legal restrictions on raising capital or acquiring companies outside India, unauthorized use of our intellectual property, cyber attacks or security breaches, pandemics, natural disasters and general economic conditions affecting our industry. TCS may, from time to time, make additional written and oral forward-looking statements, including our reports to shareholders. These forward-looking statements represent only the Company's current intentions, beliefs or expectations, and any forward-looking statement speaks only as of the date on which it was made. The Company assumes no obligation to revise or update any forward-looking statements.

IT Services
Business Solutions
Consulting

Tata Consultancy Services Limited
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HDFC BANK

Integrated Annual Report
2023-24

Powering Progress Together

Powering Progress *Together*

Banking, by its very nature has a multiplier effect on the economy. HDFC Bank has been at the forefront of banking in India, through innovation, efficiency and customer-centricity. This has earned us the distinction of being one of the most trusted financial institutions in the country. The Bank focuses on holistic value creation for stakeholders. It plays a critical role in achieving individuals' financial goals, fostering business growth, making a difference to the lives of people through our social initiatives and contributing to the nation's overall progress.

Our strength lies in identifying promising opportunities and capitalising on them quickly through our execution skills. Our extensive physical and digital footprint enables us to extend world-class banking services to even remote parts of the country. We have consistently grown our balance sheet and profits while maintaining a best-in-class asset quality.

Merger: The Power of One

The merger of HDFC Limited with and into HDFC Bank has created a stronger financial services conglomerate with the addition of subsidiaries like HDFC Life, HDFC ERGO and HDFC AMC. This has opened up a fresh pathway for future growth through the ownership of a reputed home loan product, thereby enhancing our ability to serve customers better and tap into opportunities for cross-sell. Thus, the merger further fortifies our position in the market.

Catering to the Financial Needs of Indians

We provide a wide array of products and services that cater to the diverse needs of retail and business (MSMEs and emerging corporates), customers spread across metros, urban, semi-urban and rural locations. From personal loans and mortgages to working capital and trade finance, we offer solutions that are designed to meet the evolving requirements of our customers. We strive to support every stage of a customer's financial journey.

Enhancing Efficiency and Experience with Digitalisation

The customer landscape is ever evolving and our dynamic customer-centric approach leverages the power of technology in meeting their needs. The Bank has a robust digital ecosystem that enhances customer experience through seamless online journeys, driving operational efficiencies and enabling the customer to stay connected with the Bank on a continuous basis. We prioritise personalised digital banking, offering tailored solutions and inclusive access.

Driving Change Through Parivartan

Through our CSR initiative, Parivartan, we impact the lives of people and are committed to developing sustainable ecosystems through five focused areas. These are Rural Development, Education, Skill Development and Livelihood Enhancement, Healthcare and Hygiene, and Financial Literacy and Inclusion. These contribute towards societal growth and social well-being.

Growing with Our People

At HDFC Bank, we are committed to grow with our people. We foster an inclusive environment where every employee has the tools to succeed. We value diversity and are dedicated to bridging the gender gap, nurturing an atmosphere of mutual growth and support. This reflects our values and commitment to equality.

Committed to a Sustainable Future

Sustainability is a core value of the Bank. Evaluating Environmental, Social, and Governance (ESG) risks is now a part of our credit appraisal process. Capturing ESG data from our internal operations remains a priority. We have committed to becoming a carbon-neutral organisation by Financial Year 2031-32. Our unrelenting efforts in this direction have enabled us to continuously enhance our transparency and disclosure practices.

Building Trust and Transparency

In our quest for profitable growth, we do not lose sight of Governance standards. Our Governance Framework ensures rigorous compliance with regulations maintaining robust risk management and internal controls, to ensure sustainable value creation for our stakeholders.

In Step with the Nation's Growth

With India embarking on a long-term journey of inclusive progress, the banking industry must play a pivotal role. We at HDFC Bank are well positioned to contribute to this, through our innovative financial solutions, a widespread network, strategic partnerships and social initiatives.

Our Performance

Balance Sheet Size (₹ Cr)	Profit After Tax (₹ Cr)	Earnings Per Share (₹)
36,17,623 ↑ 46.7%	60,812 ↑ 37.9%	85.8 ↑ 8.2%
Deposits (₹ Cr)	**Advances (₹ Cr)**	**Return On Equity (%)**
23,79,786 ↑ 26.4%	24,84,862 ↑ 55.2%	16.1
Dividend Per Share (₹)	**Return on Assets (Average) (%)**	**Cost to Income Ratio (%)**
19.5^	1.98	40.2

^Proposed

Note: The figures for the year ended March 31, 2024 include the operations of erstwhile HDFC Limited which amalgamated with and into HDFC Bank on July 01, 2023 and hence the comparisons with the previous periods have to be looked at in light of the same.

↑ y-o-y

Online version of the report can be accessed here

What's Inside

Overview

Introduction to HDFC Bank

Our Performance

"The merger has further strengthened our position as a leading financial conglomerate.

Atanu Chakraborty
Part-time Chairman and Independent Director, HDFC Bank Limited

"With our financial discipline, prudent investment in technology and a passionate commitment to customer centricity, I'm pleased to report that your Bank has performed well.

Sashidhar Jagdishan
Managing Director & Chief Executive Officer, HDFC Bank Limited

How We Create Value

Our Strategy

Responsible Business

Statutory Reports and Financial Statements

The Integrated Annual Report for FY 2023-24 offers a comprehensive overview of HDFC Bank's (referred to as 'We', 'Us', or 'the Bank') journey in fulfilling its purpose, demonstrating how the Bank generates value for stakeholders, including customers, shareholders, investors, regulators, employees, and society. The merger of HDFC Bank and erstwhile HDFC Ltd represents a significant milestone, creating a robust entity positioned to influence India's growth trajectory. This commitment underscores the Bank's value creation narrative and its broader impact. Beyond financial metrics, the report delves into non-financial performance, risks, opportunities, strategic priorities, and sustainability efforts. Additionally, it also provides insights into the governance and risk management framework that underpins the Bank's performance.

Reporting Principles and Framework

The financial information presented in this report is in line with the requirements of

- The Companies Act, 2013 (including the rules made thereunder)
- The Companies (Accounting Standards) Rules, 2006
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The Banking Regulation Act, 1949 and other relevant RBI regulations

The report has been prepared in alignment with the <IR> framework prescribed by the IFRS Foundation and also contains disclosures with reference to GRI Standards 2021, Task Force on Climate related Financial Disclosures (TCFD), Business Responsibility and Sustainability Report (BRSR), BRSR Core and United Nations Sustainable Development Goals (UN SDGs). The Bank is committed to the improvement of data quality, continuous adoption of evolving guidance against reporting standards and learning from industry practices. This endeavor has prompted some necessary restatements to the historical data shared in the report. Significant restatements are highlighted and explained in the notes accompanying the relevant KPIs, providing stakeholders with detailed information about the reasons for and implications of these adjustments.

Materiality and Scope

This report includes information which is material to all stakeholders of the Bank and provides an overview of its business and related activities. The report discloses matters that substantially impact or affect the Bank's ability to create value and could influence decisions of providers of financial capital. In FY23, we conducted a materiality assessment in accordance with the updated GRI Standards 2021. In FY24, the material matters thus identified were reviewed and refreshed to integrate the concept of double materiality. These reprioritised matters now represent topics which are not only relevant with respect to their financial significance to our business but also in terms of potential impacts on the planet and the society. For GRI topics and relevant disclosures, please refer to the GRI Content Index, provided in the report.

Read more on pg. 38

Reporting Boundary

The non-financial information in this report covers the activities and progress of the Bank on a standalone basis. During the financial year 23-24 erstwhile HDFC Investments Limited ("eHDFC Investments") and erstwhile HDFC Holdings Limited ("eHDFC Holdings"), merged with and into erstwhile Housing Development Finance Corporation Limited ("eHDFC Limited") and thereafter eHDFC Limited merged with and into HDFC Bank Limited , thus the non-financial information of the Bank for the year ended March 31, 2024 includes the information from the operations of eHDFC Limited, eHDFC Investments and eHDFC Holdings for the period from July 01, 2023 to March 31, 2024.The report covers information pertaining to the period from April 1, 2023 to March 31, 2024.

Further, in order to ensure consistency and completeness of the non-financial information, the Bank has adopted certain methodologies/assumptions with respect to scope 1 emissions, which are different than those adopted in the previous financial year and appropriate notes have been given to explain the same under the 'Environment' section.

As a result of the merger and changes as mentioned above, the non-financial information of the Bank for the year ended March 31, 2024 is not comparable with that of the previous financial year.

The last year report was published for the period April 1, 2022 to March 31, 2023. The Integrated Report for FY23 can be accessed here

Assurance Statement

Reasonable assurance on BRSR Core KPIs and limited assurance on the Identified Sustainability Information in the BRSR & Integrated Annual Report respectively has been provided by Price Waterhouse LLP, in accordance with the Standard on Sustainability Assurance Engagements 3000 "Assurance Engagements on Sustainability Information" and the Standard on Assurance Engagements 3410 "Assurance Engagements on Greenhouse Gas Statements", both issued by the Sustainability Reporting Standards Board of the ICAI and the International Standard on Assurance Engagement ("ISAE") 3000 (Revised) "Assurance Engagements other than Audits or Reviews of Historical Financial Information" and the ISAE 3410 "Assurance Engagements on Greenhouse Gas Statements". The assurance reports attached contains details of the subject matter, criteria, procedures performed, and reasonable assurance opinion and limited assurance conclusion, as applicable.

Responsibility Statement

The content of this report has been reviewed by the Senior Management of the Bank and is reviewed and approved by the Board of Directors to ensure accuracy, completeness and relevance of the information presented in line with the principles and requirements of the Integrated Reporting <IR> Framework.

Governance over Integrated Reporting Process

The FY24 Integrated Annual Report reflects a rigorous organisation-wide process, overseen by the Group Executives and the Board, showcasing the organisation's integrated thinking. Led by the Group CFO, the report draws from extensive discussions across multiple functions, board minutes & discussions and aligns with the Integrated Reporting Framework. Following multiple drafts and reviews, the final approval process, conducted by the CFO and Senior Management, ensures accuracy before presentation to the Board of Directors.

Our Integrated Reporting Process

Our purpose

Vision

We exist to help every Indian make better money choices, today and tomorrow

Values

Integrated thinking and delivery on our purpose

Risks → Identifying material matters ← Opportunities

Short, medium - and long-term outlook ← Devising our strategic priorities → Financial and non-financial targets

Board committees → Delivering on strategy ← Leadership Team and Senior Management

Our integrated reporting process

Integrated Reporting (IR) framework → Report compilation ← Reporting standards

Assurance model → Validating integrity of the report ← Board and Senior Management review

Senior Management sign-off ← Integrated report approval → Board approval

Our Capitals

F

Financial Capital

We maintain robust financial practices, ensuring steady returns for our shareholders. Our financial resources encompass various sources such as customer deposits, shareholder equity, retained earnings, and external borrowings, among others.

Read more on pg. 26

I

Intellectual Capital

Committed to delivering seamless customer experiences, we harness technology to enhance operational efficiency and gain competitive advantage. Additionally, our deep expertise, strong systems, processes, and the esteemed reputation of the Group forms the foundation of our intellectual capital.

Read more on pg. 126

M

Manufactured Capital

Our manufactured capital encompasses our extensive pan-India network of banking outlets, corporate offices, ATMs, and other touchpoints that facilitate engagement with our stakeholders. It also includes our IT infrastructure and security measures, as well as infrastructure development through CSR projects.

Read more on pg. 14

H

Human Capital

Our people are our most valuable assets. Through a culture of collaboration, innovation, and inclusivity, we prioritise their holistic development and well-being. This focus enables us to deliver exceptional service to our customers, ensuring that our people remain at the forefront of our pursuit of excellence and sustainability.

Read more on pg. 138

SR

Social and Relationship Capital

Establishing and nurturing trust-based relationships with our stakeholders is crucial for our ongoing success. We recognise our significant role as a group in contributing responsibly to the economy and nation-building. Our comprehensive approach to fostering and sustaining long- term relationships with customers, trade partners, merchants, and the community embodies our social and relationship capital.

Read more on pg. 158

N

Natural Capital

Our natural capital encompasses the resources we utilise to operate our business and provide our products and services. This includes energy and water consumption, waste generation, and the environmental impact of our business activities on climate and ecosystems.

Read more on pg. 96

Our Stakeholders

Customers

Employees

Community

Investors

Government and Regulatory Bodies

Suppliers

Delivering All-round Performance

The merger of HDFC Bank and erstwhile HDFC Limited presents an opportunity to create enhanced value for stakeholders through synergies, operational efficiency improvements and an expanded suite of financial products.

CREATING VALUE FOR OUR STAKEHOLDERS

Offering tailored solutions to customers, treating employees fairly, actively supporting communities and adhering to regulations are fundamental to our approach. HDFC Bank's financial strength enables it to fulfill its environment and social responsibility effectively, contributing to a sustainable future in a holistic manner.

Customers

At the core of our business model lies a focus on delivering an enhanced and seamless customer experience. Our clientele includes individuals, corporations, financial institutions, Governments, MSMEs, farmers, wholesalers and traders. We are leveraging our expanded customer base and mortgage product following the merger by providing bespoke financial solutions and services that address their diverse needs.

8,738
Total Branches

₹24,84,862 crore
Total Advances

9.32 crore
Total Customers

Read more on pg. 120

Employees

FY24 was significant as we welcomed employees of erstwhile HDFC Limited post the merger. Our people are the driving force behind our success. We foster an inclusive, merit based work environment that inspires and encourages our employees. We aspire to be the preferred choice for talented professionals. We have been recognised as a Great Place to Work® organisation for three consecutive cycles.

2,13,527
Total employees

66,54,452
Learning Hours in FY24

₹420.8 crore
Learning and Development Expenditure

Read more on pg. 138

Community

Empowering less privileged communities is a priority for us. Through our CSR initiative, HDFC Bank Parivartan, we seek to drive sustainable and holistic development that can truly make a difference in people's lives. It focuses on the following five pillars:

1. Rural Development
2. Education
3. Skill Development & Livelihood Enhancement
4. Healthcare & Hygiene
5. Financial Literacy and Inclusion

10.19 crore
CSR Beneficiaries

28 States and 8 UTs
where CSR projects have been implemented

Read more on pg. 158

Investors

Our objective is to provide sustainable returns to our shareholders. We ensure transparency in information shared, to empower shareholders to make informed decisions. The merger combines the significant strengths of both entities, enhancing value through expanded scale, diverse product offerings, and operational efficiencies.

₹60,812.3 crore
Profit After Tax (PAT)

16.1%
Return On Equity (ROE)

18.8%
Capital Adequacy Ratio (CAR)

Read more on pg. 26

Government and Regulatory Bodies

We collaborate extensively with the Government for furthering financial inclusion. We also facilitate the delivery of social programmes to the intended beneficiaries. Following the merger of erstwhile HDFC Limited with HDFC Bank, the increased net worth facilitates greater credit flow into the economy thereby contributing to national development as well as employment generation.

15,182
Total No. of Business Correspondents (BCs)

Leveraging Synergy to Drive Growth

The merger of erstwhile HDFC Limited with HDFC Bank represents a milestone in our journey adding mortgages to the Bank's suite of products. It further enables us to offer a comprehensive suite of financial products including insurance and mutual funds through our subsidiaries.

The integration brings together the customers and mortgage product expertise of the erstwhile HDFC Limited built over 45 years with HDFC Bank's brand, multiple product offering, distribution, large customer base and expertise in risk-based analytics. This synergy enables us to offer best-in-class home loan offerings to existing and new customers of the Bank. By contributing to various nation building initiatives and employment generating opportunities, the Bank is committed to playing a pivotal role in the economic development of our country.

Synergistic Growth

The merger delivers substantial benefits for customers, employees, shareholders and other stakeholders. The long duration of the home loan book and sticky nature of the product enables the Bank to foster stronger customer connect enhancing customer retention and enabling growth across diverse product segments catering to various stages of the customer life-cycle. Additionally leveraging erstwhile HDFC Limited's home loan customer base, HDFC Bank is strategically expanding its cross-selling initiatives, offering a complete bouquet of products across pay, save, invest, borrow, insure, and trade through its advanced digital platforms.

Harnessing Collective Strength

HDFC Bank and its subsidiaries are bound together not only through shareholding but also through the 'HDFC Bank brand'. This shared commitment empowers HDFC Bank and its group entities to uphold the esteemed legacy of trust, ensuring customers receive quality service across the board.

SERVING YOUR FINANCIAL NEEDS

We exist to assist Indians make better money choices, today and tomorrow

HDB Financial Services

94.6%

HDFC Life Insurance

50.4%

HDFC ERGO General Insurance

50.5%

HDFC Asset Management Company

52.6%

HDFC Securities

95.1%

HDFC Bank has five key subsidiaries viz., HDB Financial Services Limited (HDBFSL), HDFC Life Insurance Company Limited (HDFC Life), HDFC Asset Management Company Limited (HDFC AMC), HDFC ERGO General Insurance Company Limited (HDFC ERGO) and HDFC Securities Limited (HSL). By leveraging synergies across the group's ecosystem, we aim to deliver innovative financial solutions that anticipate and meet the evolving needs of this extensive clientele. Our collaborative strategy aims to empower our group in facilitating seamless engagements across various touchpoints, fortifying connections, nurturing deep customer relationships and facilitating cross sell. This advantage is pivotal in navigating the dynamic financial services landscape. In our efforts we are backed by a consolidated employee base of over 3.49 lakh with diverse skillsets, a combined branch network of over 11,600 and various other physical / digital touchpoints.

We are committed to fostering progress together by harnessing our collaborative strengths to drive sustainable growth and profitability.

HDFC Life and HDFC ERGO prepare their financial results in accordance with Indian GAAP and other subsidiaries do so in accordance with the notified Indian Accounting Standards ('Ind-AS').

The details of the subsidiaries including its financial performance and key initiatives for FY24 are given below.

Key Subsidiaries in Action

HDB Financial Services Limited (HDBFSL)

HDB Financial Services Limited (HDBFSL), in which the Bank holds a 94.6 per cent stake, is a non-deposit taking NBFC offering a wide range of loans and asset finance products. It is engaged in the business of lending, fee-based products and BPO services. HDBFSL has a diverse range of product offerings (secured and unsecured) to various customer segments. It has continued to focus on diversifying its products and expanding its distribution while augmenting its digital infrastructure and offerings to effectively deliver credit solutions. The company has a strong network of over 1,680 branches spread across 1,144 cities.

FY24 Financials

Profit After Tax rose by 25.59 per cent to ₹2,461 crore as on March 31, 2024, compared to ₹1,959 crore as on March 31, 2023. The Total Loan Book stood at ₹90,218 crore as on March 31, 2024 compared to ₹70,031 crore as on March 31, 2023, a growth of 28.8 per cent. The asset quality remained robust, with Gross Non Performing Asset (GNPA) ratio at 1.90 per cent and Net Non Performing Asset (NNPA) ratio at 0.63 per cent as on March 31, 2024. GNPA stood at 2.73 per cent and NNPA at 0.95 per cent for the year ended March 31, 2023. Capital Adequacy Ratio stood at 19.25 per cent as on March 31, 2024.

KEY INITIATIVES IN FY24

Customer Service Week: The company launched an initiative called 'Customer Service Week'. This initiative aims to create awareness among walk-in customers on HDBFSL's various self-service tools that customers can use to manage their loan account or apply for a new loan; the digital payment options available; the grievance mechanism in place and RBI's Ombudsman Scheme. Customer feedback is also taken to gauge the quality of service provided and expected bringing in continual improvement.

HDFC Life Insurance Company Limited (HDFC Life)

HDFC Life Insurance Company Limited (HDFC Life), in which the Bank holds a 50.4 per cent stake, is a listed, leading, long-term life insurance solutions provider in India. Established in 2000, HDFC Life offers a range of individual and group insurance solutions that meet various customer needs such as protection, pension, savings, investment, annuity and health. HDFC Life has more than 80 products (including individual and group products) and Optional Riders in its portfolio catering to a diverse range of customer needs.

FY24 Financials

In FY24, HDFC Life known for its innovative products and customer-centric approach has secured more than 6.6 crore lives with an overall claim settlement ratio of 99.7 per cent. HDFC Life continued to deliver consistent all-round performance and be ranked amongst the top three private life insurers in the industry. Total new business premium increased to ₹29,631 crore. In addition, HDFC Life maintained its leadership position within the group business in FY24, with a private industry market share of 23.9 per cent. Total premium grew to ₹63,076 crore in FY24 while renewal premium grew to ₹33,445 crore. HDFC Life with 535 branches across India delivered Profit After Tax of ₹1,569 crore in the Financial Year 2023-24.

KEY INITIATIVES IN FY24

The Financial Year 2023-24 was a landmark year for product launches fuelled by relentless product innovation. The company is committed to delivering products which are relevant and tailored to meet customers' evolving requirements.

HDFC Asset Management Company Limited (HDFC AMC)

HDFC Asset Management Company Limited (HDFC AMC), in which the Bank holds a 52.6 per cent stake, is the Investment Manager to HDFC Mutual Fund – one of the largest mutual funds in India – and offers a comprehensive suite of savings and investment products. It caters to the needs of a large and diverse customer base. Incorporated in 1999, it serves a mutual fund customer base of 96 lakh unique investors with a total of 1.66 crore live accounts. The company offers Portfolio Management Services and Alternative Investment Funds to High Net Worth (HNI) individuals, family offices, domestic corporates, trusts, provident funds and domestic and global institutions.

FY24 Financials

Total Income for the Financial Year 2023-24 recorded a year-on-year growth of 27 per cent to ₹3,162.4 crore. Profit After Tax grew by 37 per cent to ₹1,945.9 crore.

KEY INITIATIVES IN FY24

1. Continued to strengthen its distribution network by opening 26 new branches during the year
2. Launched 13 New Fund Offers (NFOs) during the year which included 5 sectoral/ thematic funds, 5 Index funds, 2 ETFs and HDFC Charity Fund for Cancer Cure
3. Inaugurated subsidiary's (HDFC AMC International (IFSC) Limited) office in GIFT City
4. Became signatory to the United Nations Principles for Responsible Investment (UNPRI)

HDFC ERGO General Insurance Company Limited (HDFC ERGO)

HDFC ERGO General Insurance Company Limited (HDFC ERGO), in which the Bank holds a 50.5 per cent stake, offers a complete range of general insurance products. It offers a comprehensive bouquet of general insurance products - ranging from Motor, Health, Travel, Home, Personal Accident and Cyber Insurance for its Retail Customers to products like Property, Marine and Liability Insurance to its SME & Corporate customers to Crop and Cattle Insurance for Rural Customers.

FY24 Financials

In FY24, HDFC ERGO registered a 11 per cent growth in premiums, ending the year with a 6.4 per cent market share and a 9.9 per cent market share in the private sector. HDFC ERGO is the fifth largest general insurance company in the country and the third largest in the private sector. Profit After Tax for the year ended March 31, 2024 was ₹437.67 crore as compared to ₹652.66 crore in the previous year, as the company undertook a strengthening of its claim reserves basis recent industry trends.

KEY INITIATIVES IN FY24

1. In FY24, HDFC ERGO undertook various initiatives focusing on elevating customer experience, improving scalability, resilience and data protection. It introduced 'here' app, a one-of-a-kind ecosystem that helps customers and non-customers of the company to make informed decisions about their everyday needs such as mobility, healthcare, travel, etc. It was launched in May 2023 and has been well received by users with over 5 million downloads.
2. HDFC ERGO recently partnered with Google Cloud to establish a Center of Excellence for Generative AI to offer hyper-personalised customer experience and innovative insurance solutions.

HDFC Securities Limited (HSL)

HDFC Securities Limited (HSL), in which the Bank holds a 95.1 per cent stake, is amongst the leading broking firms in India. HSL has been serving a diverse customer base of retail and institutional investors since 2000. It offers over 30 investment vehicles spanning asset classes such as stocks, gold, real estate and debt instruments.

FY24 Financials

HSL's Total Income under Indian Accounting Standards for the year ended March 31, 2024 was ₹2,660.7 crore as against ₹1,891.6 crore in the previous Financial Year. Net Profit was ₹950.9 crore for the year ended March 31, 2024 as against ₹777.2 crore in the previous financial year. The company has a customer base of 53.82 lakh to whom it offers an exhaustive range of investment and protection products.

KEY INITIATIVES IN FY24

HSL launched its flat price broking app, HDFC SKY in September 2023. HDFC SKY has a one-price slab of ₹20 for both intraday and delivery across segments, and zero account opening and maintenance charges for the first year.

Our Extensive Distribution Network

HDFC Bank's investments in its distribution network underscores the significance of these for granular and sustainable funding into the future. This is evident through the observed geometric progression in deposit mobilisation over the tenure of each branch. Moreover, the Bank believes that physical presence will be a key factor in customer engagement, even as digitalisation becomes ubiquitous. Therefore, we envision our branches evolving into experience hubs facilitating deeper customer relationships and enhancing the overall banking experience.

Our nationwide distribution network spans metro, urban, semi-urban and rural areas. Through our strategically positioned **8,738 branches**, we not only bolster customer service but also broaden accessibility in previously underserved markets. Our overseas branches are tailored specifically to meet the needs of Non-Resident Indian (NRI) customers. Further, the merger strengthens our geographic coverage by integrating HDFC Limited's footprint with the Bank's pan India network, ensuring comprehensive service across the country.

The Bank's network encompasses branches, Business Correspondents (BCs), ATMs and Cash Recycler Machines. The physical presence, the digital platforms and innovative products come together to offer seamless banking experiences. The Bank is aligned with the Government's Digital Banking Units Initiative (DBUs) to extend efficient, secure, paperless banking services to remote areas. We have established four DBUs in Haridwar, Chandigarh, Faridabad, and South 24 Parganas, West Bengal. These units offer a human touch, fostering trust and connectivity within communities.

OUR PAN-INDIA PRESENCE

	Metro	Urban	Semi-Urban	Rural
Branches	2,399	1,758	3,023	1,550
DBUs	1	2	0	1
Other BCs	1	14	193	268
CSC BC	299	688	2,302	11,417

8,738* Total Branches + **15,182** Total Business Correspondents (BCs) = **23,920** Total Banking Outlets

8,006	5,317	5,854	1,761	20,938
Metro	Urban	Semi-Urban	Rural	Total ATMs + Cash Recycler Machines Network

*As on March 31, 2024, including 4 overseas branches and 4 DBUs

International Presence

During the year, HDFC Bank continued to cater to NRI clients and deepen its product and service proposition. The Bank has global footprints by way of representative offices and branches in Bahrain, Hong Kong, the UAE and Kenya. It also has a presence in International Financial Service Centre (IFSC) at GIFT City in Gandhinagar, Gujarat. In addition, two existing representative offices of erstwhile HDFC Limited in London and Singapore have become representative offices of the Bank post the merger. These offices are for providing loan-related services for availing housing loans and purchase of properties in India.

The Bank's product strategy in International Markets is customer-centric and it has products to cater to client needs across asset classes. GIFT City Branch offers products such as trade credits, foreign currency term loans (including external commercial borrowings). It has gradually widened the product offering to cater to the needs of Residents and Non Resident clients and capitalise on the growth in the financial centre.

As on March 31, 2024, the Balance Sheet size of International Business was US $ 9.06 billion and the Advances constituted 1.55 per cent of the Bank's Advances. The total income contributed by Overseas Branches constituted 1.51 per cent of Bank's Total Income for the year.

Driving CSR Initiatives

Our extensive national footprint provides us with invaluable insights into diverse regions, including semi-urban and rural areas. We leverage this to drive our sustainable development agenda and empower communities across the country.

As of March 31, 2024 the **total lives impacted through our CSR initiatives is 10.19* crore** (*including both immediate and extended beneficiaries).

Major Milestones

1994
- Housing Development Finance Corporation (HDFC) Limited received an in-principle approval from the RBI to set up a private sector bank
- Incorporated in August 1994 as HDFC Bank Limited

1995
- Banking licence received in January 1995
- First corporate office and branch opened
- IPO oversubscribed 55 times
- Listed on BSE and NSE

1997
- Maiden dividend announced

1997-98
- New logo launched

1999
- Launched first international Debit Card in India in association with Visa International
- Began its digital journey by launching online real-time NetBanking
- First ever mega merger in Indian banking industry – Times Bank merged with HDFC Bank

2000
- A Bank with many firsts
  - First Bank to launch Mobile Banking in India
  - Launched first SMS–based Mobile Banking

2001
- Overseas listing

  Listed on New York Stock Exchange (NYSE)
- Became the first private bank authorised to collect Income Tax

2003-04
- First bank in India to offer Credit Card in 100+ cities
- Touched 10 Lakh users

2006
- Two new cards launched exclusively for women on International Women's Day

2008
- Launched first overseas commercial branch in Bahrain
- Merger of Centurion Bank of Punjab with HDFC Bank - One of the largest mergers in the Indian banking industry.

2010
- Launched 40% faster ATMs – first of its kind in Asia

2011
- Growing market leadership

  Expanded customer base to become market leaders in Auto Loans, Personal Loans and Credit Cards

2012
- Launched MobileBanking App in Hindi
- Launched a nationwide sports initiative – Josh Unlimited, for employees

2013
- The Bank's Sustainable Livelihood Initiative (SLI) crosses a milestone - impacting 20 Lakhs household

2014
- Sustainability established as a core value of the Bank
- Created a new Guinness World Record for organising the largest single-day blood donation drive
- Became market leader in issuing Credit Cards in 2013-14 with 55 Lakh+ Cards

2015
- Launched its sonic branding i.e. Musical Logo (MOGO) to be used across multiple touch points
- Launched PayZapp, India's first 1-click mobile-pay solution
- Launched 10-second personal loan disbursement in the retail lending space

Concurrent QIP issue and Follow-on offering

₹9,723 Cr

2016
- ATMs turned to LDMs (Loan Dispensing Machines)
- Launched SmartUp programme for Start-Ups

2017
- Introduced EVA chatbot - India's first AI-based chatbot to provide customer service
- Launched SmartUp Zones for Start-Ups
- Launched EasyEMI on Debit Cards
- Launched an all-in-one DigiPOS machine

2018
- Next-gen MobileBanking App launched

  Signed MoU with CSCs, Govt of India to support financial inclusion in rural areas

2019
- Voted no.1 in India by customers in Forbes World's Best Banks Survey
- BSE inks pact with HDFC Bank to give a boost to Start-Up platform
- 1 Million+ units of blood collected via HDFC Bank Parivartan's Blood Donation Drive over a period of 12 years, primarily from employees
- Opened 5,000th branch
- Marked the start of its 25th year

2020
- Ranked India's most valuable brand (for the seventh consecutive year) by BrandZ Report
- Launch of HDFC Bank Millennia range of cards
- First ever leadership change (new MD & CEO, Mr. Sashidhar Jagdishan takes over)
- First-of-its-kind product launch:

  KGC-Shaurya card for armed forces
- Launch of contactless, consent-based customer on-boarding via video KYC facility
- Deploying mobile ATMs during the lockdown

2021
- Embarked on 'Project Future Ready'
- Pledged to become carbon neutral by 2031-32

2022
- HDFC Bank and HDFC Ltd. announce transformational merger
- Launched SmartHub Vyapar - A one-stop merchant solution App for all banking and business solutions

2023
- Launched a revamped PayZapp 2.0 payments app that provides customers with a seamless, intuitive user experience with enhanced security features
- HDFC Bank and HDFC Limited merged with effect from July 1, 2023 creating one of the world's most valued Banks. This strengthens our position as a leading financial services conglomerate and completes its product suite through the addition of home loans.

2024
- RBI approved appointment of Mr. Kaizad Bharucha as Deputy Managing Director and Mr. Bhavesh Zaveri as Executive Director w.e.f. April 19, 2023
- Appointed Mr. V Srinivasa Rangan as Executive Director w.e.f. November 23, 2023
- Launched UPI QR code interoperable with Central Bank Digital Currency (CBDC). Among the first banks in the country to complete the integration process.
- PayZapp 2.0 reached 75 lakh registrations in FY24
- Educated over 2 lakh citizens on safe digital banking practices pan India in FY24

A Year of Synergy, Resilience and Growth

Dear Stakeholders,

Greetings!

It gives me immense pleasure to present to you the Integrated Annual Report of your Bank for the Financial Year 2023-24.

I would like to congratulate my fellow Board members, the entire team of the Bank and erstwhile HDFC Limited for having accomplished one of the most complex mergers in the financial services industry by completing the process in a very seamless, efficient and effective manner. I am grateful for the support of Government of India, the Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI), Competition Commission of India (CCI), Insurance Regulatory and Development Authority of India (IRDAI), the stock exchanges and other regulatory authorities for providing their approvals and guidance during the entire process.

The merger has further strengthened our position as a leading financial conglomerate of India and our Bank is now the custodian of the venerated HDFC brand that was created and nurtured by the late Mr. H T Parekh, Mr. Deepak Parekh and capable and eminent members of his team.

Economy Growing at a Rapid Pace and Showing Great Resilience

The Indian economy as well as your Bank have demonstrated resilience in a world characterised by headwinds and uncertainties. The sound policies and timely interventions of RBI have ensured that we were well prepared for the monetary tightening that happened in the developed world after the inflationary pressures manifested themselves across the globe. The Bank has responded to the evolving liquidity scenario and calibrated its response over the past year.

The financial year gone by has seen the GDP in India grow at 8.2 per cent while global GDP growth was 3.2 per cent in 2023. We continue to remain the world's fastest growing major economy, with GDP growth projected at 7.2 per cent in the current financial year. This has come about despite a slowdown in global growth. The GDP growth has been supported by a boost in capital expenditure, particularly in infrastructure development, including roads, highways, railways and housing. Between FY22 and FY24, overall capex growth in the economy stood at 11.0 per cent on an average with government doing the heavy lifting. Private sector investment also showed some signs of resurgence in sectors such as cement, steel, and oil and gas. Growth has also received a fillip through a rise in manufacturing and construction activity. This has been due to a combination of lower input costs, Government support to the Micro, Small and Medium Enterprises (MSME) sector through Emergency Credit Line Guarantee Scheme (ECLGS) and large scale manufacturing through schemes like Production Linked Incentive (PLI).

Overall, the past fiscal year has shown strong macroeconomic fundamentals of the country. However, slowdown in household savings has put a strain on liquidity across the economy. Your Bank has been well placed to obtain the benefits of this growth and has actively funded the small and medium enterprises that form the backbone of the economy as well retail consumers, managing well within the constraints of liquidity and elevated costs of incremental funding.

Reaping Synergies of the Merger

As we complete one year of the merger, I am happy to note that the process of integration has been completed seamlessly and efficiently across all dimensions of the business and customer services and we have put in place robust risk management and compliance functions from a supervisory perspective for the Bank and the subsidiaries, which now cover a substantially large footprint in the financial services domain. The synergies of the merger are being manifested through the combined strengths of the two merged entities, the home loan expertise of erstwhile HDFC Limited and the extensive distribution franchise of HDFC Bank. Today, most of our branches are selling home loans, including those in semi urban and rural locations. As the nation's growth story unfolds, we stand prepared to reap the benefits through this historic combination.

Financial Performance and Beyond

HDFC Bank's financial performance in the past year demonstrated resilience amidst challenges, with market share growth in deposits as well as advances. The Bank ensured prudent risk management and asset quality across portfolios. Its profit after tax grew by 37.9 per cent to ₹60,812.3 crore on a standalone post-merger basis. A comprehensive view of our performance is captured in the report placed before you.

Governance

As a fully Board governed entity with no promoter, the weight of responsibility is on us to ensure best standards of governance to look after the interests of shareholders, depositors, employees and other stakeholders. As a responsible financial institution, we strive to create sustained value for all our stakeholders without compromising on our core values of Customer Focus, Operational Excellence, Product Leadership, People and Sustainability in our day-to-day operations. These values continue to be upheld as we keep maintaining stringent standards of corporate governance, placing significant emphasis on fundamental principles such as independence, accountability, responsibility, transparency and timely disclosure.

Throughout the year, the Board Committee meetings were convened regularly, playing a pivotal role in assessing critical areas of the Bank's governance. These Committees facilitate the governance and supervisory responsibilities of the Board members as they provide oversight and feedback on critical areas and the performance of the management of the Bank. Cognisant of our status as a large financial conglomerate we have also put in place group level oversight of compliance and risk management of the diverse subsidiaries, while at the same time making their respective management teams accountable for governance and compliance.

During the year Mr. Sashidhar Jagdishan was reappointed as the Managing Director and Chief Executive Officer of the Bank with effect from October 27, 2023. Mr. Kaizad M Bharucha, was elevated as Deputy Managing Director of the Bank w.e.f. April 19, 2023. Mr. Bhavesh Zaveri and Mr. V. Srinivasa Rangan were appointed as Executive Directors to the Board with effect from April 19, 2023 and November 23, 2023 respectively.

Customer Experience and Building Technology for the Future

In the evolving banking landscape with fast changing technology, our unwavering focus remains on our customers and our commitment to enhancing customer experiences and obtaining increased share of their wallet through innovation and technology. Over the last year, we have achieved significant milestones with key products, services and innovations backed by robust technology infrastructure, reinforcing our dedication to digital transformation and fully embracing digital banking. The achievements on our digital banking initiatives highlight our commitment to delivering world class and secure banking services, ensuring the safety and trust of our customers, and making technology our key competitive differentiator. We are committed to providing personalised solutions and ensuring banking services are inclusive and accessible to the wide spectrum of our society.

Social Value Creation

While the merger with erstwhile HDFC Limited has been the core focus during the year under review, it is equally important to reiterate the strides our Bank has made in our continuing commitment to Corporate Social Responsibility (CSR) and social value creation. Given the large scale of our operations and strong profitability, we recognise the criticality of giving back to the very communities in which we operate.

Economic and financial wellbeing of society is what every responsible lender should aspire for. Our commitment to this principle is underscored in our CSR programme. Our core focus areas are Rural Development, Education, Skilling and Livelihood, Healthcare and Financial Literacy and Inclusion. Our Bank has cumulatively impacted over 10 crore lives through our social initiatives.

As a Bank, we also stand resolute with the government in its endeavour to promote financial inclusion. The CSR programme of your Bank supplements the government’s flagship welfare schemes aimed at improving the lives of farmers, protecting vulnerable segments of society through micro insurance, pensions, loans to MSMEs and urban and rural livelihood initiatives, amongst others.

As a large financier, we understand the need to align with the country’s strategy towards decarbonisation. The Board of your Bank increased oversight on ESG disclosures and climate-related risks as well as keeping abreast with evolving regulatory frameworks.

In Conclusion

I extend my sincere thanks to all our stakeholders for their continued support, and most of all, to the large HDFC Bank family of over two hundred thousand people. Needless to say, it is the collective passion and commitment of all that will allow us to achieve the future growth of the institution.

Warm regards,

Atanu Chakraborty
Part-time Chairman and
Independent Director
HDFC Bank Limited

Merger Synergies Playing Out

Sashidhar Jagdishan

Managing Director & Chief Executive Officer
HDFC Bank Limited

Dear Shareholders,

Warm greetings to you all.

The year gone by was one of both, continuity and change. Continuity, as India remained the fastest growing major economy in the world; change, as there was a transformational merger between parent, HDFC Limited and HDFC Bank. I feel fortunate to be a part of the Indian economy right now, which is teeming with opportunities. As per the International Monetary Fund (IMF), India will continue to be a driver for global growth in the foreseeable future.

Last year, as you're aware, we concluded the merger of HDFC Limited with the Bank, a momentous event in the organisation's history. Your Bank worked on fortifying all aspects of the merger, during the nine months of Financial Year 2023-24 spent as a merged entity. The successful conclusion of the merger and seamless integration of the entities have further added to my confidence in the organisation's resilience and pride in the execution capability of the team at HDFC Bank and HDFC Limited, which is now part of the Bank.

With our financial discipline, prudent investment in technology and a passionate commitment to customer centricity, I'm pleased to report that your Bank has performed well in a year that witnessed such a significant development.

Macroeconomic Environment

Global GDP growth moderated in 2023 to 3.2 per cent from 3.5 per cent amid monetary tightening in developed economies, geopolitical tensions in parts of the globe and rising commodity prices. The Indian economy bucked this trend and recorded a growth of 8.2 per cent in Financial Year 2023-24 from a growth rate of 7.0 per cent in the previous financial year - the highest among major economies.

The country's GDP growth averaged 8.3 per cent annually over the last three fiscal years, the highest in the Asia-Pacific region. This was supported by a capital expenditure boost (particularly in infrastructure development, including roads, railways, and housing), moderating inflation, strong manufacturing performance and healthy consumer demand, especially in urban areas.

Overall credit growth has been in double digits since April 2022. Higher demand for consumer durables and greater retail spends have boosted retail credit growth. Retail loans have increased at a CAGR of 19 per cent over the last five years, outpacing the growth in nominal GDP. During this period, the RBI has issued advisory to banks on strengthening the acquisition, monitoring and collection process as the unsecured loan growth has outpaced the overall loan growth.

The Reserve Bank of India (RBI) anticipates India's GDP growth to be at 7.2 per cent in Financial Year 2024-25. Economic activity is likely to be supported by further pick-up in private capital expenditure and continued Government capital spending.

In addition, domestic consumer spending is expected to see further recovery particularly in rural areas.

Moreover, the benefit from Government reforms and support measures over the last few years, like the Production Linked Incentive (PLI) schemes is likely to boost manufacturing activity and attract FDI flows. Besides, a continued diversification of supply chains to newer emerging markets is likely to benefit investment flows into India.

India is clearly in a good place for economic growth and we feel well placed to capitalise on the positive environment.

The Merger

We've recently completed one year of the merger which formally came into effect on July 1, 2023. In many ways it is now a new organisation with a different balance sheet composition. For example, it has a higher proportion of borrowing at 21 per cent versus 8 per cent pre-merger and a lower CASA ratio. Key metrics of the new organisation will be different than that of pre-merger levels. For us, this is HDFC Bank 2.0 that has to be seen differently, and comparing with the past in terms of metrics would not be the right way.

The merger has presented the Bank with a massive opportunity which we're working to seize. India is today in the midst of unprecedented urbanisation, fuelled by rising incomes and aspirations cutting across metros and beyond. The real estate sector is expected to reach a market size of US$1 trillion by 2030, a significant increase from US$ 200 billion in 2021, contributing 13 per cent to the country's GDP by 2025.

The merger has opened up fresh vistas for growth through the mortgage business, not only through increase in home loan disbursals, but also by leveraging customer engagement with the cross-sell opportunities across the HDFC Bank Group.

Your Bank has exhibited robust and consistent double-digit, year-on-year growth across its Home Loan business for the first nine months, post the merger. On a sequential basis too, it has gained a leading position recording a growth of 4 per cent.

Pre-merger approximately 30 to 35 per cent of incremental home loan disbursals were to customers with an HDFC Bank savings account. This has now touched approximately 85 per cent of incremental disbursals in a space of just nine months. This has been possible due to the extensive distribution network of the Bank, seamless integration of bundled journeys and the execution capability of our teams on the ground, which I am really proud of. Our ability to build a strong liability franchise leveraging home loan customers is well on its way to fruition.

Our home loan customers also enjoy the benefit of a strong suite of financial products and solutions that the Bank can offer, like credit cards, consumer durable loans, wealth products, and insurance. This approach helps strengthen customer relationship and enables HDFC Bank emerge as the primary banker for these customers. While we have seen strong traction on savings accounts being opened along with home loans, we will now focus our energies on leveraging the cross-sell opportunity of both, the

Bank and the Group's products to these customers, by way of seamless technology enabled customer journeys and a value proposition that attracts the customers. While we remain committed to an open architecture model, we do expect to distribute more of the subsidiaries investment and insurance products, leading to an increase in fee income.

We continue to spearhead several digital initiatives to enhance customer convenience and expedite the home loan process. Leveraging technology, these initiatives aim to streamline the process and ensure faster turnaround times.

All in all, the task of bringing together the leadership teams, technology infrastructures, and cultures of the two entities has been successful, allowing us to pursue our organisation goals as one team.

Our Performance

Your Bank grew in the last financial year while continuing to demonstrate its traditional balance sheet resilience.

The figures for the period ended March 31, 2024 include the operations of erstwhile HDFC Limited, which amalgamated with and into HDFC Bank on July 01, 2023 and hence the comparisons with the previous periods have to be looked at in light of the same.

On a standalone basis the Profit After Tax (PAT) for the year ended March 31, 2024 was ₹60,812.3 crore, up by 37.9 per cent over the year ended March 31, 2023. Net Interest Income (NII) for the year ended March 31, 2024 was ₹1,08, 532 crore up 25.0 per cent over the year ended March 31, 2023. The figure crossed the Rupee one trillion mark for the first time in the Bank's history. Core Net Interest Margin stood at 3.53 per cent and Gross NPAs at 1.24 per cent.

There has been a lot of discussion around our Net Interest Margin (NIM) and credit to deposit ratio post our merger as well as the path we would pursue, given the scale of deposit mobilisation required for our growth needs. Post the merger, we are looking at a very different liability profile. We are clear in our intent of pursuing profitable growth. The Bank will continue to focus on granular deposit mobilisation leveraging our inherent distribution strengths and the execution focus that we are known for. It is our endeavour to bring down the credit to deposit ratio to pre-merger levels and our focus would be to maintain adequate liquidity buffers, repayment of eHDFC borrowings as and when they mature, including weighing any prepayment opportunities that may arise, and pursuing profitable sources of lending. During this time of adjustment, the Bank would grow its advances a little slower than the deposit growth. We will avoid pursuing growth which does not meet our risk adjusted profitability thresholds, in line with the Bank's philosophy.

Technology Update

I have been consistently sharing updates with you on my key focus areas - improving technology resilience, building for the future, and the three Cs: Culture, Conscience, and Customer. Let me now elaborate on these.

Technology has become the cornerstone of modern banking, driving innovation, security, efficiency, and new customer experiences. The Bank embraces technology's evolution into a growth catalyst through the 'Shift Right' strategy. Our vision is to shift from a product-centric approach to a customer-centric one through five transformation pillars built on modern technology constructs.

With **Journeys** being a key enabler, the Bank now has over 30 acquisition journeys and 15 servicing journeys, including exciting launches such as FD booking, gold loan top-ups, and innovative home loan cross-sell offerings. Today, more than three-quarters of our acquisitions are digitally driven, with straight-through processing leading to paperless experiences. Our state-of-the-art commercial loan origination engine facilitates in-principle approvals for customers within 30 minutes.

We are taking significant steps to transform our digital **Channels** into holistic platforms. Our indigenous mobile and net banking platforms are set to introduce a host of new experiences. In the past year, many of our platforms have gained significant traction. For instance, SmartWealth already has over 1,00,000 customers and Chat Banking through WhatsApp is the preferred channel with over 90 lakh monthly interactions. On PayZapp, we now have more than 75 lakh registered customers leveraging innovative features such as Tap to Pay and Swipe to Pay, whereas SmartHub Vyapar now has over 16 lakh merchants. With our dedicated API Factory, we seek to build upon Banking as a Service (BaaS) capabilities, witnessing rapid adoption by large and medium corporates, thus expanding our footprint. CBX, our corporate banking platform, has now scaled up to over 1,30,000 customers with more than 2 crore transactions in the previous month.

Core banking systems are being reinforced with further progress in our 'Hollow the Core' strategy towards modernised engineering for improved resilience and scale. We have also scaled up key systems to accommodate the further expansion of our branches and are increasing our hardware and infrastructure capacity by upgrading to a next-gen core platform. Additionally, we have deployed new platforms in retail assets and microfinance for increased resilience. We introduced a digital-only platform for credit cards, enabling us to launch PIXEL cards. In summary, we are reinforcing our core platforms across retail business landscape.

With **Data** as the focal point of our strategy, we have made substantial progress in our Data Lake initiative for improved data governance and quality. This will pave the way for a holistic reengineering of our enterprise customer database, furthering the 'Hollow the Core' strategy. The Bank has taken multiple strides and is actively leveraging Artificial Intelligence (AI) and Machine Learning (ML) in areas such as fraud monitoring, risk management, credit decisioning and marketing analytics. This year saw the explosion of GenAI as a key, once-in-a-generation technology capability; and your Bank has been actively exploring use cases that could eventually prove instrumental in revolutionising areas like image recognition, language translation and statement analysis. We are also mindful of adopting these technologies within regulatory and security guardrails in a calibrated manner.

Having a stronger commitment than ever to **Security**, we have further bolstered our posture through frameworks such as Zero Trust Architecture for strengthened security and multi-layered defence mechanisms. Our Cyber Security Operations Center is now powered by an advanced AI/ML based platform, which can detect attack patterns with high accuracy. We are also advancing to adopt security engineering practices natively in our software engineering and development lifecycles.

I am proud to share that technology played a crucial role in ensuring a seamless merger despite substantial complexities. Integrating over 100 applications through data migration and a multitude of backend system changes, the activity was fully managed and executed by in-house teams imbibing us with further confidence in our capabilities.

Looking ahead, I am excited about the opportunities that come our way as we continue our journey towards becoming a future-ready digital bank. Our commitment to delivering exceptional experiences and inclusive banking services will be driven by the adoption of new-age technologies focusing on scalability, resilience and security while building the bank for the future.

Cyber Security

At HDFC Bank, cybersecurity and data privacy best practices are important priorities. The Bank remains committed to maintaining a secure cybersecurity posture to protect its technology, confidential information, data integrity, and business continuity. Our strong information security programme, security policies and processes are aligned with various information security management frameworks in the industry and provide necessary assurance on protecting the Bank's critical information. It is an ongoing battle which requires continuous investment as the threat landscape is constantly evolving.

Our deepest anguish is the threat landscape our customers face leading to compromise of their credentials and a financial loss. The Bank has invested in technology using AI and ML to arrest attempts at customers falling prey to scams and fraudsters. We urge customers to continue to be vigilant and follow safe banking practices, not allowing socially engineered fraud to succeed. The Bank has regularly been running Secure Banking campaigns through social media, SMS, Emails, ATMs, Bank website and various other channels. Your Bank's Vigil Aunty campaign covering the various modus-operandi of fraudsters is one such example of awareness building. Further, we continue to collaborate with law enforcement agencies, regulatory authorities and peer banks to educate customers on safe banking practices.

Customer Centricity

My biggest priorities remain deep customer engagement and strengthening a Service First culture.

Our implementation of Net Promoter System (NPS), branded as 'Infinite Smiles' programme has been one of the largest implementations in the world. This programme provides us with immediate and continuous customer feedback for us to listen, learn and act on the feedback, across our entire suite of products and services. We have a robust governance framework in place to continuously listen to this feedback and take appropriate action. I am glad to report that compared to the last financial year we have an eight percentage points improvement in our NPS score.

To further improve the Service First culture, we have instituted two key initiatives this year along with increasing the weightage of service in the performance measurement framework across all levels in the organisation. The first one is a structured intervention centre framework to continuously monitor our customer experience delivery across the customer life cycle. The response from our colleagues has been tremendous for this framework. We are seeing good improvements in getting the customer experience delivery right the first time as well as achieving faster turnaround times. The digitalisation of many of our service and acquisition journeys is also being increasingly adopted, both by employees and customers, resulting in further improvements. The second one is highly monitored coaching of our front end colleagues for deeper customer engagement. Whilst the initiatives have yielded results, we have a long way to go to reach a new orbit in Service First culture.

People

I am proud to share with you the progress that we have made in our quest to be a more inclusive organisation. The year marked several milestones in this journey, an important one being our meeting and exceeding the threshold we had set for ourselves - that 25 per cent of our workforce should comprise women by 2025. Women representation in our workforce currently exceeds 55,000 employees and has crossed 26 per cent.

The Bank, like the rest of the BFSI sector, has experienced a volatile talent landscape in recent times. Attrition was a matter of concern for the Bank as it was for the industry in Financial Year 2022-23. However, in Financial year 2023-24, most of the industry has seen a slight moderation in the attrition rate and that is reflected in our numbers too. Nevertheless, in Financial Year 2023-24 the Bank has taken several efforts to arrest attrition, including setting up a task force at the highest level to identify the controllable causes and taking corrective action. Managers are the primary custodians of talent, and much effort has been made to raise awareness and accountability towards retention and engagement of their teams. Your Bank has invested in improving employee experience across various touch points along the employee lifecycle. This includes an enhanced onboarding experience, curated customised professional learning through Mpower (our learning experience platform) and an active listening framework, to stay connected with the pulse on the ground. As a result, in Financial Year 2023-24, we saw a drop in new joiner attrition by 10 per cent over last year and the overall attrition drop by over 7 per cent.

Your Bank continues to invest in upskilling its talent base of over 2,00,000 employees. Employees are actively leveraging learning on a wide range of skills as well as emerging technologies, clocking over 65 lakh learning hours in Financial Year 2023-24. The year saw the introduction of an AI based learning experience platform for employees which enjoyed an adoption rate of 86 per cent in the first 30 days, getting off to a promising start.

Over the last few years, we have institutionalised Nurture, Care and Collaborate as a Managerial Behavioural Architecture. This has impacted the overall culture and employee experience as evidenced in the progressive positive shift in the employee sentiment scores over the last four years (75 per cent in Financial Year 2019-20 to 86 per cent in Financial Year 2023-24). Having said that, there is still much to be done and we are earnestly working on it to make this institution an even better place to work for.

The year gone by has been especially memorable for the Bank because we welcomed our colleagues from erstwhile HDFC Limited into the Bank's fold. The amalgamation was a smooth one given that the culture and values of the organisations were aligned. We have always held that the talent, commitment and passion of our people is the bedrock of our success and investing in this talent pool can only add to a service first culture and good customer experience.

Getting The Organisation Future Ready

In 2021, the Bank announced Project Future Ready and we continue to make considerable progress in this. The following areas were identified as growth engines: Commercial (MSME) and Rural Banking, Government and Institutional Business, Wealth Management, Retail Assets, Corporate Banking, and Payments. These were to be driven by our delivery channels of Branch Banking, TeleSales/Service/Relationship and Digital Marketing backed by our technology and digital platforms.

The addition of home loans to the Bank's portfolio adds a new dimension to the strategy especially the retail business.

To report on the past year, our Gross Advances (ex-merger) grew by 17.3 per cent and Deposits (ex-merger) grew by 18.4 per cent.

An important word on Branch Banking. The Bank added over 900 branches in the year under review and will continue to add more in the current financial year. More than half our branches are in the semi urban and rural areas where a physical presence is often a necessity although the majority of the transactions are digital in nature. These phygital branches are our investments. They will undoubtedly help garner deposits in the future, but it is the older branches that will act as current engines of deposit mobilisation. Our experience clearly reveals that there is an exponential growth in deposit base as the branches age. Our past experience indicates that deposit mobilisation has a strong correlation to the vintage of the branch. The investment in new branches is to ensure that we do not lose out on opportunities for the future while the existing branches continue to drive deposit growth.

Environmental, Social and Governance

The significance of Environmental, Social and Governance (ESG) parameters can hardly be understated and we are fully conscious of the need for increased Board engagement on strategies that shape the Bank's future pathways. Your Bank not only remains steadfast in its commitment to transparency in reporting on both, financial and non-financial parameters, but is now moving beyond this. While globally ESG frameworks are still evolving, our ESG disclosures are increasingly going through a similar rigour as financial parameters - especially with the mandating of assurance on certain ESG attributes.

The year under review marked the issuance of our first sustainable bond in the international markets which was well received. On the lending side, we continue to integrate environmental and social due diligence as an integral part of our overall credit assessments.

ESG considerations also have dependencies on the overall global macro and geopolitical environment, pace of policy and regulatory reforms and technology breakthroughs, especially pertaining to the transition to cleaner energy pathways. As the Bank navigates through the evidently growing climate-related financial risks and other unknown risks, we recognise the importance of a fortified and resilient balance sheet and the need to build buffers from a position of strength, so as to safeguard against future unforeseen shocks and stress scenarios.

Through our CSR initiatives under 'Parivartan' we have impacted the lives of over 10 crore people. From upskilling farmers on scientific cropping patterns, providing placement linked training and mentoring of entrepreneurs, to supporting start-ups through incubators our consistent efforts have been to create an inclusive society. Providing livelihood opportunities remains at the core of all our initiatives.

In Financial Year 2023-24, the Bank has met its CSR obligations. Your Bank has executed its CSR commitments through 210+ partnerships and over 260 projects across 28 states and 8 union territories.

Conclusion

We began the second quarter of the last financial year with the merger. As we concluded the year, we saw merger synergies starting to play out. This fills us with optimism for the current financial year and beyond. Especially given the anticipated growth in the Indian economy. We will continue to pursue profitable growth without sacrificing asset quality.

Looking to the future, I'm confident that with the immensely talented and dedicated team at HDFC Bank, we will continue to innovate, drive sustainable growth, and make a positive impact on the communities we serve.

I would like to conclude with thanking my colleagues across the organisation, for their sterling support and commitment to the Bank's valued customers. My thanks also to our Board and all stakeholders, who have continuously supported us over the years.

Sashidhar Jagdishan
Managing Director &
Chief Executive Officer
HDFC Bank Limited

Delivering Consistent and Profitable Growth

The Financial Year 2023-24 was the year of the merger. The Balance Sheet size grew by 46.7 per cent in the fiscal, with a 26.4 per cent increase in Deposits and a 55.2 per cent growth in Advances. The Bank consolidated its position as the largest private sector bank by Balance Sheet size in India without compromising its asset quality.

This was achieved through the extensive reach across our 8,738 branches as well as our strong digital footprint. Our Profit After Tax grew by 37.9 per cent and GNPA stood at 1.24 per cent.

The Cost to Income Ratio marginally decreased to 40.2 per cent in FY24 from 40.4 per cent in FY23.

The Bank added over 900 branches in the Financial Year ended March 31, 2024. The Core Net Interest Margin was at 3.53 per cent.

We remain well-capitalised which is reflected in our Capital Adequacy Ratio of 18.8 per cent. As a responsible bank, we have built a substantial cushion against any adverse impact with a Provision Coverage Ratio of 74.04 per cent. We continued to deliver value to shareholders, with an ROE of 16.1 per cent. Our Earnings Per Share (EPS) increased by 8.2 per cent to ₹85.8, while dividend per share rose by 2.6 per cent to ₹19.5 in FY24.

Balance Sheet Size
(₹ CR)

36,17,623

FY24 36,17,623
FY23 24,66,081
FY22 20,68,535

Profit After Tax
(₹ CR)

60,812

FY24 60,812
FY23 44,109
FY22 36,961

Earnings Per Share
(₹)

85.8

FY24 85.8
FY23 79.3
FY22 66.8

Deposits
(₹ CR)

23,79,786

FY24 23,79,786
FY23 18,83,395
FY22 15,59,217

Advances
(₹ CR)

24,84,862

FY24 24,84,862
FY23 16,00,586
FY22 13,68,821

Return On Equity
(%)

16.1

FY24 16.1
FY23 17.4
FY22 16.9

Gross NPA Ratio
(%)

1.24

FY24 1.24
FY23 1.12
FY22 1.17

Return on Assets
(AVERAGE) (%)

1.98

FY24 1.98
FY23 2.07
FY22 2.03

Dividend per Share
(₹)

19.5

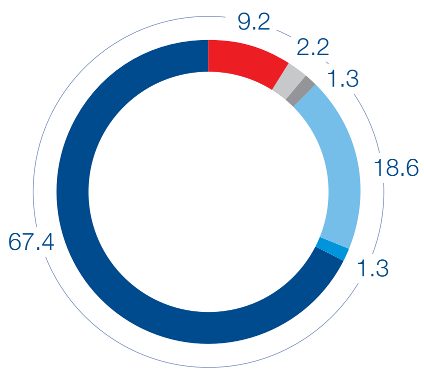
FY24 19.5
FY23 19.0
FY22 15.5

Cost to Income Ratio
(%)

40.2

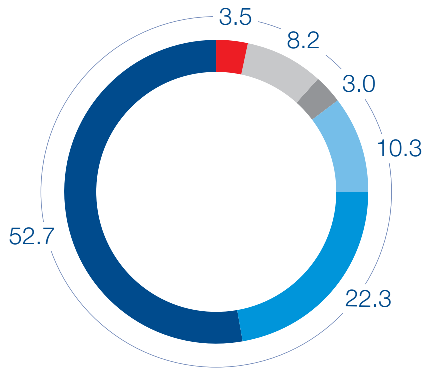
FY24 40.2
FY23 40.4
FY22 36.9

Rupee Earned FY24
(%)



- Commission, Exchange, Brokerage
- Other Interest Income
- FX & Derivative Income
- Income from Investments
- Others
- Interest from Advances

Rupee Spent FY24
(%)



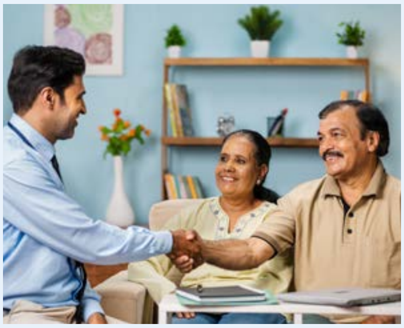
- Tax
- Provisions
- Dividend
- Transfer to Reserve
- Operating Expense
- Interest Expense

Catering to a Diverse Customer Base

Wholesale Banking

The Wholesale Banking Business of HDFC Bank serves a diverse clientele including Large Corporates, Multinational Corporations, Government, Public Sector Enterprises, Emerging Corporates and Business Banking/SMEs. Offering a wide array of financial products and services such as loans, deposits, payments, collections, tax solutions, trade finance, cash management solutions and corporate cards, the Bank aims to be a one-stop shop for catering to the diverse business needs of customers in this segment. We provide tailored solutions to meet specific customer requirements. With extensive experience in serving the Wholesale Segment, HDFC Bank has earned a strong reputation for delivering quality and reliable services to its customers. Post-merger, the Bank inherited the realty finance business. It has commenced offering Construction Finance facilities to mainly well established borrowers with a strong track record. This business largely covers the rental discounting business as well as construction finance.

Retail Banking



HDFC Bank's Retail Business caters to a varied client base which includes Individuals, salaried professionals, small businesses like kirana stores, and Non-Resident Indians (NRIs). The Bank's objective is to develop and tailor products and services that address the distinct requirements of these customers. Among the offerings are Savings and Current Accounts, various loan options for personal and business needs, Credit and Debit Cards, Digital Wallets, Insurance and Investment Products and Remittance Services. Post the merger, we have expanded our suite to include housing finance across various segments. We combine our physical and digital capabilities with sound expertise to ensure a smooth and convenient customer experience.

Treasury

The Treasury department is responsible for managing the Bank's liquidity requirements, as well as handling its investments in securities and other market instruments. It manages the balance sheet's liquidity and interest rate risks and ensures compliance with statutory reserve requirements. It also manages the treasury needs of customers and earns a fee income generated from transactions customers undertake with your Bank, while managing their foreign exchange and interest rate risks.

Our Offerings

Loans and Deposits

Working Capital Facilities, Term Lending, Project Finance, Realty Finance Business, Supply Chain Financing, Export Finance, Trade Credit and Wholesale Deposits.

Investment Banking

Capital Finance through Debt/ Equity Capital Markets, Mergers & Acquisitions, IPOs, Private Equity, Venture Capital Fund Raising, Loan Syndication and Customised Solutions.

Other Banking Products and Services

Forex & Derivatives, Custodial Services, Cash Management Services, Letters of Credit, Guarantees and Correspondent Banking.

Loan Products

Personal, Auto, Gold, Two-Wheeler, Small Ticket Working Capital, Offshore, Agri and Tractor, Healthcare Finance, Commercial Vehicle & Equipment Finance, Loan Against Securities, Digital Loan against Mutual Funds.

Accounts and Deposits

Savings, Current and Corporate Salary Accounts, NRI Deposits, Fixed and Recurring Deposits.

Other Products and Services

Credit, Debit and Prepaid Cards, Digital Wallets, Wealth Management Solutions, Kisan Gold Card. A distributor of Mutual Funds as well as Life, General and Health Insurance.

Mortgages

Home Loans: Rural Housing Loans, Loan Against Property, Refinance and Home Loans to NRI's.

Services Offered to Customers

Foreign Exchange and Derivatives' Transactions, Solutions on Hedging Strategies, Trade Solutions - Domestic and Cross Border, Bullion and others.

Key Functions Performed

Manages the Asset/Liability of the Bank, maintains a portfolio of Government Securities in line with regulatory norms of RBI and others, manages the liquidity and interest rate risks on the balance sheet, and is also responsible for meeting statutory reserve requirements.

Our Edge

We are the Preferred Banker of Choice across segments and this is enabled by:

- Delivery of best-in-class services through customised solutions, products and through optimum use of technology
- Strong product proposition for NRIs through branches in India and overseas
- Trusted Home Loan brand in portfolio post merger. Offers huge opportunity for cross sell
- Market leader in majority of asset categories with best-in-class portfolio quality
- Strong player in retail mortgages.
- Pioneer and strong player in the digital loan marketplace
- Providing customers with a product suite across asset classes for 'optimal asset allocation' depending on clients' risk profiles and goals
- Strong presence in Payments Business
- Strong position in Cash Management Services
- Open architecture, best-in-class portfolio quality and regular portfolio rebalancing
- Robust Risk Management practices across all businesses and activities
- Solutions for non-residents hedging needs in Indian markets
- Integrated trade and treasury solution for customers
- Primary dealer for Government Securities

Fuelling Growth in Semi-Urban and Rural India

Established in 2021, the Bank's Commercial and Rural Banking (CRB) Group caters to a diverse range of entities including Micro, Small and Medium Enterprises (MSMEs), farmers (including the small and marginal ones), healthcare finance, equipment finance, commercial transport companies as well as joint liability and self-help groups.

The diverse businesses are bound together by the common thread of having a significant presence in Semi Urban and Rural (SURU) India. More than half of our branches are located in SURU regions ensuring comprehensive coverage and accessibility to financial services where they are most needed. This strategic distribution facilitates easier access to banking facilities thus empowering individuals and businesses in these areas.

The CRB Group significantly contributes to the Bank's Priority Sector Lending (PSL) obligations which has assumed further significance post the merger. It also plays a pivotal role in advancing the financial inclusion agenda. Moreover, it is a profitable business, with a high Return on Assets (ROA) and effectively managed Non-Performing Assets (NPAs) due to adept sourcing channels and prudent risk management practices.

Propelled by the extensive geographical reach and profound understanding of local business dynamics, the CRB Business has displayed healthy growth since inception. HDFC Bank holds a leading position in MSME lending, leading in 14 states and securing a position among the top 3 in 21 states.

A dedicated relationship team ensures regular interactions with CRB customers, addressing their banking needs comprehensively and cross-selling various products and services. There is a robust growth strategy in place for all major offerings.

Agricultural financing is a key revenue stream and the group is geared to seize promising opportunities in Agri-infrastructure financing and diversifying into high-income agricultural products like dairy and horticulture. The Bank is present in 2.25 lakh villages to fund traditional agriculture and allied activities. Additionally, CRB is also dedicated to supporting Government schemes like the Agriculture Infrastructure Fund (AIF), Farmer Producer Organisations (FPOs), and Pradhan Mantri Formalisation of Micro Food Processing Enterprises (PMFME), while also lending to small and marginal farmers.

The Bank's strategic emphasis on expanding into new territories and strengthening the sales force has led it to capturing a market leading share in the commercial vehicle and equipment financing sector. It is also actively developing an ecosystem to extend reach within the Transportation Finance domain supported by a robust OEM relationship.

Digital transformation is pivotal for growth across all segments. The Bank is digitising various aspects of the CRB Business, including customer touchpoints, document collection processes, sales, and service. The emphasis is on building digital underwriting capabilities through effective data management and API integration.

Overall, the CRB segment offers a vast market potential, and the Bank is poised to seize this opportunity through its expansive reach, innovative capabilities and digital prowess.

PRODUCT SUITE

Working Capital and Term Loan Assets

- Working Capital Loans
- Term Loans
- Supply Chain Management
- Project Finance
- Export Finance

Investment Banking

- IPOs, Private Equity, VC Fund Raise, Loan Syndication
- Mergers & Acquisitions

Transportation Finance Group

- Commercial Vehicle/ Equipment Finance
- Tractor Finance
- Infrastructure Finance

Trade Finance & FX Advisory

- Bank Guarantee/LCs
- International Trade
- Trade Flows & Derivatives

Sustainable Livelihood Initiative (SHG and JLG)

- Micro Finance

Agriculture Finance

- Crop Loan/ Farmer Finance
- KCC
- Dairy/Cattle Finance

Liabilities

- CASA Accounts
- Fixed Deposits
- Salary Account

OUR VALUE CREATION MODEL

GOVERNANCE FRAMEWORK

CORE VALUES

Operational Excellence | Customer Focus | Product Leadership | People | Sustainability

CEO PRIORITIES

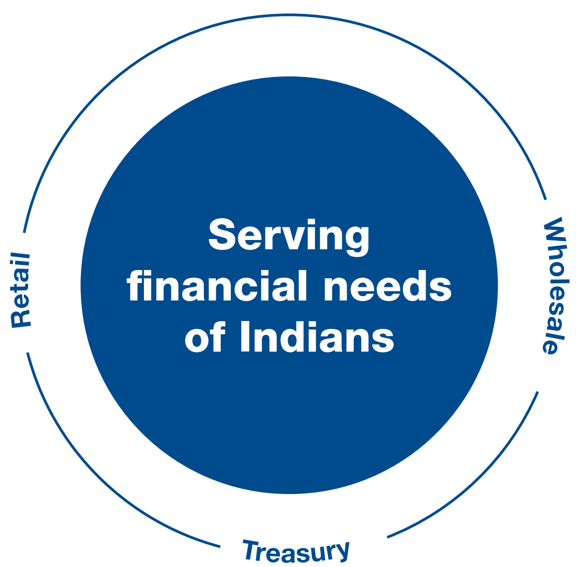
Employee First
Customer First
Technology First
Power of the Group

Shapes our view of →
← Influences

OUR CONTEXT

External Environment 1
Stakeholder Engagement 2
Material Topics 3
Risk Management 4

BUSINESS SEGMENTS



Click the number beside each element for more information

Guides ↓ ↑ Reflects

Drives ↓ ↑ Responds to

OUR PERFORMANCE

KEY BUSINESS ACTIVITIES

Lending | Branch Operations | Underwriting and Risk Management | Investment Management | Asset-Liability Management | Time Deposits | Customer Services | Current and Saving Accounts | Collections | At - Scale Distribution

OUTPUTS

- Total Deposits – ₹23,79,786.3 crore
- Total Advances- ₹24,84,861.5 crore
- Net Interest Income - ₹1,08,532.5 crore
- Total Income - ₹3,07,581.6 crore
- Share of Digital transactions in Total transactions - 97%
- Dividend per share - ₹19.5^

^Proposed

Derived →
← Impacts

OUR STRATEGIC PILLARS

- Virtual Relationship Management (VRM)
- Reimagining the Branch Channel
- Leadership in Payments Business
- Technology & Digital
- Heartland - Commercial & Rural
- Digital Marketing
- Corporate Cluster
- Capturing flows from Government & Institutional Business
- Retail Assets
- Wealth Management

Click here for more on our priorities and the Strategic pillars of the bank

OUR PERFORMANCE ACROSS CAPITALS

	INPUTS	OUTCOMES	RISKS & SDGS
FINANCIAL	• Total Deposits - ₹23,79,786.3 crore • Shareholders fund - ₹4,40,245.8 crore • Borrowings - ₹6,62,153.1 crore	• Total Net Revenue – ₹1,57,773.5 crore • Profit after tax – ₹60,812.3 crore • Return on Assets – 1.98% (average) • Return on Equity – 16.1% • CASA Ratio – 38.2% • Cost-to-income ratio – 40.2% • Capital Adequacy Ratio – 18.8% • GNPA - 1.24% and Net NPA – 0.33%	1 2 3 4 5 6 7 8 9 10
HUMAN	• Employee base- 2,13,527 • Employee expense Staff Cost – ₹22,240.2 crore • Learning and Development initiatives • Total Learning Expenditure – ₹420.8 crore • Diversity, Equity and Inclusion initiatives • Talent Management • Culture Ecosystem - Nurture, Care & Collaborate	• New Hires – 89,115 • Women in workforce – 26.04% • Total Learning Hours – 66,54,452 hours • Recognised as a Great Place to Work® organisation for three consecutive cycles.	4 5
INTELLECTUAL	• Credit policy and underwriting skills • Digital solution and factory, Enterprise Factory • Risk management framework integrating ESG factors • Implementation framework on carbon neutrality • State-of-the-art data centers • Adoption of a zero-trust architecture approach to ensure protection against cyberattacks.	• Brand Valuation – $ 43.26 billion* • 79% of our acquisitions are digital • 73% of servicing happens digitally • 16.5 lakh merchants active on SmartHub Vyapar App • Average customer uptime increased to 99.96% • PayZapp 2.0 has reached the milestone of 75 lakh registrations in FY24 *As per Kantar BrandZ Most Valuable Global Brands 2024	1 8 9
SOCIAL & RELATIONSHIP	• Customer base – 9.32 crore • CSR Spends on Parivartan projects - ₹945.31 crore • No. of CSR implementation partners – 219 • Aligning stakeholders to ESG • Partnership with Government	• Bottom Up NPS Score – 71 • MSCI ESG Rating - AA • S&P Corporate Sustainability Assessment -89th Percentile • CSR Beneficiaries – 10.19 Crore	1 5 6 7 8 9 10
NATURAL	• Smart IOT based building management systems (BMS): 568 branches • Installation of Active Harmonic Filters (AHF): 86 locations • Sustainable Finance Framework • Renewable energy financing • Trees planted: More than 38 lakh+ (As on March 31, 2024)	• Energy saved through IoT based BMS implementation: 4.14 million kWh • Green power consumed (solar + green tariff) in FY24: 3,270 MWh • Reduction in energy intensity over FY23: 3.7% • Cumulative renewable energy capacity financed: 10,052 MW • GHG sequestered: 12,400 + tCO_2e	1 5
MANUFACTURED	• New branches opened in FY24 – 925 of which over 52% are in SURU Region • ATMs, Corporate office, data warehouse and others • 1,211 - Net increase in ATMs/CRMs in FY24	• Total Banking Outlets – 23,920 • Total Branches – 8,738 (Inclusive of Overseas Branches and DBUs) – of which 52% are SURU branches • Total Fixed Point Business Correspondents – 15,182 • Total no of Indian Green Building Council certified branches – 2026 • ATMs+Cash Recycler Machines – 20,938 • Cities/towns covered – 4,065	4 5

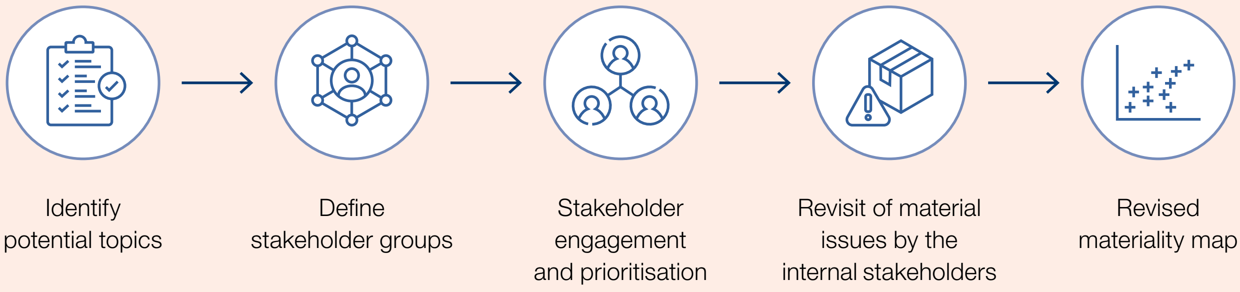
1 Credit Risk | 2 Market Risk | 3 Compliance Risk | 4 Operational Risk | 5 Climate Risk | 6 Liquidity Risk | 7 Reputation Risk | 8 Technology Risk | 9 Cyber and Data Risk | 10 Risk of spill-over from Subsidiaries

Building Trust and Understanding Needs

At HDFC Bank, we engage in open and constructive dialogues with our stakeholders to understand their needs and expectations. It enables us to identify the issues that are material to creating value, as well as continued delivery of innovative solutions.

Stakeholder identification and prioritisation is crucial to meeting our sustainability goals and building trust with our stakeholders. We map our stakeholders based on their level of interest, influence, & impact, prioritise them based on relevance and develop engagement strategies that meet their needs.

OUR STAKEHOLDER ENGAGEMENT PROCESS



Purpose of Stakeholder Engagement

- **Identification of Impact:** We engage with stakeholders to understand the actual and potential environmental, social, and governance (ESG) impacts of our operations. This allows us to proactively address any concerns and identify opportunities for positive change.
- **Developing Solutions:** Collaboration with stakeholders is crucial for determining effective responses for preventing and mitigating potential risks.
- **Respecting Stakeholder Rights:** We recognise that stakeholder engagement is not just about achieving our goals, but also about respecting stakeholder rights. To that end, we are committed to upholding these rights and fostering a transparent and inclusive dialogue.

By engaging with our stakeholders in a meaningful way, we aim to create shared value for all, while contributing to a more sustainable future.

Customers

Channels of Communication
- Online and postal communication
- Customer satisfaction surveys
- Customer feedback
- Regular interaction with customers

Type
Information, Consultation

Frequency
Continuous

Key Concerns and Expectations
- Ease of transacting across channels
- Innovative technology applications
- Data security
- Advanced analytics

Response and Mitigation
- New products enabled by the Bank's digitisation strategy
- Making personalised recommendations through a Virtual Relationship Manager (VRM)
- Information Education Communication (IEC) activities on data security and privacy

Value Delivered
We empower over 9.32 crore customers with convenient access to financial services through our extensive network of branches and ATMs/CDMs. Our commitment to inclusion extends to making our services accessible for people with disabilities, including ATMs with voice-guided systems and Braille keypads for visually impaired individuals; and ramps for wheelchair users.

Additionally, we partner with our borrowers to promote sustainable practices. By encouraging them to measure and disclose environmental, social, and governance (ESG) factors, we nudge them towards making informed decisions and contribute to a positive environmental impact.

Employees

Channels of Communication
- On-ground and virtual connect with employees
- Leadership and manager connect
- Engagement and Pulse surveys
- Employee connect initiatives like talent hunt, wellness initiatives etc. some of which also include their families

Type
Information, Consultation, Participation

Frequency
On-going/Periodic/Annual performance reviews

Key Concerns and Expectations
- Employee engagement
- Culture and employee experience
- Employee wellness and safety
- Learning and Development (L&D)

Response and Mitigation
- Maintain high-level of ongoing employee connect and periodically obtain feedback through dipsticks assessments and surveys
- Focus on various aspects of employee wellness through the HDFC Bank Cares initiative
- Strengthen focus on L&D by offering best-in-class learning resources and leveraging technology for enabling learner-led anytime, anywhere learning

Value Delivered
We have a diverse workforce of over 2.13 lakh employees across different locations. We are committed towards building an inclusive work environment. Our effort is to assimilate all our employees into 'HDFC Bank Way' which is the Bank's culture framework and thereby deliver a superior employee experience on an ongoing basis. We strive to provide periodic training and updates on ESG to all employees - including the ESG Committee members.

Vendors

Channels of Communication
- Regular meetings
- Phone calls and surveys

Type
Information, Consultation

Frequency
Continuous Annual performance review

Key Concerns and Expectations
- Governance and ethical practices
- Supplier ESG development and assessment program

Response and Mitigation
- Ensure timely payment for services
- Whistle Blower Policy to ensure good practices
- Preparation for BRSR Core reporting

Value Delivered
We work closely with our vendors to promote the integration of environmental and social concerns, emphasising the importance of adding value beyond just economic gains. Our ESG policy framework ensures that vendors and suppliers comply with labour laws and human rights. We are strengthening our internal systems to enhance our engagement with the suppliers for reporting on BRSR Core KPIs.

Regulatory Bodies

Channels of Communication
- Regular meetings
- Policy updates and ministry directives
- Mandatory filings with key regulators

Type
Information, Consultation, Participation

Frequency
Continuous as per requirement

Key Concerns and Expectations
- Compliance including public disclosure and reasonable assurance of BRSR Core KPIs
- Social security schemes
- Relevant national mandates

Response and Mitigation
- Compliance and ethics-oriented culture including formulation of relevant policy frameworks and enforcement thereof
- Awareness generation on the mandates by the Government of India
- Strengthening of internal processes for BRSR Core reporting

Value Delivered
We ensure adherence to compliance standards set by the regulatory bodies.

Investors & Shareholders

Channels of Communication
- Quarterly financial reports, Press releases, Results conference call and Investor presentations
- Investor conferences, Analyst day, Investor days, Interactions with shareholders and Annual /Extra-Ordinary General Meetings

Type
Information, Participation

Frequency
Continuous/Quarterly/Annual

Key Concerns and Expectations
- Compliance
- Governance and ethical practices
- Economic performance

Response and Mitigation
- Policies and demonstration of responsible business conduct

Value Delivered
We continued to generate value for our 41 lakh+ shareholders. Our Board has approved an ESGRM Policy overseen and governed by a dedicated CSR & ESG Committee and implemented collaboratively by management committees and cross-functional working groups. We disclose our ESG performance in the Integrated Annual Report, ensuring transparency of our sustainable practices.

Community

Channels of Communication
- Planning, meeting, and exercises – Needs assessment/Baselining/ Participatory Rural Appraisal
- Focused Group Discussions
- Consultative workshops
- Awareness sessions and field demonstrations
- Periodic progress reviews and monitoring

Type
Information, Consultation, Participation

Frequency
Continuous Annual performance review

Key Concerns and Expectations
- Poverty and drudgery alleviation
- Improvement in quality of education
- Efficient resource management
- Environmental sustainability
- Improvement in community hygiene and sanitation

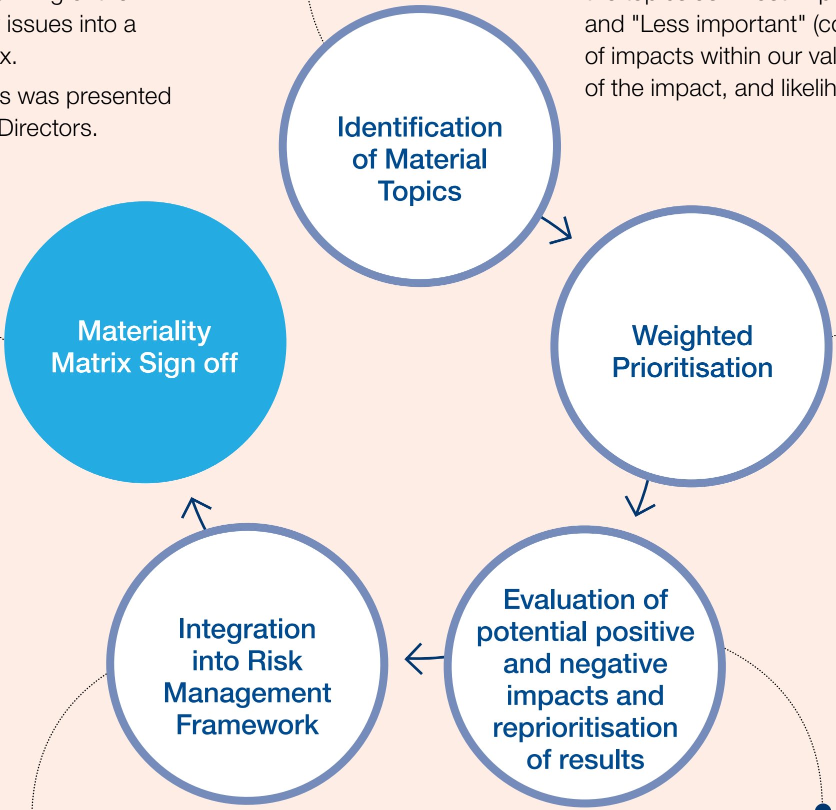
Response and Mitigation
- Holistic Rural Development Programme Focused educational and skill development programmes
- Soil and water conservation
- Sustainable livelihood initiative
- Financial literacy camps

Value Delivered
We are focused on bringing improvement in the lives of the community through our continued efforts in alignment with our CSR goals across five thematic areas in a sustainable manner. Parivartan, our CSR brand, has already impacted over 10.19+ crore lives across the country.

Aligning for Impact

HDFC Bank conducts a materiality assessment to discern and assess the issues that hold utmost importance for our business as well as both our internal and external stakeholders. In FY24, we reviewed our materiality assessment to comply with the latest GRI Universal Standards 2021 and integrate the concept of double materiality.

MATERIALITY ASSESSMENT PROCESS



We began by reviewing the 16 sustainability topics included in our FY23 materiality assessment, identified as a result of internal and external stakeholder engagements, data analysis, regulatory compliance and industry benchmarking.

In FY23, we prioritised our material topics by consolidating stakeholder survey responses. In the first stage, the responses within each group were consolidated to derive the priorities for the respective groups.

Next, the responses across different aspects were consolidated by assigning weights to each stakeholder group. The collective scores were then used to prioritise the topics as "Most important", "Important" and "Less important" (considering the reach of impacts within our value chain, magnitude of the impact, and likelihood of occurrence).

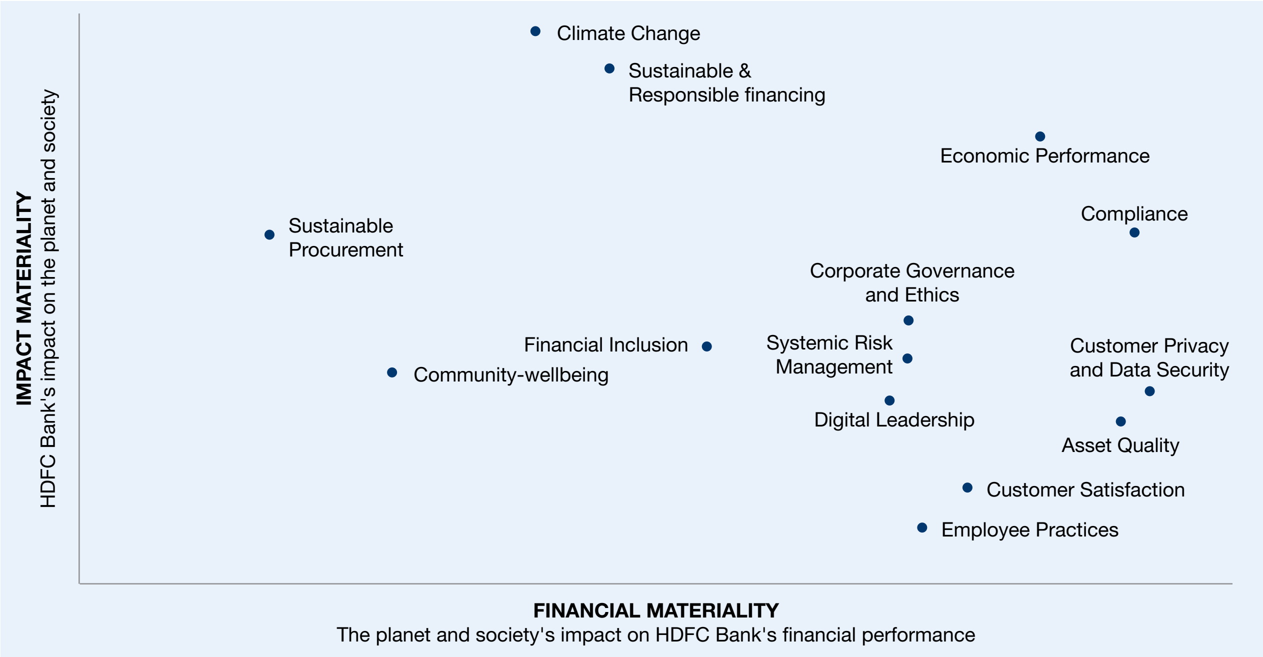
Drawing from the results of FY23, we further conducted a thorough analysis for assessing the economic, environmental and social impacts (positive and/or negative) associated with each topic. This was superimposed with the impact scores derived from the previous stakeholder consultations across two key dimensions reflecting impact of the material topics on the organisation (financial materiality) and society (impact materiality). After careful revaluation of 16 material topics, few topics were merged to derive a list 14 topics relevant to the Bank.

As part of our risk assessment process, we have mapped the identified material topics against the risk categories which are a part of our risk management framework. Of the 14 material topics, 9 have been identified as areas with opportunity and the remaining 5 have the potential to pose risk to our business.

This multi-faceted approach led to the final ranking of the 14 sustainability issues into a materiality matrix.

The final analysis was presented to the Board of Directors.

MATERIALITY MATRIX



Management of Material Topic

Sustainable & Responsible Financing

GRI topics: 2-22

Capitals Impacted: F SR N

Relevant Stakeholders:

At HDFC Bank, we recognise the significant influence we hold through our lending and financing activities. Engaging in sustainable and responsible financing practices allows us to invest in projects and industries that have positive environmental and social impacts. This not only aligns our values with the growing demand for ethical and sustainable investments but also enhances the Bank's reputation as a socially responsible institution. Furthermore, sustainable financing helps us improve our risk management practices by reducing exposure to environmentally and socially risky assets as well as foster long-term relationships with clients who prioritise sustainability.

We believe in Responsible Financing and, as a rule, do not fund projects that are part of our Prohibition List owing to the negative impact on the environment, health, and safety. Our goal is to make funding available for environmentally viable projects that help mitigate climate change. To reduce our carbon footprint, we continue to invest in renewable energy and energy efficiency projects and encourage our customers to make "green banking" decisions.

Description of Impact

(Opportunity, Positive, Actual, Within and Outside the Bank)

At HDFC Bank, we have adopted an enhanced and more comprehensive “ESG & Climate Change Assessment” framework, as part of our overall credit assessment for wholesale corporate borrowers - replacing our erstwhile “SEMS Framework”.

Further, the Bank has in place a “Sustainable Financing Criteria” Framework (“the Framework”) to enhance our portfolio from a climate and ESG perspective.

FY24 Performance

26%

of the wholesale loans approved in value terms were subject to enhanced E&S due diligence in line with our ESG Risk Management Framework

USD 300 million

Maiden International Sustainable Bond raised by the Bank in February 2024

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

Employee Practices

GRI topics: 2-7, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410

Capitals Impacted: H

Relevant Stakeholders:

We believe our people are the cornerstone of our success. We strive to establish a positive working atmosphere that encourages our employees' active development and engagement. We engage employees through a variety of activities. Over the years, our seminars and contests have attracted many participants.

We have several codes and policies in place that apply to all of our employees. The Bank also offers a variety of benefits to its employees. Human capital enhancement requirements are proactively assessed and implemented.

Description of Impact

(Opportunity, Positive, Actual, Within the Bank)

Our dedication to strong Employee Practices creates a ripple effect of positive and tangible benefits. We conduct an annual employee survey to identify improvement areas, leading to initiatives that reduce stress, enhance purpose, and contribute to positive work environment.
The Bank is an equal opportunity employer, fostering diversity and inclusion, and offering comprehensive benefits including parental leave, medical care, post-retirement support to all our employees. We offer best-in-class employee training & development – including through our newly launched MPower platform which enables dissemination of proprietary content on diverse topics.

Target

To achieve gender diversity (% of women) of 27% by FY27

Progress against this target is described in 'Social -People' chapter of the report.

FY24 Performance

Women in Workforce: **26.04%**

"Recognised as a Great Place to Work® organisation for three consecutive cycles."

Digital Leadership

GRI topics: 418

Capitals Impacted: SR

Relevant Stakeholders:

Digital leadership allows us to innovate, improve efficiency, and enhance customer experience, offering opportunities for growth and competitive advantage in the digital era. We believe in our ability to consolidate the market leadership in digital banking and ensuring the Bank is future-ready through continued investments in technology and talent.

Description of Impact

(Opportunity, Positive, Potential, Within and Outside the Bank)

By developing mobile banking applications and net banking solutions, we have solidified our competitive edge and contributed to the transformation towards a digital and connected economy. Our user-friendly mobile apps and net banking interfaces not only empower customers with 24/7 access but also facilitate accessibility, simplicity, and agility apart from fostering financial inclusion and economic growth for geographically isolated populations and small businesses. Additionally, we are continuously developing newer innovative and digital financial products and services to further solidify our position as a leader in the digital banking landscape.

FY24 Performance

97%
Share of Digital transactions in Total transactions

79%
of our acquisitions are digital

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

Systemic Risk Management

GRI topics: 2-25

Capitals Impacted: F I M H N SR

Relevant Stakeholders:

Effective risk management safeguards our financial health by identifying, assessing, and mitigating potential losses from credit defaults, market fluctuations, liquidity issues, interest rate changes, and operational failures. Through the effective use of processes, information, and technology, we have developed a multi-layered risk management strategy that identifies, assesses, monitors, and manages risks (credit risk, market risk, liquidity risk, interest rate risk, and operational risk). Our framework incorporates a Board-approved Stress Testing Policy & System, a vital component of our Internal Capital Adequacy Assessment Process (ICAAP). Stress testing plays a vital role in this assessment by simulating a variety of stressful, yet realistic scenarios to assess our vulnerability to extreme conditions.

Description of Impact

(Risk: Reputational Risk

Impact: Negative, Potential, Within and Outside the Bank)

Effective risk management is crucial to safeguard our financial health and prevent systemic instability. As a result, our multi-layered risk management strategy actively identifies, assesses, and reports the risks inherent to our business operations to the appropriate levels of management so that risk mitigation actions can be implemented.

Furthermore, we recognise the growing importance of environmental, social, and governance (ESG) factors. Our ESG & Climate Change Assessment framework helps us identify and mitigate potential ESG risks and climate change threats associated with our borrowers and their business operations.

Our independent risk management function ensures objectivity and oversight. A robust risk assessment helps us evaluate the likelihood and potential impact of each risk. We then implement a combination of mitigation techniques, such as setting credit limits, diversifying loan portfolios, managing interest rate exposure, and implementing robust internal controls, to proactively manage these risks.

FY24 Performance

11

Number of risks identified

Emerging Risk

a) Extreme weather events

b) Cyber and Data Risk

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

Corporate Governance and Ethics

GRI topics: 2-9 to 2-23, 205, 206, 415

Capitals Impacted: F I H SR

Relevant Stakeholders:

At HDFC Bank, we believe strong corporate governance is fundamental to our long-term success. We achieve this through a multi-pronged approach, prioritising transparency in disclosures and continuous improvement in our governance structure. We maintain open communication channels for clear and consistent information disclosure, fostering trust with all our stakeholders. Our commitment extends beyond regulations, integrating ethical considerations into daily operations. We have a fair and independent board that promotes responsible business practices taking into account the economic, social, and environmental aspects of our business.

Description of Impact

(Opportunity, Positive, Actual, Within the Bank)

Our Corporate Governance philosophy is articulated in our ESG framework, providing direction around the cardinal principles of independence, accountability, transparency, fair disclosures, responsibility and credibility in the way we conduct our operations. We adhere to all relevant regulations, including the Indian Companies Act, Banking Regulation Act, and directives from RBI and SEBI. Our commitment extends beyond compliance, as evidenced by our policies and guidelines. We have policies on Anti-Bribery and Anti-Corruption and Code of Conduct that ensure ethical operations.

FY24 Performance

6 out of 12
Independent directors

25%
Women representation on the Board

Zero
Incidents of Conflict of Interest

Zero
Incidents of Money Laundering

Customers Employees Community Investors Government and Regulatory Bodies Suppliers

F Financial I Intellectual M Manufactured H Human SR Social and Relationship N Natural

Climate Change

GRI topics: 201-2, 305

Capitals Impacted: N F I M H

Relevant Stakeholders:

HDFC Bank recognises the materiality of climate change and its far-reaching impact on our business. We are committed developing and implementing proactive mitigation and adaptation strategies including conducting comprehensive climate risk assessments to identify and manage potential physical and transition risks impacting our business. By integrating sustainability criteria into our operations and credit analysis, we aim to contribute to a low-carbon future while ensuring long-term financial stability.

Description of Impact

(Risk: Climate Risk

Impact: Negative, Potential, Within and Outside the Bank)

We have been tracking our carbon footprint since 2010 and are committed to becoming carbon neutral in our own operations by FY32.

To communicate climate-related risks and opportunities, we are implementing the Task Force on Climate-related Financial Disclosures (TCFD) recommendations. We are assessing our resilience to physical and transition risks, strengthening data collection on climate-related factors, and developing methodologies for risk assessment and scenario analysis. These efforts ensure we navigate the evolving low-carbon economy while mitigating our own environmental impact.

Target

To become carbon neutral in our own operations by FY32

Performance against the goal is elaborated in the 'Environment' chapter of the IAR.

FY24 Performance

0.65 million tCO_2e
GHG Emissions (Scope 1, 2 & 3)

1.91 (tCO_2e/₹ Cr Revenue from operations)
GHG Emissions intensity (Scope 1 +2)

3.04 million GJ
Energy consumption

9.87 GJ/ ₹ Cr Revenue from operations
Energy intensity

11,772.84 GJ
Renewable energy consumed

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

Customer Satisfaction

GRI topics: 417, 418

Capitals Impacted: SR I H

Relevant Stakeholders:

At HDFC Bank, customer satisfaction is paramount. We achieve this through a customer-centric approach, prioritising excellent service, personalised experiences, and efficient solutions. Our customer-centric approach caters to the financial goals of our customers while providing them insightful, relevant, contextualised, and hyper-personalised experiences, highlighting the value we place on exceeding customer expectations.

Description of Impact

(Opportunity, Positive, Actual, Within and Outside the Bank)

We actively gather customer feedback through regular satisfaction surveys, allowing us to use their valuable inputs to continuously improve our products and services. We adhere to the RBI's Customer Rights, Grievances Redressal, and Compensation Policy, ensuring fair treatment for our customers. Moreover, we have multiple convenient channels, including 24/7 telephone support, intelligent customer service options, and visitor message boards for customers to connect directly with the Bank.

FY24 Performance

71
Customer satisfaction score (NPS Score)

93.2 million
Number of customers

Customer Privacy and Data Security

GRI topics: 418

Capitals Impacted: SR F I M H

Relevant Stakeholders:

Being in the service sector, Information Security and Data Protection are of utmost importance to us. We have implemented robust Information Security and Data Protection measures to ensure that our data protection practices strictly adhere to the Banking Codes and Standards Board of India's (BCSBI) 'Code of Bank's Commitment to Customers' and Employee and Customer Awareness Procedures. A Board-level IT Strategy Committee, chaired by an IT Director, oversees these critical functions.

Description of Impact

(Risk: Cyber and Data Risk

Impact: Negative, Potential, Within and Outside the Bank)

We work in a highly automated environment and use cutting-edge technology to support a variety of operations with excessive dependence on service providers for cybersecurity. To avoid potential risks associated with system failures, cyberattacks, and information leaks, we have implemented dedicated Information Security and the Cyber Security Policies.

Furthermore, an independent assurance team within Internal Audit function of the Bank continually assesses the effectiveness of our IT risk management strategies to ensure business continuity.

FY24 Performance

Zero
Data breaches in FY 24

100%
Eligible employees mandated to undergo cybersecurity training

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

Financial Inclusion

GRI topics: 203

Capitals Impacted: SR F H

Relevant Stakeholders:

Financial inclusion is a pressing issue, and the banking sector bears the responsibility of serving the underbanked people in rural, semi-urban, urban and metropolitan India. We see this as an opportunity to broaden our reach and make our services more accessible to the poorest people across the country.

Description of Impact

(Opportunity, Positive, Actual, Within and Outside the Bank)

Financial inclusion at HDFC Bank goes beyond traditional market expansion to offer opportunities to tap into untapped markets. This fosters financial stability and economic participation at the individual and community level. While we continue to focus on the Corporate Cluster and Government Business to increase penetration, our business segment of Commercial (MSME) and Rural Banking is well- positioned to capture the next wave of growth.

These initiatives will focus on extending outreach to unbanked segments, equipping them with the necessary tools for effective financial management and increased economic engagement.

FY24 Performance

2.25 lakh villages

Presence to fund traditional agriculture and allied activities

52%

of branches opened in Semi urban and rural areas

Economic Performance

GRI topics: 201

Capitals Impacted: SR F I M H

Relevant Stakeholders:

Economic performance is critical to maintain stability and a positive momentum. We strive to always provide our stakeholders with increased long-term value. Even in difficult economic times, we have performed admirably because of careful management and capital allocation strategies.

Description of Impact

(Opportunity, Positive, Actual, Within and Outside the Bank)

During periods of economic upturns, we experience increased opportunities for growth and profitability. These favorable economic conditions create a conducive environment for strategic investments and business expansion initiatives. As we align our growth with that of economy, we plan to capitalise on the increased demand for financial services, expand our customer base, and explore new avenues for revenue generation.

FY24 Performance

₹307,581.6 crore

Total Income

₹60,812.3 crore

Profit after tax

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

Compliance

GRI topics: 2-27

Capitals Impacted: F H N

Relevant Stakeholders:

We operate in a highly regulated industry where compliance is non-negotiable. As applicable, all our operations comply with legal, environmental, and social requirements imposed by regulatory organisations.

Description of Impact

(Risk: Compliance Risk

Impact: Negative, Potential, Within and Outside the Bank)

Non-compliance with regulations can result in regulatory fines, legal actions, and reputational damage, as well as impact the Bank's ability to operate within legal boundaries. We maintain a strong foundation for regulatory compliance through periodic employee trainings, code of conduct, implementation of statutory laws, policies such as those on anti-corruption, anti-bribery, POSH, regular internal audits and robust incident response planning.

FY24 Performance

Zero
Environmental non-compliance reported

Zero
Social non-compliance reported

Community- wellbeing

GRI topics: 203-1, 413

Capitals Impacted: SR N

Relevant Stakeholders:

Building stronger communities is a core value at our Bank. We actively partner with local communities to understand and address their needs. This engagement not only strengthens our relationships with the community, but also helps us identify potential initiatives. Our dedicated Board-level CSR & ESG Committee oversees these initiatives, ensuring they make a measurable impact. Additionally, we believe in aligning our efforts with government programs to support the nation's overall growth and the well-being of its citizens.

Description of Impact

(Opportunity, Positive, Actual, Within and Outside the Bank)

We have identified the most disadvantaged sections of the society around our areas of operation and are working to empower them to be self-reliant through our CSR brand 'Parivartan'.

Target

The Bank has considered multiple targets as part of our Parivartan initiative, more details on this can be found in the 'Social - Communities' chapter of this report.

FY24 Performance

₹945.31 crore
CSR expenditure

10.19 crore+
Number of beneficiaries

Customers Employees Community Investors Government and Regulatory Bodies Suppliers

F Financial I Intellectual M Manufactured H Human SR Social and Relationship N Natural

Sustainable Procurement

GRI topics: 204, 308, 414

Capitals Impacted: F M SR N

Relevant Stakeholders:

HDFC Bank implements a strategic approach to procurement, integrating environmentally and socially responsible considerations into our procurement practices. This approach yields operational efficiency, minimises waste generation, and reduces long-term operational expenditures for us.

Description of Impact

(Opportunity, Positive, Actual, Within and Outside the Bank)

As part of our ESG Policy Framework, we recognise the need to work closely with our suppliers to reduce waste, improve efficiency, reduce carbon footprint, and engage with them to understand their commitment towards human rights and labour practices.

We will thus continue to work towards greater integration of environmental & social considerations in our procurement practices. The Bank will make efforts to procure products which are recycled, environment-friendly, energy-efficient, and locally sourced.

Asset Quality

GRI topics: 203-2

Capitals Impacted: F M SR N

Relevant Stakeholders:

HDFC Bank prioritises responsible asset management practices throughout the loan lifecycle, contributing to a sustainable financial system. Regularly monitoring and managing asset quality are essential for maintaining the Bank's financial stability and ensuring that we meet the obligations to depositors and other stakeholders.

Description of Impact

(Risk: Reputational Risk

Impact: Risk, Negative, Potential, Within and Outside the Bank)

Asset quality is a fundamental risk for banks, directly impacting our financial stability. Our assets are essentially promises of future repayment. Weak asset quality can lead to financial losses and trigger a domino effect. This in turn can limit our ability to lend. In severe cases, very poor asset quality can even lead to disrupting the financial system and impacting depositors and the broader economy. Therefore, maintaining a high standard of asset quality is critical for us to ensure our own financial well-being and contribute to a healthy financial system. As part of our Environmental, Social, and Governance (ESG) Risk Management Policy Framework, we evaluate the environmental and social risks and opportunities associated with our lending activities. This analysis guides our lending decisions and fosters client relationships that promote sustainable business practices.

FY24 Performance

1.24%

Gross NPA ratio

Customers | Employees | Community | Investors | Government and Regulatory Bodies | Suppliers

F Financial | I Intellectual | M Manufactured | H Human | SR Social and Relationship | N Natural

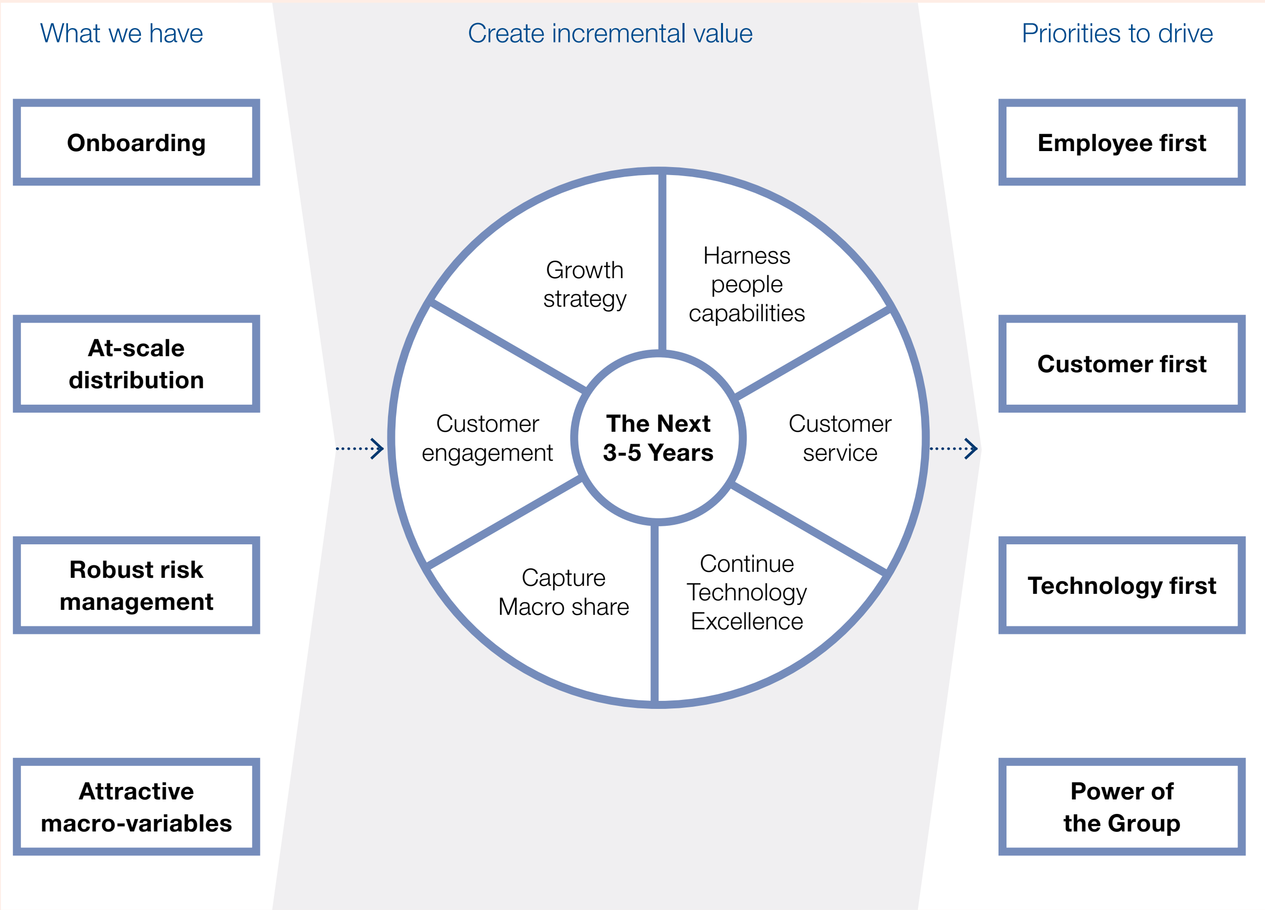
Our Future Ready Strategy

The Indian economy is positioned for growth, driven by strong fundamentals, a favorable policy environment and a youthful demographic with about 65 per cent of population under 35 years of age.

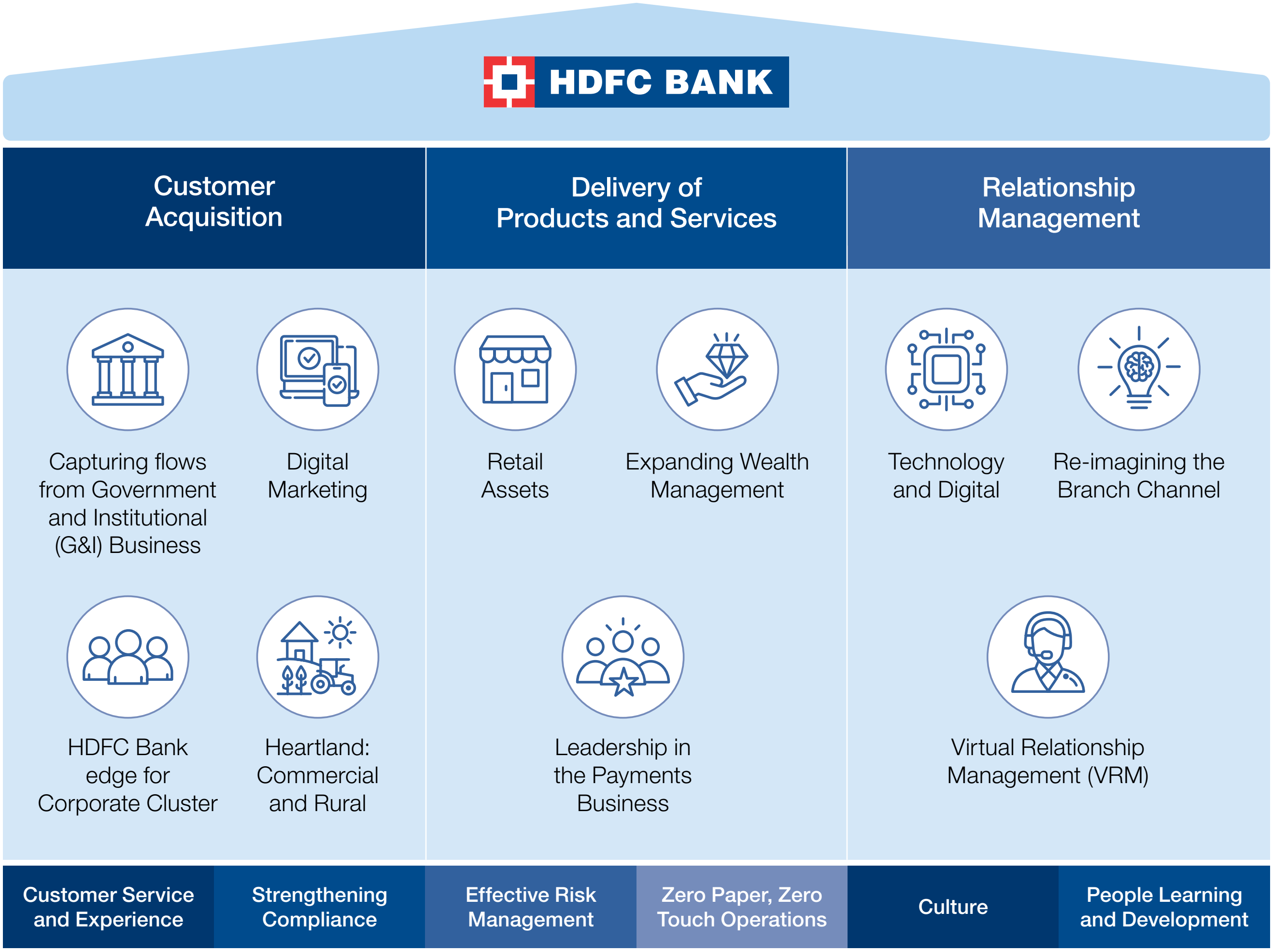
These factors collectively fuel growth in GDP and per capita income, consequently increasing the demand for financial products and services. At the Bank, we are well poised to capitalise on this opportunity through consistent innovation in our offerings and technological capabilities. The merger of erstwhile HDFC Limited with the Bank has further enriched our product suite with mortgage and realty finance business. Our focus is on risk adjusted consistent, profitable growth and this drives our strategy across all businesses. While pursuing this growth trajectory, we remain committed to robust governance and risk management practices, ensuring a harmonious balance between expansion and maintaining a portfolio quality.

Execution is our strength, as evidenced by the seamless integration of two financial powerhouses' post-merger. This facilitates a deeper customer engagement, establishes an extensive distribution network and fosters growth across all segments. We aim to further harness it's potential as we prioritise three key pillars: people, customers and technology.

WHAT WE HAVE — POSITIONED TO CONSISTENTLY CREATE VALUE



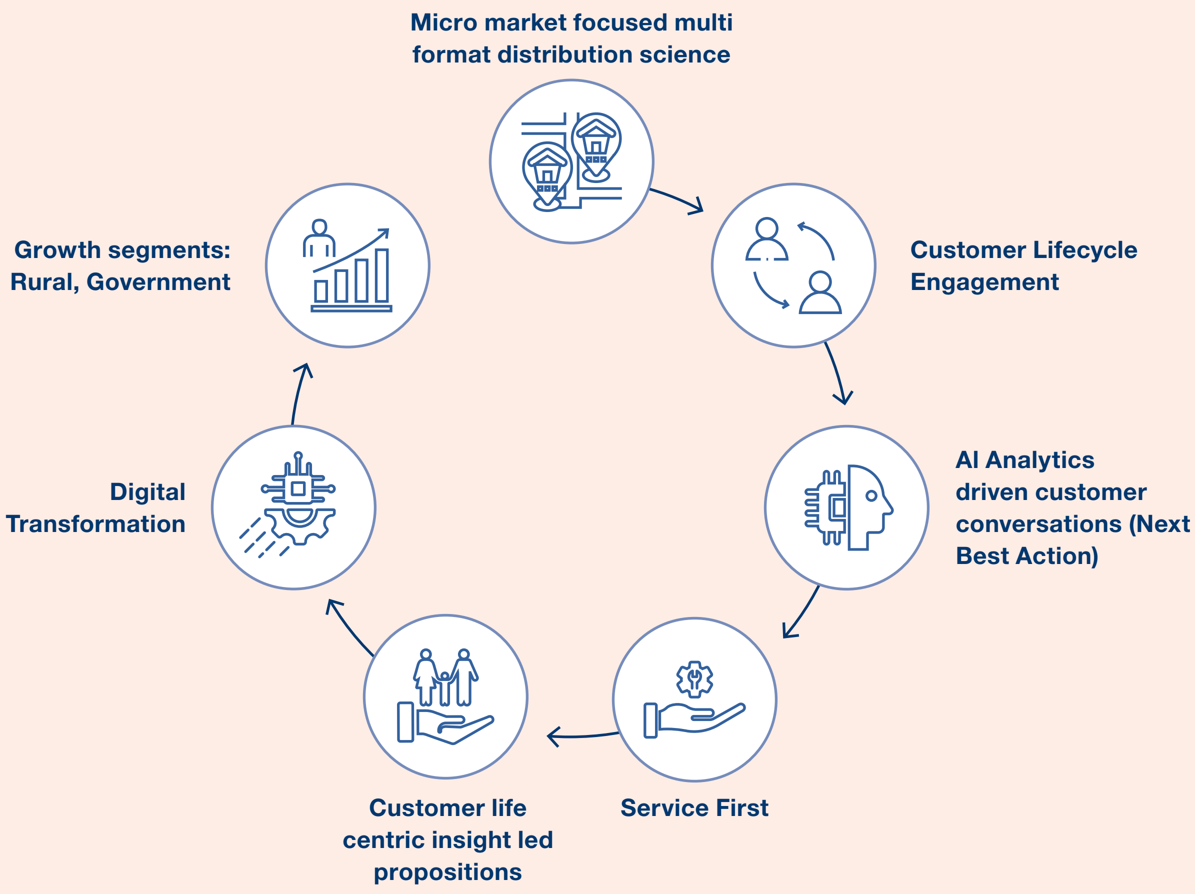
Our employees constitute the backbone of our operations and we are committed to creating an environment that enables them to fulfill their potential and flourish. Towards this the Bank has adopted the managerial behaviour architecture - Nurture, Care and Collaborate to further strengthen on ground experience of Culture. We remain steadfast in our commitment to prioritising customer service, striving to provide a seamless and exceptional experience. Moreover as banking continues its digital evolution, technology assumes a pivotal role in our strategy. We continue to invest in digital and technology to make our Core scalable, secure, and resilient. Leveraging digital advancements, we orchestrate a unified and comprehensive customer proposition, harnessing the power of the group. These strategic priorities underpin our ten-pillar strategy, positioning us for sustainable and profitable growth.



Re-Imagining the Branch Channel

As we recognise the increasing shift towards digital transactions, we envision the transformation of retail branches into engagement centres. Rather than being solely transactional, branches will serve as platforms for meaningful conversations with customers. We aim to provide holistic, need-based financial solutions by leveraging our diverse range of products and services. To achieve this, we have identified the following strategic imperatives for re-imagining the role and architecture of Retail Branch Banking:

STRATEGIC IMPERATIVES



Micro-market Focused Multi Format Distribution

We are transforming branch banking into a multi-format model based on a granular micro market approach. This involves using a multi-variate model to identify high potential markets, considering factors such as population demographics, deposits and advances data, delinquency insights, climate risk assessments and future trends. Branch formats may vary from full service physical branches to smart banking lobbies or digital banking units with self-service kiosks as well as business correspondent-based models. We closely track profitability and break-even for each format to ensure targeted investments and cost-effectiveness. By expanding our presence in identified locations through multiple formats, we not only increase our catchment area but also benefit from network effects. Therefore, we continue to invest in expanding our presence in identified locations through multiple formats.

Bank's Distribution Network

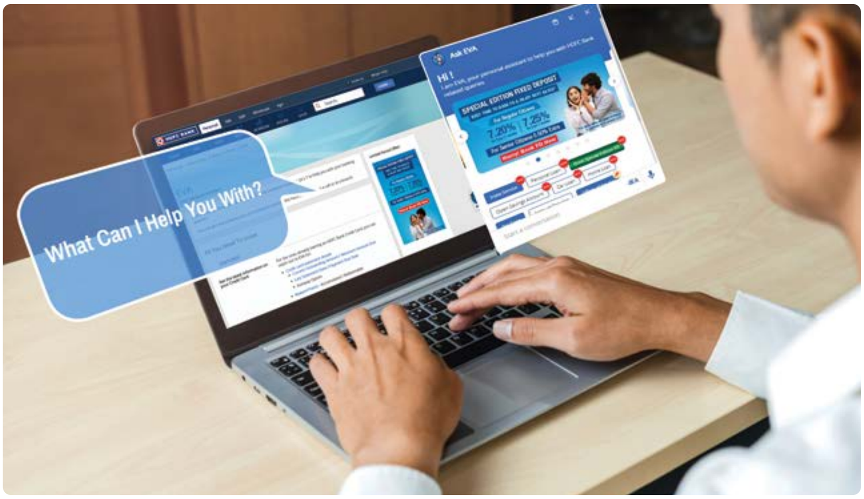
(As on March 31, 2024)

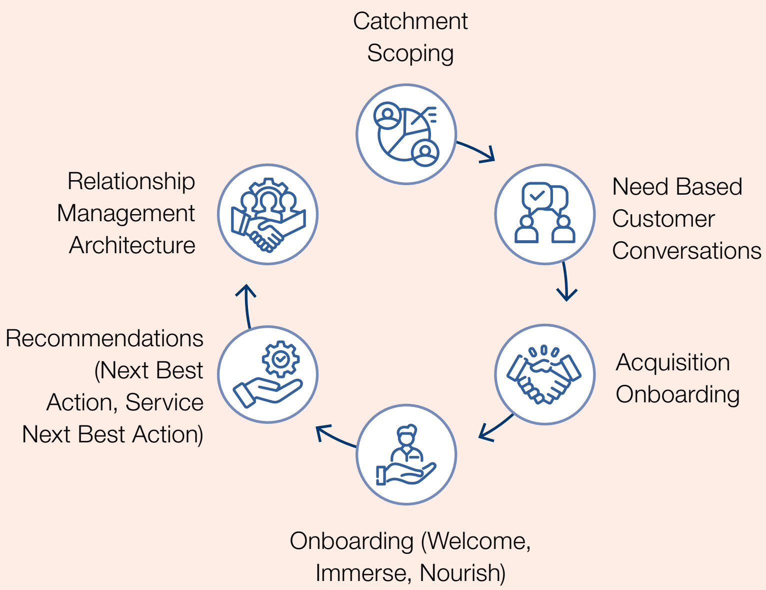
- Branches: 8,738
- ATMs / CRMs: 20,938
- Cities / Towns: 4,065
- 52 per cent of our branches are in Semi-Urban and Rural areas

Customer Lifecycle Engagement and AI driven Customer Conversations

We leverage our extensive branch network as engagement centres to have high impact conversations with customers to partner with them over the long term. We source the right customers through a differentiated go-to-market approach and engage in need-based conversations, offering tailored product propositions.

Our relationship management architecture ensures continuous nurturing and implementation of next best actions aimed at fulfilling customer needs. With a 'service first culture', we leverage robust analytics and AI to suggest personalised recommendations based on customer transactions and digital behaviour for services and products. This also allows for validation from the Relationship Manager which then results in recommendations for the next best action for each customer. Relationship Managers are also equipped with real-time data for immediate next best actions based on customer interactions. We are now looking to enter the next leg of this journey by leveraging the account aggregator model and Generative AI capabilities to ensure that we have the right proposition for the right customer at the right time.





Digital-led Service First Organisation

We focus on voice of customer -led process improvements and digitalisation. Some of the key improvements include differentiated and priority servicing for senior citizens and High Net Worth (HNW) customers, real-time deliverable tracking and regular alerts to customers on processing milestones. We continue to embed and enhance customer digital journeys including Insta Service Journeys, in sales, service and operations. Mobile first approach leveraging Aadhaar and 'Walk Out Working' (WOW) straight through journeys are some of the initiatives that are helping us achieve significant benefits in terms of improved customer experience. With a digital-first mission, we are unlocking operational efficiencies and cost savings while delivering customer delight. Going forward, we aim to build a paperless retail experience through a bouquet of customer-centric digital journeys that make banking simple. BizXpress is a digital portal designed for MSME customers.

Launches in FY24

- BizXpress: A digital portal designed for MSME customers
- SmartWealth App: A user-centric Do-It-Yourself (DIY) investment mobile application

Rural Business Growth Levers

We develop curated propositions to address the specific needs of Semi-Urban and Rural (SURU) markets. We introduced 'Vishesh Banking Programme,' an industry-first rural-focused customer managed programme. It provides customised benefits like complimentary health check-up facility, tele consultation with doctor, free gold valuation, discounted pricing on loan processing fees and free subscription to Agri-Tech app with discounted products and services. To expand our rural reach, we utilise business correspondents and innovative models like the Bank on Wheels. Additionally, we engage customers through financial literacy programmes and opinion leader engagements to foster deeper relationships and recognise their contribution to society through an acknowledgement initiative known as 'Samman Samaroh'. Collaborating with partners such as Farmer Producer Organisations (FPOs) and Micro, Small and Medium Enterprises (MSMEs), enables active engagement with the entire ecosystem in a comprehensive manner.

People Capability Building

All the aforesaid initiatives and reimagined approach are complemented by a massive focus on our people capability building through a sharp and targeted strategy using Nurture, Care and Collaborate approach. We are investing in innovative ways of learning and capability development using internal and external partners and technology enabled platforms.

Virtual Relationship Management (VRM)

Virtual Relationship Management (VRM) is where new age technology powers human capability to bring to our customer a convenient, safe and seamless customer experience consistently. VRM provides enhanced customer engagement and seamless banking experience –emerging as the preferred banking choice for millions of customers.

Our VRM strategy focuses on digital ease and personalised, need-based conversations. It is built on three pillars: Virtual Relationship, Virtual Sales and Virtual Care. Virtual Relationship is an effective approach to cater to the needs of our managed customer base. The Video KYC team which is a part of Virtual Relationship enables digital onboarding and KYC verification. Virtual Sales addresses remaining customer base (other than managed) engaging and enhancing their relationship value by meeting their requirements with best-in-class products delivered digitally. Virtual Care enables seamless 24/7 customer service across all major retail banking products delivered through voice and text-based modes.

Our Virtual Relationship Managers constantly engage with customers to cover the entire customer life cycle including saving, investing, borrowing and transacting. Leveraging an omnichannel engagement framework, data science-driven interactions and a talented pool of well-trained Virtual Relationship Managers, we have an advantage in VRM. Our investments in technology have upgraded customer-facing solutions such as Interactive Voice Response Systems and digital engagement platforms like Video KYC, offering a world-class virtual engagement framework. Our Virtual Managers are complemented with various digital tools such as web chat with Eva (an Artificial Intelligence based chatbot) and service assistance via Facebook Messenger. Employees and customers are the capital for this business and the Bank has invested heavily in training and development of its relationship managers. Training covers product knowledge, sales techniques, communication skills, compliance and regulatory requirements and customer relationship management skills. With structured, secure, compliant and automated systems, we ensure customer data privacy. Our virtual framework provides seamless 24/7 access to customers aligning with global service standards. We offer automated Interactive Voice Response (IVR) and Voice BOT solutions in multiple languages delivering a wide range of services. Through analytics-led product distribution, we strive to be the preferred choice of customers for all their banking needs. Our Virtual Care and Virtual Relationship approach is an extension of our customer-centric programme called 'Infinite Smiles,' aiming for customer delight in every interaction.

IVR offered in
12 languages

Video KYC offered in
6 languages

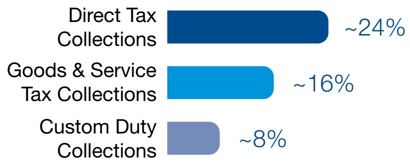
Capturing Flows from Government and Institutional (G&I) Business

Our efforts to grow the Government, Institutional and Start-Up businesses gathered further momentum in the Financial Year 2023-24. The key pillars of growth for the business are:

Dominance in Agency Business

The Bank continues to focus on maintaining its position as a leading Agency Bank, ranking among the top three Government Banks collecting direct and indirect taxes for Government of India. It is the largest collector of Goods and Service Tax demonstrating its market leadership, and a major player[1] in direct tax collections and customs duty. The Bank is actively integrated with 9 States/Union Territories for the collection and settlement of various state taxes.

HDFC Bank's Market Share:



> The Bank collected over ₹10 lakh crore of revenue in FY24 for the Government

Partnering with Governments to go Granular

The Bank has emerged as a trusted partner for centre, state, district and local level administration leveraging technology to offer right fit solutions. It has helped digitalisation of Gram Panchayats (4,500+) by enabling collection of local taxes through QR. HDFC Bank has also integrated with online revenue collection platforms to enable collections for state, district and urban local bodies.

Further, for State Governments we have facilitated asset monetisation and revenue accrual through online auctions. The Bank has facilitated digitalisation of payments associated with the land acquisition process by aiding district level Government authorities to expedite beneficiary identification and related disbursements.

Disbursing Funds to the Last Mile

With a 39 per cent growth in total flows processed, the Bank facilitated the transfer of over 30 per cent of the total funds flowing from the Central Government to various beneficiaries under the aegis of the Centrally Sponsored Schemes, Central Sector Schemes and the 15th Finance Commission. The Bank disbursed funds amounting to ₹1,06,171 crore under the various schemes.

> Process 30 per cent of the funds flowing from the Government of India to states and implementing agencies

Enhanced Focus on Serving Those Who Have Served the Nation.

HDFC Bank revamped its product offerings and overall engagement strategy to provide customer delight to pensioners with 3,200 + branches enabled to offer SPARSH services to defence pensioners. In addition, the Bank has enhanced its pension system with additional automation and features to be able to provide Form 16 and facilitated submission of life certificates digitally through integration with Jeevan Praman Portal, Government of India. The newly launched Garv Pension account comes with best in class offers, including health insurance to those until the age of 75 years.

Digital Solutions - A Key Driver of Government and Institutional Business

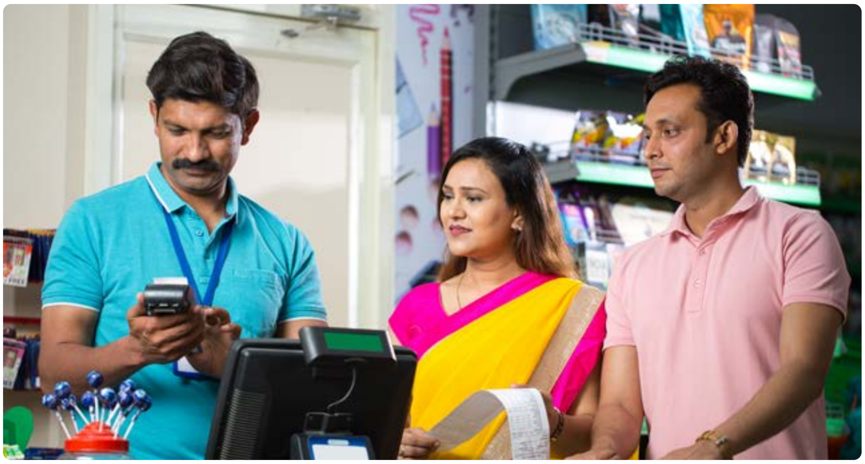
The Bank offers a connected banking experience to its customers through FARSight, a tool for monitoring fund flows and balances across their administrative functions enabling a convenient and efficient way to manage their finances. The Fund Management Solutions facilitated by the Bank to various State Governments help them systematically comply with the Single Nodal Account guidelines as mandated by the Government of India. In addition, the Bank continuously endeavours to ensure compliance with the various system upgrades required to by the Public Financial Management System [PFMS]. Finally, the Bank's recently launched omnichannel payment and collection solution – Collect Now and its associated applications help various Government and institutional customers digitalise the payment and collection flows.

Investing for the Future

The Bank has focused on augmenting its engagement and offerings with the Start-Up ecosystem by launching a range of customised solutions under the revamped flagship program StartUp | BuildUp.

- Dedicated lending policy under Credit Guarantee Scheme for Start-Ups.
- Specialised group health insurance coverage plans.
- Efficient management of personal and professional expenses with commercial cards.
- Value-added services such as provision of legal handbooks and compliance calendars and specialised offers
- Offered grants to DPIIT registered Start-Ups under its umbrella CSR program

[1]As per tax collection data reported by PIB & CGA, Government of India.



Payments Business | Growth and Leadership

In consonance with the India story, HDFC Bank continues to make rapid strides in the digital payments' domain.

Armed with a bouquet of products and services, our payments business encompasses end to end solutions designed to cater to a wide range of customer segments across multiple geographies within & outside India. Our capabilities are built to serve customers both on the issuing as well as acceptance side. The products are designed to serve and solve for unique payment requirements of several customer segments and industries at scale.

Our payment products are key to customer engagement and are built on the ethos of payments being a crucial driver to deepen the overall relationship with the customer and become the preferred banker, both for liabilities and assets. The narrative is always about enabling solutions which enhance the customers quality of life and also be a part of the customers growth journey.

Our credit card business continues to be a leader on many fronts. Having built best in class products and platforms over the last two decades we continue to maintain our dominance with more than 2 crore satisfied customers. A wide range of card products backed with superior customer service experience across the physical and digital mediums, have ensured that we continue to build momentum by issuing more than 5 lakh cards every month.

Commercial cards which are used by various business entities to cater to multiple expenses around travel, entertainment, procurement and statutory payments have also been a key area of focus for the HDFC Bank payments business. With an experience of more than two decades of serving SMEs and large corporates, our payments business offers unique payment solutions for various industries like Aviation, Travel and Insurance. By leveraging advanced data analytics, we identify traditional payment flows and migrate them to a convenient and seamless digital payment flow thereby helping our customers manage their payments in a more efficient manner.

Our commercial payment solutions have found wide acceptance across the industry ensuring that we are the market leaders not only on an overall basis but also on an individual basis across multiple segments.

The Bank is a leading issuer of debit cards with more than 5 crore debit cards in force. The spend per card is 3x of the industry average thereby reflecting a healthy profile of the Bank's customers.

In addition to credit and debit cards the Bank also offers a wide range of prepaid cards for use by individuals and corporates. These cards can be used across multiple merchant categories in India as well as overseas.

Our Acceptance Business which is spread across the length and the breadth of the country has been a significant contributor to the digital payments growth in the country. Over the last few decades, we have continued to invest and grow this business by ensuring that we onboard small, medium & large businesses to accept multiple payment form factors which includes Cards, UPI, Central Bank Digital Currency and Wallets.

Equipped with "Vyapar" our digital acceptance platform, we continue to maintain our leadership position in the acceptance business serving more than 30 lakh merchant establishments.

Our wide array of products gives us the ability to serve our merchant partners to collect timely payments through the offline as well as the online medium. Our product suite which includes Online Payment Gateways for collecting payments via Cards, NetBanking, UPI are well designed and not only suited to meet the needs of Start-Ups as well as large businesses but also cater to the growing requirements of various associations, trusts, religious and Government institutions.

We also have the full array of products catering to our merchants partners enabling them to seamlessly collect payments in the offline world. We support collection of payments through the ubiquitous PoS terminals and are also a leading player in the UPI dominated QR payments. Our product range is flexible and complemented by latest technology to accommodate customisations.

Innovation has been a constant theme across the Payments Business. The Financial Year 2023-24 saw the Bank introducing several new products and payment platforms.

The Bank's MyCards platform which is a one stop platform to manage HDFC Bank Credit and Debit Cards, FASTag and Consumer Durable loans continued to grow at a rapid pace, with more than 1.3 crore card users being added only in the last year. The platform continues to be enriched through addition of new features at regular intervals.

SmartHub Vyapar, an integrated payment, banking and business solution that caters to the daily needs of merchants and helps them drive business growth also continued to witness widespread adoption with more than 16 lakh merchants onboarded across the country. It handled over 45 lakh transactions daily in March 2024.

The newly launched PayZapp has seen a strong growth with 75 lakh customers onboarded as on March 31, 2024. PayZapp provides a unified experience across contactless, QR and UPI payments. It is currently among the top-rated payments application in the country.

Given HDFC Bank's strong franchise on the issuance as well as the acceptance side, the Bank also leverages its network of consumers and merchants to enable affordability solutions. It has a very strong consumer finance programme helping consumers to purchase goods and services complimenting their lifestyle.

The Bank's future strategy revolves around the opportunities in the payment's ecosystem and the vibrant Indian economy. It continues to focus on sustainable growth strategies, emphasising on resilience and holistic impacts. The digital strategy is aligned to enhance customer engagement across all touchpoints of the Bank.

As an extension of the digital strategy, the Bank is poised to launch a completely new and refreshed Mobile and NetBanking platform which is user friendly and offers a very high level of security.

Tech and Digital: A Customer Centric Evolution

The digital transformation witnessed in the financial landscape has brought institutions closer to their customers than ever before. From instant microfinance to the largest corporates and from the urban youth to agri and dairy farmers - our Bank is proud to offer best-in-class products and services to customers across the spectrum.

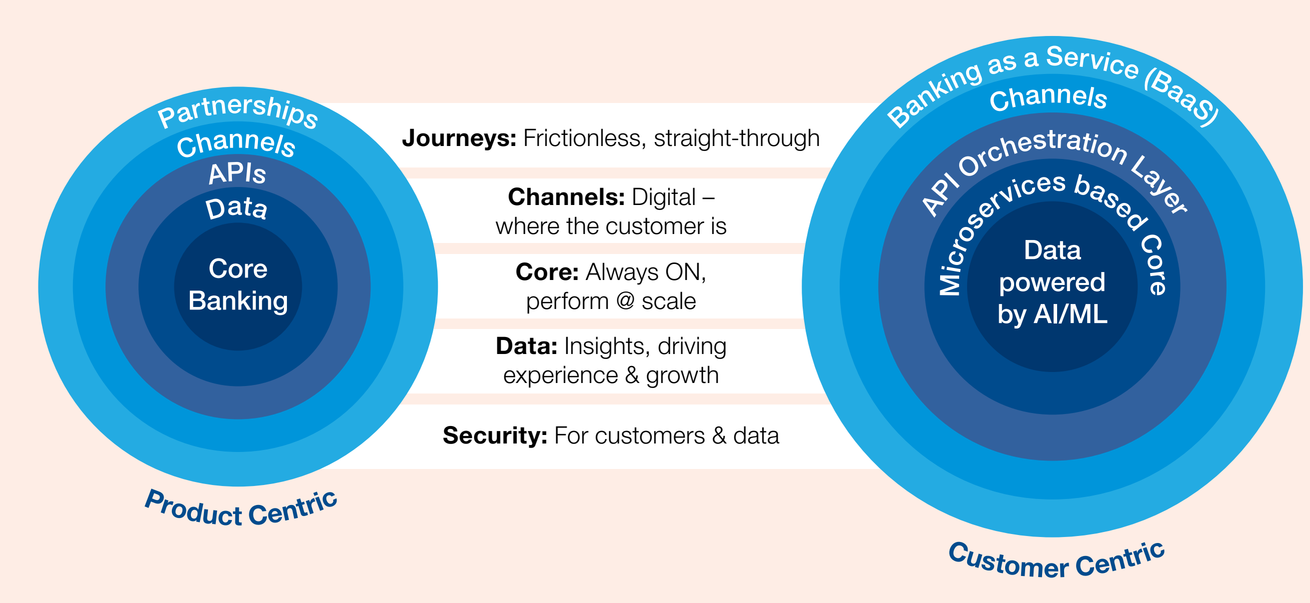
To further harness next-gen technologies and innovations for serving our customers better, we are pivoting our strategic direction with “Shift Right”: shifting from a product-centric approach to a customer-centric focus.

Our product-centric approach ensured that our core banking infrastructure was the heart of our operations, supported by layers of data, integrations and diverse channels and partnerships for customer interaction.

Now, as we embrace a customer-centric model, we understand that **Data enhanced with Artificial Intelligence (AI) and Machine Learning (ML)** at the core of our operations will enable deeper insights into our customers' behaviour, preferences, and needs, further allowing customer personalisations and customisations while protecting their privacy and security.

The data would be powered by **modernised, decoupled core** systems built for scalability and demand with higher availabilities. The 'lightened core' would leverage cloud-native architectures delivering greater performance and secure access.

Next, **an API orchestration layer** will facilitate seamless integration and communication across services and platforms. This will ensure that our systems and services are always



ready with plug-&-play connectivity providing enriched, streamlined experiences for our customers.

Further, by supporting a variety of **channels** for customer engagement such as mobile apps, online banking, chatbots and in-person services, we can meet customers where they are and provide consistent, high-quality engagement across touchpoints. This multi-channel approach ensures that customers can access our services in the way that is most convenient and comfortable to them.

As organisations are increasingly taking their experiences directly to customers rather than expecting customers to come to them, **Banking-as-a-Service (BaaS)** has begun assuming relevance. We see this as an opportunity to embed our digital offerings into the channels that customers prefer to use.

“Shift Right” will not only expand our reach and market presence but also foster innovation and collaboration within the financial ecosystem, ultimately benefiting our customers through a broader range of innovative solutions. By adopting a customer-centric approach, we will ensure that our services are more responsive and personalised while accelerating scalability, flexibility and innovation thus driving long-term customer satisfaction and loyalty.

Our dedication to delivering personalised digital banking solutions and ensuring inclusive access to banking services underscores our mission to be a trusted partner for all our customers. As we continue to innovate and adapt, our Shift Right approach will guide us in building a resilient, forward-looking Bank that remains steadfast in its commitment to excellence and customer satisfaction.

Heartland: Commercial and Rural

Commercial and Rural Banking (CRB) Group caters to a diverse range of entities including Micro, Small and Medium Enterprises (MSMEs), Joint Liability and Self-Help Groups in the microfinance segment. It further serves the needs of small and marginal farmers, healthcare finance, equipment finance and commercial transport companies. Under the CRB segment, our aim is to support the growth and success of MSMEs by providing access to credit and other financial solutions and services. We cater to MSMEs in manufacturing, exports, retail and wholesale trade, supply chain network, infrastructure companies, farmer finance, commercial agriculture, joint liability and self-help groups under microfinance, commercial equipment and transport and healthcare businesses. We are committed to resolving challenges such as limited credit access, high borrowing costs and collateral constraints that are faced by this sector. Our lending activities under this segment play a significant role in meeting our Priority Sector Lending (PSL) obligations.

The goals in CRB are three-fold: to increase PSL lending, to grow the book and to generate income while maintaining portfolio quality. Our Bank's PSL lending comprises 53 per cent of our total book of which 46 per cent is organic. CRB Group has been clocking a y-o-y growth in the range of 25-30 per cent for the past ten quarters with a GNPA of 1.65 per cent which is one of the lowest in the industry.

We have in place a robust growth strategy for all our major offerings. In MSME segment, we already have a strong presence across all states with a leading market share in 14 of them and securing a position among the top 3 in 21 states. We are now building in granularity by targeting district-level leadership.

We continue to pursue agricultural financing and consider the portfolio an important wallet generator for the Bank in the future. We see this potential, as trends shift from pre-crop working capital financing to agri infrastructure financing. Further as envisioned, we have built a strong portfolio of diverse offerings across high income agri products such as dairy and horticulture. Under agriculture finance, we currently have a presence in 2.25 lakh villages and we aim to penetrate more in these villages to build further on the portfolio. We are currently the no.1 in the transportation finance business. While we continue to innovate and enhance our digital offerings, we have ensured robust analytics and risk management capabilities to back these offerings. Risk Management is at the core of our product offerings. Also, there are offerings in new and under-penetrated equipment category as well as non-equipment financing. We will do this by leveraging our strong OEM relationships, common distribution channels, geographies and customer base across our existing portfolio and presence. Digital journeys and digitalisation is a key enabler for growth in this segment. We continue to digitalise a major part of CRB business.

We are digitalising customer touchpoints, document collection processes, sales service and others. We have enabled self-service digital capabilities across all our branches. Going forward, we aim to build capabilities for digital underwriting through data management and APIfication. The segment that the CRB Group serves has tremendous market potential and the Bank is in a strong position to capitalise on this opportunity through our extensive reach, innovative capabilities and digital prowess.

Retail Assets Strategy

The Bank has been the market leader in all the asset categories relating to personal finance and continues to maintain its lead position. It has been a combination of both secured and unsecured business. Our strategy involves a comprehensive approach to ensure sustainable growth and maintain impeccable asset quality. Our strength has been to continually look out for new opportunities and build up business propositions to cater to every segment of the industry. We have an array of products for both personal and business needs.

Our strategy is to continually enhance digital offerings across all our retail assets, do this at prices attuned to our risk appetite and consistently maintain our portfolio quality.
We would continue our focus on digital distribution and increase the unassisted sourcing through Xpress Personal Loan, Xpress Business Loan, Xpress Auto Loan, Loan Against Shares / Mutual Funds. Introduction of new workflow system for Gold Loan, will bring in enhanced customer experience. We continuously strive to acquire New to Bank customers with our best-in-class asset offerings. Our indigenous digital journey not only enables our existing customers but also seamlessly propels business from New to Bank customers.

The large, existing customer base of over 9 crore provides a fertile ground for future growth. We would continue to provide products and offer solutions for customers' needs based on our rich understanding of their profile. This would bring in higher engagement through our internal channels viz., branch network and virtual team to step up the business growth. Both the channels put together would reduce the overall cost of sourcing and improve our Cost to Income Ratio.

While we continue to innovate and enhance our digital offerings, we have ensured robust analytics and risk management capabilities to back these offerings. Risk Management is at the core of our product offerings with robust underwriting mechanisms in place to support our lending decisions. We ensure prudent pricing across all products factoring in the risk.

The Bank has expanded its branch network and we would capitalise on the same by increasing our offering and reaching emerging geographies. Our delinquency levels have been one of the lowest, with a large portion of the customers have better credit scores. Our robust processes and controls have managed the risk associated with varied asset lending. Our Gold Loan presence has also increased by 5X in the last 2 years.

As we move forward, all retail asset products would be made available to the erstwhile HDFC Limited's customers thus enhancing our customer base. The way forward for us is to continue to offer loans seamlessly across geographies, expanding our reach in Semi-Urban and Rural markets for deeper penetration and maintain our leadership in urban areas and cities.

Home Loans

The merger of the erstwhile HDFC Limited with HDFC Bank has been transformational for the Bank. It has now emerged as a Bank with one of the largest home loan portfolios in the country.

A trusted home loan product is now riding on HDFC Bank's network of over 8,700 branches, digital touchpoints, complete product range and superior technology.
This synergy has enabled us to offer best-in-class home loan offerings to existing and new customers. Post-merger turnaround time has improved significantly. This coupled with the erstwhile HDFC Limited's strength of connecting with customers in person is a potential game changer in terms of both sales' turnover and cross- sell.

The Bank is in the process of converting erstwhile HDFC Limited's service centres to branches in a phased manner. As a part of enhancing the cross-sell strategy, home loan customers are now able to avail of a wide range of products/ services like Deposits, Consumer Durable Loans, Credit Cards, Wealth Advisory Products, Unsecured Loans and other retail loans.

Savings Accounts for New to Bank customers has moved to about 85 per cent from 35 per cent. This sets the foundation for a stronger connect with incremental customers.

In addition to this, our strategy is to improve the focus on the self-employed category which will further increase opportunity in this segment. Post-merger, the Bank has launched and expanded its product basket through banking surrogate programmes as well as leveraging its knowledge for better assessment of such profiles for home loans.

With differentiated strengths and despite having a larger book than peers, the Bank's model is generating huge benefits on a monthly basis without compromising on its underwriting standards and is expected to generate substantial value for both customers and the Bank in the future.

The gross retail mortgages stood at ₹7,72,786 crore, compared to the previous year's ₹1,78,840 crore. The figures for the period ended March 31, 2024 include the operations of erstwhile HDFC Limited which amalgamated with and into HDFC Bank on July 01, 2023 and hence comparisons with the previous periods have to be looked at in light of the same.

The Bank believes that the fundamental demand for housing will continue to be strong in the long run in India due to a favourable environment. India is expected to have the largest working population by 2050, which is likely to give a major fillip to urbanisation in the country. Eight crore families are likely to move from rural areas to cities in the country, increasing the need for housing. This is clearly an opportunity for the industry and HDFC Bank is well positioned to help fulfill the housing dreams of millions. The Bank is committed to offering home loan solutions to diverse income categories.

Going forward, our aim is to retain and built on our strengths to offer a best-in-class service and capitalise on the immense opportunities that are available in the country.

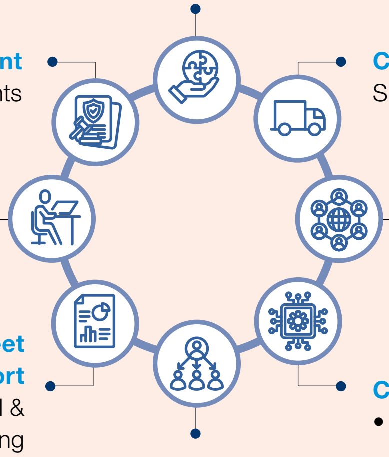
HDFC Bank Edge for Corporate Cluster

Corporate Banking remains a steady contributor to our growth and profitability. Our customer base spans from prominent large business houses, multinational corporations, manufacturing and service sector companies to public sector enterprises and financial institutions, amongst others. Our focus is on holistic corporate engagement. We serve them by extending credit as well as by offering banking products and solutions that assist in managing their entire financial business cycle. Our corporate solutions include working capital and term loans at the inception of a project, operational solutions such as cash management, supply-chain integration, international trade financing and payment solutions such as tax management as well as payroll management.

Our comprehensive range of products and services along with our relationship approach provides us with competitive advantage. While we focus on growth, we ensure pricing discipline and are selective in the exposures we undertake. We have a well-diversified book across multiple industries. The average rating of the book is between AA to AA+.

We endeavour to leverage our strong relationships with existing customers to increase our wallet share. This entails deepening share within existing products as well as designing effective solutions across their needs to increase their product holding. In addition, we are also focusing on New to Bank acquisitions through engagement with large corporates, targeting Government undertakings and multinational corporations to expand our reach. We aim to capitalise on the Government infrastructure push and Production Linked Incentive scheme (PLI) which will open up incremental opportunity for the banking sector. We have also put in place a liability strategy to improve wallet share through our transaction banking, viz, cash management, payments and trade solutions. Supply chain financing is also a key growth driver for the Bank. We are bolstering this through the use of technology such as our supply chain platform that acts as a one-stop shop for transaction needs, as well as the development of need-based offerings.

CORPORATE ECOSYSTEM



KEY GROWTH DRIVERS

Leveraging Existing Relationships	New to Bank Acquisition	Liability Strategy	Yield & Spread Improvement	Creating Vertical focus
• Assessment of potential products • Effective solutions for gaining wallet share	• Targeting MNCs • Engaging with Corporate Group companies • Geographical expansion	• Focus on underlying float products • Improving share of wallet of transaction banking • Pooling bank to the Corporates	• Tight liquidity expected • Continue to be selective on assets • ~90% floating book	• Large Corporate Coverage (LCC) • Public Sector Undertaking (PSU) • Multinational Companies (MNCs)

We are continuing on a path of strategic digital transformation to further widen and deepen wallet share from corporates by enhancing Employee Experience (EX), Customer Engagement (CE) and creating an ecosystem for seamless banking. We are enhancing Employee Experience through the launch of platforms enabling an end-to-end journey for the Relationship Managers, actionable analytics, pricing intelligence and dashboard automation. On the customer front, we are progressing on the path of shifting from a product focus to an ecosystem approach and investing in enabling ERP integration across functions.

In addition to pure construction finance facility, we are also financing Greenfield under-construction commercial office space with developers having a proven track record. The construction finance facilities will get converted into low-risk Lease Rental Discounting (LRD) facilities resulting in a healthy pipeline of LRD book for the Bank.

Through these initiatives, we are re-imagining the corporate cluster to function as a digital corporate bank. We believe the runway is long and our aim is to serve corporates with the entire gamut of products and services and capitalise on the benefit of synergies across our Bank.

HDFC Bank offers comprehensive structured solutions to help corporates make their supply chain more robust. These programmes cater to the working capital requirements by easing liquidity and removing the underlying trade risk of the transaction.

Supply Chain Finance (SCF)

As part of our digital transformation strategy, we have launched the SCF Underwriting & Onboarding platform to ease the anchor client's counterparty onboarding process and provide instantaneous credit decisioning in less than 30 minutes of application submission. In addition to the enhanced Customer Experience, the platform also enhances the productivity of the Bank's internal stakeholders. It enables HDFC Bank to build a granular SCF book and given the automation of the origination and underwriting legs, the platform is also expected to give an impetus to higher deal velocity on the existing SCF Transaction Platform.

Realty Business Finance

Post-merger, the Bank inherited the realty business finance. It has commenced offering Construction Finance facilities mainly to well established borrowers with a strong track record. This business largely covers the rental discounting business as well as construction finance. There was a significant shift in regulation and processes. The Bank has successfully managed to ensure that the transition was smooth and seamless. There is a continuous endeavour to make borrower's journey from application to disbursement smooth and fast. With continuous automation and digitalisation of various processes, we have been successful in reducing our overall TAT resulting in customer satisfaction and better service.

We offer funding for ready / under construction residential / commercial properties, Hotels, clubs, schools, hospitals among others. Lease Rental Discounting is another key product offered by Realty Business Finance.

HDFC Bank is the largest player in Real Estate finance with market share of close to 20 per cent. We are geographically spread across 15 cities across India and are present in both

Tier I and II cities. Our team consists of experts across various aspects of Real Estate and related products.

There is an immense scope of providing other banking services to our customers. We aim to be a one stop shop for these customers and provide them with services like CMS, liability products like Term Deposits and others.

Technological advancements and seamless end to end customer journeys are our key focus. Realty Business Finance strives hard to achieve this objective and play a pivotal role in Bank's growth story and adhering to the mantra of 'Customer First'.

Wealth Management

In the Financial Year 2023-24, the Wealth Business achieved significant growth with a 35 per cent increase in client base and now serves over 84,000 households. The team has expanded to over 1,100 Wealth Bankers across 923 locations through a hub-and-spoke model. Our Assets Under Management (AUM) have surged by 45 per cent to Rs. 6.47 lakh crore reflecting a strategic focus on delivering exceptional financial solutions. By collaborating with verticals across the Bank, we offer a comprehensive one-stop solution for Investment Banking, Lending, and Personal Banking needs. The success underscores the commitment to excellence and client satisfaction.

The strategic focus in the Financial Year 2023-24 was to expand wealth management services across the country with emphasis on Super Affluent and Mass Affluent clients. The market share has been driven through 160+ client events in FY24.

Our "Service First" culture ensured that we deliver best-in-class experience to clients. The Wealth Business has achieved significant growth by offering superior product selection and an enhanced service experience facilitated by engaged and trusted Wealth Bankers. With a strong brand presence and over two and a half decades of experience, the Bank has built a reputation for trust and reliability.

This trust has been strengthened through robust processes, diligent research methodology and bespoke recommendation model for Portfolio Management Services (PMS) and Alternate Investment Funds (AIF) product selection in addition to the FAMA model for selection of mutual funds.

HDFC Bank is committed to continuously investing in our talent, providing top-tier training programmes from prestigious institutions like IIMs. These initiatives enhance the knowledge and skills of our Wealth Bankers, enabling them to engage more effectively with clients in a dynamic market environment. These efforts underscore the commitment to providing exceptional financial solutions tailored to our clients' needs.

Our cutting-edge fintech platform "SmartWealth", offers a comprehensive solution for managing investments seamlessly. The state-of-the-art mobile application provides a highly personalised experience, democratising wealth management across all customer segments by leveraging over two and a half decades of domain expertise. Our product and tech teams bring a cumulative 100 years of experience each, delivering a robust digital experience that sets new standards in the industry.

SmartWealth, our revolutionary digital platform designed keeping users at the centre, offers top-tier features to enhance wealth management experience:

1. Tailored model portfolio recommendations powered by our in-house research team to help users achieve their financial dreams.
2. Consolidated portfolio view and comprehensive family wealth dashboard for holistic financial oversight.
3. Account aggregation across banks with a spend tracker and analyser, enabling meticulous control over cash flows.
4. On-the-go portfolio analytics to keep users informed and agile in their investment decisions.
5. Dynamic portfolio rebalancing by switching from underperforming funds.
6. A versatile SIP calendar allowing users to start, pause, resume or stop SIPs at their convenience.
7. Centralised investment reports for seamless financial and tax reporting.

With over 1.1 lakh downloads and counting, this innovative solution is transforming how our clients manage their wealth.

With an unwavering commitment to clients' prosperity and enduring financial well-being, the Bank has steadfastly pursued avenues to bolster recurring revenue streams.

We remain focused on providing an asset allocation-based Wealth management offering that is designed to Protect, Manage and Grow our clients' wealth – an essential cornerstone of our brand's identity.

Digital Marketing

Digital Marketing plays a vital role in the Bank's overall marketing strategy. Digital is a platform where increasing number of our customers spend their time and hence, it is crucial to be present in this medium to engage and build our brand with our key target audience. We have built a strong brand IP through Vigil Aunty – our own social media influencer, who creates awareness amongst customers about frauds and helps them to be aware of how to avoid them. She has **21+ lakh** followers in social media and **about 8 lakh** on WhatsApp. This IP has helped us to strengthen our leadership position by taking the lead on an issue which plagues the entire industry. We also leverage social media platforms to drive moment marketing by celebrating key Indian stories, responding to trending themes and being present topically to establish brand associations of modern, dynamic, and progressive. Our digital marketing strategy has helped create brand love amongst the new and digitally savvy set of customers leading to increased brand awareness and brand loyalty for our financial solutions and services.

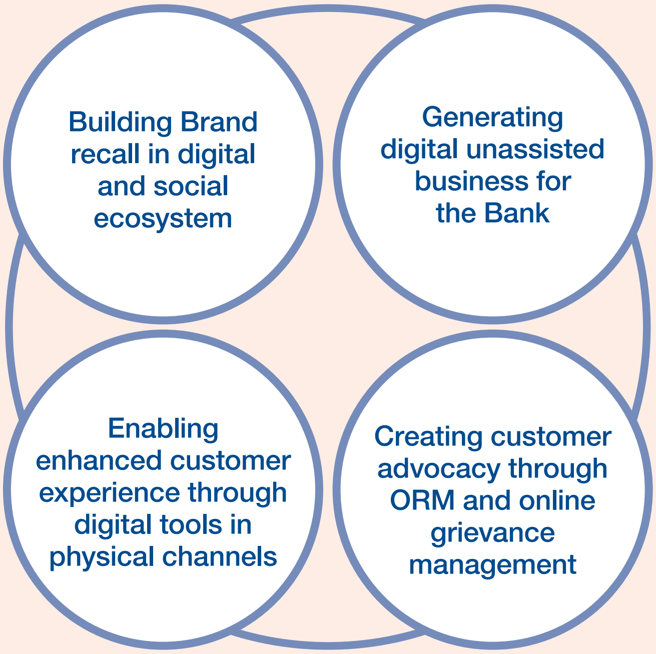
The second key aspect which digital marketing delivers on is to create a strong digital first culture amongst both the employees of the Bank as well as its customers. This primarily aims at creating frictionless customer experiences for availing our products, for taking care of their servicing needs as well as providing app platforms to manage their day-to-day money and payments needs. And then leveraging these digital journeys to shift the purchase behaviour of our customers to adopt unassisted digital journeys and save costs for the Bank. By executing this strategy, we aim to improve our direct contribution through digital to business generation.

We invest in advanced analytics and data science using cloud-based tools and advanced AI / ML models to gain a deep understanding of customer behaviour and preferences, curate personalised interventions and execute digital marketing plans at scale. We have revamped our digital journeys for loans, deposits and payment solutions enabling customers to purchase products in a frictionless manner. Our advanced analytics engine allows us to test hypotheses, build models and understand customer needs for meaningful interactions and relationship building. Our goal is to address relevant customer needs with the right product, at the right time and through their preferred communication channel.

To drive end-to-end outcome of unassisted business generation, we work in cross-functional teams called PODs. These PODs comprising the marketing, business and product teams are responsible for leveraging data-backed analyses to solve business problems. To implement our strategy effectively, we utilise an omni-channel approach, leveraging our owned digital properties (website, NetBanking and MobileBanking), our digital channels (notifications, SMS, email, WhatsApp) and paid digital media including social media. Evidence of our success can be seen in the growth of customer visits to our website, digital properties as well as digital journeys and completion of product purchase journeys. We also take feedback consistently on our digital journeys and we have average ratings of **4.8** on Xpressway indicating a simple, frictionless journey experience.

Finally, we actively stimulate customer advocacy by addressing grievances, managing online reputation, utilising ratings, reviews and testimonials to earn customer trust and create brand advocates. Our Robust IT and Risk management structure enables secure handling of client information which is of paramount importance to us.

IMPACT OF DIGITAL MARKETING



135 crore
No. of customer visits to our website in FY24

19.1 crore
AEM forms visit in FY24

Favourable Growth Landscape

The outlook for the Indian banking sector in FY24 appears optimistic. Both the banking system and Non-Banking Financial Companies (NBFCs) exhibit stability. Buoyed by healthy capital ratios, improved asset quality and consistent earnings growth, the sector is positioned for robust expansion.

Nevertheless, the global landscape remains dynamic with major Central Banks closely monitoring inflation and economic indicators. Qualitative factors such as enhanced disclosures, robust codes of conduct and transparent governance structures remain pivotal for ensuring stability and trust in the financial sector. Additionally, the Reserve Bank of India (RBI) has prioritised initiatives to foster inclusion and innovation within the sector in recent years. From bolstering digital infrastructure to safeguarding customer protection, RBI's interventions aim to enhance the ease of doing business while maintaining financial stability in the economy.

India Holds Steady Amidst Global Volatility

The global economy is expected to maintain its resilience despite a tight monetary policy in 2024. The International Monetary Fund raised its global growth forecast by 10 basis points to 3.2 per cent for 2024. It is expected that emerging and developing economies will experience a growth rate of 4.2 per cent in 2024, which is largely consistent with the 4.3 per cent growth recorded in 2023. Conversely, advanced economies are projected to witness a slight uptick in growth estimated at 1.7 per cent in 2024 compared to 1.6 per cent in 2023. Certain Central Banks in advanced economies are expected to maintain higher policy rates for an extended period due to elevated inflation readings. Additionally, a surge in commodity prices including crude oil and disruptions in the supply chain amidst escalating tensions in the Middle East may impede progress in disinflation and present challenges for Central Banks.

India is poised to maintain its position as one of the fastest-growing economies globally in the Financial Year 2024-25. The Reserve Bank of India (RBI) anticipates GDP to grow by 7.2 per cent in FY25, compared to 8.2 per cent in FY24. Economic momentum is expected to receive a boost from a further uptick in private capital expenditure and ongoing Government capital outlays. Additionally, the stronger-than-anticipated global growth outlook augurs well for India's economic growth. Moreover, domestic consumer spending is expected to rebound especially in rural areas supported by a normal monsoon, stable inflation, and a reduction in interest rates. Domestic inflation is projected to average 4.6 per cent in FY25, assuming a normal monsoon, compared to 5.4 per cent in FY24. A favourable base effect and subdued core inflation (excluding food and fuel) are anticipated to lend support.

OUR RESPONSE

HDFC Bank has a robust risk management framework that helps maintain stability and resilience in its operations. It regularly conducts topical stress tests to assess the potential impact of geopolitical, macroeconomic and sectoral trends. The Bank continuously adapts its strategies and actions to enhance its ability to withstand potential challenges. Furthermore, HDFC Bank is dedicated to fostering inclusive growth by innovating and developing tailored offerings for the Semi-Urban and Rural market. The merger has further strengthened the Bank’s capacity to serve its customers and has opened up opportunities for cross-selling. Through these initiatives, HDFC Bank continues to contribute to India's economic growth while upholding high standards of financial integrity.

Focus on Data Privacy and Cyber Security

In recent years, the banking sector has undergone a profound transformation with the extensive integration of digitalisation and cutting-edge technologies. This transformation has brought forth not only numerous opportunities but also formidable challenges particularly in the realms of cybersecurity and data privacy. The landscape of cyber threats has undergone rapid and complex changes fuelled by targeted attacks, the proliferation of Ransomware-as-a-Service (RaaS) incidents, the utilisation of AI/ML to orchestrate sophisticated attacks as well as the prevalence of DDoS attacks and coordinated group cyber assaults. The repercussions of cyberattacks are profound, impacting not only financial institutions' bottom lines but also their brand reputation and customer trust.

Moreover, these incidents often result in attrition and significant financial losses. As the banking sector increasingly adopts cloud-enabled services as part of IT modernisation initiatives and digital-first business strategies, concerns regarding related threats have intensified. Recognising securing the cloud entails a shared responsibility, organisations are actively implementing robust measures to safeguard their cloud infrastructure.

Regulators in India are also actively taking measures to ensure data privacy. This is evident through the Digital Personal Data Protection Act 2023, emphasising the nation's commitment to safeguarding data privacy rights.

OUR RESPONSE

At HDFC Bank, we are committed to robust cyber security and data privacy as part of our technology transformation journey. Key initiatives include the establishment of a next-generation Cyber Security Operations Center, Advanced Security Incident and Event Management solutions augmented by AI and ML capabilities, 24/7 defacement monitoring and a zero-trust architecture approach. In addition, we also have a data privacy program which is led by the Data Privacy Officer and overseen by the Board and Chief Data Officer ensuring stringent compliance with relevant regulations.

Growing Emphasis on Sustainable Financing and Climate Risk Management

The escalating impact of climate-related events has prompted a heightened emphasis on resilience across sectors with the financial sector playing a pivotal role in mobilising resources for green activities. Climate change and transition finance have become central to global discourse.

In addition, integrating climate and ESG related risks in underwriting policies and risk management framework is becoming increasingly important for financial services companies. The increasing threat of climate change and its physical damage are significant concerns that may impact portfolio performance. Shifting market perceptions and increasing demand for environmentally friendly products and services also have an impact on the cashflows of portfolio companies as the world transitions to a low-carbon economy. Effective risk management is essential to manage and mitigate these impacts.

Moreover, inadequate information about climate-related financial risks can lead to mispricing of assets and misallocation of capital emphasising the need for a better, more consistent and comparable disclosures. Globally, the publication of IFRS Sustainability Standards in June 2023 is a step in this direction. Aligned with global trends, SEBI introduced mandatory reporting of the Business Responsibility and Sustainability Report (BRSR) for top 1,000 listed entities in India in May 2021. SEBI also mandated assurance on select metrics in the BRSR to further enhance the quality and comparability of ESG Disclosures. Additionally, RBI's draft disclosure framework on Climate-related Financial Risks in February 2024 focuses specifically on disclosures related to governance systems, risk management policies, and the strategies and targets developed by financial services entities to manage climate-related risks.

OUR RESPONSE

The Bank has conducted internal exercises to evaluate physical and transition risks arising from climate change. The Bank has developed initiatives to manage climate-related risks at the project, portfolio, and organisational levels. Further details on these initiatives can be found in the 'climate related disclosures' section of the report.

Additionally, we actively monitor and externally verify the carbon emissions resulting from the Bank's operations to manage and reduce our environmental impact. We also comply with all relevant regulations including those related to the BRSR, mandated by SEBI.

Regulatory Changes and Government Initiatives

The Government of India has made significant strides in promoting financial inclusion through the Pradhan Mantri Jan-Dhan Yojana (PMJDY). Leveraging the PMJDY accounts, the Government has effectively facilitated Direct Benefit Transfers (DBTs), streamlining the distribution of subsidies and welfare benefits. In FY24, transactions totalling ₹6.36 lakh crore were executed through DBT. Additionally, there is a continued focus on affordable housing with the extension of the Pradhan Mantri Awas Yojana (Gramin) in the Interim Union Budget for FY25, sanctioning additional two crore houses over the next five years. Concurrently, RBI also continued its commitment to promoting financial inclusion through the expansion of digital payment infrastructure and the introduction of innovative banking services. Further in FY24, RBI also implemented stringent licensing requirements and heightened scrutiny aimed at ensuring the sector's financial stability and responsible operations.

OUR RESPONSE

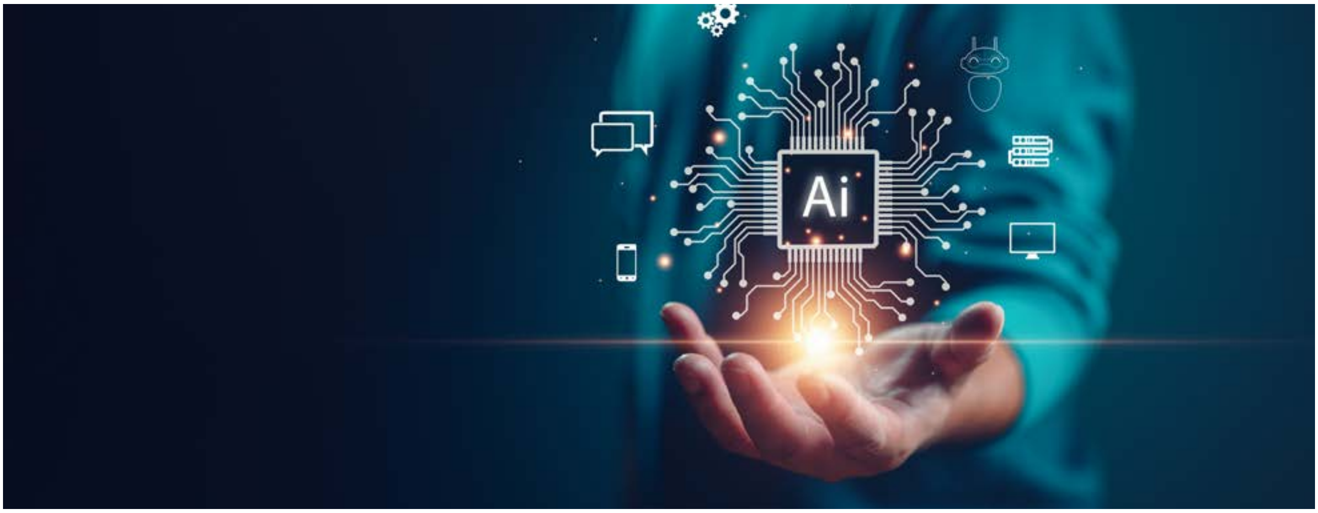
As a responsible Bank, we are committed to taking banking solutions to the remote areas of the country and enabling underbanked sections of the population to access formal financial channels.

With over 50 per cent of our branches located in semi-urban and rural (SURU) areas we ensure banking solutions reach the remote areas of the country and provide formal banking channels to the under-banked population. We are committed to the Government's flagship initiative, Pradhan Mantri Jan-Dhan Yojana (PMJDY), along with other initiatives such as Pradhan Mantri Jeevan Jyoti Bima Yojana (PMJJBY), Pradhan Mantri Suraksha Bima Yojana (PMSBY), Atal Pension Yojana (APY), PM SVANidhi and Pradhan Mantri Mudra Yojana (PMMY). One of our CSR pillars - Skill Development And Livelihood Enhancement Initiative aligns with the RBI's National Strategy for Financial Inclusion (NSFI). Through our Financial Literacy Programme, we focus on financially excluded individuals and those at the bottom of the pyramid. We conduct financial literacy camps through rural branches and designated Financial Literacy Centres. Additionally, we actively participate in the Pradhan Mantri Awas Yojana. We provide last-mile access through mobile applications such as UPI, Aadhaar and RuPay-enabled Micro-ATMs.

Advancements in Tech-based Banking

Technological advancements have revolutionised banking and finance sectors, driving innovation and efficiency. The rise of Artificial Intelligence (AI), Machine Learning (ML) and Generative AI has transformed industry operations from asset management to fraud detection. Aligning with the Payments Vision 2025, the Government of India is actively shaping payment systems, exploring alternate authentication methods and facilitating IoT-based payments. The introduction of UPI Lite X and conversational instructions enhances accessibility to digital payments and ease of use. UPI Lite X utilises NFC technology, facilitating seamless retail digital payments in areas with limited internet connectivity, reducing transaction declines and promoting financial inclusion. Additionally, conversational instructions powered by AI offer an intuitive and secure method for users to initiate and complete transactions through engaging conversations on smartphones and feature phones.

Drawing insights gleaned from Kisan Credit Card (KCC) and dairy pilots, RBI alongside the Reserve Bank Innovation Hub (RBIH), launched the Public Tech Platform in August 2023. This platform leverages open APIs and standards to integrate services like Aadhaar e-KYC, land records, milk pouring data and bank account verification. It aims to boost lending efficiency, reduce costs and enable quicker disbursement and scalability. Additionally, the RBI's pilot programme for Central Bank Digital Currency (CBDC) now involving thirteen Banks nationwide demonstrates a commitment to fostering digital currency adoption. India's fintech industry is rapidly growing, projected to reach US$150 billion by 2025 reflecting the country's emergence as a global fintech hub with over 2,000 recognised FinTech businesses. This vibrant ecosystem signifies India's rapid development and promising opportunities for innovation and expansion.



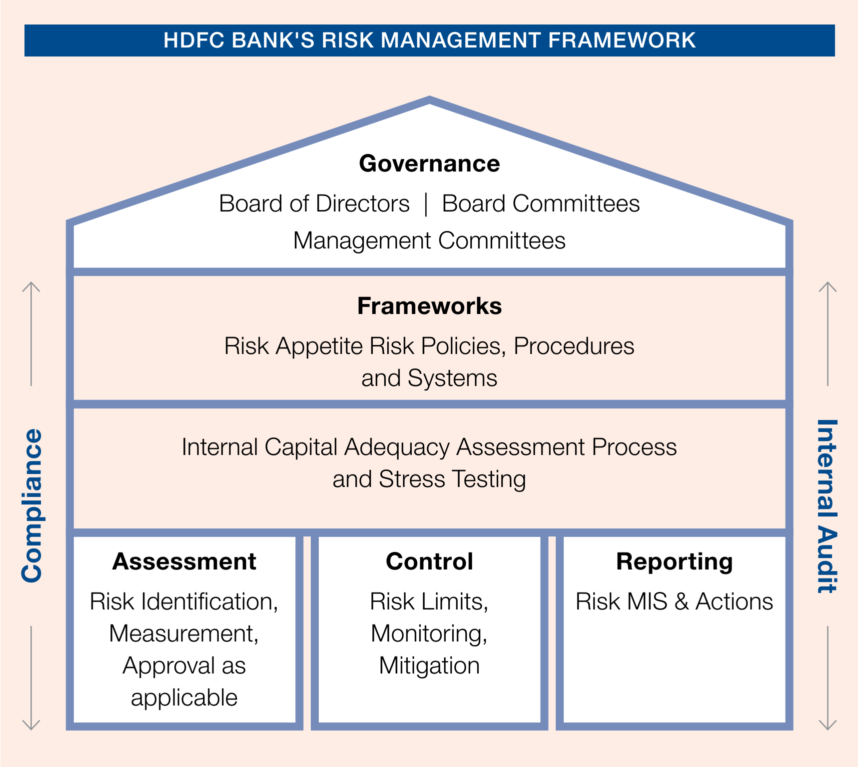
OUR RESPONSE

In an era of rapid technological change, we are focused on a customer-centric transformation by leveraging AI/ML and Generative AI to enhance customer experiences and offer personalised solutions. We provide an omnichannel banking experience, ensuring seamless interactions across digital and physical platforms. Security remains paramount, with advanced measures to protect customer data. Innovations like UPI Lite X, conversational instructions, PayZapp 2.0 and SmartHub Vyapar enhance merchant empowerment. Aligned with India's Payments Vision 2025, we embrace initiatives like the Digital Rupee and Public Tech Platform.

Securing Our Future

The Bank has put in place a comprehensive risk management framework that has stood the test of time. Supported by technology and governance, it has enabled us to navigate through uncertain times while ensuring growth.

With completion of the merger, the Bank has expanded the coverage of its risk management framework to include the businesses / functions that are integrated into our fold, and defined adequate risk appetite, wherever applicable, for prudent risk management of such activities as per Bank's established framework. The Bank has also established Group Risk Management function within the Risk Management Group to have a reasonable oversight on the risk management framework of the group entities.



Risk Governance

At the apex of our risk governance framework lies our Board of Directors, responsible for supervising our risk management initiatives. They've set up the Risk Policy & Monitoring Committee (RPMC) to ensure our risk strategy is effectively implemented. The RPMC guides the development of policies, procedures, and systems, constantly assessing their suitability for our evolving business landscape.

Heading the independent Risk Management Group (RMG) is the Chief Risk Officer (CRO), who maintains regular communication with RPMC members. The RMG is responsible for executing the approved risk strategy, developing policies, procedures, and systems to manage risks effectively.

An executive committee oversees the nature and quantum of risks taken as well as risk management practices across the Group Entities.

Risk Frameworks and Their Implementation

Given the nature of our business and the regulatory landscape, we are exposed to a spectrum of risks. Among our principal risks are credit, market, liquidity, operational, cybersecurity, and technology risks. Moreover, our operations encompass compliance and reputation risks and ESG-related risks. To manage these, we've instituted an overarching risk appetite framework. We have implemented specific policies, limits, and triggers tailored to each risk category to operationalise our risk appetite for individual risk types. Furthermore, we've undertaken thorough measures to ensure proper measurement and management of risks inherent in the activities integrated through the merger within our framework. Our structured management framework, the Internal Capital Adequacy Assessment Process (ICAAP), is designed to identify, assess, and manage all risks that could significantly affect our business, financial position, or capital adequacy. It helps us systematically analyse and address these risks to ensure the stability and soundness of our operations, protecting our business and capital adequacy from potential threats.

Ensuring informed decision-making, we regularly capture and report risk exposures, initiating appropriate mitigation measures. Additionally, we continuously refine our risk models to adapt to changing circumstances. To ensure independent evaluation, the Bank has an independent Internal Audit Department for assessing the adequacy and effectiveness of all internal controls, risk management practices, governance systems, and processes.

We are intensifying our attention on non-financial risks by amplifying discussions within our Risk Management and Board committees. These discussions encompass compliance, personnel, technology, reputation risks, and others. This involves enhancing our policies, procedures, and risk assessment frameworks to effectively manage these risks, with an ongoing commitment to improvement.

Furthermore, we are leveraging technology to automate our risk management processes, aiming to bring efficiencies, improve accuracy, enhance user control, and maintain thorough audit trails. By embracing technological advancements, we aim to strengthen our risk management capabilities while recognising the inherent risks in technology. Risks emanating from new-age solutions based on AI/ML techniques are comprehensively assessed through the lenses of Data Privacy, Data Security, Data Quality, Model fairness, and efficacy. The Risk Management Group independently validates relevant models across the Bank.

KEY RISK MANAGEMENT INITIATIVES

Acknowledging the significance of stress testing in risk management, the Bank conducts stress tests beyond standard scenarios. We focus on topical themes influenced by geopolitical, macroeconomic, and sectoral trends to pinpoint specific areas of our portfolio. This approach serves as an early warning system, prompting potential actions. Various stress tests have been conducted to evaluate their impact on our portfolio and identify affected borrowers. Furthermore, we implement various measures to mitigate global risks, as detailed below

In the last year, the Bank has made significant efforts to protect itself from potential global banking crises. We've put in place a strict credit risk assessment process, conducting thorough due diligence and continuous monitoring of our loan portfolio. This approach has enabled us to identify and tackle potential credit risks promptly, thereby minimising our exposure to such events.

As part of our risk management strategy, we've broadly assessed the impact of recent developments in the Middle East, including the conflict between Hamas and Israel and subsequent actions, as well as the ongoing Russia-Ukraine conflict and intermittent tensions between China and Taiwan. While we don't anticipate significant direct impact on the Bank, we're closely monitoring the situation.

Throughout the year, the Bank has taken steps to manage risks linked to increasing interest rates. These include robust risk management practices, diversifying our asset portfolio, and maintaining strong capital and liquidity positions. We stay alert, monitoring interest rate movements and taking proactive steps to handle any potential shocks from rising rates.

Recently, nations and market participants have increasingly sought alternatives to the U.S. dollar, exploring different currencies or payment systems. The Bank is closely monitoring the ongoing geopolitical events and shift in global trade patterns to take necessary actions.

Managing Key Risks

Credit Risk

Capitals Impacted: F I SR N

The risk which arises from default by borrowers in their terms of contract with the Bank especially failure to make payments or repayments

Mitigation

Credit Risk Management formulates policies and procedures to handle credit risk and maintain portfolio quality. It sets risk limits, reviews portfolios regularly, and conducts stress tests. It also oversees the strategy and underwriting functions of the Credit group, led by the Chief Credit Officer.

Strategies

Maintaining healthy asset quality with optimal risk-reward considerations.

Compliance Risk

Capitals Impacted: F

The risk of legal or regulatory sanctions, as a result of failure to comply with applicable laws, regulations and standards

Mitigation

Robust Board-approved Compliance policy in place which is reviewed on an annual basis. The Compliance function tracks and reviews compliance with regulatory guidelines, in close coordination with business, support and operations teams. The focus is on identifying and reducing Regulatory risk by instituting a well-defined internal control framework that includes regular feedback on regulatory compliance from product, business and operation teams through self-certifications and monitoring. Besides, compliance testing of products / policies from Regulatory perspective is also undertaken to enhance the compliance culture within the organisation.

Strategies

Ensuring businesses work strictly within the contours of regulation.

Market Risk

Capitals Impacted: F

The risk of potential loss on account of adverse changes in market variables which affect the value of financial instruments that the Bank holds as a part of its statutory reserves or trading activity, such as, market instruments, debt securities, equities, foreign exchange and derivative instruments.

Mitigation

Detailed Board-approved policies such as Market Risk, Investment, Foreign Exchange Trading, and Derivatives, combined with strong controls, minimise risks across trading desks and securities. These policies set trading risk limits in line with the Bank's risk tolerance. Also, portfolio-level assessments and risk reduction measures are carried out.

Structured products and exotics are transacted with counterparties possessing adequate risk management capabilities and systems to manage such products. Counterparty exposures are regularly monitored, and a margining framework is established in agreement with counterparts.

Strategies

Optimising profitability of marked-to-market products within the constraints of liquidity and market risk appetite of the Bank.

Operational Risk

Capitals Impacted: F H

Operational risk arises from inadequate or failed internal processes, people, and systems or from external events. It includes risk of loss due to legal risk but excludes strategic and reputational risks.

Mitigation

The Bank follows a Board-approved Operational Risk Management Policy, detailing how operational risks are governed and managed. It details on a three-line defence system: the business line (including support and operations) is the first line, the Operational Risk Management Department (ORMD) acts as the second line, and Internal Audit serves as the third line. These teams work together to manage, monitor, and reduce operational risks effectively.

Strategies

Minimising operational losses through risk mitigation.

Technology Risk

Capitals Impacted: F SR I

Risks associated with the use, ownership, operation, involvement, influence, vendor related and adoption of IT systems within an enterprise, Business Continuity management and Third-party Risk management.

Mitigation

Our Information Technology & Digital Risk framework, along with the policies, procedures, templates, and assessment methods manage Technology Risk, Vendor Risk and Business Continuity. The framework covers the evaluation of new IT solutions, third-party vendors, outsourced IT, related services (Third Party Risk). Additionally, we've created a Business Continuity Management framework and rolled out the Business Continuity Programme across the Enterprise.

Strategies

- Ensure alignment of Business and IT Strategies to provide services availability and superior customer experience.
- Making extensive progress on some of the key initiatives that are part of our technology transformation agenda.

Climate Risk

Capitals Impacted: F M H SR N

At a broader level, risks from climate change are typically divided into:

- **Physical risks -** Economic losses (physical damage to property and assets) from acute impacts on account of extreme weather events (floods, cyclones, droughts, landslides, etc) attributed to climate change, or long-term chronic impacts on environment such as rise in sea levels, increased global temperature or irreversible precipitation changes.
- **Transition risks -** The possible process of adjustment to a low carbon economy and its possible effects on the value of financial assets and liabilities including the likelihood of formation of stranded assets.

Mitigation

We actively support the financing and investment in environmentally friendly technologies and low-carbon infrastructure projects, leveraging our product offerings and financial expertise to assist our customers and clients in transitioning to a sustainable, low-carbon economy.

We are pursuing this through three thematic areas including ESG integration in products, sustainable finance and portfolio emissions. These are discussed in detail in the subsequent chapter on ESG strategy.

Strategies

We partnered with an independent, reputable global agency to develop a framework for assessing climate transition risk at a counterparty level.

The Bank has initiated capacity-building programs to acquaint the Board and staff members with key developments in climate risk assessment.

Furthermore, the Bank has launched an internal pilot exercise to estimate financed emissions for its lending portfolio.

Liquidity Risk

Capitals Impacted: F SR

Liquidity risk is the risk that the Bank may not be able to meet its financial obligations as they fall due without incurring unacceptable losses.

Mitigation

The Asset Liability Management policy of the bank details how liquidity and interest rate risks are managed. We've set up a strong system to watch cash flow mismatches and key ratios, like Basel III ratios, in both normal and stressed situations. Additionally, we have an extensive intraday liquidity risk management framework to track intraday positions throughout the day. Interest rate risk in the banking book is assessed at defined intervals to ensure it remains within our acceptable limits.

Strategies

- To maintain healthy liquidity as evidenced in Liquidity Coverage Ratio (LCR) / Net Stability Funding Ratio (NSFR) in line with our Balance sheet size to tide over any unforeseen stress scenarios.
- Maintaining competitive cost of funds.
- Transact in derivatives, if required, to maintain the interest rate profile.

Reputation Risk

Capitals Impacted: SR

Any adverse perception about our Bank, held by any of our stakeholders, may negatively impact our ability to attract and retain customers, with the additional risk of exposing us to litigation and regulatory actions.

Mitigation

We keep in regular contact with our stakeholders using suitable engagement methods to meet their expectations and handle any concerns they raise. The Bank recognises reputation risk as significant in its ICAAP Policy, and we've set up an assessment framework to monitor it.

Strategies

- Delivering superior customer experience
- Offering a wide range of products and services
- Strengthening grievance handling mechanism

Cyber and Data Risk

Capitals Impacted: F I

Risk of cyber-attacks on our Bank's systems through hacking, phishing, ransomware, and other means, resulting in disruption of our services or theft or leak of sensitive internal data or customer information.

Mitigation

We assess each cyber threat, including data privacy concerns, based on the framework of Identify, Prevent / Protect, Detect, Respond, and Recover.

To mitigate these risks, we have implemented various controls such as firewalls, anti-malware, anti-advance persistent threat (ATP) systems, data loss prevention (DLP) measures, Domain-based Message Authentication, Reporting and Conformance (DMARC) solution, Red Teaming, intrusion prevention / detection systems, digital rights management, zero-trust architecture approach, and a 24/7 security operation center (SOC).,

The initiative and approach to leverage AI and ML as an entire suite to proactively detect and respond to threats is managed through the deployment of next generation security incident event management (SIEM) solution augmented by Artificial Intelligence (AI) and Machine Learning (ML) capabilities along with strong User Entity Behavioral Analysis (UEBA) functionalities and built-in threat modelling.

The bank has a dedicated program for attack surface management (ASM) that includes continuous attack surface discovery and hunting for weaknesses on the discovered assets.

At HDFC Bank, we recognise the significance of privacy in today's digital age and understand the responsibility we bear in handling personal data. For us, privacy is not just a legal obligation; it is a core value that underpins our operations. We remain committed to upholding the highest standards of privacy protection and ensuring that the personal data entrusted to us is handled with care. We are dedicated to protecting the privacy of our customers, employees and stakeholders by implementing robust privacy practices, embracing privacy by design, and complying with applicable privacy laws and regulations.

We have established a comprehensive privacy governance framework that governs our privacy program. This framework includes designated Data Privacy Officer, cross-functional privacy champions, and a clear chain of responsibility for privacy-related matters.

Privacy is a fundamental consideration in the development of our products, services, and systems. We embrace the principles of Privacy by Design to embed privacy safeguards into our processes from the outset. Our teams undergo privacy training to foster a privacy-conscious mindset, and privacy impact assessments are conducted to identify and mitigate any potential risks to individuals' privacy.

Transparency is a key pillar of our privacy commitment. We maintain a comprehensive privacy policy that clearly communicates our data practices, including information on data collection, use, disclosure, retention, and individual rights. We strive to provide easily accessible information about our privacy practices through our website, user interfaces, and other relevant communication channels.

The Bank also complies with ISO 27001:2013, ISO 22301:2019 and PCI DSS standards, demonstrating our commitment to information security and safeguarding customer data.

Strategies

- Robust governance over information and cyber security framework through various committees viz. IT Strategy, Information Security Committee (ISC), Internal Capital Adequacy Assessment Process (ICAAP), Risk Policy and Monitoring Committee (RPMC) etc.
- Various mitigation measures including state of art antivirus programme, network security management, vulnerability management, cyber security and data privacy measures
- Continuous information security awareness for employees and customers

Risk of Spill-over from Subsidiaries

Capitals Impacted: F SR

Risk arising from subsidiaries refers to potential uncertainties or adverse events that can impact the operations, financial stability, reputation, or strategic objectives of holding company due to subsidiary operations.

Mitigation

The Board / Risk Management committees of each subsidiary is responsible for managing their respective material risks. The Group Risk Management Committee (GRMC) and Group Risk Council (GRC) has been instituted in our Bank to periodically review the nature / quantum of material risks of the subsidiaries and provide guidance, as deemed fit, on the risk management practices. Stress testing for the group is carried out by integrating the stress tests of the subsidiaries. Similarly, capital adequacy projections are formulated for the group after incorporating the business / capital plans of the subsidiaries.

Strategies

- Establishing group level oversight to monitor and manage risk across subsidiaries.
- Conducting stress-test of subsidiaries to assess risks.
- Including subsidiary business plans and capital positions in capital adequacy projections.

Model Risk

Capitals Impacted: F SR I

Risk arising from the use of models, which is the potential for adverse consequences from decisions based on incorrect or misused model outputs and reports.

Mitigation

A well-defined, Board approved Enterprise Model Validation Policy, along with a robust framework including Pre-Deployment Validation, and periodic Monitoring, to capture, manage, and mitigate model risk.

Strategies

Bank has established an independent Model Validation Unit within the Risk Management Group to manage Model Risk across the Bank.

Building Resilience for Tomorrow's Success

In an era of rapidly changing technology and ever-evolving threats, HDFC Bank remains vigilant taking proactive steps to ensure uninterrupted services.

We uphold stringent standards in Information & Cyber Security Practices and Data Privacy Measures, thereby safeguarding sensitive data and upholding the trust of our valued customers. Our Business Continuity Management Program is certified under ISO 22301:2019 and is designed to reliably maintain operations in the face of any unforeseen circumstances. The program also adheres to regulatory frameworks as well as undergoes rigorous reviews and audits to ensure its effectiveness.

Approach Towards Emergency, Disaster and Crisis Management

Business Continuity

Manage continuity of critical business operations and accelerated resumption of services after a disaster.

Emergency Response

Deal with site-level emergency at an office or a branch involving life safety issues like fire, bomb threats and so on.

IT Disaster Recovery

Quick recovery of critical business applications during hardware/network/ power failure etc.

Pandemic Response

Facilitate a well-structured and efficient response to any pandemic situation that threatens the safety of the Bank's employees and/or disrupts the Bank's critical business functions.

Crisis Management

Comprehensive incident and crisis management framework to tackle a Bank wide incident and crises such as pandemic, terrorist attacks, ransomware attacks, fire, cyclone, earthquake, city level floods, cyberattacks and data centre outages, among others.

BCP: Governance and Management

Our central Business Continuity Office constantly enhances the Bank's continuity capabilities.

The Bank's Business Continuity Program is overseen by the Business Continuity Steering Committee, chaired by the Chief Risk Officer (CRO).

Safeguarding Your Digital Journey: Prioritising Information, Cyber Security and Data Privacy

At HDFC Bank ensuring Information and Cyber Security is a priority for us as we navigate the rapid digitalisation era. We are committed to safeguarding customer information and have implemented robust security controls and practices to strengthen data security.
We continue to strengthen our systems and processes to protect sensitive customer information from unauthorised access. We maintain a strong security posture through measures such as Antivirus/Malware Solution, DLP Solution, Advanced Threat Prevention, Web Application Firewalls, DDoS Protection, IDS/ IPS Technologies, Vulnerability Management and Penetration Testing. Oversight at the highest level ensures Governance of our Information Security Practices. These dedicated efforts underscore our commitment to customer information security and a secure banking environment.

Governance Over Data

At HDFC Bank, Cyber Security and Data Privacy are of paramount importance to us. To manage risks associated with these areas we have constituted specialised committees viz. IT Strategy Committee, Information Security Committee which are in addition to the Information Security Group, each with specific roles and responsibilities. We also have in place a Cyber Security Framework and an Information Security Program to oversee these risks and mitigate them adequately in order to protect customer information. Our Information Security and Cyber Security policies lay down the guidelines for implementation of the security measures within the Bank.

Our robust Cyber Security Framework and Information Security Program are reinforced by various stringent measures such as a dedicated Attack Surface Management (ASM) Program. The program is aimed at continuously identifying and addressing vulnerabilities across its assets. It also entails, ongoing periodic vulnerability assessment and penetration testing calendar schedules, logging and monitoring procedures to address network intrusions and incidents etc., thereby ensuring a secure environment for the Bank and its customers. We strictly adhere to regulatory standards like the 'Code of Bank's Commitment to Customers'. Notably FY24 saw no data breaches, a testament to our vigilance.

BUSINESS CONTINUITY MANAGEMENT PROGRAM, INFORMATION & CYBER SECURITY PRACTICES AND DATA PRIVACY MEASURES

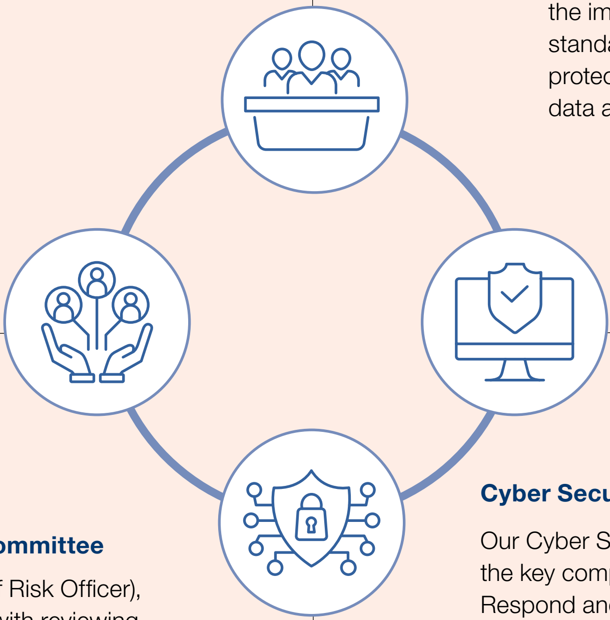
GOVERNANCE OVER DATA

IT Strategy Committee

This committee oversees various technology-related matters. Its functions include formulating IT strategy and related policies, ensuring alignment with the business strategy. Comprising mainly of Independent Directors, the committee also includes an external IT expert.

Information Security Program

The Information Security Program aligns with regulatory requirements outlined by RBI as well as industry standards such as ISO 27001:2013 and the NIST framework. The Bank has established the Information Security and Cyber Security Policy which guides the execution of stringent processes and measures for the implementation of relevant security standards to ensure data security and protect sensitive business information and data assets from unauthorised access.



Information Security Committee

Chaired by the CRO (Chief Risk Officer), this Committee is tasked with reviewing Information Security Policy dispensations, taking strategic and financial decisions on Information Security plans, reviewing performance and monitoring the progress of the Information Security Program. It also discusses any significant Information Security risks, determining actions for risk remediation and approves changes to the constitution and functioning of the Information Security Committee (ISC). The Committee serves as a platform for discussing Information Security risks and oversees the enterprise security program. It convenes at least once every two months with representatives from Audit, Information Technology, Information Security Group, other enabling functions and relevant business units.

Cyber Security Framework

Our Cyber Security Framework encompasses the key components of Identify, Protect, Detect, Respond and Recover. The primary objectives of our Information Security Program include:

- Documenting, disseminating, operating and reviewing information security policies and procedures
- Monitoring cyber security threats and assessing the risk profile across critical assets, infrastructure components and business units/departments
- Providing transparency about the Information Security Program and associated controls to Senior Management including the Board
- Promptly responding to Information Security incidents and policy violations/exceptions in alignment with organisational policy
- Evaluating the effectiveness of actions taken to resolve incidents and documenting the learnings to improve process efficiency

Key Measures Undertaken by Us to Mitigate Information Security Related Risks

Logging and Monitoring

The logging and monitoring procedures at the Bank entail logging user actions, system activity, infrastructure changes, ensuring the logs are securely stored and protected against unauthorised access. Alerts are generated for audit log failures based on asset risk levels. Monitoring tools aggregate log files, automatically reporting suspicious activity to the Cyber Security Operations Center (CSOC) team.

The CSOC team performs the following:

1. **Analysis and Incident Detection**
   The CSOC team conducts analysis and incident detection by gathering information from system-generated events and other sources to identify potential incidents.
2. **Event Tracking and Escalation**
   Events are evaluated according to their risk level and escalated as per the guidance provided in the Bank's Incident Management Policy. This may involve referring incidents to the Cyber Incident Response Team (CIRT) for detailed analysis, forensics and management of situation awareness.
3. **Reporting**
   The CSOC team periodically reports the events and incidents to the senior management.

Endpoint Detection and Response (EDR)/Malware Program

The program is designed to prevent, detect and respond to malicious code threats including viruses, worms and trojans by utilising a blend of proprietary tools and monitoring systems for mitigating these risks effectively. To ensure up-to-date protection, antivirus signatures are updated multiple times daily covering workstations, servers, email gateways and web gateways.

Vulnerability Management

The Bank oversees a proactive vulnerability management process that continuously scans for security threats. The dedicated team tracks and addresses vulnerabilities, logging and prioritising them based on severity and assigning ownership. They diligently follow up until resolution, ensuring thorough remediation of identified issues.

Patch Management

The Bank implements patch management procedures and tools to evaluate and deploy operating system, network and application-specific patches and updates. This includes assessing vendor-supplied patches, documenting procedures and ensuring timely deployment to safeguard the Bank's infrastructure.

Penetration Testing

To assess potentially exploitable vulnerabilities, the Bank conducts routine and ad hoc penetration tests on all critical networks and systems both internally and externally. These tests are initiated by various events such as new releases or updates. They encompass Network & Host Penetration Testing and Application Penetration Testing.

Network Security

The Bank deploys firewalls and proxy servers to manage and segregate network traffic based on varying security needs and trust levels. Additionally, our Intrusion Detection/ Prevention Capabilities (IDS/IPS) swiftly identify and respond to known attacks in real-time. Regular updates to IDS/IPS signatures enhance detection accuracy for specific threats, intruder profiles and attack patterns. Configured to trigger alerts upon surpassing predefined thresholds, these tools ensure proactive monitoring and rapid response to potential security breaches.

Minimised Surface Area for Cyberattacks

The Bank has implemented a comprehensive approach to cyber security featuring a dedicated Attack Surface Management Program (ASM) aimed at continuously identifying and addressing vulnerabilities across its assets. Significant strides include the institutionalisation of a cyber threat exposure management solution and establishment of a next-generation Cyber Security Operations Center (CSOC) to predict and manage incidents proactively. Introduction of Security Orchestration, Automation & Response (SOAR) has notably reduced incident response times, while network micro-segmentation has enhanced control and visibility particularly against ransomware threats. Notably, the Bank has upgraded its monitoring and detection systems, leveraging advanced Artificial Intelligence (AI) and Machine Learning (ML) capabilities, alongside robust User Entity Behavioral Analysis (UEBA) functionalities and threat modelling. This holistic strategy represents a pioneering industry approach emphasising proactive threat detection and response.

Ensuring Data Privacy

At HDFC Bank, we are committed to maintaining data privacy. We ensure stringent privacy governance, implement robust data protection measures and uphold transparency. Our approach is rooted in safeguarding personal information, respecting individual privacy rights as well as adhering to privacy laws and regulations. By maintaining these standards, we cultivate and preserve the trust and confidence of our valued customers, partners and stakeholders.

The Bank is certified under ISO 27001:2013 and complies with all the requirements mentioned in the ISO to maintain the highest level of data privacy. Our data privacy program, headed by a Data Privacy Officer (DPO) under the direct supervision of the Board and the Chief Data Officer, is highly regulated. We adopt a privacy-by-design approach embedding 10 privacy principles into various processes and technologies across the Bank's products and services to protect against financial, regulatory, operational and brand damage.

OUR APPROACH TO ENSURING DATA PRIVACY

Privacy Governance

At HDFC Bank, customer privacy is a priority. Our robust Governance Framework includes a designated privacy officer, cross-functional privacy teams and clear responsibility chains for privacy matters. Through proactive measures, we protect personal information, cultivate privacy awareness and promptly address any privacy concerns or inquiries that may arise.

Data Collection and Use

Transparency is fundamental to our privacy commitment at HDFC Bank. We prioritise open communication and responsible handling of personal information. Our data collection is purposeful, gathering only what's necessary for our services with clear explanations provided. Individuals receive straightforward privacy notices and have the opportunity to provide informed consent for data processing activities.

Security and Data Protection

Safeguarding personal information against unauthorised access, disclosure or misuse is a primary concern for us. We implement a comprehensive multi-layered security strategy to achieve this goal. Our approach includes robust encryption protocols, strict access controls, reliable firewalls and regular security assessments. We are focused on remaining ahead of evolving threats by investing in state-of-the-art technologies and adopting industry-leading best practices.

Privacy Education and Awareness

At HDFC Bank, nurturing a culture that values privacy is a key commitment. We focus on educating and raising awareness among our employees through extensive privacy training programmes. These efforts highlight the significance of their roles in protecting personal information. We keep our team well-informed about privacy matters, emerging risks and best practices through regular updates and open communication channels.

Privacy by Design

We make privacy a top consideration in crafting our products, services and systems. We completely embrace the principles of Privacy by Design, ensuring that privacy protections are woven into our processes right from the start. Our teams undergo privacy training to foster a culture that respects privacy. We conduct privacy impact assessments to detect and address any potential risks to individual privacy.

Transforming Banking

ESG considerations are becoming key factors in decision-making for organisations and investors alike, primarily driven by changing regulations, customer preferences, and the material impact these considerations have on financial performance.

Financial Institutions have an essential role to play in addressing sustainability challenges, facilitating the transition to a low-carbon economy, and stimulating sustainable development. There are increasing expectations for Banks to embrace sustainable practices from the perspective of borrower credit evaluation, making this a key focus area for regulators, investors, and other stakeholders. Moreover, financial products with environmental, social, and governance (ESG) elements, such as green bonds and social bonds are being curated to satisfy the increasing demand for sustainable investment options. Additionally, Banks are also increasingly incorporating ESG considerations into their risk management practices, including climate scenario analysis and climate-related stress testing. In response to the growing focus on climate change and ESG factors, regulatory bodies across many jurisdictions are also implementing stricter disclosure requirements.

India's Green Push

India is increasingly recognising the urgency of addressing climate change and the necessity for innovative financial mechanisms to support sustainable green initiatives. Projections from the Reserve Bank of India indicate a need for over ₹85 trillion by 2030 to align industries with climate regulations.

Recent policy measures aimed at promoting green finance highlight India's proactive efforts in this direction. One notable advancement is the Government of India making its debut in the sovereign green bond space, issuing sovereign green bonds worth ₹16,000 Crore in FY23 and further increasing it to ₹20,000 Crore in FY24. Aligning with these trends, a jump in ESG investments by venture capitalists has been observed, signifying a growing interest in sustainable financing. Taking this forward, Banks and other lending institutions are also working to evolve their strategies to actively supporting clients' sustainability goals, streamlining green financing processes, and encouraging businesses towards a low-carbon future.

The Securities and Exchange Board of India (SEBI) has accelerated ESG transition by mandating reasonable assurance on quantifiable metrics for the nine principles of National Guidelines on Responsible Business Conduct for the top 150 companies starting in FY24 which shall be gradually extended to the top 1,000 listed entities by FY27. Building on a decade of promoting sustainable development in banking, the Reserve Bank of India (RBI) has also intensified its focus on climate-related issues in the past years, demonstrated through release of a discussion paper, "Climate Risk and Sustainable Finance," in July 2022, and more recently through release of draft guidelines on climate-related financial disclosures in February 2024.

Our ESG Strategy

The evolving landscape of ESG integration in the Banking sector necessitates a holistic approach that encompasses ESG aligned decision-making not only for our internal operational practices, but also extending beyond onto our external financing activities.

At HDFC Bank, we are committed to aligning our strategy with global benchmarks. Our previously established Social & Environment Monitoring System (SEMS) Framework for credit risk assessment for financing large industrial/infrastructure projects has now been replaced by a detailed “ESG & Climate Change Assessment Framework”. This framework operates under the auspices of our “ESG Risk Management Policy”, for integration of borrower’s current ESG stance and climate transition plans in our credit appraisal process. As we progress, we are also engaging with our wholesale borrowers to understand their current ESG strategy and long- term climate transition plans, with a view to tailor our corporate loan portfolio towards climate-sensitive financing.

To strengthen our strategy for climate risk assessments and tracking financed emissions, we are proactively aligning our sustainability and climate reporting frameworks to increasingly integrate best practices and comply with the extant regulations in the jurisdictions in which we operate. This keeps us abreast of the latest developments and practices in climate-related risk management, and serves as guidance to reshape our business model and operations across different geographies.

In managing our internal operational practices, capturing ESG performance data remains one of our top priorities, albeit a significant challenge. This challenge stems from the distributed nature of our operations and is compounded by the diverse formats for data recording and the sheer volume of data to be recorded. We continuously engage with stakeholders to communicate ESG requirements and refine our data collection processes to progressively enhance data completeness and accuracy to better align with various reporting frameworks and formats such as the BRSR, GRI, IR, etc., while obtaining external assurance for key ESG performance metrics.

Three years ago, we made a strategic commitment to achieve carbon neutrality on our own operations by FY32. We have, since developed and implemented a framework to guide us towards this goal amidst our expanding operations. The merger with erstwhile HDFC Ltd., in FY24, while unlocking exciting growth opportunities, has also prompted us to holistically reassess our performance milestones and adapt our course of action, ensuring that our carbon neutrality strategy remains aligned with this expansion.

To reduce emissions from all our operating locations, we continue to make informed investments encompassing operational and technological measures including IT capabilities and IT-enabled solutions. We shall continuously leverage these investments to optimise our data architecture and data governance practices, ensuring robust data collection strategies for informed decision-making.

ESG STRATEGY ENCOMPASSING SUSTAINABLE FINANCE

Underpinning all our ESG efforts is our resolve to manage expectations and respond to concerns of our stakeholders. Our people practices are based on principles of respect for human rights, employee well- being, inclusivity, fairness, and continuous improvement. For our customers, we strive to build long- term relationships based on trust, proving seamless service management journeys, offering a responsible suite of financial products and services, and safeguarding the confidentiality and protection of their information. Our curated community development initiatives aim to foster resilience, contribute to nation-building, and empower local communities through collaborative partnerships and targeted programs.

Moreover, we are emphasising reporting on measurable ESG performance within our value chain to ensure the sustainability values of our suppliers and partners resonate with ours. We are actively working towards integrating these ESG principles as per BRSR Core guidelines into our partnerships and will report on our progress on the same.

Our Approach

Our ESG strategy encompasses people, customers, lending, and governance for long-term value creation for all stakeholders.

Effective corporate governance acts as a binding force that integrates and supports our organisational ESG efforts by providing formalised processes, and structures that guide our decision-making and accountability to ensure successful integration of both internal and external ESG initiatives within the organisation. Our ESG initiatives are overseen by the CSR & ESG Committee of the Board. A separate ESG apex council at the management level, comprising senior members from various functions, reports to the CSR & ESG Committee and provides regular updates to the Board for annual review. This Committee is further supported by ESG Working Groups including the Environment Working Group which oversees the environmental impact from our operations; the Social and Governance Working Group which works on workplace policies and governance initiatives; and the Product Responsibility Working Group which looks at ESG risks (including climate risks) in the existing portfolio and ESG-linked opportunities.

We are in the process of setting out specific and measurable targets aligned with our business operations and portfolio to track and evaluate our progress, and report on the same to the CSR and ESG Committee of the Board through thorough consultations with ESG Council and Working Groups. We also intend to accelerate the scale and pace of delivering value by using collaboration as a mechanism to effectively foster strategic partnerships with solution providers, civil societies, government agencies that would help us bring together capabilities and resources to achieve our ESG objectives.

Sustainable Finance

Sustainable finance is an organic continuum of our ESG strategy. The ESG strategy has set the foundation for the Bank to channel its resources towards sustainable projects. With ESG gaining momentum as a key factor in business decision making, the Bank is leveraging sustainable finance as one of its key ESG strategies in the form of enhanced environmental and social due diligence in lending and investment decisions thematic investing, ESG engagement and sustainable finance frameworks.

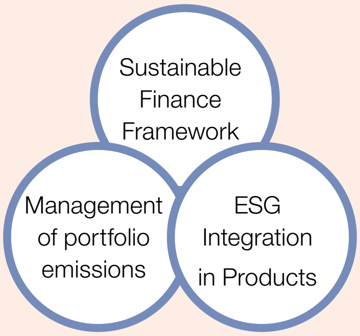
Directing capital towards sustainable projects allows us to integrate ESG as the fundamental determinant in our core lending strategy, and generate a positive impact through our business model. Being one of the key players in the banking industry, we recognise our role in facilitating the transition to a low-carbon economy. With our pan-India presence and strong customer relationships, we aim to drive positive change by promoting environmentally friendly technologies and financing sustainable infrastructure projects.

We actively support the financing and investment in environmentally-friendly technologies and low-carbon infrastructure projects, leveraging our product offerings and financial expertise to assist our customers and clients in transitioning to a sustainable, low-carbon economy.

The Bank has identified its products as one of the foremost business focus areas wherein ESG risks, and opportunities will be considered for improvement in systems and processes, taking into account the expectations from various stakeholders including investors and regulators.

The Bank is pursuing this through three thematic areas including ESG

KEY TENETS OF SUSTAINABLE FINANCE



integration in products, sustainable finance and portfolio emissions. As the next step, long-term targets to strive to contribute to a more sustainable future are being set.

ESG Integration in Products

We have adopted a robust five-dimensional approach for steadily incorporating ESG factors into the design, development, and management of our products with the aforementioned "Environmental Social Governance Risk Management Policy". This integration is guided by our board approved ESG Risk Management Policy that overlooks assessment, management and monitoring of material ESG risks in our lending portfolio in line with global ESG / Climate Change assessment standards and practices.

"ESG Risk Management" framework, is a part of the overall credit assessment process for our wholesale corporate borrowers and has replaced the erstwhile "SEMS Framework". This framework under the aegis of our ESG Risk Management Policy ensures thorough Environmental and Social Due Diligence of various loan proposals above the defined credit exposure thresholds, including direct customer loans (exceeding ₹100 Crore), wholesale loans (ranging from ₹50 Crore to 100 Crore), supply chain finance, offshore, and capital market loans (exceeding ₹50 Crore), as well as loans to banks, financial institutions, or NBFCs (exceeding ₹50 Crore).

For large project financing transactions, particularly those that are specialised and long-term, we conduct additional due diligence beyond the standard borrower-level assessment carried out in all Credit Approval Memorandums (CAMs). This involves the engagement of a Lenders' Independent Engineer (LIE) who evaluates various environmental and social aspects pertinent to the transaction. The LIE Report encapsulates identified risks along with suggested mitigation measures. Pre-disbursement compliance mandates the implementation of these measures, which are then continuously monitored throughout the project's implementation phase. Should any adverse developments arise, corrective action is promptly taken.

Under the revised framework, the assessment of ESG and climate change risks is also conducted basis borrower's overall ESG performance and climate change risks in relation to our total loan portfolio. This applies when our aggregate credit appetite surpasses a certain threshold, instead of evaluating each loan individually. The primary objective of this assessment is to evaluate the borrower's current position regarding ESG and climate change considerations so that we can analyze their transition plans and initiatives for mitigating risks associated with these factors. This assessment becomes a mandatory section included in Credit

Appetite Memos (CAMs) exceeding a specific credit appetite threshold.

Environmental Impact Assessment

- Adverse impact that the operations of the borrower could have on environment and the steps taken by the borrower to mitigate such effects
- These include potential Air/Water pollution and greenhouse gas emission levels, hazardous waste generation, radiation levels etc. as applicable
- Adherence to statutory norms with respect to environmental pollution and possession of various licenses/ certificates/permits needed from the requisite statutory bodies/agencies
- Systems and processes in place to mitigate risks arising out of various potential adverse environmental impacts

Social Impact Assessment

- Land acquisition, payment of fair compensation, resettlement & rehabilitation
- Adherence to statutory norms with regard to labour law, workmen compensation, payment of worker dues, etc.
- Policies in place to counter inappropriate labour practices (employment of child/forced labour), anti-sexual harassment policies and human rights policies etc.

Governance Aspects

- Good governance practices to combat bribery, corruption and money laundering
- Executive compensation
- Adequate representation of shareholders in management
- Composition and diversity of Board of Directors

Climate Change Assessment

- Potential impact of climate change on borrower's operations and vice versa
- Assessment of physical & transition risk

Positive Contribution of the Borrower towards the Environment and Social Issues

- Efforts made towards conservation of biodiversity and ecological balance
- Community engagement

COVERAGE OF OUR ESG & CLIMATE CHANGE ASSESSMENT TEMPLATE

314
CAMs assessed for ESG & Climate Change impacts during the year ended March 31, 2024 with a cumulative value of ₹8,14,583 crore

The Bank has also been focusing on providing requisite training and capacity building to internal credit and relationship teams to equip them with the necessary knowledge on ESG and the assessment templates, to help them better evaluate these proposals.

Additional diligence for Large Project Financing Transactions

For specialised, long-term project financing, in addition to the above assessment which is carried out at borrower level in all CAMs, Lenders' Independent Engineer (LIE) assesses various environmental and social issues related to the transaction and the various identified risks and suggested mitigation measures are captured in an LIE Report. Implementation of necessary safeguards to address potential risks is a pre-requisite for disbursement of funds. Post disbursement, these safeguards are monitored on an on-going basis and corrective actions are taken where required.

Client Engagement

As the largest private sector Indian Bank, our role is to create awareness amongst our borrowers, thereby encouraging them to measure and disclose their footprint. This would eventually reflect in our Scope 3 emissions and help us move towards a net-zero portfolio commitment. As a part of the regular credit monitoring process, Credit and Relationship teams regularly engage with customers to assess the operational and financial performance of the Borrower. Through this assessment, relevant issues on the environmental & social front are discussed. The impact of climate change on the borrower's operations are also covered.

We understand that there are opportunities in transitioning to a net-zero economy, but the ecosystem (in the country) needs to be developed to take up such opportunities. The Bank has been engaging with its large corporate customers specifically those with businesses in "hard to abate" industries. The purpose of these engagements is to identify current ESG & Climate change related focus areas/practices and to identify best practices and emerging initiatives being taken by industry players on ESG and climate risk related issues including, but not limited to:

- Short term emission reduction targets and long-term net-zero goals
- Practices with respect to hazardous/ polluting waste management
- ESG & climate related disclosures
- Supply chain decarbonisation

- Policies and practices with respect to gender diversity/inclusion

The Bank has been sharing such best practices in wider client engagements with other borrowers in the same segments. ESG compliance and the impact of climate change has also become one of the areas of discussion in our regular customer calls/meetings with the customers. The discussions are expected to continue with different borrowers and best practices/ learnings from the same would be documented.

Inclusion of Terms & Conditions Related to ESG Compliance in Facility Documentation

As part of the Bank's standard facility documentation, an addendum schedule has now been included, which comprises representations/ warranties/covenants agreed to, by the borrower on various ESG related issues. This schedule is included in all standard sanction letters.

Sustainable Finance Framework

Our commitment to enhancing our portfolio from a climate and ESG perspective is reflected in the development of our Sustainable Financing Criteria Framework ("the Framework"). This Board approved framework, is intended to issue green, social and sustainability bonds, originate loans, and use the proceeds to finance or refinance projects that are expected to facilitate the transition to a low-carbon economy and advance socio-economic development in India.

The framework aligns with the overall sustainability strategy of the Bank and is robust, transparent, and harmonised with the four core components of the Sustainability Bond Guidelines 2021 (SBG), Green Bond Principles 2021 (GBP), Social Bond Principles 2021 (SBP), Green Loan Principles 2023 (GLP), and Social Loan Principles 2023 (SLP). It aims to identify facilities within our credit portfolio where financing has been provided to borrowers in industries meeting sustainable lending criteria, categorising such credit facilities as either "green" or "social" facilities. Developed with guidance from the Bond Principles by the International Capital Markets Association (ICMA) and Loan Principles by the Loan Market Association (LMA), the Framework establishes eligibility criteria across ten green categories and six social categories.

It outlines a process by which proceeds will be tracked, allocated and managed. We are committed to reporting on allocation and impact of the use of proceeds - including those contributing to the advancement of the UN Sustainable Development Goals 2, 3 ,4, 6, 7, 9, 11, 12, 13.

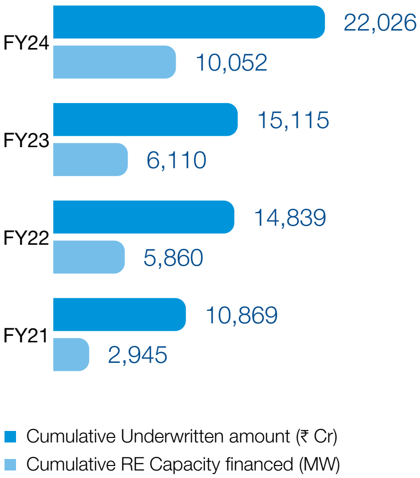
The Bank has obtained a second-party opinion on the methodology behind the framework and the

We do not extend credit facilities to borrowers falling in the list of exclusions as per our ESG Risk Management Policy.

framework itself. Our plan for monitoring and tracking our sustainable finance portfolio will enable us to identify and utilise climate transition value creation opportunities.

Sustainable bonds worth USD 300 million in February 2024 with three-year maturity have been issued under our Sustainable Finance Framework. We shall prioritise allocation towards MSMEs/Affordable housing under the social category and Clean Transportation - Electric Vehicles under the green category for issuance of sustainable bonds.

Renewable Energy Financing



Managing Our Portfolio Emissions

As a progressive financial service company, we embrace our responsibility to incorporate environmental considerations into our investment decisions. Through our investments, we look forward to driving the transition towards a sustainable, low-carbon economy while mitigating the risk of stranded investments.

This includes firming up a strategy to integrate environmental risks, including those stemming from climate change, into our underwriting and portfolio screening processes in the long term.

Our lending procedures are guided by borrower and market demand, but our credit exposure is well-diversified, with no single industry having a high concentration. As a result, our credit exposure to ecologically/socially sensitive industry sectors has minimal negative consequences

Total outstanding loan on fossil fuels (coal and lignite) and their extraction make up to only about 1% of our total loan portfolio.

Driving Environmental Change

We remain firmly committed to environmental responsibility and recognise the ever-growing need to minimise our environmental footprint across our entire value chain through responsible financing practices. We are actively driving down our most significant environmental impacts through a strategic combination of time-bound, progressive, and measurable initiatives.

Key Developments in Environmental Disclosures

During the financial year 2023-24, the erstwhile HDFC Investments Limited (“eHDFC Investments”) and erstwhile HDFC Holdings Limited (“eHDFC Holdings”), merged with and into erstwhile Housing Development Finance Corporation Limited (“eHDFC Limited”) and thereafter eHDFC Limited merged with and into HDFC Bank Limited, thus the non-financial information of the Bank for the year ended March 31, 2024 includes the information from the operations of eHDFC Limited, eHDFC Investments and eHDFC Holdings for the period from July 01, 2023 to March 31, 2024. Hence, non-financial information of the Bank for the year ended March 31, 2024 is not comparable with that of the previous financial year.

Pillars of Environmental Governance

Environmental governance is essential for managing risks, ensuring compliance, enhancing reputation, fostering sustainability, and seizing opportunities in the transition to a more environmentally responsible economy. Our Board of Directors play a proactive role in environmental governance by setting the strategic direction for sustainability initiatives. At the management level, the ESG Apex Council is supported by three dedicated working groups- Environment; Social & Governance; and Product Responsibility. The ESG Apex Council and Working Groups work together seamlessly to ensure all environmental considerations are integrated when recommending policies, products, and other ESG initiatives.

Corporate Social Responsibility & ESG Committee

ESG Apex Council

guides key initiatives, reviews policy frameworks for board approval, and oversees amendments to existing ESG policies.

ESG Working Groups

Environment Working Group

Sets targets and identifies opportunities for improvement in areas of emissions, energy, water and waste

Social & Governance Working Group

Focuses on workplace policies including Code of Conduct & Human Rights, diversity, stakeholder engagement and corporate governance policies

Product Responsibility Working Group

Focuses on assessing Environmental risks, identifies new business opportunities in the Environmental space and works on developing ESG products and/or policy frameworks, as may be applicable

Metrics and Targets

In alignment with the regulatory developments and stakeholder expectations, we continuously strive to identify material key performance indicators (KPIs) for reporting our environmental performance. We maintain a vigilant monitoring system for the identified KPIs and for the outcomes of new initiatives across all our operations. These KPIs encompass metrics related to energy consumption, greenhouse gas (GHG) emissions, water usage, and waste management.

The valuable insights drawn from the monitored data are used for decision-making and target-setting that propels us forward in our sustainability journey.

We are expanding our reach by opening new branches, particularly in unbanked semi-urban and rural areas; this expansion necessitates increased investment in infrastructure, personnel and technology to fortify data collection across all locations – which remains an instrumental component of our progress towards our sustainability goals.

Three years ago, the Bank set an ambitious goal of achieving carbon neutrality on emissions from its own operations by FY32. Our recent successful merger and expansion is a significant achievement, which necessitates revisiting our strategy to ensure continued progress. While the FY32 target remains unchanged, the expansion has temporarily impacted data comparability between the current year and previous years – necessitating a potential adjustment to our interim targets on energy and emissions to reflect our growing footprint.

Our Energy Performance

As a service-based industry, energy plays a critical role in our operations. In FY24, we consumed 3.03 million GJ of energy – which has increased by 1.06 million GJ on account of our increased operational footprint.

Energy Consumption	GJ
Diesel: DG Set	217,433.30
Diesel: Company Cars	59,430.60
Petrol: Company Cars	220,822.20
Grid Electricity (no renewable attributes established)	2,523,514.68
Renewable Electricity (Solar Rooftop & Green Tariff)	11,772.84
Total	**3,032,973.62**

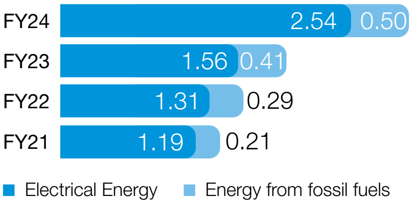
Notes:

- Energy consumed from fuels include energy from consumption of petrol and diesel in company-owned vehicles and gensets.
- For gensets and company-owned vehicles, petrol/diesel purchase data is extracted from the Bank's financial records and the cost of petrol/diesel purchased is converted into litres of petrol/diesel using state-wise/national average rates derived from information in the public domain.
- Electricity consumption from local grids is considered for (i) branches, offices and ATMs from financial records through spent based approach and (ii) data centers on actual consumption. Electricity consumption from renewable energy sources is (i) generated through in-house solar rooftops installed at 25 locations and (ii) purchased 'green' energy for 12 locations.

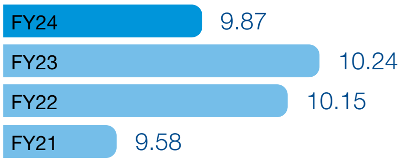
While some of our operations do use fossil fuel as primary energy (such as in generators for backup purposes and in company owned vehicles), majority (83.59%) of our energy consumption is in the form of electricity (2.54 million GJ). Most of this electrical energy is primarily procured from the grid-although we continue to look out for sources of renewable energy (RE) to replace grid energy, wherever feasible.

In FY24, our energy intensity stood at 9.87 GJ/₹ Cr Revenue from Operations, with a decrease of 3.68% compared to FY23.

Total Energy Consumed
(million GJ)



Energy Intensity
(GJ/₹ Cr Revenue from Operations)



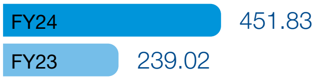
Note:

Energy intensity has been computed based on total revenue, which includes interest earned under Schedule 13 and other income, excluding profit/(loss) on sale of buildings & other assets (net) earned under Schedule 14 of the audited Standalone Financial Statements of the Bank.

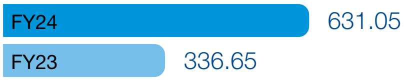
As part of our ongoing efforts to reduce our carbon footprint, we are integrating renewable energy sources into our power consumption, including through captive solar panels in certain offices, where feasible. Through the recent merger, our rooftop solar portfolio has expanded. We have now commissioned a total of 25 rooftop solar installations (14 added as a result of the merger), with a total capacity of approximately 720 kWp, resulting in avoidance of 451.83 tCO_2e emissions from the provision of 631.05 MWh of electricity to our operating locations during FY24. Moreover, 12 of our offices and branches continue to source their power from renewable sources through a premium green tariff offered by DISCOMs. Procurement of 2,639.19 MWh of electricity under the 'Green Tariff' arrangement with the DISCOMS during FY24, has resulted in reduction of about 1,889.66 tCO_2e emissions.

Emissions Avoided through Increase in Solar Energy Consumption

Emissions Avoided (tCO_2e)



Solar Energy Consumption (MWh)



Despite a growing market for open access procurement of renewable energy, and the introduction of progressive rules like "Promoting Renewable Energy through Green Energy Open Access Rules, 2022, and Promoting Renewable Energy Through Green Energy Open Access (Second Amendment) Rules, 2023, there remain a number of regulatory and market challenges for us to scale up our RE procurement. Several states are yet to adopt the Rules in the form of Regulations for implementation of Green Energy Open Access (GEOA) at the state level, hindering the pace of adoption of open access RE across our locations. We consider it crucial to eliminate these external challenges to enable at-scale adoption of green power across our distributed consumption centres.

Buildings Management and Green Buildings: To support our decarbonisation efforts, we are actively engaged in reducing energy consumption across all aspects of our operations. This objective is achieved through a multifaceted approach, including the regulation of existing equipment, installation of energy-efficient alternatives, and the implementation of automated energy management solutions. Our comprehensive energy management and efficiency strategy encompasses various initiatives, reflecting our commitment to sustainable practices and mitigating climate change.

By leveraging digital systems and data analytics, we gain valuable insights into energy consumption patterns. Our focus extends to maintaining branches at optimal temperatures, improving power efficiency and automating energy-consuming assets. These initiatives enable us to optimise energy usage, enhance operational efficiency and reduce our environmental footprint.

In FY24, the Bank accounted for electricity consumption from all four of our co-located data centers. We are also implementing measures to increase the energy efficiency of our data centres which also leads to operational efficiency enhancement.

OUR DATA CENTRE EMISSION REDUCTION INITIATIVES

Upgradation to efficient, cooling systems, **cold-aisle containment**

Replacement of old storage and servers with **new-generation hardware**

Deployed new fire suppression system with **NOVEC 1230 gas**

Use of **Hyper Convergence IT Technology** for IT asset consolidation and virtualisation

All our data centres are **TIA-942 Rated-3 Certified**

Implementation of **smart iPDUs** for asset level energy monitoring

We have incorporated several changes within our infrastructure to improve energy efficiency through auto controls & environment-friendly equipment, and have installed centrally controlled energy management system in about 568 branches across India as on date. This system has allowed us to control consumption patterns, resulting in savings to the tune of 16 per cent annually on an average.

We are using technology and innovation as facilitators in our journey towards low-carbon growth. We have implemented elevator and equipment scheduling to reduce our energy consumption. We have also installed occupancy sensors, capacitor banks as well as Building Management Systems at several of our operating locations. The energy management modules with auto controls deployed across select branches have resulted in significant energy savings. We have also piloted the use of modular UPS in our branches and plan to scale it further. Additionally, all air conditioners in our new premises will conform to the latest standards developed by Bureau of Energy Efficiency (BEE).

Moving beyond energy consumption, we have taken it upon ourselves to implement other green measures including waste and water management in our existing and new fit-outs. We intend to adopt a more holistic approach towards reducing our environmental footprint at our operating locations. As of March 31, 2024, a total of 2,026 projects in different cities are certified under the Green Interiors Rating System of the Indian Green Building Council (IGBC). We intend to ensure that all our upcoming branches are evaluated for green building certification. IGBC's comprehensive rating modules encompassing Eco Design Approach, Interior Materials, Water Conservation, Indoor Environment, Energy Efficiency, and Innovation in Interior Design have been diligently implemented and met with excellence throughout our certified branches and offices. Additionally, some of our offices are also LEED certified. We prioritise environmental sustainability and have been using GreenPro certified materials such as plywood, laminates, flooring tiles, ceiling tiles, paints, adhesives, finishes, and equipment at our select locations. Additionally, we include low VOCs (Volatile Organic Compounds) finishes in our Bills of Quantity and contractor tendering process.

GHG Emissions

We are dedicated to playing our part in addressing climate change and promoting sustainable practices not only within our operations but also throughout our value chain. However, collecting complete and accurate activity data from our myriad locations of varying sizes and nature, is one of our key challenges and hence a strategic priority action area for us. We are continuously enhancing our data collection processes and exploring suitable technological / automation solutions to collect data and enhance stakeholder confidence on completeness & accuracy of our inventory.

In FY24, our total Scope 1 and 2[1] footprint stood at 0.59 million tCO_2e. Scope 3 emissions from three categories[2] stood at 0.06 million tCO_2e. Overall, our Scope 1 emissions accounted for 12.97 per cent, Scope 2 emissions accounted for

OUR BUILDING MANAGEMENT INITIATIVES

2,026 offices and branches are Indian Green Building Council (IGBC) Certified.

41.40 lakh units saved across 568 branches with Smart IoT Based Building Management System

Our Bangalore Data center 'Net magic· DC3B' is certified **green data center** under the IGBC Green Data Center Rating System

2024 Environment + Energy Leader Award in Environmental Impact category for "IOT based Energy Management Program"

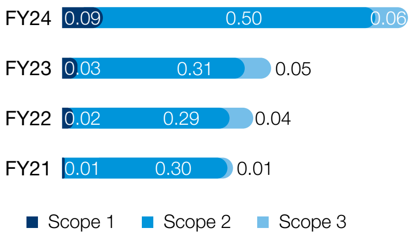
77.33 per cent, and Scope 3 emissions accounted for 9.70 per cent of our total reported emissions.

In our ongoing efforts to enhance completeness of our GHG inventory, in FY24, we expanded our Scope 1 inventory to include fugitive emissions from Air Conditioners (ACs) and Fire Extinguishers (FEs). Together, these two new sources contribute over 50 per cent of our total Scope 1 emissions. Out of the total Scope 1 emissions, fugitive emissions from ACs contribute 53.00 per cent, followed by emissions from fuel consumption in company-owned vehicles with a share of 23.93 per cent. Emissions from fuel consumption in gensets emerge as the third-largest contributor with a share of 19.21 per cent in the total Scope 1 emissions, followed by fugitive emissions from fire extinguishers accounting for a share of 3.87 per cent.

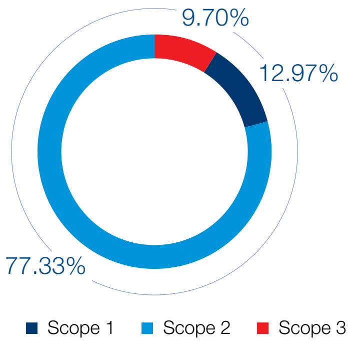
Our Scope 2 emissions encompass emissions associated with electricity purchased from the grid at all locations that are under the operational control of the Bank as well as our co-located data centers. We are continuously taking measures to seek ways to reduce our Scope 2 emissions through interventions in our own operations and through collaboration with our data center service providers. We report our Scope 2 emissions using location-based as well as market-based approach as per the WRI GHG Protocol.

Electricity consumption at our other ATMs[3], along with emissions on account of air travel, car/cab travel, train travel, paper waste, battery waste, and e-waste generated contribute to our reported Scope 3 emissions that cover Categories 5, 6, and 8 as per the Technical Guidance for Calculating Scope 3 Emissions (version 1.0) by WRI Greenhouse Gas Protocol.

Total GHG Emissions
(million tCO_2e)

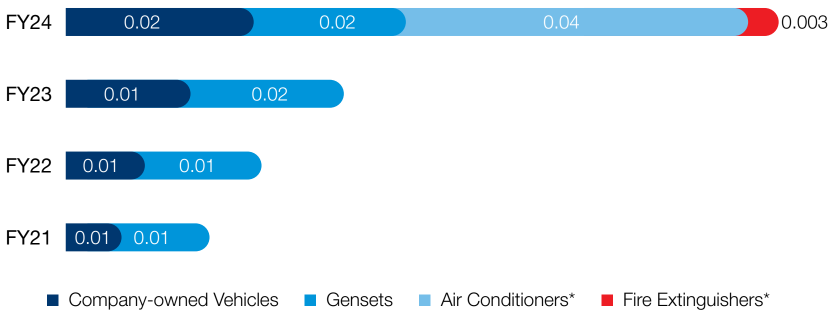


Total Emissions
(0.65 million tCO_2e)



Our Scope 1 emissions increased from 0.03 million tCO_2e in FY23 to 0.09 million tCO_2e in FY24. This rise is primarily attributed to inclusion of two new sources of fugitive GHG emissions - ACs and fire extinguishers, apart from some increase on account of increased fuel consumption in company-owned vehicles due to increased employee activity during the reporting period.

Scope 1 Emissions
(million tCO_2e)



*This is our first-year reporting on fugitive emissions from ACs and Fire Extinguishers

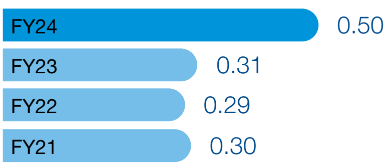
[1]Includes Scope 2 emissions calculated as per market-based approach.
[2]These include Category 5 (Waste generated in operations), Category 6 (Business Travel), and Category 8 (Upstream leased assets)
[3]Referred to as 'Other facilities' in previous years' reports.

In FY24, we witnessed an increase of 0.20 million tCO_2e in Scope 2 emissions despite 3,270.23 MWh of our electricity consumption having renewable energy attributes (generated from solar rooftop and procured through green tariff). This increase can be attributed to several factors including an increase in the number of locations under our operational control on account of merger with eHDFC Limited with effect from July 1, 2023 and our rapidly increasing geographical footprint to serve underbanked regions. Further, as a result of the merger in order to ensure uniformity across our reporting boundary, the Bank used a spend-based approach for estimation of procured electricity.

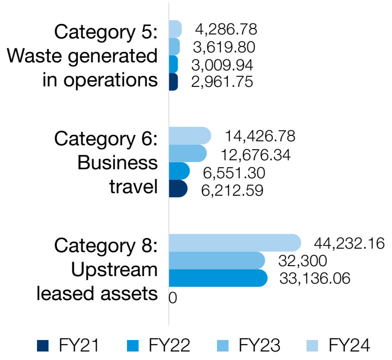
We are using actual electricity procurement data for our data centers which contributes to 4.18 per cent of our Scope 2 emissions. For non data center locations, as we make continued efforts towards collecting actual kilowatt-hour data, for FY24 we have relied upon the spend-based approach to estimate our procured electricity consumption using estimates of applicable city/state level tariffs.

In FY24, our Scope 3 emissions increased over FY23. The emissions from purchased electricity at our 'other ATMs' accounted for 70.27 per cent of our total Scope 3 emissions. In comparison to FY23, the emissions from our 'other ATMs' have increased by 36.94 per cent. Apart from these ATMs, emissions from business travel witnessed a 13.81 per cent increase and that from waste generated in operations increased by 18.43 per cent.

Scope 2 Emissions
(million tCO_2e)

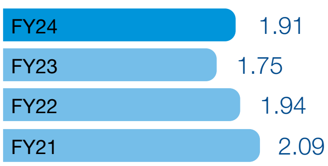


Scope 3 Emissions
(tCO_2e)



During FY24, our Scope 1+2 GHG emissions intensity increased by 9.14 per cent y-o-y per ₹ Crore revenue from operations, respectively.

GHG Emissions Intensity: Scope 1 & 2 (tCO_2e/₹ Cr Revenue from operations)



Notes:

Scope 1 & 2 emission intensity has been computed based on Total Revenue which includes interest earned under Schedule 13 and other income, excluding profit/(loss) on sale of buildings & other assets (net) under Schedule 14 of the Audited Standalone Financial Statements of the Bank.

Measures to Reduce GHG Emissions

We remain committed to implementing meaningful and system-driven changes within the organisation to reduce the GHG intensity of our operations. Three years ago, we set a bold goal: achieving carbon neutrality for our Scope 1 & 2 emissions by FY32. To that end, we have adopted firm-level guidelines for operations and procurement encompassing supply-side and demand-side interventions; and established a carbon neutrality pathway to guide our progress, even as our operations have grown.

The recent merger with eHDFC Ltd. presents exciting opportunities for growth, while also necessitating a strategic review of our carbon neutrality strategy. The observed increase in Scope 1 & 2 greenhouse gas emissions prompts us to adopt a more holistic approach. We will be reviewing our baseline emissions and setting a new, post-merger baseline in alignment with base year recalculation methodologies of the WRI Greenhouse Gas Protocol. This comprehensive review and realignment will allow us to continuously adapt and strengthen our efforts.

Emission Scope	Emission Source	Emissions (tCO_2e)
Scope 1	Diesel consumption in gensets	16,166.86
	Company-owned vehicles	20,145.59
	Air Conditioners	44,612.10
	Fire Extinguishers	3,255.93
Scope 1 (Total)		**84,180.48**
Scope 2 (Market-Based Approach)	Electricity	**501,899.03**
Scope 3		
Category 8: Upstream leased assets	Purchased electricity in 'other ATMs'	44,232.16
Category 6: Business Travel	Cab hire	7,190.25
	Air travel	7,235.78
	Rail travel	0.75
Category 5: Waste generated in operations	E-Waste	0.02
	Paper Waste	4,286.76
Scope 3 (Total)		**62,945.73**

Notes:

- Scope 1 emissions include emissions from company-owned cars, gensets, fugitive emissions from air conditioners and fire extinguishers.
- Two sources of GHG emissions i.e. Air Conditioners and Fire Extinguishers have been included for Scope 1 emissions for FY 2023-24, which were not included in Scope 1 emissions for FY 2022-23
- For the computation of emissions from company-owned cars and gensets, emission factors from IPCC guidelines 2006 have been applied to quantities deemed for energy consumption in 'Our Energy Performance' section.
- Fugitive emissions for fire extinguishers are estimated using operational database and public factors on leakage from USEPA's guidance, with GWP values derived from Intergovernmental Panel on Climate Change Sixth Assessment Report (IPCC AR6).
- For air conditioners, the Bank's Fixed Asset Register for ACs sets the boundary, with asset characteristics derived from internal databases. Emissions have been calculated using India's refrigerant trends, average capacity of refrigerant as provided by vendors, refrigerant leakage as considered from Council on Energy, Environment and Water (CEEW) and GWP derived from IPCC AR 6. Scope 2 emissions are reported using market-based approach with grid emission factor from Version 19 of the Central Electrical Authority's CO_2 database.

  For Scope 3 GHG emissions, the Bank reports on the below categories:
- Business travel through air and rail: The distance travelled is estimated using sources available in the public domain. The applicable emission factors have been sourced from India Specific Air Transport Emission Factors, 2015 for domestic, Department for Environment, Food & Rural Affairs (DEFRA) 2023 for international and India Specific Rail Transport Emission Factors, 2015 for rail.
- Business Travel (Cab Hire): The distance is calculated using estimates of applicable taxi fares available in the public domain. For travel within India, the applicable emission factors have been sourced from India Specific Road Transport Emission Factors, 2015. For travel outside India, emission factors for average diesel cars from DEFRA have been considered.
- Emissions from e-waste, paper waste and battery waste have been considered. To calculate emissions, recycling emission factors and conservative emission factors for disposal have been sourced from WARM Version 16, EPA 2023. For the computation of waste quantities, refer notes given under BRSR Principle 6, Essential Indicators: Question 9.
- Emissions from 'other ATMs' (i.e. electricity consumption for ATMs with no operational control): Electricity consumption at these locations has been derived using internally derived benchmarks (i.e. Geo-climatic averages of kWh consumption from other offsite ATMs).

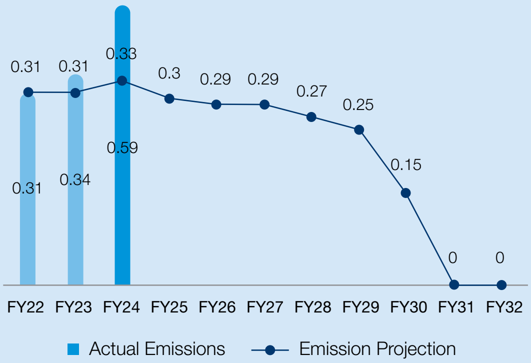
Our Carbon Neutrality Pathway

Demonstrating our unwavering commitment to environmental sustainability, we have set an ambitious goal of achieving carbon neutrality for our Scope 1 & 2 emissions by FY32. Our performance against our interim targets for FY24 is illustrated in the figure below. With our ever-expanding footprint, we acknowledge the challenges on our path to carbon neutrality.

While our ultimate target for FY32 remains unchanged, recent, unanticipated changes in our organisational structure have necessitated a review of our carbon neutrality strategy and its various milestones and levers. Therefore, we will be realigning our interim targets to account for our enhanced organisational boundary (following the merger with eHDFC Limited as well as the enhanced operational boundary (new sources of Scope 1 emissions and increased physical footprint).

Scope 1+2 Emissions

(in million tCO_2e)



Actions Taken in FY24

This year, we actively implemented our carbon neutrality strategy, focusing on both demand-side and supply-side initiatives. While some measures were introduced later in the reporting period, we are confident they will translate to significant emission reductions starting in the near future.

Demand Side

Automated energy management system

568
Locations

4.19 Million +
Units saved

3,000 tCO_2e
Emissions reduced

Active Harmonic Filter

86
Locations

~0.15 Million
Units saved

~111 tCO_2e
Emissions reduced

Supply Side

Installed solar panels in our office buildings

720 kWp
Cumulative solar power generation capacity commissioned*

25
Offices with rooftop solar plants installed

(*as of March 31, 2024)

Green Projects (Offices and Branches)

2 Projects
IGBC Platinum certified

110 Projects
IGBC Silver certified

1,914 Projects
IGBC Gold certified

2,026 projects in different locations are certified under the Green Interiors Rating System of IGBC as of March 31, 2024.

Transition of select offices to Green Power Tariff

12
Premises covered

1,889.66 tCO_2e
Emissions reduced

2,639.19 MWh
Electricity procured through Green Tariff

Focus Areas for Future

Provision of open access renewable power, as a cleaner energy source for office premises

Implementation of Internet of Things (IoT) system at our branches across India, for energy savings

Installation of Active Harmonic Filters at our branches for achieving unity power factor (UPF)

Chiller replacement projects across various branches along with implementation of **Variable Frequency Drives (VFDs) in chiller systems and IE5 pumps**

Auto Control and Monitoring System across India to optimise energy usage

As a responsible bank, we recognise our impact on the environment beyond our core operations. While we diligently address emissions within our operating boundary, we also acknowledge the importance of taking measures outside our direct operations. We have thus, prioritised two key aspects that have a direct impact on reducing GHG emissions within our value chain: paper waste reduction and tree plantation.

GHG EMISSION REDUCTION ACROSS VALUE CHAIN

Our digital products and services, along with automation of several internal as well as customer-linked processes and channels, have enabled us to reduce paper waste generation. The 'Green Event Guidelines' rolled out by our retail marketing team has helped save about 58.09 lakh sq. ft. of paper during the reporting period.

We have launched an ambitious tree plantation initiative and have successfully planted over 30 lakh trees to date. This program has not only resulted in significant reductions in our GHG emissions but has also served as a catalyst for enhancing our social and relationship capital.

Our digitised processes and products have helped customers reduce their frequency of visits to the Bank's branches, ATMs, and offices - thereby reducing associated emissions.

Where paper use is unavoidable, we are switching to recycled paper. In FY24, recycled paper constituted 7.07% of our total paper procurement which reduces the upstream emissions associated with paper procurement.

We made an eco-conscious effort of responsibly disposing flex materials from eHDFC Ltd's signage transition to HDFC Bank. To prevent unintended reuse, we collaborated with signage converters to deliver all our 6.76 tonnes of flex waste to the cement plants for environmentally friendly co-processing, setting a pioneering example.

Waste Management

Our goal is to work progressively towards sustainable management of the waste generated from our operations. We are in the advanced stage of formalising the internal standard operating procedures for monitoring and reporting of waste generated as well as waste avoided. The roles and responsibilities of various functional departments have been defined to improve data governance and management with an aim to minimise waste generation and enhance the share of waste recycled.

As the first step towards improved environmental stewardship, we are progressively enhancing the quality and accuracy of our sustainability disclosures. This includes reporting waste generation and disposal by end-use for various categories.

S.No	Category of Waste	Total Waste Generated (tonnes)	Total Waste Recycled (tonnes)	Total Waste disposed through other operations (tonnes)
1	Plastic waste	252.61	0.00	252.61
2	E-waste	110.58	109.74	0.84
3	Battery waste	20.51	20.51	0.00
4	Other Hazardous waste (used DG Oil)	89.85	0.00	89.85
5	Other Non-hazardous waste generated	288.48	10.16	278.31
6	Paper waste (Other non-hazardous waste)	3441.49	0.00	3441.49

Notes:

E-Waste generated, recycled and disposed, includes IT related e-waste and data centers e-waste which is centrally managed and recycled through vendors.

From FY24 onwards, battery waste is being reported separately. Battery waste is centrally managed and recycled through vendors.

Paper waste majorly constitutes paper procured for the Bank's own use and is shown as sector-specific paper waste. The quantity of waste generated is assumed to be disposed through other disposal operations.

Generation of plastic waste, hazardous waste, some quantities of paper & e-waste and non-hazardous waste are extrapolated based on actual data collected at select locations and the quantity of waste generated is assumed to be disposed through other disposal operations.

We recognise our responsibility and strive to ensure that all these wastes are disposed responsibly.

Responsible waste management is critical to minimising our environmental footprint. This includes minimising waste generation, promoting responsible disposal practices, and ensuring proper handling and processing.

We achieve this through partnerships with authorised recycling vendors for various waste streams. Furthermore, we are actively expanding our waste tracking program. Through internal consultations and collaboration with vendors, we will progressively track dry waste across more facilities over the next few years. We recycled 109.74 tonnes of e-waste and 20.51 tonnes of batteries n FY24, all handled by authorised recyclers.

At some of our locations, used diesel oil is produced due to the operation of gensets which is classified as hazardous waste and disposed using approved, authorised vendors.

Water Conservation

Reflecting the nature of our business, our water consumption is primarily for domestic purposes and drinking. We obtain water from municipal or third-party suppliers at most of our locations. Effective water management requires accurate assessment of performance data. We will be prioritising measuring and monitoring water usage across our facilities, with a focus on larger sites first. This phased approach allows us to gather data, refine our strategy, and gradually expand meter coverage in the coming years.

As we continue to strengthen our systems for monitoring water consumption, we are also working on reducing our overall water usage through the implementation of water-saving practices and technologies. In our IGBC-certified branches, all washrooms are equipped with low-flow fixtures and sensor-based urinals with a flow rate of 1 to 1.5 liters per flush. Our total estimated water consumption[5] for FY24 is approximately 4,81,615.63 kl.

The wastewater generated by the Bank is sent to third party.

Besides our operation, we also have an impact outside our operational boundaries by working with communities to conserve water and to rejuvenate water bodies. The details of this can be found in our 'Social- Communities' chapter.

Water Intensity

(kl/₹ Crore Revenue from Operations)

Notes:

Water intensity has been computed based on Total Revenue which includes interest earned and other income, excluding profit/(loss) on sale of buildings & other assets (net) earned under Schedule 14 of the Audited Standalone Financial Statements of the Bank.

[5]Water withdrawn is estimated based on the document by the Central Ground Water Authority (CGWA), which specifies that an office employee consumes 45 liters per day per head. This amount is recorded as water withdrawn from third party source.

Water discharged is considered as 80% of the water withdrawn from source, based on Central Pollution Control Board (CPCB) database report dated December 24, 2009. Therefore, it is assumed that of the total water withdrawal, only 20% is consumed.

The data for FY 22-23 has been aligned using the above approach.

Climate Risk-related Disclosures

In response to the escalating urgency of climate change, various sectors are adapting to new regulatory landscapes to mitigate environmental impacts. The global fight against climate change has led to the advent of regulations like Carbon Border Adjustment Mechanism (CBAM). This has spurred India to create a regulated carbon market, paving the way for the Carbon Credit Trading Scheme (CCTS), under the Energy Conservation Act. This scheme envisages both, compliance and the development of a voluntary carbon market. Some of the operational guidelines for CCTS are currently work-in-progress. To navigate this new landscape, organisations need to reassess their climate risks and become more climate transparent. Global guidelines like the IFRS S2 standard, which subsumes the Task Force on Climate-related Financial Disclosures (TCFD) recommendations, present a framework for such disclosures.

Recognising the growing concerns of regulators, investors, and clients regarding climate risks, particularly for banks and financial institutions, the Bank has been reporting on governance, risks and opportunities, strategy as well as metrics and emission reduction targets linked to climate change.

The Reserve Bank of India (RBI) has issued various draft guidelines on such disclosures, the latest one being the Draft Disclosure framework on Climate-related Financial Risks, 2024 published on February 28, 2024.

We are continuously striving to align ourselves to make increased climate risk related disclosures.

Governance

Board Oversight

The Board of Directors have increased their oversight on climate-related issues. The CSR and ESG Committee of the Board oversees the Bank's sustainability and climate change initiatives. This Committee monitors the ESG framework, the Environmental Policy, actionables and initiatives strategised and executed by the management level ESG Apex Council and the ESG Working Groups. The Committee also maintains an oversight over the Bank's ESG disclosures, highlighting the Bank's ESG performance and prioritisation of material topics. A dedicated ESG vertical that works in conjunction with several internal and external stakeholders, to drive the Bank's ESG agenda including managing, mitigating, and reporting on climate metrics. The Deputy Managing Director of the Bank has direct oversight on the ESG function and reports to the Board on such matters.

The Bank has initiated capacity-building programs to acquaint our staff members with key developments in climate risk assessment. Credit officers assess overall E&S risks, especially climate risks through a comprehensive "ESG and Climate Change Assessment" framework, as a part of the overall credit assessment for select wholesale corporate borrowers with exposures above a specified threshold as defined in the ESG Risk Management Policy.

Further, the Bank has partnered with an independent, reputable global agency to develop a framework for assessing climate transition risk at a counter-party level. The Bank has launched an internal pilot exercise to estimate financed emissions.

During FY24, the Board received regular updates on matters such as key government and regulatory policy, regulatory engagement and ESG matters including areas such as progress on our climate strategy, policy updates, industry trends, stakeholder engagement and target-setting.

The Board members participate in dedicated familiarisation sessions to enhance their understanding of emerging climate related risks impacting the Bank and the adequacy of actions for management of the identified risks. In FY24, two meetings were conducted for the Board on emerging regulations and best practices related to ESG and climate risk management. The CSR and ESG Committee of the Board meets on a quarterly basis. During the year, the Risk Policy and Monitoring Committee also reviewed key risks and opportunities arising from climate change.

Policies and Frameworks Guiding Climate Risk Management

HDFC Bank's approach to identifying climate-related risks, impacts, and opportunities is guided by the Board-approved ESG, Risk Management Policy (ESGRM Policy), Operational Risk Management Policy, Sustainable Finance Framework and the Environmental Policy.

These policies inter alia inform the categorisation of risks and implementation of risk mitigation and management measures.

Specifically, the Bank's ESGRM Policy addresses climate transition and mitigation plans and includes a prohibition list criterion and 'Category-A' tagging of climate risk-related vulnerable sectors. As part of this policy, we use our ESG & Climate Change Assessment Framework as a part of the overall credit assessment for certain wholesale borrowers as per the ESGRM Policy. Under this policy, the Credit Appetite Memorandum assesses ESG and climate change risks associated with the borrowers' operations and mitigation measures/ controls.

The framework also captures various aspects of ESG compliance and climate change risks/mitigants in relation to the borrower, and their business operations. Through the framework, risk exposures are identified and reported to management, thus enabling the implementation of necessary risk mitigation actions.

The Board-approved Operational Risk Management Policy outlines the governance structure and processes for managing operational risk. This structure consists of three lines of defense: the business line (including support and operations) is the first line, an independent Operational Risk Management Department (ORMD) is the second line, and Internal Audit is the third line. The Risk Policy and Monitoring Committee (RPMC) of the Board oversees the risk management strategy of the Bank and ultimately reports to the Board of Directors.

The Bank had also implemented a Board-approved ESG policy framework, a guiding document for all ESG initiatives and activities undertaken by the Bank, focusing on climate change strategy, environmental and social risk management in lending, procurement practices, workforce and employment practices, good governance, and stakeholder management.

We have developed a Sustainable Financing Framework in line with International Capital Market Association (ICMA) Green Bond Principles 2021, Social Bond Principles 2023, and Sustainability Bond Guidelines 2021. This Framework, approved by the Bank's CSR and ESG Committee, the RPMC and the Board of Directors, has also received a second-party opinion, concluding the credibility of the Framework as well as its alignment with global principles. This framework serves as a basis for the Bank's on going and future Sustainable Financing Transactions (SFTs).

A Board-approved Stress Testing Policy and System, which is an integral aspect of our ICAAP (Internal Capital Adequacy Assessment Process), is part of our overall risk management framework. Stress testing involves employing a variety of ways to determine our vulnerability to excessive yet realistically stressful work conditions.

Climate risk stress testing captures financial impact of borrowers and associated credit losses due to physical risk and credit losses due to transition risk.

Committees Guiding Climate Risk Management

We have established a robust governance structure to oversee our ESG approach, comprising the CSR and ESG Committee of the Board

and the ESG Apex Council. Under the aegis of the Apex Council, three ESG working groups drive the Bank's ESG agenda.

Our Board-level CSR and ESG Committee oversees sustainability and climate change initiatives, and is responsible for monitoring the ESG Policy framework, Environmental Policy, and other climate-related action plans. It ensures that the Bank's ESG disclosures effectively communicate the Bank's performance and prioritisation of material topics like climate change. The Committee reviews climate-related plans, targets, performance against those targets, and employee/business unit initiatives to mitigate climate change. Additionally, it allocates annual budgets for ESG initiatives. The CSR and ESG Committee convenes quarterly and discusses and updates on climate change initiatives and guides on further course of action.

The Bank has established a separate ESG Apex Council at the management level, that shapes and guides the Bank's overall ESG strategy and provides actionable recommendations which are further reported quarterly to the Bank's CSR and ESG Committee. The Council comprises of senior management that governs and reviews the progress of Bank's ESG strategy and roadmap through three distinct working groups, namely Environment Working Group, Social & Governance Working Group, & Product Responsibility Working Group, and targets climate risk related governance across environment, social, and product dimensions.

The Bank's comprehensive risk management is overseen by the Board of Directors. The RPMC is a Board-level committee that supervises the implementation of the risk strategy, has been formed as per the guidelines of Reserve Bank of India on Asset Liability Management/ Risk Management Systems. The RPMC monitors compliance with risk parameters and aggregate exposures within the appetite set by the Board. It also reviews the enterprise-wide risk frameworks viz. Risk Appetite framework (RAF), Internal Capital Adequacy Assessment Process (ICAAP), and the stress testing framework for the Bank's borrowers.

The independent Risk Management Group (RMG) maintains regular communication with RPMC members and is primarily responsible for executing the risk strategy approved by the Board. This entails developing policies, procedures, and systems to identify, measure, monitor, assess, and manage risks effectively. The RMG is headed by the Chief Risk Officer who is also accountable for all aspects of managing operational risks.

The risk management function of the Bank is independent from business and reports directly to the Managing Director and Chief Executive Officer. The risk management team conducts periodic topical stress testing to assess the potential impact of geopolitical, macroeconomic, and sectoral trends. The Bank has integrated ESG considerations into its credit appraisal and approval process for select wholesale borrowers. encompassing environmental, health, social, and safety risks.

For more details on the governance structure, refer to the section on Pillars of Environmental Governance.

Commitment to Climate-related Disclosures	Reporting Frameworks	Assessment Framework
The Bank is dedicated to maintaining transparency and accountability in its climate-related disclosures. Our approach to reporting adopts global frameworks in accordance with nationally available guidance and frameworks.	• We endeavor to align with climate risk related disclosures as per **Task Force on Climate-Related Financial Disclosures (TCFD)** framework. • FY24 is the fourth year of HDFC Bank's reporting in line with TCFD. • We have been reporting on ESG KPIs in alignment with the **Global Reporting Initiative (GRI)** since FY14. FY24 is the tenth year of HDFC Bank's reporting in alignment with the GRI. • We have been complying and reporting in line with the SEBI-stipulated BRSR framework in our annual disclosures.	• We have been reporting to the Carbon Disclosure Project (CDP) - responding to its climate change questionnaire. • The Bank scored a 'B' in its Climate Change 2023 response. • We have been participating in **S&P Corporate Sustainability Assessment** reporting since FY19. In 2023, the Bank was ranked in the 89th percentile.

Training and Capacity Building on ESG and Climate

We are committed to fostering a comprehensive understanding of climate change throughout our organisation, ensuring that every function and employee is equipped with functional and role-appropriate knowledge and skills to address its challenges. To achieve this, we implement robust training and capacity-building programs tailored to the diverse needs of our workforce.

We have e-learning modules on climate change and GHG emissions, thus instilling a shared understanding of climate-related risks and opportunities across all levels of our organisation.

Through these comprehensive training and capacity-building efforts, we empower our employees to become active contributors to our sustainability goals and help develop the Bank's resilience to the challenges posed by climate change.

We also conduct targeted capacity-building initiatives focused on ESG and climate change for specific teams, such as our credit and business teams. Our emphasis lies on equipping these teams with the knowledge and tools necessary to integrate climate considerations into their decision-making processes and conduct climate-specific due diligence effectively.

Strategy

At HDFC Bank, we are committed to mitigating risks and leveraging opportunities arising from the transition to a low-carbon economy. We endeavor to build our capability to manage risk from climate change and deliver our regulatory commitments, thereby demonstrating to our investors that the Bank is effectively managing climate-related risks and opportunities.

Identifying Climate-related Risks and Opportunities

Our strategy is underpinned by the way we assess and manage our exposure to climate-related risk. There are two main types of climate related risks:

- **Physical Risks:** Extreme weather events like floods and cyclones can cause physical damage to property and assets, leading to economic losses (physical damage to property and assets). The Bank is assessing the potential financial impacts of these physical risks on the Bank's operations.
- **Transition Risks:** The shift towards a low-carbon economy may impact the value of certain assets and liabilities including the likelihood of formation of stranded assets. The Bank is exploring opportunities in green financing and sustainable infrastructure projects to mitigate these risks and capitalise on emerging market trends. The Bank has also partnered with an independent, reputable global agency to develop a framework for assessing climate transition risk at a counterparty level.

Additionally, we have identified some climate-related risks and opportunities that the banking sector may face over the short, medium, and long term, as well as their corresponding impacts including:

Risk	Type of risk	Description
Current regulation	Transition risk factor	Banks are highly regulated in the country and mandates as part of current regulations are always integrated into the overall risk planning and assessment process. Current regulations are also factored in the credit assessment process, especially through the comprehensive ESG and Climate Change assessment framework for its wholesale corporate borrowers.
Emerging regulation	Transition risk factor	Transition risk can impact the Bank's credit portfolio resulting from changes in the climate policy, technology, consumer, and market sentiment during the transition to a low-carbon economy. This is particularly relevant for policy changes that can result in loan defaults from certain sectors like coal, thermal and certain infrastructure sectors.
Technology	Transition risk factor	While our digital environment and information security standards are the foundation of our business today, as financial services professionals, we do not anticipate technology to have a significant impact on climate risk. Our low-carbon digital banking products use technology to enable business.
Legal	Transition risk factor	For large loans, we verify whether the project complies with all applicable environmental rules, failing to do so could result in the loan becoming a non-performing asset if the project goes into litigation. This, however, is not a claim against the Bank. There are no other circumstances in which the Bank can be held liable for a climate-related lawsuit.
Market	Transition risk factor	In the context of climate change, markets could play a key role in market repricing or shifting the demand and supply for certain products like green loans or bonds, or in low-carbon digital products. However, the Bank recognises the relevance of change in consumer preferences, and hence, the need to evaluate this risk.

Risk	Type of risk	Description
Reputation	Transition risk factor	Reputation risk from community/customer perception is a primary risk to our business. We thus invest in community and customer involvement through surveys and structured engagements to educate and enlighten them on climate risks and mitigation. Further, ESG performance measures are increasingly being used by the global investor community, especially sovereign wealth funds and pension funds, to assess long-term profitable growth. We strive to implement environment-friendly measures throughout our operations. We further show our commitment to ESG, particularly climate change, by including ESG elements in regulatory reporting such as the annual report. In addition, in our annual integrated report, we publish details on our carbon emissions and footprint (third-party assured).
Acute physical	Physical risk factor	Acute physical hazards such as cyclones, floods, and water stress can have a negative influence on the credit portfolio by causing bad debts, impairing assets or collaterals due to damage to property, infrastructure, and land, and interrupting operations. This is also relevant for climate disasters destroying assets (that serve as collaterals). The Bank's Disaster Response and Business Continuity teams conduct business impact analyses and have rapid response procedures in place in the event of natural disasters such as floods.
Chronic physical	Physical risk factor	Chronic physical risks are far into the future. Rise in global temperature more than 1.5 degree Celsius may cause changes in climate patterns and sea level, impacting the economy and operations of the Bank, thus impairing assets or causing early replacement of assets. Given that climate risk is an emerging and long-term risk for the Bank, a suitable methodology/pathway shall be considered for adoption, to analyze the Bank's exposures under different climate scenarios.

The Bank has also envisaged climate-related opportunities over the short, medium, and long term:

Opportunity	Description	Timeframe
Green services	Expansion in demand for lower-emissions goods and services is expected to continue to scale in the medium to longer term.	Medium
Lowering carbon emissions	Resource and energy efficiency in own business operations that help lower carbon emissions while also potentially strengthening operational efficiency is expected to scale up.	Short
Greening of portfolio	The diversification of the Bank's financial portfolio and growth of green portfolio is expected to scale up.	Medium

Building a Climate-Resilient Strategy

By integrating climate risk considerations into financial planning processes, the Bank is building a more resilient strategy. This includes evaluating the potential impact of climate change on the Bank's lending practices, customer base, and operational costs. The Bank believes that this proactive approach will help navigate the evolving landscape of climate change while seizing opportunities for sustainable growth.

The Bank actively reports to the Carbon Disclosure Project (CDP), on its strategy that integrates both the potential risks and opportunities presented by climate change. We understand that climate change provides both risks and potential opportunities for our business. From the perspective of climate risk assessment, we plan on assessing the priority of physical and transition risks in the near to medium term.

We have a three-pronged strategy to adapt to climate change: decarbonising our operations; managing climate risk & financed emissions; and financing the transition.

Decarbonising Our Operations

- Minimising our operational carbon footprint is central to the Bank's sustainability strategy.
- We are committed to effectively managing and mitigating the environmental impacts of our operations by adopting industry best practices and standards.
- Our comprehensive Scope 1 & 2 carbon neutrality strategy encompasses various initiatives, reflecting our commitment to sustainable practices and mitigating climate change.

Managing Climate Risks

- The Bank's credit exposure is well diversified across numerous industries, with no single industry having a high concentration.
- We have strengthened the assessment of climate risks as a part of credit diligence, particularly in project financing above a certain threshold under the aegis of our ESG Risk Management Policy. As a part of this framework, identification of exposure for Category-A tagging sectors (business activities with significant adverse environmental and social risks) is underway. (Refer to the ESG Strategy chapter).
- We are endeavouring to develop more robust frameworks to measure and assess material climate risks related to our lending operations and apply a climate lens to more of our business decisions.
- We are firming up an internal strategy on conducting climate risk assessments and tracking our financed emissions. The Bank shall continue to expand the scope of assessment, and refine the methodologies basis the finalisation of the disclosure frameworks in India, including the guidelines and timelines put forth by the RBI. This shall also help in the development of the Bank's targets on financed emissions in the future.
- We have a Business Continuity Plan to address and manage continuity of critical business operations, ensuring accelerated resumption of services after a disaster.

Financing the Transition

- HDFC Bank's Sustainable Financing Framework aligned to International Capital Market Association (ICMA) Green Bond Principles 2021, Social Bond Principles 2023, and Sustainability Bond Guidelines 2021], serves as a basis for HDFC Bank's future Sustainable Financing Transactions (SFTs), including green, social & sustainability bonds and loans. The Framework defines the eligibility criteria in ten distinct 'green' categories. The policy is available on the Bank's website.

In addition to our three-pronged strategy, we also engage with our larger corporate clients as well as industry bodies and regulators on climate change. This enables us to strengthen our strategy while ensuring a well-rounded approach to implementation of the same.

Client Engagement

As a trusted financial institution, we continue to proactively engage with many of our larger corporate clients on both the risks and opportunities related to their businesses. To enable us to provide the appropriate advice and capital solutions, we also encourage clients to share and enhance their climate disclosures.

Through client engagement, our goal is to determine current ESG and climate change focus areas and practices. We strive to identify industry best practices and emerging initiatives on ESG and climate risk issues, including short-term emission reduction targets, long-term net-zero goals, ESG and climate-related disclosures, and supply chain decarbonisation. Of the wholesale loans approved during the year, 26 per cent in value terms underwent an enhanced environmental and social due diligence as part of the Credit Appetite Memorandum.

Industry engagement/ Government/Public Policy Engagement

We believe that industry co-operation, particularly in setting common standards and transparent reporting, is important for all our stakeholders. We continue to engage with peers, industry experts and academics to assess the transition to a low-carbon economy and consider emerging methodologies and taxonomies.

We are member to a number of industry bodies and endeavor to advance our climate change policy through such industry/ trade associations.

We actively contribute to the processes of influencing the evolution of positions taken by trade associations through advocacy and negotiations. Our organisational strategy and climate goals guide our engagement with the trade associations.

The Bank also intends to accelerate the scale and pace of delivering value by using collaboration as a mechanism to effectively foster strategic partnerships with solution providers, civil societies, government agencies that would help bring together capabilities and resources to achieve its ESG objectives.

Risk Management

Risk Identification

Effectively managing climate risk requires proactive identification, a thorough understanding of the domain, as well as comprehensive inputs from stakeholders. At the Bank, risk identification is an ongoing process that includes the consideration of climate-related factors such as physical (acute and chronic) and transition risks in the lending portfolio. We are actively seeking opportunities to enhance our capabilities in identifying these risks and their impacts on our business and endeavor to incorporate additional climate risk considerations related to sector, product, and geography, aligning specific perils and transition categories, linking new and existing risks to other sustainability categories, and identifying the applicable time horizons for impacts.

Climate-related Risk Management

In line with its sustainability-focused vision and commitments, the Bank has developed several initiatives to manage climate-related risks at the project, portfolio, and organisational levels.

Project Risk

At a project level, a risk assessment focused on social and environmental aspects is integrated into the Bank's overall credit approval framework.

The Bank's ESG & Climate Change Assessment Framework, under the aegis of our ESG Risk Management Policy (ESGRM), ensures thorough environmental and social due diligence of various loan proposals above the defined credit exposure thresholds, including direct customer loans, wholesale loans, supply chain finance, offshore, and capital market loans, as well as loans to banks, financial institutions, or NBFCs. This assessment helps the Bank evaluate the borrower's current position regarding ESG and climate change considerations and analyze their transition plans and initiatives for mitigating risks associated with these factors.

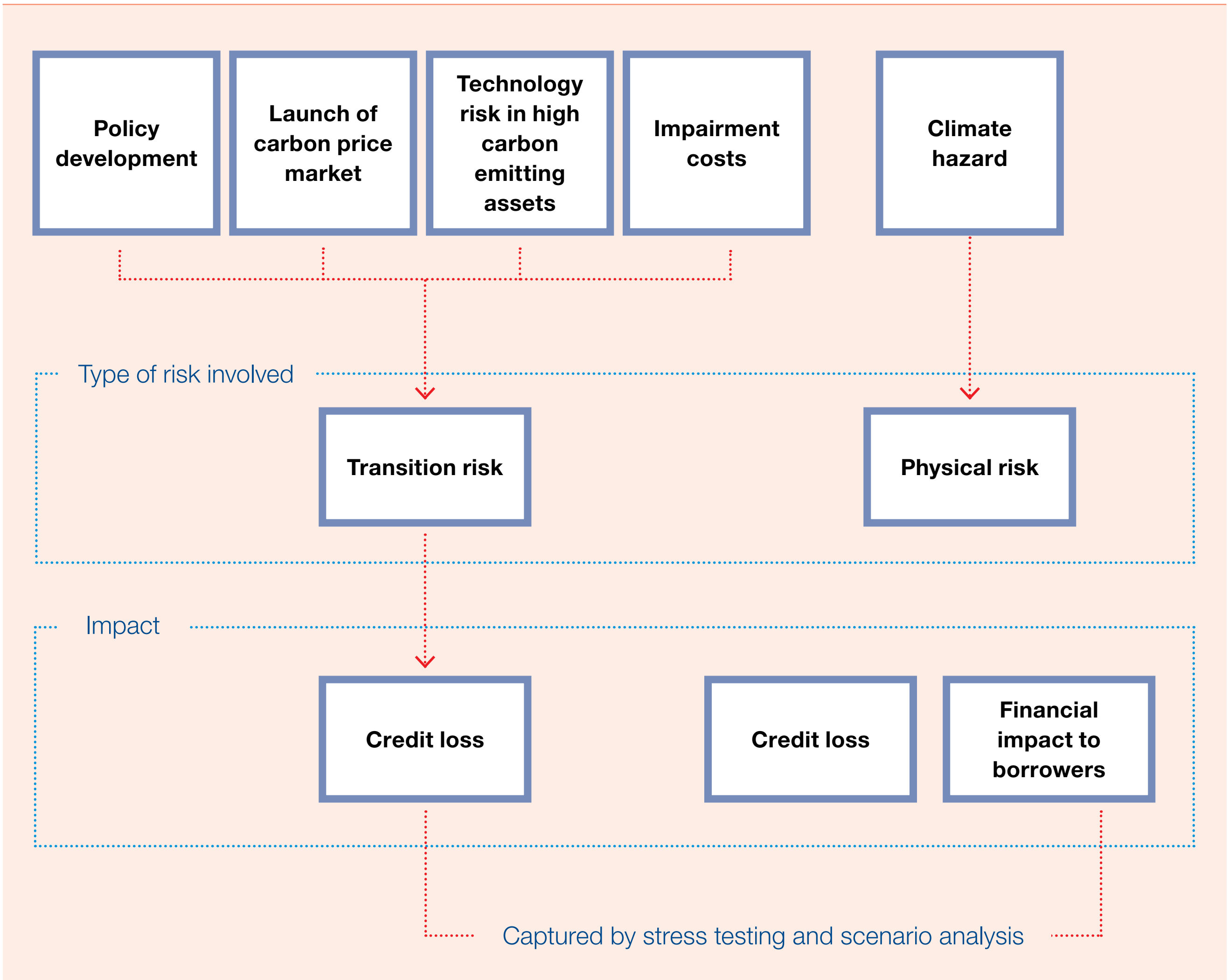
Portfolio Risk

The Bank has partnered with an independent, reputable global agency to develop a framework for assessing climate transition risk at a counterparty level. Furthermore, the Bank has launched an internal pilot exercise to estimate financed emissions for specific sectors in its lending portfolio.

Climate Risk Measurement (Portfolio level)

The development of methodologies and tools to link climate risk to traditional financial risk parameters, economic impact modelling, scenario analysis, and stress testing is still being progressively explored through global collaborations. Addressing challenges such as the availability of climate-related data (including the frequency of climate events at good spatial resolution, and regional and global sector impacts), regional climate impact scenarios, and comprehensive climate risk assessment tools and methodologies remains crucial. The Bank is committed to staying ahead of the curve and building capacity and understanding of the financial and non-financial impact of climate change.

The Bank undertakes stress testing and scenario analysis to assess the potential impact of geopolitical, macroeconomic, and sectoral trends on its portfolio and subsequently build its climate resilience.



Type of risks and impact captured through stress testing and scenario analysis

At the Bank, stress testing involves the use of various techniques to assess the potential vulnerability to extreme but plausible stressed business conditions. The changes in the levels of Pillar I Risks and select Pillar II Risks, along with the changes in the on and off-Balance Sheet positions of the Bank are assessed under assumed 'stress' scenarios and sensitivity factors. The suite of stress scenarios includes topical themes as well as historically observed geopolitical/macroeconomic/sectoral and other trends.

From the perspective of climate risk assessment, we are exploring third-party frameworks to assess the physical and transition risks in the near to medium term.

We intend to integrate our climate strategy and the impact of climate-related issues into our financial planning processes, and to that effect, are developing processes and tools that will influence our business activities. We aim to:

- decarbonise our operations
- expand our green and sustainable banking products
- enhance the scope and accuracy of our climate scenario analysis and stress testing, applicable for the bank's lending portfolio.
- monitor and estimate our lending portfolio related financed emissions.

As disclosure requirements and regulations continue to evolve, we expect to take these into consideration while developing our financial strategy.

Measurement of Financed Emissions: Pilot Study

Financed emissions refer to the greenhouse gas (GHG) emissions that are associated with lending and investment activities of financial institutions. As per the GHG Protocol, financed emissions are a specific category of indirect, downstream emissions and are classified as Scope 3 emissions. Financed emissions are critical to better understand the role of the financial sector in climate change. However, the lack of reliable and standardised India specific emission factors remains a challenge in measuring financed emissions. The Partnership for Carbon Accounting Financials (PCAF) provides a framework to help financial institutions report their financed emissions. While the PCAF guidance varies across different asset classes, the broad methodology for corporate loans revolves around the concept of determining the financed emissions of a given exposure using the concept of an 'attribution factor' and then applying it to the estimated emissions of the underlying company or sub-sector. Further, PCAF guidance is available for only a few asset classes, which poses constraints in determining overall portfolio level emissions.

The PCAF methodology ascribes data quality scores from level 1 to 5. Level 1 data is where emission factors of the underlying entity has been verified by an independent third party. Level 2 data entails emissions that are reported by companies but have not been externally verified. Level 3 to 5 data is where emissions are calculated based on production level activity or sectoral /proxy data.

As a Bank, we recognise that we do bear some responsibility for the environmental impacts of projects and entities that we finance. We have on a voluntary basis, commenced the exercise of measuring financed emissions of the bank's lending portfolio. We are working with a climate tech startup to help in the assessment of measuring financed emissions based on our lending to various industries/sectors. We are testing the efficacy of India specific sectoral emission intensities based on Environmentally Extended Economic Input-Output models.

On some of our corporate/ wholesale loans, it has been our constant endeavor to collect E&S information as per our ESG Risk Management Policy. While we recognise the challenges in collecting data on emissions, we are encouraged that a growing number of our wholesale borrowers are reporting Scope 1 and Scope 2 data.

Based on loans of the previous year, we undertook a pilot study of a sample pool of 2,768 wholesale loans to 309 listed entities disclosing Level 1 or Level 2 data on Scope 1 and Scope 2 emissions, across 34 sectors, which included certain hard-to-abate industries. Our reporting of financed emissions followed the PCAF standard for corporate loans as described below:

$$\textit{Financed Emissions} = \Sigma\ \textit{Attribution Factor x Debtor Emissions}$$

Attribution factor = Outstanding debt/Enterprise Value

(Enterprise value for a listed company is market capitalisation + borrowings)

Using the above-mentioned PCAF methodology, the sample pool totalling approximately ₹1.5 lakh crore had financed emissions of 12.2 million t of CO_2e. Although it is acknowledged that the exercise is backward looking, rather than futuristic, it still represents a significant milestone in the Bank's journey towards measuring and managing its financed emissions. The exercise has enabled the Bank to identify variances based on actual entity-level data of Scope 1 and 2 emissions versus applying sectoral level emission factors. This understanding shall help the Bank to establish more accurate baselines which will serve as the foundation for setting realistic and achievable emission reduction targets. Further, the Bank shall also continue to work towards widening its coverage for financed emissions, whilst also ensuring that it plays a role in being enablers of transition finance.

Organisational Risk

The Bank's operations entail compliance and reputation risks, as well as ESG risks. To address these risks, the Bank has established an aggregate Risk Appetite Framework. Furthermore, risk-specific policies, limits and triggers are implemented to operationalise the appetites for individual risk types. The Bank recognises climate risk as a material risk. The Bank has a structured management framework called the Internal Capital Adequacy Assessment Process (ICAAP) to identify, assess, and manage all risks that could potentially have a significant negative impact on our business, financial position, or capital adequacy.

Metrics and Targets

We have taken on an ambitious target for achieving carbon neutrality of our Scope 1 and 2 emissions by FY32 and are already aligning our operations to progressively stringent internal benchmarks for enhancing our energy performance and integration of renewable energy. (Refer GHG emissions section for further details).

Additionally, we aspire to fortify our commitment to financing climate change solutions such as energy transition, renewables, energy efficiency, sustainable transportation, green buildings, climate smart agriculture, among others, and have already embarked on a process to examine our financed emissions and carbon-related asset exposure with the intent to develop KPIs and track the progress towards assisting our customers in transitioning to a sustainable, lower-carbon economy.

Customers at the Heart of Everything

At HDFC Bank, our relentless focus on customer centricity drives us to innovate and deliver exceptional financial solutions. By understanding and anticipating our customers' needs, we aim to create personalised experiences that build trust, satisfaction and long-term relationships.

Service Quality Initiatives and Grievance Redressal

Customer Focus is one of the five core values of the Bank. Given a highly competitive business environment, especially with diverse lines of businesses, we continuously strive to enhance customer experience. Delivering exceptional product quality and customer service delivery is a prerequisite for sustained growth. The Bank strives to achieve this by seeking customer feedback, benchmarking with best-in-class business entities and implementing customer-centric improvements. We have adopted a three-step strategy regarding Customer Service - Define, Measure, and Improve.

HDFC Bank has adopted a multi-pronged approach to provide an omnichannel experience to its customers. On the one hand, it has traditional touchpoints like Branches, Email Care and PhoneBanking. On the other hand, it has state-of-the-art platforms like NetBanking, MobileBanking, WhatsApp Banking, the chatbot Eva and the Bank's exclusive social care handles. The Bank also has a Virtual Relationship Management (VRM) programme to cater to various financial needs in a personalised manner.

Customer service performance and grievance redressal are regularly assessed at various levels, including Branch Level Customer Service Committees, Standing Committee on Customer Service and Customer Service Committee of the Board. HDFC Bank has implemented robust methods to monitor and measure service quality levels across touchpoints including at product and process level, through the efforts of the Quality Initiatives Group.

The Service Quality team conducts regular reviews across various products, processes, and channels focusing on improving the customer experience. A unique Service Quality Index (SQI) has been developed to measure the performance of key customer facing channels based on critical customer service parameters. This SQI enables continuous improvement of initiatives to raise service standards.

One of the basic building blocks of providing acceptable level of customer service is to have an effective internal Grievance Redressal Mechanism/Framework. HDFC Bank has developed a comprehensive Grievance Redressal Policy, Customer Rights Policy, Customer Compensation Policy duly approved by the Board which outlines a framework for resolving customer grievances. These policies are accessible to customers through the Bank’s website and branch network.

HDFC Bank has created multiple channels for customers to provide feedback and register grievances facilitating a transparent and accessible system. As a pioneer in innovative financial solutions and digital platforms, it has witnessed an increased utilisation of its digital channels. Keeping customer interest in focus, the Bank has formulated a Board approved Protection Policy which limits the liability of customers in case of unauthorised electronic banking transactions.

This Bank is compliant with the RBI Internal Ombudsman Guidelines. At the apex level, as a part of the Internal Grievance Redressal Mechanism, the Bank has appointed seasoned-retired bankers as Internal Ombudsmen to independently review any customer grievance which is partly/wholly rejected by the bank before the final decision is communicated to the customer.

HDFC Bank is on a journey to measure customer loyalty through a high velocity, closed loop customer feedback system. This customer experience transformation programme helps employees to empathise better with customers and improve turnaround times. Branded as ‘Infinite Smiles,’ the programme helps establish behaviours and practices that result in customer-centric actions through continuous improvement in products, services, process and policies.

The Bank remains committed to placing the customer at the centre of its operations. By consistently improving customer experience, adopting an omnichannel approach and implementing robust service quality and Grievance Redressal Mechanisms, it aims to build lasting relationships.

Building a Customer-Centric Culture using Net Promoter System (NPS) - ‘Infinite Smiles’

We, at the Bank, believe that delivering an outstanding customer experience is a strong differentiator for a great product and is key to a sustained competitive advantage. The primary aim of the Infinite Smiles programme is to establish employee behaviour and practices which lead to customer- centric actions and continuous improvements.

In March 2020, we initiated measurement on key journeys, identified action areas to improve customer experience and implemented several key initiatives. This has led to a steady improvement on our NPS over the years. This year, we built on our commitment to our customers by scaling the coverage of our Infinite Smiles programme – we introduced new journeys, new episodes and new products ensuring a much wider coverage. Customer focus has seen increased focus - regular cadence with key stakeholders and rigorous follow-up on actions have become the cornerstones of Infinite Smiles.

The programme now encompasses critical episodes – On-Boarding journeys, customer instructions, CQR. We now cover 140+ episodes and have contacted around 100 million+ customers in Financial Year 2023-24 for their feedback.

Our 'Infinite Smiles' program rests on three meticulously designed pillars – 'Listen'; 'Learn'; and 'Act' which enables us to embed customer-feedback led transformation as a discipline into our systems, challenge what is considered as the standard, and offer a customer experience that places us amongst the best service brands.

This well-defined System builds on the Score and requires every level of the organisation to be rigorously, consistently focused on the quality of customer and employee relationships. In order to foster individual learning and inspire front-line employees to do right by customers, we created an advocacy organisation that ensures

1. Sustained Leadership Commitment

Embraced the goal of creating more promoters and fewer detractors as a mission to building Service First Culture.

TRANSFORMING SCORE TO SYSTEMS

Listen	Learn	Act
Feedback of customers	Review and follow up to better understand	Resolve the issue in the near and long term
3.3 million feedback captured across key channels, critical episodes and key product journeys	**71** BU NPS Score*	**2.3 lakh+** huddles conducted

*Bottom Up NPS score

2. Building Greater Focus on Understanding Customer Needs

Operationalising customer empathy, through Detractor engagement; front-line employees hear positive and constructive feedback directly from customers enabling them to support actions that improve customer experience.

3. Robust Operational and Analytical Infrastructure

Customer Experience Transformation team leads the effort and is responsible for maintaining rigour. It rallies across departments to drive the mission of serving the customer and bringing voice of the customer into decision making.

4. Reliable and Trusted Metric

We use Net Promoter Score (NPS) branded as Smile Score - a simple and easy to understand metric which is reliable and valued. We have now embedded Smile Score and customer feedback as an outside-in perspective for measuring process efficiency.

Infinite Smiles program is a practical framework to grow by enriching the lives of our customers and employees. It is the business equivalent of the Golden Rule: Treat others as you would want to be treated.

Guided by our aspiration to move from score to systems, we have been working to institutionalise the process for addressing customer issues that transcend beyond measurement and create a culture of customer-centricity and agility.

We would not only like to anticipate and react to changing customer expectations but also like to provide a proposition to our customers that makes us more attractive than competitive alternatives.

Driving Customer-Centric Initiatives Through Innovation

HDFC Bank's foundation is built on three pillars: technology, innovation and providing excellent customer experience. This philosophy has guided the Bank's marketing journey over nearly three decades in driving key campaigns that focus on consumer awareness and education, offering innovative and tech first products and continually enhancing customer experience.

KEY HIGHLIGHTS FOR FINANCIAL YEAR 2023-24

The Merger of HDFC Limited with HDFC Bank

The merger was successfully executed in-house, accompanied by a large-scale announcement in leading newspapers and comprehensive rebranding across all physical outlets. On the day of the merger, HDFC Limited branches, website and digital platforms were seamlessly rebranded to reflect this significant development.

HDFC BANK NOW

The Bank launched HDFC Bank NOW, a platform that encompasses all its digital offerings in one place. The platform aims to simplify customer experience while buying new products, onboarding, accessing offers or availing the Bank's services digitally. NOW showcases its existing digital offerings along with new ones to customers.

Festive Treats 5.0 with XpressWay: Iss Tyohaar No Intezaar

Festive Treats – a five-year strong property capturing the festive spirit of the market, showcases 10,000+ attractive offers on banking and lending products for our customers across segments.

In FY23, we leveraged the Festive Treats franchise to launch the all-new digital platform XpressWay through an insightful campaign theme, “Iss Tyohaar No Intezaar”. Through this campaign, we enabled customers to fulfill their banking needs without any wait by providing them with a frictionless digital journey for availing banking products and services.

This highly personalised platform consolidates all tailored offers in one place, prioritised for relevance. The products and services are meticulously crafted to ensure fast, seamless, paperless and user-friendly experiences for existing and new customers.

Vigil Aunty

Nearly two years after the launch of the Vigil Aunty campaign, her influence within the Indian social media landscape remains strong with a considerable presence on platforms like Facebook and Instagram. Her fan base has grown significantly, reaching **2.2 million** citizens in India. On WhatsApp she provides real-time updates on financial frauds and has built a community on the platform known as the Vigil Army, where the latest fraud awareness updates are provided to **800,000** people. This active community not only stays informed but also participates in spreading the message and amplifying the reach of our campaign.

Our efforts extend beyond mere awareness creation. We actively monitor and track online frauds and modus operandi, with a primary focus on safeguarding our Bank's customers. Utilising robust tools, we have swiftly identified and removed fake customer care numbers, social media profiles, Twitter handles and career pages falsely associated with HDFC Bank. Impressively, our response time for taking down these fraudulent accounts and handles has been between 24-48 hours.

In Financial Year 2023-24 **a total of 139 Customer Awareness Initiatives** were conducted. Vigil Aunty's **overall reach has been 2.2 million followers and 300+ million views**.

PayZapp

PayZapp by HDFC Bank is the Bank's first direct-to-customer (D2C) offering, launched through a high-impact brand campaign featuring celebrities like Tiger Shroff, Prabhu Deva and Kapil Sharma.

PayZapp is a comprehensive payment app that gives customers the "Choice to Pay" how they want. With the app, users can send money, make bill payments, recharge, shop, book travel and do much more. They can pay with PayZapp for in-store or online purchases using Scan QR, Tap to Pay or Swipe to Pay feature or send money to any app.

To strengthen PayZapp's 'Choice of Payments' brand positioning and build a higher recall, PayZapp participated in the IPL 2024 with a high-decibel brand campaign on Start Sports and Jio Cinema. PayZapp also partnered with Royal Challengers Bengaluru as their official payment partner to drive engagement and create visibility.

The brand's success has been remarkable, with PayZapp registrations soaring to over **7.5 million**. Since its launch, PayZapp's ranking has improved significantly, moving from **42nd to 13th position in the UPI category**. As a testament to customer trust and confidence, **PayZapp is also amongst the top-rated app, rated 4.8 on the App Store and 4.6 on PlayStore**.

Transforming to a Dynamic Customer Centric Approach

In an era defined by rapid technological advancements and shifting consumer expectations, HDFC Bank stands committed to evolving alongside the changing landscape and harnessing technology to drive progress. Central to our vision is a shift from a product-centric model to a dynamic customer-centric approach. This means leveraging technology better in understanding and addressing the unique needs and preferences of our customers. The five critical drivers in this transformative approach are: Journeys, Channels, Core, Data and Security. These are elaborated further.

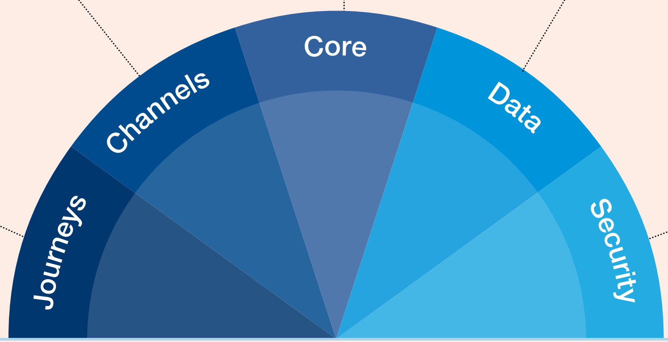
TECH & DIGITAL STRATEGIC DIRECTION

We embrace omnichannel banking, providing diverse options from branches to digital platforms. This empowers customers to bank on their terms, whenever and wherever they choose from.

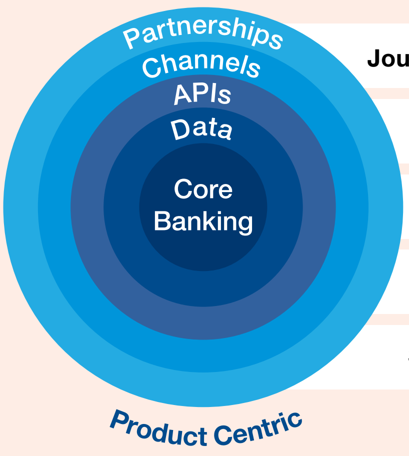
Strengthening our operations is crucial to our customer-centric strategy. By modernising our core banking infrastructure, we enhance agility, scalability, and efficiency, allowing swift adaptation to market demands.

We use data and AI to understand customers better to deliver personalised solutions that meet individual needs effectively.

We focus on optimising customer journeys to ensure every bank interaction is seamless, intuitive and personalised. Whether through digital channels, in-branch experiences or both, we aim to deliver a consistent and delightful experience at every touchpoint.



As custodians of customer trust, we prioritise data privacy with state-of-the-art cyber security measures for protection against emerging threats.



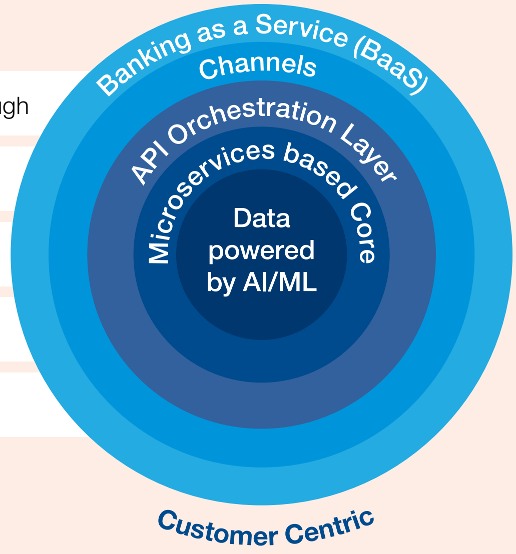
Journeys: Frictionless, straight-through

Channels: Digital – where the customer is

Core: Always ON, perform @ scale

Data: Insights, driving experience & growth

Security: For customers & data

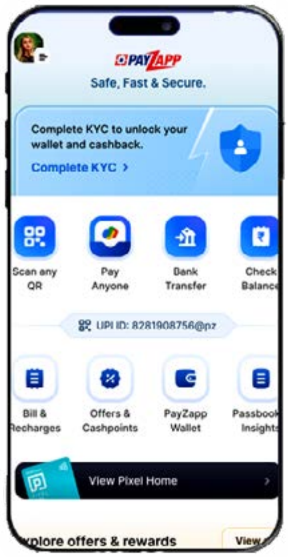


Through these strategic initiatives, we prioritise personalised digital banking offering tailored solutions and inclusive access. We are poised to not only meet but exceed customer expectations driving sustainable growth and delivering long-term value to our shareholders.

These strategic pillars also underscore our commitment to meet the evolving needs of our customers. As we navigate through we will delve into these initiatives highlighting their impact on shaping the banking landscape for all.

Tailored Digital Banking for All

Our commitment to tailored digital banking for all has been central to our mission for delivering personalised solutions and inclusive access to banking services. Through our comprehensive range of products and services coupled with ongoing enhancements, we have strived to ensure that every customer's journey is unique and seamless.



PayZapp 2.0 — Convenience, Safety and Rewards in One Neotech Powered App

Building upon the success of its impactful launch in FY23, PayZapp 2.0 - has continued its growth to become one of the fastest growing payments apps providing customers with a seamless and intuitive user experience, ensuring enhanced security features.

ACHIEVEMENTS IN FY24

- 7.5 million registrations as on March 31, 2024
- **65%** growth of daily active users month on month
- First app to be enabled with **RuPay Credit Cards** for UPI payments
- **4.5/4.8 PlayStore/AppStore rating** for the last quarter and featured in the top 15 UPI apps by monthly user spends

New Features Introduced in FY24

- Integration of UPI as a payment option in Shop section with Tap & Pay capability using PayZapp Prepaid Card & linked VISA Cards have also been introduced
- The Shop section of PayZapp now boasts of new holiday packages and a fresh brand e-voucher experience that bears the promise of earning assured discounts and rewards
- The app continues to provide best in industry features and capabilities with our participation in IPL 2024 presenting an exciting opportunity to expand our reach and engage with a broader audience

SmartHub Vyapar

Building upon our commitment to empower merchants, SmartHub Vyapar remains a cornerstone in our suite of offerings. This comprehensive payments and banking solution continues to fulfil the everyday business needs of merchants, providing seamless digital solutions tailored to their requirements.

ACHIEVEMENTS IN FY24

- Currently the best rated merchant app in the country with a **rating of 4.6**
- One of the **top 3 merchant apps** in the country by transaction volume (UPI+Cards)
- **1.6 million + merchants** using the app with over **70,000 new merchants** being added every month
- Processed transaction volumes totaling **₹2.28 lakh crore** in FY24
- **650 crore of monthly loan disbursals**

New Features Introduced in FY24

- Instant, digital and paperless merchant onboarding for HDFC Bank customers
- Interoperable payments across multiple payment modes and remote payments
- Merchants benefit from unparalleled convenience; the app's marketing tool has enabled merchants to amplify their offers via social media to existing and potential customers

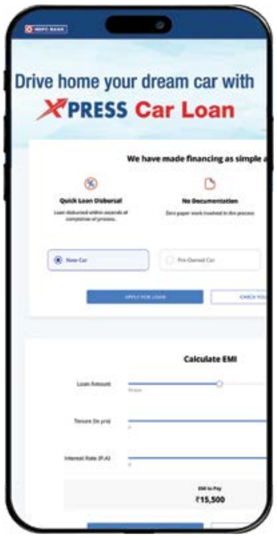
HDFC Bank One (Customer Experience Hub)

Our AI/ML driven conversational Bot has revolutionised our contact centre operations, centralising and streamlining customer interactions. Expanding its reach across India, it covers a wide spectrum of services including Phone Banking, IVR self-service, Virtual Relationship Management and Telesales. With an omnichannel approach spanning WhatsApp Chat Banking, SMS Banking, IVR, and agent-assisted services, it ensures a seamless and unified customer experience.

ACHIEVEMENTS IN FY24

- **Growth of 35%** witnessed in customer engagements and interactions since March 2023. Touching up to **32 million +** from over **18 million customers**
- **More than 50%** customers supported digitally with the help of **HDFC Bank One Platform**
- Reduction in **resolution time for email channels by 50%**
- **Social Care Channel:** Over **40% of the overall volumes automated**
- **Phone Banking:** IVR in **12 languages** with **35+ self-service options** and **100+ intents**. AI/ML led English and Hindi Voice Bot with **45 Straight-Through Processing (STP) Journeys**
- **Chat Banking:** Simplified banking experience on WhatsApp with features like secure one-time registration process, access to **more than 190+ transactions**, convenient TAP function instead of type. **Monthly active users at 5 million+** in March 2024 with **total transactions of over 11 million. Growth of 150%** since March 2023.
- New use cases like Intelligent Transaction Verification, credit cards decline is driving more and more users to this channel

XPRESS CAR LOAN



Xpress Car Loan

The Xpress Car Loan (XCL) platform continues to provide seamless end-to-end digital loan disbursals and garner positive customer feedback. It is now the preferred auto loan channel with over 32 per cent of the loans being processed through this journey. It now facilitates zero paper, zero touch, 30 minutes auto loan disbursal to the dealers account for new to bank customers. It continues to be the largest digital car loan platform for origination and disbursement in India.

ACHIEVEMENTS IN FY24

- In FY24, over **3.6 lakh car loans** were disbursed. A significant portion, **over 1.16 lakh car loans viz 32% was processed through XCL**
- In Q4FY24, **over 40% of all car loans** were processed digitally with an **average monthly disbursement of over ₹1,020 crore**

Acquisition and Servicing Journeys

With continued momentum in our digitalisation efforts, we have made significant advancements in digitalising customer journeys building upon the foundations laid in previous years. Our newly introduced journeys cover a diverse range of offerings including joint accounts, My Account My Choice, pension accounts, senior citizen special savings accounts, hybrid salary for corporates, New to Bank (NTB) fixed deposit journey, and virtually assisted journeys for pre-approved customers. Additionally, Xpress journeys for personal loans and business loans; home loan journeys for pre-approved customers with cross-sell opportunities of savings account, cash credit and credit deposit; smart EMI journey with instant soundbox and billed transaction. Moreover, we've expanded our digital service offerings with the rollout of **10 new service journeys** bringing the **overall service coverage to nearly 87 per cent.**

Looking ahead, we have an exciting line up of planned journeys for rollout including Unified Acquisition, Embedded Insurance in Gold Loan journeys; and Bundled Personal Loan and Insurance with the Home Loan journey.

Volume of Digital Transactions

Total Digital Transactions
(%)

FY24	97
FY23	95

Total Digital Acquisitions
(%)

FY24	79
FY23	76

Total Digital Servicing
(%)

FY24	73
FY23	69

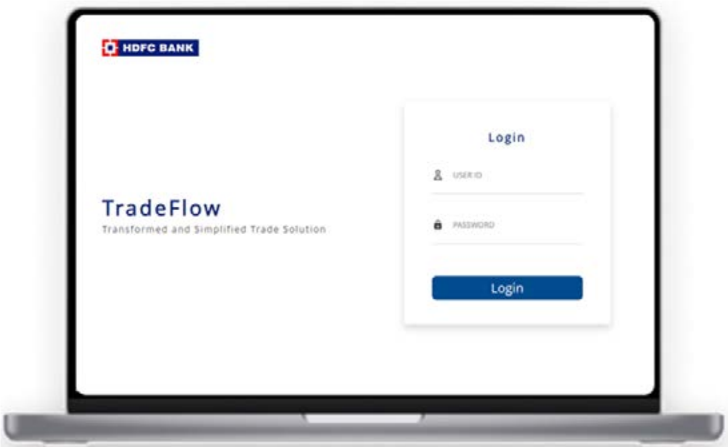
99%
Personal Loans Sold Digitally

69%
Business Loans Sold Digitally

85%
Credit Cards Sold Digitally

Digitalising Corporate and Wholesale Banking

TradeFlow

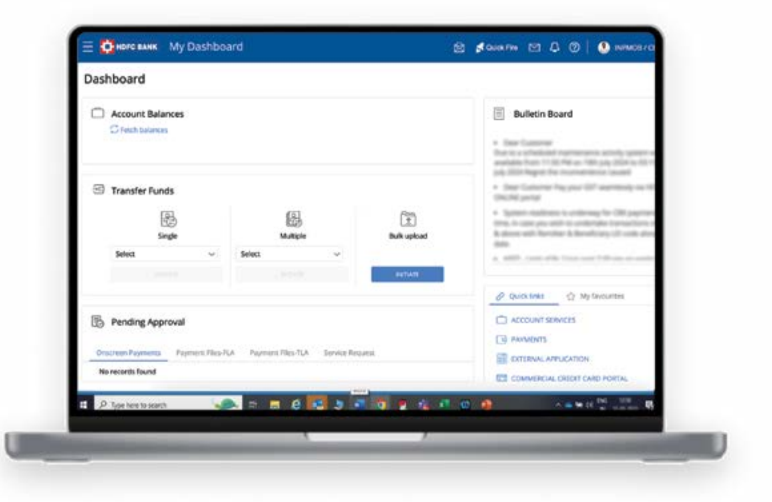


TradeFlow, is our Trade Finance solution, a cloud-based centralised platform. It provides better reliability and usability for end-users. It integrates with a multitude of applications and employs various automations including a dynamic MIS, an informative dashboard, a single view of all dependencies and peripheral application integration.

HIGHLIGHTS

- In FY24, the platform has been deployed at **280+ locations**
- **9,000 + transactions processed per day** enabling **time saving of 25% per eligible transaction**
- Provides a single platform to our trade users for a multitude of functions with integrated workflows while also maintaining consistency and regulatory checks
- Significant reduction in human effort due to improved operational efficiencies

Corporate Banking Exchange (CBX)



CBX is HDFC Bank's Internet Banking service specifically designed to cater to the needs of corporates. It enables transactions and processing via both mobile and the internet. It offers a superior experience with modern features such as customised narration, enhanced authorisation level and a contextual help dashboard.

HIGHLIGHTS

- Ability to provide **historical statements** of up to 1 year for **up to 2 lakh records**
- Processing over **1.15 crore transactions per month**

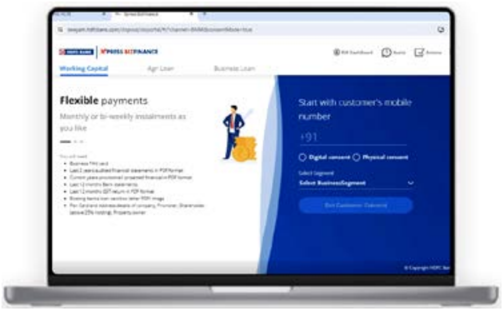
Commercial and Rural Banking (CRB)

BizXpress

Rolled out to select customers, BizXpress is our digital portal designed for MSME customers. It offers a comprehensive suite of banking and value-added services tailored for the MSME segment providing a seamless one-stop banking solution.

Dukandar Dhamaka

Dukandar Dhamaka offers small businesses affordable and flexible credit solutions. It enables entrepreneurs to seize growth opportunities and navigate cash crunches. Through Dukandar Dhamaka, we launched **Overdraft (OD) facility** tailored for shopkeepers offering **upto 10 lakh without GST and upto 25 lakh with GST.** This nationwide initiative has successfully sourced business **exceeding 500 crores** in Q2FY24, empowering shopkeepers across India to grow their businesses.



Commercial Loan Origination

We enabled digital sourcing for all working capital customer segments including Emerging Enterprises Group (EEG) and Business Banking Group (BBG). This initiative is integrated with our state-of-the-art business rule engine. It facilitates in-principle approvals for customers within just 30 minutes, streamlining the lending process and empowering businesses to seize opportunities swiftly and efficiently.

Smart Saathi

This is our digital distribution platform to connect Business Correspondents (BCs) and Business Facilitators (BFs) with the Bank. This initiative marks a significant milestone in our journey towards providing innovative solutions tailored to the evolving needs of customers. By leveraging this network of BCs and BFs, we aim to enhance financial inclusion by extending banking products and services to the last mile.

Future Ready Digital Bank

As we progress on the journey to becoming a future-ready digital Bank, we are committed to leveraging cutting edge technologies and innovative strategies for anticipating and meeting the evolving needs of our customers. We have continued to enhance our offerings to stay ahead of the curve in an ever-changing digital landscape.

Digital Rupee	UPI 2.0 Autopay	UPI Secondary ASBA
Central Bank Digital Currency (CBDC) or Digital Rupee as it is popularly known, is the digital, secure, faster, and more inclusive version of the paper-note Indian Rupee. It ensures privacy as personal information of payer is not exposed on making payments. CBDC fosters financial inclusion, reduces operational costs associated with physical cash management, improves efficiency and enhances innovation in payment systems. With programmability and offline feature being introduced in near future, it can be a game changer in the payments industry. Currently, HDFC Bank has **over 5 lakh customers registered on the app** transacting **₹169 crore annually**.	UPI Autopay is a feature that allows users to set up a mandate for recurring payments. The use cases include bill payments, school fees, OTT subscriptions, insurance premiums, EMI repayments, Mutual Funds etc. for which regular collection by the merchant is required. It is a simple, timely and reliable payment system for users. It helps in avoiding late fee charges, disconnections thereby playing a pivotal role in customer retention and benefitting merchants. HDFC Bank has acquired top merchants across industries **collecting ₹2,100 crore as monthly recurring payment** through this feature.	UPI Secondary ASBA also called Single Block Multiple Debit is a payment mechanism that allows investors to block their funds within their bank accounts towards a definite purchase of a financial instrument. The amount debit gets initiated by the clearing corporations (both NCL & ICCL) only for successful settlement. This blocking mechanism is driven on UPI railroad and allows users to have secure and convenient transactions. We are one of the first Banks to extend UPI Secondary ASBA feature.

Generative AI

HDFC Bank is exploring the potential of Generative AI and has leveraged its capabilities to enhance operations and deliver ground-breaking solutions.

HIGHLIGHTS

Internal BETA FAQ Bot	Credit Approval Memos (CAMs) Covenant Extraction POC	Branch Executive Co-Pilot Prototype
We have successfully launched an internal BETA FAQ Bot powered by ChatGPT, harnessing the power of Generative AI to provide efficient and accurate responses to customer queries. This Bot serves as a reference architecture for Retrieval Augmented Generation pipeline, showcasing the Bank's commitment to cutting-edge Generative AI technology.	Our Proof of Concept (POC) for CAMs covenant extraction using GPT API has been completed successfully. This advancement demonstrates the effective application of Generative AI in extracting critical information from complex financial documents.	We have advanced on a Branch Executive Co-Pilot Prototype, an assistant powered by Generative AI designed to empower branch executives in providing better customer service. By addressing queries related to bank account opening and other services, this prototype is set to reduce dependencies on central business units resulting in improved customer experience and operational efficiency.

HIGHLIGHTS

Critical Applications Uptime	New Branch Rollout and Other Initiatives	Strategic Partnership on Zero Trust Framework	Digital Factory Approach
We sustained an **uptime of 99.96%** for our customers in FY24. The **improvement over the 99.95% uptime** in the previous year is a testament to our commitment to enhance the overall reliability of the banking experience.	IT played a pivotal role in ensuring the successful launch of over 900 branches in FY24. Meticulous planning and seamless execution ensured that each site was equipped with necessary infrastructure and systems. Internet breakout has been implemented in **over 900 branches** to improve access to internet applications using SDWAN and Zscaler Internet Access.	We leveraged a Secure Access Service Edge partner's advanced zero trust technology to seamlessly navigate through the merger, ensuring network harmony and eliminating conflicts. Our collaboration has enabled us to reduce dependency on Multiprotocol Label Switching across branches, enhancing operational efficiency and agility. Furthermore, with the successful implementation of a cloud native security service edge solution, we have not only strengthened our security measures but also boosted performance.	Advancing our Tech and Digital Transformation journey, we emphasise seamless digital experiences across touchpoints. Our Factory approach fosters co-creation of Tech IP, guided by Agile, DevSecOps principles and cloudification. Our API Factory builds scalable, reusable architectures for swift integrations with third parties and Fintechs propelling us into embedded banking for richer customer experiences. Aggregating systems, co-creating with partners, and prioritising scalability and observability enhance customer experience and elevate success rates for payment transactions.

Safeguarding Data

The Bank is deeply committed to ensuring robust cyber security as part of its technology transformation journey. Significant strides have been made to strengthen its infrastructure and applications.

Key Initiatives

- Your Bank has made significant strides in consolidating cyber security including establishing a next-generation Cyber Security Operations Centre (CSOC) for predictive security and incident management. Introduction of Security Orchestration, Automation and Response (SOAR) reduces incident response time while network micro-segmentation enhances control and visibility against ransomware threats
- Next-gen Security Incident Event Management (SIEM) solution, empowered by AI/ML capabilities, alongside robust User Entity and Behavior Analysis (UEBA) functionalities and built-in threat modelling, leads the industry in proactive threat detection and response
- Continuous 24/7 defacement monitoring, vulnerability management, antivirus/malware programs, patch management and penetration testing fortify the Bank's assets minimising the surface area for cyberattacks
- A dedicated Attack Surface Management (ASM) Program ensures ongoing discovery and remediation of weaknesses on discovered assets
- Anti-DDoS services subscription provides protection against Distributed Denial of Service attacks, while anti-Advanced Persistence Threat (Anti-APT) system agents safeguard all endpoints from zero-day malware attacks
- Embracing a zero-trust architecture approach, HDFC Bank implements enterprise solutions like Data Loss Prevention (DLP) to monitor sensitive data and prevent data breaches along with proxy agents on endpoints for authorised website access and DLP-monitored outgoing emails
- **Laptop Encryption:** Data encryption ensures that business-critical and sensitive data is not misplaced, thereby preventing any reputational damage and curtailing monetary losses. Hard disk encryption is implemented on all laptops
- Implementation of Domain-based Message Authentication, Reporting and Conformance (DMARC) system for protecting the Bank's domain from unauthorised use, commonly known as email spoofing

Overall, the Bank's cyber security measures are focused on ensuring the highest level of protection against cyber threats with proactive monitoring and automated incident response capabilities, enhanced network visibility and a zero-trust approach to security.

RECENT AND UPCOMING TECHNOLOGY INITIATIVES

As we chart our course for the future, we are excited to unveil our upcoming technology initiatives which are poised to drive innovation, enhance customer experience and shape the next chapter of our digital journey.

Revamped UPI Architecture

Our UPI architecture is also undergoing a phased transformation to a cloud-native architecture for meeting the accelerated growth that the UPI segment is witnessing.

New Retail Asset Platform

We are modernising the platform and architectures of the Gold Loan and Consumer Durable Loan segments for a de-risked, high availability setup.

Pixel Credit Card

Tailored for Gen Z and Millennials, the recently launched Pixel Credit Card is the Bank's first end-to-end mobile app-based customisable, DIY digital card. It offers seamless app-based issuance, complete digital lifecycle management, user engagement and digital servicing.

Revamped Net & Mobile Banking

The Bank is poised to revolutionise its Mobile and Net Banking platforms for a next-generation user experience. Internal launch to staff yielded positive feedback with plans for customer rollout in Q2FY25.

Data Lake

Continuing our Data Lake initiative, we're overhauling our data infrastructure with a cloud-native, next-gen architecture. This transformation enables deeper customer insights, enhancing cross-selling experience. Additionally, we've introduced an ML-based anti-money laundering system to bolster security and compliance.

Sustainable Livelihood Initiative

The Bank is increasing its presence in the microfinance sector by leveraging a digitally led assets platform. It will enhance the loan origination and servicing processes making them more accessible to the segments while maintaining operational efficiency.

Agri Platforms

Our platforms will offer end to end digital sourcing for Kisan Credit Cards and Dairy Loans. This will be available for existing and New to Bank customers starting Q2FY25.

From Strength to Strength – 'The HDFC Bank Way'

At HDFC Bank, our employees are pivotal to our success. They epitomise our values and serve as ambassadors for the Bank both internally and externally.

It is incumbent upon us to provide comprehensive support and empowerment to our employees, encompassing every aspect of our organisational culture, talent, processes, people practices and employee experience. By fostering collective progress we ensure that our employees succeed together and propel the Bank forward. We recognise that investing in our employees is not just a responsibility but a strategic imperative for the success and sustainability of HDFC Bank. Their dedication, expertise and commitment are the driving force behind our continued growth and excellence in serving our customers and communities.

July 01, 2023 marked a historical moment for the Bank as we welcomed over 4,000 employees through the merger with erstwhile HDFC Limited. This was the coming together of two iconic brands that are known for excellence in their respective sectors. Hereon, it will be our joint responsibility to take the Bank to its next level with enhanced customer experience and an engaged employee ecosystem. On the people front, extensive efforts were made to assimilate our colleagues into the HDFC Bank culture and ethos.

An all employee Virtual Townhall was conducted by the Managing Director, Deputy Managing Director and Executive Director to warmly welcome our erstwhile HDFC Limited (eHL) colleagues into the Bank. Multiple Meet and Greet sessions were organised with the Bank Leaders and Senior Level Supervisors. The HR Business Partnering teams conducted multiple Orientation Sessions and Roadshows for eHL employees across locations. The focus was on sensitisation around Bank policies, processes, systems, culture and the way of working. A Grievance Committee was also set up for real-time support for addressing employee concerns and queries. The efforts have gone a long way in enabling people integration and assimilation, relationship building and over the year our eHL colleagues have got accustomed to the HDFC Bank Way of life.

Culture Transformation

Rooted in the HDFC Bank Way, our Culture Framework serves as a guiding light shaping our path towards becoming a future-ready organisation. It is not merely a set of guidelines but a living embodiment of our values, beliefs and aspirations. Our culture fosters an environment of trust, collaboration and innovation, empowering employees to fulfil their potential and drive positive change. Through continuous reinforcement and alignment with our strategic objectives, the HDFC Bank Culture Framework ensures that every employee in the Bank is equipped to succeed in an ever-evolving landscape. It is the cornerstone of our identity and the driving force behind our collective success. As we embrace new challenges and opportunities, our unwavering commitment to our culture remains steadfast, propelling us towards excellence.

THE HDFC BANK WAY

The HDFC Bank Way comprises six defined Culture pillars

- **Integrity**
- **Execution**
- **Innovation**
- **Collaboration**
- **Inclusion**
- **Humility**

Each pillar represents elements that the Bank stands for and believes in. Reinforcement of the HDFC Bank Way continues to be a key focus area of the Bank.

CORE OF NCC

Nurture	Performance Coaching	Create Positive Environment	Development and Growth Conversation
Care	Speak Respectfully	Listen to Understand	Care for Me as a Person
Collaborate	Build Network	Work Across Boundaries	Manage Conflict

Cultural transformation is an enduring journey marked by numerous small and big milestones propelling it forward. However, the critical success factor in this is Leadership Conviction, Sustained Commitment and Collective Action. We began this journey in the year 2021 and several initiatives over the last three years have been taken to sustain the momentum of change. 20,000 plus people managers of the Bank who are the real Culture Champions were trained on the supervisory behaviour framework – Nurture, Care, Collaborate (NCC), to further strengthen on ground supervisory behaviours in line with our espoused Cultural ethos. Extensive investments on enabling, equipping and measuring managerial impact on culture have been made over the last three years.

One such investment was the launch of **NCC Leadership Dialogues**. Through this initiative, senior leaders from across the country engaged with employees sharing personal stories and anecdotes from their life journey that amplify our core values. These dialogues not only served as inspiration but also provided valuable insights into overcoming challenges, embracing resilience and staying hopeful.

Additionally, we introduced an engaging and educational communication campaign, **Living the HDFC Bank Way**. This Bank wide campaign offers practical scenarios to illustrate acceptable and unacceptable behaviours. By equipping our workforce with knowledge and guidance they need, we are empowering them to lead the transformation in their area of influence. Culture is the collective behaviour of our **2 lakh plus employees** and it has been our endeavour to inspire them at an individual level to participate in this journey.

Some of the interventions shared below are examples of various communication themes that were used during the year.

#Mind your Language

30 second reels were created to explicitly articulate managers' or colleagues' unacceptable behaviours @HDFC Bank. The reels reiterate the message that HDFC Bank is psychologically a safe place to work, where employees should feel valued, trusted be authentic.

NCC Short Films

NCC short films were conceptualised, scripted and enacted by HDFC Bank employees. The films picturise the negative impact of bad behaviour on team morale and how managers can correct the situation. The films encourage our viewers to adopt NCC principles as a way of life.

NCC Micro-experiences

NCC micro-experiences is a communication series to guide employees especially managers in creating instant, realistic and meaningful micro experiences for their teams. The idea is to create a positive environment which will strengthen emotional bonds among team members and build stronger, cohesive teams. These micro experiences focus on the 9 practices of NCC and are shared with all employees on a regular basis.

Evolve

Evolve aims at building capability of our people managers' to effectively demonstrate managerial behaviours including holding performance conversations, using appreciative inquiry, bridging the generational gap at work and improving connect with new joiners in their teams.

Listening Architecture

Our Listening Architecture uses phygital platforms to conduct regular surveys and dipsticks gathering feedback to understand employee sentiment. This allows us to create tailored actions to improve employee morale and reinforce our culture.

We successfully launched Bi-annual Culture Pulse Survey in 2023 to assess the on-ground sentiment of employees. The survey broadly measured Culture parameters - Humility, Integrity, Inclusion, Nurture, Care, Collaborate. Over one lakh employees responded to the survey.

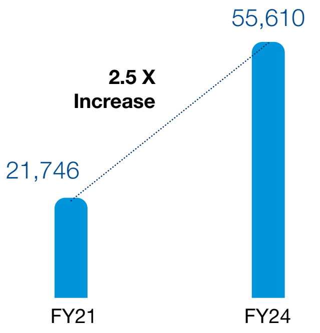
Vibes is a team-sentiment survey tool designed to measure employee experience with their managers in the Bank. Over 15,000 people managers received feedback from 1.16 lakh employees.

Accelerated Journey on Diversity, Equity and Inclusion

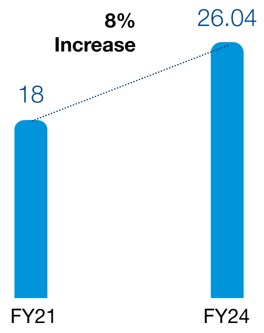
The Bank had a stated objective of reaching 25 per cent gender diversity by FY25 . Our active leadership, sponsorship and relentless effort on the ground has accelerated our journey towards crossing this milestone a year ahead of the targeted date. At the end of FY24, our gender ratio was 26.04 per cent, up from 18 per cent in FY21, marking a change of almost 8 per cent in three years. This represents a more than 2.5 times increase in the number of women, from 21,746 in FY21 to 55,610 in FY24. We now aim to achieve 27 per cent gender diversity by FY27.

As a testament to our efforts in this space, the Bank has been awarded ET Now's Best Organisations for Women for 2024

Women Headcount



Gender Ratio
(%)



Growth Reflected in Our Increasing Employee Strength

Categorisation	2023-24			2022-23		
	Men	Women	Total	Men	Women	Total
Employees By Category						
Senior Management	178	21	199	154	17	171
Middle Management	6,940	1,053	7,993	5,525	801	6,326
Junior Management	25,902	4,813	30,715	22,001	3,836	25,837
Non Supervisory Staff	1,24,897	49,723	1,74,620	1,06,342	34,546	1,40,888
Total	**1,57,917**	**55,610**	**2,13,527**	**1,34,022**	**39,200**	**1,73,222**
Categorisation						
Permanent	1,57,917	55,610	2,13,527	1,34,022	39,200	1,73,222
Contract	31	7	38	26	7	33
Total	**1,57,948**	**55,617**	**2,13,565**	**1,34,048**	**39,207**	**1,73,255**
By Region						
Abroad	154	83	237	132	63	195
East	17,899	4,823	22,722	15,417	3,199	18,616
West	59,036	20,721	79,757	49,630	14,408	64,038
South	36,617	16,097	52,714	31,196	11,330	42,526
North	44,211	13,886	58,097	37,647	10,200	47,847
Total	**1,57,917**	**55,610**	**2,13,527**	**1,34,022**	**39,200**	**1,73,222**
By Age						
<30	57,737	32,683	90,420	47,115	21,684	68,799
30-50	97,599	22,477	1,20,076	85,229	17,210	1,02,439
>50	2,581	450	3,031	1,678	306	1,984
Total	**1,57,917**	**55,610**	**2,13,527**	**1,34,022**	**39,200**	**1,73,222**

The Bank has 38 contract employees in addition to the total headcount. Please refer to our BRSR disclosure.

Percentage of Employees by Category, Gender & Age Group

	Male	Female	<30	30-50	>50	Total
Senior Management	89.4%	10.6%	0.0%	29.1%	70.9%	0.1%
Middle Management	86.8%	13.2%	0.0%	85.4%	14.6%	3.7%
Junior Management	84.3%	15.7%	1.7%	94.8%	3.5%	14.4%
Non-Supervisory Staff	71.5%	28.5%	51.5%	48.1%	0.4%	81.8%
Total	**74.0%**	**26.0%**	**42.3%**	**56.3%**	**1.4%**	**100.0%**

'Great Place to Work Recertification'

The Bank has been certified as a **'Great Place to Work'** for 3rd consecutive time and we continue to focus on building our employer brand around the tenets of Pride, Care and Inclusion.

HDFC Bank has been consistently recognised as a Great Place to Work® organisation for three consecutive cycles, highlighting its institutional strength and dedication to fostering excellence. This certification underscores the Bank's commitment to nurturing its employees with best-in-class people practices and processes.

Likewise, the Bank has also been recognised as **India's Best Workplaces in BFSI** for two consecutive cycles. We have also been awarded the **Nation Builder Award FY24.**

A. Intensifying Diversity Hiring

Diversity hiring was a key focus area for the Bank and this was seamlessly woven into our overall talent acquisition strategy. Throughout the year, we spearheaded targeted initiatives such as women hiring drives and specialised programs to reintegrate returning women professionals after career breaks. Our partnerships with all-women colleges and diversity partners further underscore our dedication to fostering an inclusive workforce. Innovation continues to drive efficiency and effectiveness in our talent acquisition function. With the introduction of AI powered hiring the attempt is to make our hiring process fair and unbiased. This has especially helped in our diversity hiring agenda.

We take pride in several **'All Women Branches'** doing exceptionally well on customer service, compliance, performance and all other major parameters. This serves as a testimony to the fact that inclusive organisations perform better in the long run. Many of these branches are situated in deep geographies where they also serve as a lever for social change.

Building an inclusive organisation requires continuous effort of recognising and addressing unconscious biases and building support structures. Over the past year, we have focused on identifying high-potential women in junior and middle management and actively guiding their career paths. This includes helping them take on higher-impact roles, equipping them with the necessary skills and competencies and providing visibility of opportunities.

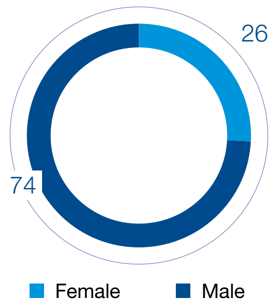
A
Intensifying the diversity footprint through multiple hiring and elevation programs

This has been achieved by a combination of

B
Improving retention and engagement through career advancement, capability building, enabling policies, etc.

Women Employees

as a % of total Employees



21st June -
Inclusion Day for the Bank

This year, we marked our progress in the DEI journey by announcing the Bank's Diversity, Equity, and Inclusion policy on Inclusion Day. The campaigns revolved around the theme **"Respect for All"** highlighting humility and respect as central pillars of our inclusive culture. Employees nationwide shared their personal stories on the meaning of 'Respect' for them. On June 21st, our events featured notable speakers, including Mr. Sanjiv Mehta, Mrs. Zia Mody, Mr. Patanjali Keswani and Ms. Dia Mirza.

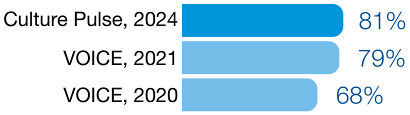
B. Women Retention and Engagement

The Bank has developed various initiatives and supportive policy measures which would enable us to ensure higher women engagement, offer them career growth opportunities, thereby retain women and build the leadership pipeline. Some of our key initiatives include:

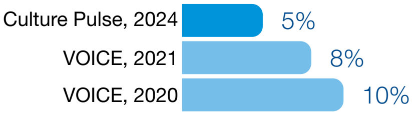
Pleasant Parenthood Programme	Career Accelerator Programme	Stay Interviews
The 'Broken Rung' is a global phenomenon where diversity ratios across mid and senior levels in organisations drop significantly. This is because life-stage milestones often coincide with career milestones for women. In recognition of this, the Bank had introduced the **'Pleasant Parenthood Program' which is a slew of benefits for primary caregivers.** This includes flexibility options, rating protection, wellness support and manager guidance. These policy measures are now becoming a **'Way of life'** in the Bank.	The 'Career Accelerator Program' is our flagship initiative designed for **mid-senior level women** in the Bank. Given its success, we continue to run this program to maintain a robust talent pipeline of **women advancing into senior leadership roles**. Over 200 high-potential women leaders have been part of the CAP journey across two cycles. Sponsored by the DEI Council, the program focuses on authenticity and self-awareness, building a leadership brand, executive presence, influencing and networking.	'Stay interviews' with select women employees across levels have helped us pre-empt support requirements and customise solutions at an individual employee level.

All the above actions have resulted in higher retention rates for women and significant improvement in their engagement scores. The number of women employees who reported a positive workplace experience has significantly increased over the years. The gap between employee experience of men and women has also steadily declined. This evolution underscores the Bank's commitment to nurturing an inclusive and diverse workplace.

Women who Reported a Positive Workplace Experience



Gap between Employee Experience of Men and Women



Return to Work of Permanent Employees that Took Parental Leave

2023-24	No. of employees entitled to parental leave	No. of employees that took parental leave	No. of employees who returned to work after leave ended
Maternity Leave	All eligible employees are covered*	1,819	1,774
Paternity Leave		5,600	5,590
Total		**7,419**	**7,364**

Retention of permanent employees that took parental leave

2023-24	No. of employees entitled to parental leave	No. of employees that took parental leave in the previous year	No. of employees who returned to work after leave ended	No. of employees who returned to work after leave ended and were still employed after 12 months
Maternity Leave	All eligible employees are covered*	1,218	1,167	747
Paternity Leave		4,831	4,814	3,633
Total		**6,049**	**5,981**	**4,380**

*All the permanent employees (2,13,527 as on 31st March 2024) were eligible for parental leave, subject to Government Regulations and Bank's Policy

Talent Acquisition

FY24 was, characterised by significant investments in building Talent Acquisition capability. Our efforts were centred on improving efficiency, ensuring diversity, enhancing multi-channel sourcing capabilities, optimising costs per hire and integrating advanced AI-based technologies.

With a keen focus on sustainability and innovation, we have invested in building a fresh talent pipeline through strategic partnerships and job-ready models. For example, participation in the Future Banker 2.0 program has surged impressively compared to the previous fiscal year.

Gender diversity remains a cornerstone of our organisational ethos, seamlessly integrated into our talent acquisition strategy. Throughout the year, we ran targeted initiatives such as women hiring drives and the "Bank Again" program, which invited women ex-bankers to rejoin the workforce after a career break. We also have partnerships with several colleges especially in deep geographies. We maintained a gender ratio in hiring of 33 per cent in FY24.

58,500+
External Hiring (excluding erstwhile HDFC Limited employees and migration from HDB Financial Services)

33%
Gender Ratio in Hiring

New Hires by Category*	2023-24			New Hire Rate 2023-24		
	Men	Women	Total	Men	Women	Total
Senior Management	6	1	7	3.4%	4.8%	3.5%
Middle Management	303	71	374	4.4%	6.7%	4.7%
Junior Management	3,242	735	3,977	12.5%	15.3%	12.9%
Non Supervisory Staff	56,524	28,233	84,757	45.3%	56.8%	48.5%
Total	**60,075**	**29,040**	**89,115**	**38.0%**	**52.2%**	**41.7%**

New hires by Region*	2023-24			New Hire Rate 2023-24		
	Men	Women	Total	Men	Women	Total
Abroad	28	20	48	18.2%	24.1%	20.3%
East	6,286	2,492	8,778	35.1%	51.7%	38.6%
West	21,331	10,511	31,842	36.1%	50.7%	39.9%
South	14,616	8,876	23,492	39.9%	55.1%	44.6%
North	17,814	7,141	24,955	40.3%	51.4%	43.0%
Total	**60,075**	**29,040**	**89,115**	**38.0%**	**52.2%**	**41.7%**

New Hires by Age*	2023-24			New Hire Rate 2023-24		
	Men	Women	Total	Men	Women	Total
<30	36,675	22,392	59,067	63.5%	68.5%	65.3%
30-50	23,211	6,619	29,830	23.8%	29.4%	24.8%
>50	189	29	218	7.3%	6.4%	7.2%
Total	**60,075**	**29,040**	**89,115**	**38.0%**	**52.2%**	**41.7%**

*89,115 hiring includes erstwhile HDFC Limited employees and migration from HDB Financial Services

Focus on Arresting Attrition

Post the pandemic, the BFSI sector had experienced a significant surge in employee attrition. It is also among the largest employers of a young workforce. Research indicates a notable shift in the younger generation's response to **'what you want from life'**. This heightens our challenges in retaining young talent, especially on the frontline. However, in FY24 the Bank took up the challenge to arrest the trend and reverse it which involved a multi-pronged approach led by a Task Force at the highest level. The Task Force has recommended several actions which have been taken up for implementation.

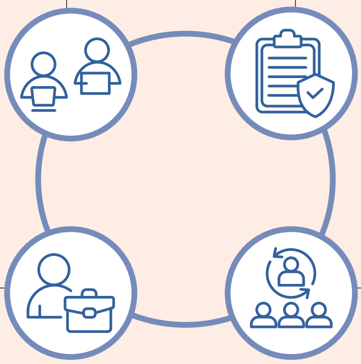
The various actions undertaken included, but were not limited to, the following:

Redesign of New Joiner experience

- Defining and measuring the Manager's role in ensuring smooth assimilation of the young talent
- Improving time to productivity by introducing on the job training and various skill-based training and assessments in the zero-day onboarding session
- Establishing clear goals and defining early success parameters

Refining Bank's policies and processes

This included streamlining the Onboarding process, robust orientation and learning processes and establishing manager accountability measures



Holding Managers and Leaders accountable for People metrics with defined success parameters

Ensuring continuous on-ground support by HR and business leaders

All this has resulted in a significant drop of 7 per cent in the attrition rate in FY24 compared to the previous Financial Year. Our effort is to continue to stay focused on minimising early attrition and sustaining the downward trajectory on overall attrition.

Attrition by Category	2023-24			Attrition Rate 2023-24		
	Men	Women	Total	Men	Women	Total
Senior Management	15	1	16	9.0%	5.3%	8.6%
Middle Management	311	52	363	5.0%	5.6%	5.1%
Junior Management	2,892	583	3,475	12.1%	13.5%	12.3%
Non Supervisory Staff	35,403	12,737	48,140	30.6%	30.2%	30.5%
Total	**38,621**	**13,373**	**51,994**	**26.5%**	**28.2%**	**26.9%**

Attrition by Region	2023-24			Attrition Rate 2023-24		
	Men	Women	Total	Men	Women	Total
Abroad	12	5	17	8.4%	6.8%	7.9%
East	3,998	872	4,870	24.0%	21.7%	23.6%
West	12,978	4,567	17,545	23.9%	26.0%	24.4%
South	9,933	4,326	14,259	29.3%	31.5%	29.9%
North	11,700	3,603	15,303	28.6%	29.9%	28.9%
Total	**38,621**	**13,373**	**51,994**	**26.5%**	**28.2%**	**26.9%**

Attrition by Age Group	2023-24			Attrition Rate 2023-24		
	Men	Women	Total	Men	Women	Total
<30	18,524	9,086	27,610	35.3%	33.4%	34.7%
30-50	19,972	4,267	24,239	21.8%	21.5%	21.8%
>50	125	20	145	5.9%	5.3%	5.8%
Total	**38,621**	**13,373**	**51,994**	**26.5%**	**28.2%**	**26.9%**

Talent Management

The Bank further strengthened the Talent Management framework by leveraging a technology platform which enables access, use and recording of information in real time mode. We conducted talent reviews across various job bands primarily using digital platforms. This has aided our endeavour to build a strong pipeline of talent across various leadership and critical roles in the organisation.

On Talent Management, the Bank follows a process of assessing potential through tools like Development Centres at various levels, then reviewing Talent through Talent Review Councils on a performance potential matrix and then putting in place a development plan at an individual employee level for the identified talent. This year an additional psychometric profiling tool has been introduced for better understanding of employee profiles and assist in the career planning process.

The Bank continued to strengthen its succession planning process at senior levels in order to ensure the mitigation of Business Continuity Risk. Succession planning process focuses on providing employees with relevant role exposures, specific mentoring as well as coaching opportunities and addressing their identified learning needs. By doing so, the Bank ensures that employees are prepared to take up higher responsibilities when the opportunity arises.

HR Technology

In FY24, we continued to focus on investing in technology in the HR domain to ensure a seamless employee experience given the distributed nature of our workforce. This has helped create value for employees and the organisation as a whole. Deployment of critical talent processes across the employee life cycle across our large and scattered workforce has been enabled through technology solutions.

Learning and Development

The Learning and Development team at the Bank fosters a continuous learning ecosystem through rich and diverse offerings enabling employees to deliver a world-class customer experience aligned with the Bank's strategic priorities. This encompasses customised onboarding, functional capability building, compliance and regulatory training, leadership development initiatives and digital learning. Our key drivers are learning outcomes aligned with leadership excellence, operational efficiencies, customer experience and business performance.

Learning Experience Platform (MPower)

Our biggest highlight in the learning space this year has been the launch of MPower, our learning experience platform in July 2023. In this initiative, we have partnered with global leaders in learning technology. The platform features the Bank's proprietary content alongside a diverse range of material from top-tier content providers worldwide. The success of a newly launched technology platform is measured by its adoption. We are pleased to report that within the first 30 days 86 per cent of our employees had adopted the platform, **and by year-end, this figure rose to 98 per cent**. This is the highest adoption rate in the industry for an organisation of our size.

2,14,351
Total no. of unique learners on MPower*

21,42,270
Total no. of learning completions on MPower*

32,51,653
Total no. of learning hours completed on MPower*

Integration Project

L&D collaborated with business teams to roll-out a range of learning interventions including product and process training, FAQs, toolkits, amongst others to enable a quick assimilation of the incoming employees.

Sales and Associate Workforce

All Sales and Associate Workforce joining the Bank undergo a structured onboarding programme called 'Swagat'. It is followed by mandatory/regulatory modules on our learning platform. In collaboration with respective business teams, we also offered curated programmes on products, policies and procedures to strengthen their domain expertise. Additionally, theme based monthly learning campaigns were delivered in vernacular languages across various professional development areas.

*(includes resigned and exited staff)

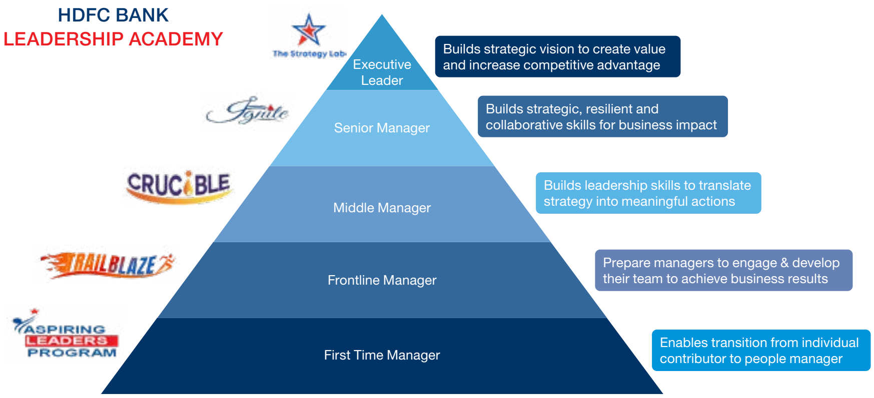
Leadership and Professional Development (LPD)

At HDFC Bank, we build 'leadership' that enables and drives performance, culture and transformation. The Leadership and Professional Development landscape is designed to develop key leadership capabilities across managerial levels. We significantly scaled up our leadership development interventions in FY24.

To build skills, share perspectives and best practices at scale, we introduced two new **Communities of Learning** that offer relevant and engaging online live webinars focused on common developmental needs as well as in-demand industry skills.*

HDFC Bank's Leadership Academy

HDFC Bank's Leadership Academy offers a comprehensive range of flagship leadership development programmes. These programmes focus on the entire leadership continuum, starting from the potential first time people managers to executive leadership. Each programme is highly customised to cater to the specific requirements at each of these leadership tiers*.



*GRI 404-2

Talent Development Initiatives

ChargeUp is all about boosting interpersonal effectiveness and enhancing productivity. It is tailored to our context and is relevant for every employee of the Bank*.

Managers Network is our unique space dedicated to delving into leadership and managerial topics expertly crafted for our People Managers*.

6 Webinars of **ChargeUp** and **MagNet** with **18,000 + participation**

HDFC Bank Care Programmes*

These programmes reflect our intent to create a caring organisation and extending our reach to employees' families. Initiatives include support to retiring employees and their families as well as engaging children in age-appropriate interventions. Notably, our skill development programme designed to equip the next of kin of deceased employees has been a very gratifying initiative.

Average Hours of Training by Category and Gender**	Male	Female	Total
Senior Management	7	15	8
Middle Management	18	22	19
Junior Management	24	27	25
Non-Supervisory Staff	31	38	33
Total	**29**	**37**	**31**

**In FY24, over six and a half million learning hours were clocked, registering an increase of over 72 per cent in per employee hours over FY23. This is attributed to the focused efforts on scaling up the classroom delivery format across all programmes. This year also saw the transformation of our digital learning ecosystem through substantial investments in a new learning platform with best-in-class content.

Programme for Retiring Employees

Skill Development of Kin Hires

Personal Effectiveness for Teens

Pathway to Financial Planning

Wellness Programme for Parents of Employees

It is this commitment to holistic development at the Bank that has earned us many accolades in various forums like ISTD where we won a National Award for Innovative Training practices, Global Private Banking Awards for 'Best Private Bank for Education & Training of Private Bankers (Asia)' and 'Best Private Bank for Growth Strategy (Asia)' and FEDAI for Workshops category in 2023.

*GRI 404-2

Employee Wellness

At HDFC Bank, we are deeply committed to employee wellbeing and holistic development. We believe that a healthy workplace is more productive and positive, and the Bank is committed to creating a workplace where everyone can succeed. In our pursuit of creating a workplace that truly values the wellbeing of its employees, we focus on four interconnected pillars:

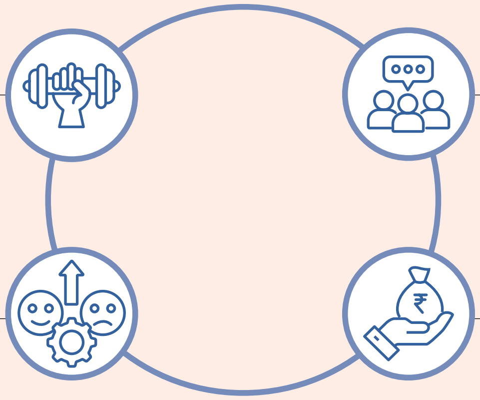
OUR EMPLOYEE WELLNESS PILLARS

Physical Wellbeing

To improve overall health index

Social Wellbeing

Strong network of employees to bring in a sense of belongingness



Emotional Wellbeing

It is okay to ask for help

Financial Wellbeing

Making employees financially prudent

In each of these areas we provide the support, resources and programs to help our employees thrive and lead a fulfilling, balanced and healthy life. The Employee Experience and Wellness Team is dedicated to helping our Bank employees become the best version of themselves.

To ensure the safety and well-being of our employees we prioritise maintaining a secure workplace environment. Our facility attendants responsible for site security, undergo comprehensive training in accordance with the provisions of the PSARA Act, 2005. This training encompasses security protocols, safety measures, proper etiquette and appropriate personal conduct.

At HDFC Bank, we are deeply committed to upholding ethical practices across our operations. We strictly prohibit all forms of child labour, forced labour and compulsory labour, fostering a work environment that respects human rights and labour laws. Through our Environmental, Social and Governance (ESG) Policy Framework, we actively engage with our vendors and suppliers encouraging them to adhere to these same standards including the prohibition of child labour, forced labour and any labour associated with human trafficking .

Wellness Newsletter

A wellness newsletter helps create awareness about the importance of individual health.

Wellness Calendar

Daily bytes or activities encouraging employees to champion their health and holistic wellness.

Wellness Channel

A Wellness channel on a Learning Experience Platform (LXP) serves the purpose of promoting the well-being among employees through various articles, videos, and courses.

EAP-Employee Assistance Program

Employee Assistance Program (EAP) provides confidential and professional support to employees facing personal or work-related challenges.

Wellness Webinar

Bank conduct wellness webinars to prioritise employee well-being, promote work-life balance and build a positive work culture.

Collective Bargaining Agreements

The Bank also has an employee association. As of FY24, 0.10 per cent of our permanent employees are members of this association. These employees are covered under the Bipartite Settlement Provisions. The Bank typically implements operational changes in accordance with internal or Bipartite Settlement agreements, which do not require notice under the Industrial Disputes (ID) Act. However, if the Bank makes any operational changes outside of these settlements, a 21-day notice is required under Section 9A of the ID Act.

Employee Connect Initiatives

Employee Connect, our dedicated platform for employee engagement and well-being, organised a diverse range of initiatives throughout the year offering employees opportunities to connect beyond work. These initiatives spanned areas such as sports, art, music, wellness, photography, cooking, and writing ensuring there was something for everyone. We also included family members, emphasising the importance of inclusive engagement which received an overwhelmingly positive response.

Over one lakh employees actively participated in more than 20 different initiatives conducted throughout the year showcasing the widespread enthusiasm for these engagement activities.

Some of the key initiatives undertaken in the Financial Year 2023-24:

Josh Unlimited

10th Season of Josh Unlimited – Bank's beloved **multi-sports and multi-discipline event** was conducted in **46 cities** across India sparking excitement and a high level of engagement from our employees. Family carnivals were also arranged for engaging family members with various fun filled activities. Top 12 cities qualified and competed in the Grand Finale in Mumbai.

HUNAR

HUNAR, our **Talent Hunt initiative**, provided a platform for employees and their families to showcase their singing and dancing skills with regional rounds in Chandigarh, Chennai, Kolkata and Mumbai culminating in a Grand Final in Mumbai. The on-ground event which received an enthusiastic response was broadcast live for all employees across India.

Take-a-Break

To promote relaxation and provide a short break from work, we introduced weekly brain-teasing quizzes via email covering topics like general knowledge, famous personalities, logical reasoning and visual puzzles. This initiative garnered significant interest and participation from employees offering a refreshing break from their routine.

Energise Yourself

We prioritised **mental wellbeing** through a **series of webinars** on topics like mental health for everyone and Mental Health First Aid, Work Life Balance. These sessions helped employees stay happy and energised, fostering overall wellbeing.

Digital Voice Hunt

In the **4th season** of the Digital Voice Hunt, we organised a **singing competition** for the children, spouses and parents of our employees. We received positive feedback for engaging with their family members.

Funtakshari

Season 3 of Funtakshari, an activity centred around **popular Bollywood songs**, was a huge success with employees and their families enjoying the fun competition through audio-visual quiz rounds. The initiative garnered widespread popularity and appreciation.

Syahi

Syahi, the Bank's **online writing contest**, introduced a Short Poem category this season where employees showcased their creativity through captivating fictional and anecdotal accounts. An external judge evaluated the entries and the winning stories are published in e-book format on the Our World platform.

Zaika

Season 5 of Zaika, our unique in-house cooking contest for employees showcased their culinary skills with initial online rounds in five cities and a finale in Mumbai. The winning recipes are now compiled in the Zaika e-book published on Our World portal.

Summer Camp

We organised a unique **5-day online summer camp for the children of our employees** featuring activities like science experiments, fire-free cooking, talent showcases and behavioral learning which received heart-warming feedback from participants.

Summer Camp Batch 3 – May 15 to May 19

Corporate Photography Contest

In an inter-corporate photography contest, our employees' best photographs were shortlisted in the top 1,500 securing the Bank 1st place for the highest participation.

International Women's Day Celebration

International Women's Day celebrations featured a **range of activities across multiple offices in the Bank** including national-level webinars addressing relevant themes for women employees, along with workshops on topics such as tree planting, self-defence and sound therapy.

AnalytIQ

In the **4th Season** of AnalytIQ, an **online brainteaser contest**, employees were offered the option to play Chess, Sudoku and Scrabble online, following a round-robin format with multiple levels of shortlisting. This competitive event sparked excitement among employees leading to high engagement and participation.

Xpressions

During the **9th season** of Xpressions, **a drawing and painting contest** for employees and their children, we witnessed a display of creative artwork by our employees and their talented children. These were showcased as wallpapers on the Bank's laptops and desktops earning recognition across the organisation.

Wanderers

Under this banner, outdoor activities are conducted providing employees a chance to participate in one-day monsoon treks, adventure sports like river rafting and invigorating breakfast cycle rides. A total of **18 activities were organised across 8 cities** including Ahmedabad, Bengaluru, Bhopal, Chandigarh, Jaipur, Mumbai and Pune enabling participants to explore enchanting nature trails and rediscover the joys of the outdoors.

Christmas Celebration for Children

The joyous occasion of Christmas was celebrated with great enthusiasm at various offices nationwide bringing immense delight to employees' children through engaging activities such as a captivating Magic Show and a Unique DIY Art and Crafts Session.

Other Engagement Initiatives - Fun @ Workplace

Various activities such as Ludo and online FIFA championships were organised in Mumbai. Additionally, Bollyfit sessions brought employees together to dance to Bollywood tunes boosting energy levels. Motorbike rides were arranged along with engaging activities like Time Machine and Million Dollar Challenge on digital platforms.

Enabling Community Growth

We firmly believe that the well-being and prosperity of the communities we serve are intrinsically linked to our success as a responsible corporate citizen. Our commitment to creating a positive impact goes beyond mere financial transactions, as we actively seek to address social, economic and environmental challenges through our impactful Corporate Social Responsibility (CSR) initiatives.

Driven by a deep sense of responsibility, we have implemented strategic initiatives aimed at fostering sustainable development and enhancing the quality of life for all stakeholders. From promoting education and supporting entrepreneurship to championing environmental conservation and advancing social inclusion, our CSR efforts are guided by a steadfast commitment to creating lasting change in the communities we serve.

The multifaceted dimensions of our community engagement and CSR initiatives showcase the meaningful impact of our partnerships and programs. A participatory, bottom-up and consultative approach helps us curate programmes which address the specific needs and circumstances of our targeted beneficiaries. We collaborate with a diverse range of CSR project implementation partners and dedicated employee volunteers to effectively implement a multitude of sustainable development initiatives.

Our Board-level CSR & ESG committee formulates and recommends an annual action plan in pursuance of its CSR policy. The Bank's CSR policy serves as a guiding document containing the approach and direction given by the Board, taking into account the recommendations of the CSR Committee, defining guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan. We have a dedicated CSR department that is responsible for administering and executing the policy. The CSR Committee and the CSR department work under the direction of the Board to ensure that our CSR activities are in line with the policy and its relevant regulations.

The Board oversees the effective implementation of our CSR activities. The CSR Committee ensures a transparent monitoring mechanism for the projects undertaken and updates the Board on the same along with relevant impact assessment reports.

Our CSR strategy provides an overarching framework and systematic approach for our CSR efforts. The CSR & ESG Committee of the Board approves the programs and intervention areas aligned to the strategy. Under each program detailed project proposals are developed outlining implementation modalities, monitoring mechanisms and budgets. Projects are executed either directly through the Bank or indirectly via implementing agencies. A thorough due diligence and assessment is conducted to ensure the viability of the project and the proposed partners' technical and managerial capabilities to execute. Under this execution modality, empanelled agencies submit project proposals containing information on goals and objectives, target community, monitoring plan, indicators and budget. The proposals are evaluated for alignment with the communities needs, the Bank's CSR vision, potential impact, sustainability, scalability and efficient utilisation of resources.

Once implementation starts, the project's progress and impact are monitored through regular site visits, stakeholder engagement, dialogue with government officials, review of progress reports, financial statements and digital platforms for transparency

Solar pump irrigation used by Farmers Group at Samariya Village, Kheda, Gujarat.

in project tracking. Internal evaluations are conducted for all projects to assess the project's achievements against envisaged milestones, while external evaluations provide an independent assessment of the impact generated by projects are done for select large-scale projects as per the CSR rules.

To check the adequacy of internal controls and review mechanisms; our CSR program also undergoes annual internal audits. This helps us ensure compliance with CSR regulations. Our comprehensive reporting mechanism, which includes reporting our CSR projects in the Annual CSR Report, the Directors' Report within the Bank's Annual Integrated Report and publication on the MCA website. This helps uphold transparency of our community initiatives. These reports meticulously follow the prescribed format within CSR Rules, providing stakeholders with clear insights into the Bank's significant CSR activities and achievements.

₹945.31 crore
Total CSR Spend in Financial Year 2023-24

This year we conducted Impact assessments for our CSR projects with a budget of ₹1 crore or more.

The impact assessments considered the **OECD-DAC criteria**, which is widely regarded as one of the gold standards in evaluation frameworks. This framework assesses the project's indicators by determining their Relevance, Coherence, Effectiveness, Efficiency, Impact and Sustainability. These criteria provide a normative framework used to determine the merit or worth of an intervention (policy, strategy, programme, project or activity). Other frameworks like the standard **Outcome-Impact Framework** was also followed to analyse and measure the outcomes and impact of the selected project by tracing the changes since the implementation of the project and establishing the causes of these changes.

In FY24, we conducted an impact assessment of 61 projects. Based on the assessment findings, several recommendations were proposed for the evaluated projects to enhance their effectiveness & accessibility, and to strengthen their capacity to scale, deepen and extend the duration of outcomes.

We also conducted evaluative SROI studies of two projects within the overarching theme of 'Skill Development and Livelihood Enhancement' based on actual outcomes that had already taken place. The evaluation was guided by the seven principles outlined by the SROI Network. The findings and observations from this study shall be used to formulate future course corrective actions and a strategy for scaling up the project.

In the following sections, we have showcased the results from select evaluations of our projects under each of the focus areas. A comprehensive repository of the impact assessments conducted during FY24 can be found here.*

*GRI 413-1

Parivartan - Progress Through Sustainable Initiatives*

We believe progress starts with change (Parivartan) that empowers communities through sustainable interventions for their holistic development. Through our social initiatives, housed under the umbrella of 'Parivartan', we are committed to transforming the lives of millions of Indians. Our goal is to drive economic and social development sustainably by empowering communities across the country. Parivartan aims to break the cycle of poverty and marginalisation by empowering underprivileged communities and facilitating positive change in their lives. Our efforts enable these communities to participate and contribute to the Nation's development journey actively.

Supporting school infrastructure in rural areas

Paddy field demonstration underway at Prakasam, Andhra Pradesh

We have the following focus areas under which we carry out diverse interventions:

a. Rural development
b. Promotion of education
c. Skill training and livelihood enhancement
d. Healthcare and hygiene
e. Financial literacy and inclusion

Aligned with our identified focus areas, we have established seven goals and thirteen sub-goals to be achieved by the year 2025 with the intention of directing our community development activities. The Bank conducts CSR activities across India through various initiatives.

10.19 crore+**
Lives impacted

**Refers to achievement since inception till March 31, 2024

*GRI 413-1

Employee Engagement FY24

Under Parivartan, the Bank organised several employee engagement and volunteering activities throughout FY24. These included awareness sessions on environmental topics like kitchen gardening, understanding the role of women in sustainable agriculture and saving sparrows. Along with in-office events such as seed-ball distribution drive, Christmas and Diwali Sale of NGO products and a donative drive for stray animals were organised.

ENGAGING OUR IMPACT MAKERS

At HDFC Bank, our ethos resonates deeply with the spirit of giving back. We believe that true progress is measured not just by financial metrics, but by the indelible impact we leave on the lives we touch.

Employee Volunteering is an opportunity to strengthen the very fabric of society as it cultivates a sense of community, enhances team cohesion and allows us to give back to society in meaningful ways.

94,000+
Total Number of Volunteers

46,500+
Total Number of Hours

Parivartan Volunteering Month

While our commitment to supporting communities remains steadfast year-round, we took our efforts to the next level this year by organising an entire month dedicated to volunteering initiatives. Throughout the month our employees engaged in a diverse range of activities to support the underprivileged, spearheading impactful donation drives, knowledge sharing, raising awareness about financial literacy among youth aspirants etc.

4,000
Hours dedicated to volunteering efforts

4,000
Employees actively engaged in diverse volunteering activities

15
Activities successfully completed

StartUp Programme

In alignment with the Government of India's flagship initiative 'Startup India', we have an annual grants program for social Start-Ups. Parivartan SmartUp Grants is a beacon of support for social impact Start-Ups, offering monetary grants to their incubators and fostering an environment of growth and success. The incubators recommend Start-Ups poised to benefit from investments wherein the Start-Ups are selected through a three-stage rigorous process.

Our themes span the spectrum of societal needs from Climate Innovation, Affordable Healthcare, Sustainable Agriculture, Education, Skilling & Livelihood, Waste Management, Tech for Good, Gender Diversity & Inclusion to Financial Inclusion, ensuring a comprehensive approach to sustainable development.

42
Incubators and **170+ Start-Ups** supported

~50
Senior employees dedicated **16+ hours** to shortlisting Start-Ups

Employee Payroll Giving Programme

We have embraced the Give India Payroll Giving Programme where our employees donate to a charity of their choice, and we support by matching 85 per cent of their contributions towards the same.

~1,392
Employees subscribed to the Give India Payroll Giving Programme

Blood Donation Drive:

Parivartan orchestrated its 15th Blood Donation Drive, spanning an impressive 1,388 cities with 7,487 camps set up nationwide. A notable number of individuals across the country stepped forward to participate in this event.

~6.77 lakh
Individuals participated

~5,90,175
Units donated by employees collectively

Other Volunteering Initiatives

3021 employees participated, volunteering 6000+ hours and planting **6.20 lakh+** trees for the **Tree Plantation Drive***

Six employees from two teams participated in the **bamboo plantation drive***

3000 seedballs distributed to the employees*

Step-tracking on the Impact League app for fundraising, reaching **12,118+ subscriptions** by March 2024

Decorated the Christmas Tree with different chits on the requirement to support Stray Animals, **80+ employees offered help** to strays

800+ employees donated old clothes and footwear, distributed to underprivileged children

690 employees participated in a marathon, promoting the message of right to education

150+ staff members attended the Virtual Kitchen Gardening Workshop to learn about sustainable food production

227 students in four schools impacted through collaboration with Teach For India

210 wishes of underprivileged children from Aashish NGO was fulfilled on Christmas Day, while around **8** employees spent time interacting with residents of an old age home and distributed fruits and food items

₹2 lakh+ was raised in the NGO Product Sale, supporting various causes

Organised webinar on **sparrow conservation** with Nature Forever Society

*Green Initiatives

CSR Initiatives and United Nations Sustainable Development Goals

By aligning our CSR focus areas with the Sustainable Development Goals (SDGs), we create a meaningful impact that fosters resilient and thriving communities.

PARIVARTAN INITIATIVES AND THE UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

Rural Development

Villages reached — **9270**
Households impacted — **10.86 lakh+**
Water Conservation structures developed — **13,355**
Solar Lights installed — **55,125**
Kitchen Gardens developed — **57,980**
Biomass Stoves deployed — **13,340**

2 ZERO HUNGER | 7 AFFORDABLE AND CLEAN ENERGY | 6 CLEAN WATER AND SANITATION

Skill Development and Livelihood Enhancement

Women entrepreneurs created — **9.05 lakh+**
SHGS revived and formed — **10,195**
Individuals trained — **3.25 lakh+**

2 ZERO HUNGER | 4 QUALITY EDUCATION | 5 GENDER EQUALITY | 8 DECENT WORK AND ECONOMIC GROWTH | 12 RESPONSIBLE CONSUMPTION AND PRODUCTION

Our Focus Areas

Promotion of Education

Teachers trained — **20.19 lakh+***
Schools supported — **2.86 lakh+***
Students impacted — **2.14 crore+***
Community libraries built — **930**

3 GOOD HEALTH AND WELL-BEING | 4 QUALITY EDUCATION

Financial Literacy and Inclusion

Financial literacy camps conducted — **23 lakh+**
Individuals reached — **1.71 crore+**

8 DECENT WORK AND ECONOMIC GROWTH

Healthcare and Hygiene

People benefitted through health camps — **1.87 lakh+**
Sanitation drives conducted — **1810**
Units of blood donated — **23 lakh+**
Household toilets constructed — **24,295**
Health camps organised — **7025**

3 GOOD HEALTH AND WELL-BEING | 6 CLEAN WATER AND SANITATION

*Inclusive of immediate & extended beneficiaries

All values refer to achievements since inception till March 31, 2024

We strategically design each of our projects across five focus areas to yield lasting and impactful outcomes for our communities. Through targeted interventions in specific areas, we aim to address critical needs and drive positive change effectively.

Rural Development

As a cornerstone of our commitment to empowering marginalised communities, improving infrastructure and enhancing livelihood opportunities; we prioritise rural areas for the implementation of our programs. Currently, a considerable number of our initiatives are being implemented in such areas. Furthermore, we have ensured the coverage of 85 aspirational districts (out of the total of 112) through our CSR programs.

The World Bank defines rural development as the improvement in the social and economic environment of the rural population. The fundamental aims of rural development include planning, creating and using resources such as land, water and manpower to promote equal opportunity for the population reliant on them.

Given this context, Holistic Rural Development Programme (HRDP) strives to enhance the lives of people in rural communities by primarily bringing about sustainable socio-economic transformation and ecological development. HRDP adopts a comprehensive approach to sustainable development by integrating various interventions, ranging from Natural Resource Management, Education and Livelihood Enhancement & Skill Development to Healthcare. Targeted interventions for rural livelihood enhancement are also undertaken as a part of HRDP, including providing income-generating training for youth and women, creating alternate sources of livelihood such as livestock management, orchard development and promoting entrepreneurship activities like embroidery, masala making and toy manufacturing, among others.

This program focuses on a diverse array of activities including but not limited to enhancing the income of farmers, access to appropriate irrigation facilities, improving school infrastructure, providing access to potable water and irrigation, and promoting alternative energy sources such as solar, biogas and biomass energy. Additionally, HRDP encompasses the organisation of health camps, demonstration of sustainable agricultural practices, initiatives for soil and water conservation and financial literacy.

Furthermore, our Focused Development Program (FDP), which is aimed at specific interventions and limited goals, assist us in achieving our objectives in a concentrated manner.

Under Rural Development, we have identified three key targets that we aim to achieve through our HRDP and FDP projects.

Mushroom Cultivation at Gaya, Bihar

OUR GOALS

Bringing unirrigated land under irrigation and uncultivated land under cultivation

Our aim is to increase the area under cultivation and enhance the cropping intensity of the land, thereby bolstering the agricultural sector.

We are working diligently to increase the cultivable land pan India.

Reducing our carbon footprint

Our aim is to support 25 per cent of households in each village with solar home lights, biomass chulha, biogas plants, solar study lamps and irrigation units.

This intervention includes promoting biomass stoves as it improves indoor air quality and women's health.

We have surpassed our tree planting target, reaching 38 lakh, exceeding the initial goal of 25 lakh trees by FY25.

Promoting chemical-free farming

Our aim is to educate farmers on various agricultural techniques that improve productivity while using locally produced manure and fertilisers, to reduce the reliance on chemical fertilisers.

This intervention is designed to allow us to maintain the soil, environment and human health by combining tradition, creativity and science.

OUR TARGETS

Bringing land under cultivation

- Irrigate 2 lakh acres of unirrigated land by the year 2025
- Bringing 1 lakh acres of land under cultivation by the year 2025

Reducing the carbon and the ecological footprint of our communities

- 1,000 villages to have clean and renewable energy solutions

Promoting chemical-free farming

- To achieve 1 lakh acres of farmland under chemical-free farming

A demonstration plot of Farmers Field School at Prakasam, Andhra Pradesh

Holistic Rural Development Programme (HRDP) in Narmada, Gujarat

The key focus areas of the intervention were Natural Resource Management, Skill Training & Livelihood Enhancement, Health & Sanitation and Promotion of Education.

Narmada District of Gujarat

By focusing on improving land and crop productivity, providing agricultural training, enhancing health and sanitation infrastructure, and upgrading educational facilities, HRDP aims to build local capacities, strengthen institutions and introduce technological inputs. This comprehensive approach ensures sustainable development, better income opportunities, improved health outcomes and enhanced educational experiences for rural populations. The intervention under HRDP was implemented by our partner Aga Khan Rural Support Programme (India) and undertaken from April 2019 to March 2022. The intervention covered 12 villages across the Nandod block wherein the villages were selected for implementation because of their remote location near the border thereby making it difficult for any support to reach.

The intervention led to an increase in the average net income from agriculture, average income from skill development and average income from livestock.

42%
Increase in average net income from agriculture

300%
Increase in average income from skill (income from enterprises) from Agriculture

51%
Increase in average income from livestock

23%
Increase in average productivity of two major crops

Based on the design of the HRDP program supported by HDFC Bank, a composite index has been developed called the Holistic Rural Development Index (HRDI) that indicates the achievements of the HRDP interventions leading to overall improvements of the results indicators. As the program interventions vary across projects and geographies, it is not possible to ascribe a single impact indicator that might be able to accurately capture the overall performance of HRDP. Thus, HRDI serves the purpose of quantifying the impact through the blending of results of various indicators grouped into four thematic areas namely Natural Resource Management, Skill Training & Livelihood Enhancement, Health & Sanitation and Promotion of Education.

35%
Increase over baseline (overall HRDI)

78%
Increase over baseline (Skill & Livelihood)

50%
Increase over baseline (Health and Sanitation)

43%
Increase over baseline (Natural Resource Management)

Positive Changes: The Installation of Solar Streetlights

This FDP project was focused on the 'promotion of renewable energy' with the specific objective of improving the living conditions of rural communities through solar light availability and promoting clean and renewable energy solutions. The project was implemented in the Bastar and Raigarh regions of Chhattisgarh by the NGO partner PRADAN.

Solar Lights installation at Dhamtari, Chhattisgarh*

Output

643
Solar lights installed

Outcome

100%
Of respondents reported feeling safe walking during evening hours

98%
Of respondents reported theft incidents have drastically reduced in the village

9.17/10
Mean score on the likelihood of recommending solar light for well-being enhanced safety and security

The members of the community reported various positive changes following the installation of solar lights. Enhanced safety and security was observed due to a decreased threat of animal attacks and theft. There was increased mobility among beneficiaries, particularly women and adolescent girls. Socialisation and community meetings have become more frequent and children are more involved in playing and studying due to the availability of lights.

"Yes, children's education had been affected. Now after the electricity failure, children are now able to study even under streetlights. Children feel comfortable to read under this light because it provides far better light than conventional light."

- Women FGD, Lailunga

*Representative image from a Parivartan project

Rising Waters, Thriving Communities: Sustainable Solutions Across India

Across Biswanath District, Assam, Nainital District in Uttarakhand, and Khorda District in Odisha, our climate projects stand united by a common commitment: to confront environmental challenges with sustainable solutions, ensuring the resilience and prosperity of rural communities.

141
Biogas units installed

3,550
Improved cookstoves distributed to households

2
Jal Minars constructed

1,285
Water purifiers distributed

Low-cost farm pond at Uttarakhand*

In Biswanath, where diminishing rainfall and receding groundwater levels exacerbate water scarcity and deforestation, our initiative focuses on establishing sustainable water sources and promoting alternative energy sources like biogas units and improved cookstoves. Through village-level meetings and the construction of Jal Minars for water storage, we engage communities in the transformative process empowering them with the tools to combat environmental degradation while enhancing their quality of life. In Nainital, Uttarakhand, facing threats from declining glacial meltwater and erratic rainfall patterns, our interventions prioritise clean water provision, rainwater harvesting and the distribution of eco-friendly cooking solutions. Through meticulous needs assessments and transparent end-user selection processes, we ensure equitable distribution of resources, empowering households with access to clean water and sustainable energy sources. Meanwhile, in Khorda, Odisha, where uneven rainfall distribution compounds water scarcity issues, our project endeavours to provide clean water access through innovative water management techniques and promote climate-smart agricultural practices like orchard development.

*Representative image from a Parivartan project

Evaluating Transformation: SUVIDHA's Impact Assessment

This year, we commissioned an impact assessment study by a third party, the Society for the Upliftment of Villagers and Development of Himalayan Areas (SUVIDHA), to evaluate the effectiveness of our Parivartan initiative. SUVIDHA is a registered voluntary organisation working in the field of sustainable agriculture for marginal farmers, watershed management, livelihood-based activities and climate change mitigation.

The independent assessment focused on assessing the impact of our interventions aimed at sustainable development and community empowerment wherein diverse tools and methodologies, including survey sampling, monitoring surveys, data analysis, desk review and stakeholder consultations/beneficiary interviews were utilised. The study was further certified by 4K Earth Science Pvt. Ltd., an independent GHG validation entity.

Our programs aimed at addressing climate change by reducing greenhouse gas emissions and promoting renewables through initiatives like household-level biogas units, improved cook stoves, solar lights, safe drinking water devices and tree planting activities resulting in the verified outcomes aligned with multiple Sustainable Development Goals (SDGs) including improvements in health, energy access, forest management and domestic funding for project implementation.

Outputs of the activities undertaken

SDG Impacted: 7 Affordable and Clean Energy, 15 Life on Land

328
Biogas units installed

7,758
Improved cookstoves installed

9,071
Street lights installed

1,058
Community-level drinking water tanks installed

14,136
Solar home lights installed

6,86,464
Seedlings planted

Outcomes

SDG Impacted: 3 Good Health and Well-Being, 13 Climate Action

43,832 tCO_2
Emission reductions achieved

12,490 tCO_2
GHG sequestered

100%
Households reported reduced smoke exposure, improved indoor air quality and better health outcomes

Promotion of Education

We are dedicated to enhancing the quality of education in India, aligning our efforts with the Government's Sarva Shiksha Abhiyan. Under our Parivartan initiative, our education programs focus on various aspects including teacher training, scholarships, career guidance and infrastructural support for schools. This support encompasses promoting innovation in education, improving education quality through remedial classes, learning camps and providing special scholarships for underprivileged children. Our educational initiatives are designed to foster learning by establishing a conducive and efficient learning atmosphere in schools. Within the pillar of education in Parivartan, the interventions concentrate on teacher training, incorporating alternative methods, promoting innovation and enhancing school infrastructure through refurbishment.

Our mission is to elevate the standard of education in government schools.

At the core of our initiative lies the objective of enriching the learning journey of students. We have introduced smart classes in various states aiming to integrate technology with education.

Students using the science lab equipments

OUR GOALS

Creation of Smart Schools	Educational Crisis Scholarship Support (ECSS)	Improving Learning-level Outcomes
Our aim is creating a conducive learning environment for students and enabling teachers to utilise various teaching aids and tools. To ensure successful implementation, we have identified six building blocks for smart school development. Additionally, we will provide targeted support to each school based on detailed need assessments and situational analysis of infrastructure availability, including space and electricity.	Our aim is to support identified economically challenged or students in crisis by providing scholarships to continue their education and preventing dropouts. We believe that financial or personal crises should not hamper the development of bright young minds.	Our aim is to educate farmers on various agricultural techniques that improve productivity while using locally produced manure and fertilisers, thus reducing the reliance on chemical fertilisers. This intervention is designed to allow us to maintain the soil, environment, human health by combining tradition, creativity and science.
OUR TARGETS		
• To convert 3,500 traditional schools to smart schools	• To support 25,000 meritorious underprivileged students with scholarships by the year 2025	• To cover 20 lakh students in class-appropriate learning levels in all intervention schools by the year 2025

COVID-19 Crisis Support Scholarship: Supporting Students During Challenging Times

We have implemented the COVID-19 Crisis Support Scholarship project with our implementing partner Buddy4Study. It is a scholarship program specifically designed to assist individuals pursuing formal education, from Class 1 to post-graduate levels, who have been adversely affected by the COVID-19 pandemic. To gauge the effectiveness of the project, DevInsights was entrusted to undertake the impact assessment study.

The project was executed on a national scale (divided into four regions: North, South, East and West) and primarily targeted students who had either lost an earning member or parent(s) or those who had their livelihoods disrupted as a result of COVID-19.

Outputs

4,245
Students received scholarships

₹12.36 crore
Worth of scholarships awarded in total

Outcomes

Impact of the Scholarship on Scholars under the age of 18 and their Guardians

88.2%
Of the scholarship primarily utilised for school, college or institution fees across all regions

94.8%
Beneficiaries reported that their academic and career goals were influenced by the scholarship

Impact of the Scholarship on Scholars who are 18 years of age and above

94.4%
Of the scholarship primarily utilised for school, college or institution fees across all regions

99.1%
Beneficiaries reported that their academic and career goals were influenced by the scholarship

98.1%
Beneficiaries reported that the scholarship played a significant role in their decision to pursue higher education

Students reading in the school library

Skill Development & Livelihood Enhancement

This initiative encompasses capacity building, promotion of financial literacy, credit and entrepreneurial endeavours, along with enhancing skills for agricultural and related practices. Under the overarching theme of capacity development and creation of livelihoods, we have established separate goals for individual and institutional enhancement.

Awareness session for a Self Help Group at Samastipur, Bihar

OUR GOALS

Increase in Individual Income

Our aim is to enhance income with a focus on underprivileged farmers, youth, and women nationwide. We have devised three distinct sub-goals to approach this in a targeted and methodical manner.

Increasing the income of small and marginal farmers

We encourage farmers to diversify their income by supporting them in allied activities such as livestock rearing, horticulture, timber and fishery, amongst others.

To achieve this, we are equipping farmers with contemporary and innovative farming tools and techniques by organising visits to various agricultural institutes and fields and providing them with seeds, fertilisers and other necessary support materials.

Promoting 25,000 Community-led Enterprises

We encourage economically deprived communities to engage in entrepreneurship on an individual or cluster basis.

Our interventions consist of establishing and operating enterprises, which include beauty parlours, small shops, livestock management, tailoring and more - for individual beneficiaries, as well as processing units, packaging units, fisheries and handicrafts - for group enterprises established through Farmer Producer Organisations (FPO), Self Help Groups (SHG) and Joint Liability Group (JLG).

Skill Development for Employment Generation

Our focus is on skill development for employment generation and we are providing classroom/online/ blended skill development training to unemployed youth, school dropouts and landless farmers.

Our interventions include training programs which come with certifications from National Skill Development Corporation (NSDC), Sector Skill Council or other qualified non-government agencies and are aimed at trades that could lead to job placement or self-employment opportunities.

Development and Sustenance of Institutions

Our aim is the development and sustenance of institutions for livelihood enhancement, primarily community institutions such as village development committees, farmers' groups, SHGs, water user groups, sanitation committees and adolescent groups.

Under this intervention, the activities we engage in are related to agriculture, water, sanitation, health, livelihood and other rural development work.

OUR TARGETS

Increase in Individual Income

- Increase in income of ~5 lakh farmers with an annual income under ₹60,000 across the country by the year 2025
- 2 Lakh individuals to be trained/skills upgraded

- Development and sustenance of 20,000 institutions by the year 2025
- Local economic activation with 25,000 community-led enterprises promoted with approximately 50% being women-led

Goat rearing at Mathura, Uttar Pradesh

Pathways to Prosperity: Skills for Sustainable Livelihoods

Our dedication to fostering empowerment through sustainable development is exemplified in our initiatives in Varanasi, Uttar Pradesh and the remote regions of Ladakh. In Varanasi, our partnership with Sarthak Educational Trust aims to empower Persons with Disabilities (PWDs) by providing vocational skill-building training and sustainable employment opportunities.

Similarly in Ladakh, our project drives sustainable livelihoods and climate action, providing access to clean energy through Solar Grids, establishing carbon-neutral homestays and training local women on the Pashmina Value Chain, fostering economic empowerment and sustainability.

Through these comprehensive efforts we empower individuals and communities to embrace sustainable practices while improving their socio-economic status, forging a path towards a more equitable and resilient future.

413 PWDs trained	**200** AC Solar Grids installed	**15** Carbon-neutral homestays established
290 PWDs placed in sustainable jobs	**117** Solar Water Heaters installed	**100** Solar lights installed

Enhancing Employability and Socio-economic Well-being: Social Return On Investment (SROI) Study

This year we commissioned an SROI study by a third party, 4th Wheel Social Impact, a research and advisory firm specialising in monitoring and evaluation of social development programs to formulate future course corrective actions and a strategy for scaling up the project. The key objective of this Focussed Development Project was to empower youth through skill training, offering sustainable career prospects for socio-economic advancement.

Skill Training Institutes in Haridwar and Roorkee, Uttarakhand

The skill training institutes located in the cities of Haridwar and Roorkee in Uttarakhand were established and operated by the Ambuja Cement Foundation (ACF). These institutes provided skill development and vocational training opportunities to individuals, contributing to their personal and professional growth. The Social Return on Investment (SROI) study was undertaken to identify and quantify the impacts and changes created through the project into tangible numbers and to identify the social value created for each Indian rupee (INR) spent.

The Social Return on Investment (SROI) analysis of the program reveals a compelling impact on the lives of participants and society as a whole. The input cost of the program amounted to ₹7,35,88,038. However, when we consider the cumulative value of outcomes generated by the program, which totals ₹55,85,36,406, the SROI ratio is: 7.29:1.

The SROI analysis showcases a ratio of 7.29:1, signifying that for every ₹1 invested by HDFC Bank in this project, a value of ₹7.29 of social and financial benefits have been generated.

7.29:1
SROI Analysis Ratio

Skill Training Institutes in Bhubaneswar, Odisha

Executed in the state of Odisha, this project set its sights on fulfilling the burgeoning demand for highly skilled professionals by concentrating on the 64 wards under the aegis of the Bhubaneswar Municipal Corporation as well as selected villages in the Bhubaneshwar block.

The SROI analysis showcases a ratio of 5.69:1, signifying that for every ₹1 invested by HDFC in this project, a value of ₹5.69 of social and financial benefits have been generated.

5.69:1
SROI Analysis Ratio


Haridwar Training Centre


Roorkee Training Centre


Bhubaneshwar Training Centre

Healthcare and Hygiene

Our approach to healthcare and hygiene is comprehensive and multi-faceted. We provide essential healthcare services through initiatives like refurbishing health clinics, supplying medical equipment, conducting nutrition programs and health awareness drives. Simultaneously, we actively promote hygiene and sanitation practices in schools and local communities to create a conducive environment for good health and well-being.

Additionally, Waste Management remains one of our major intervention areas. We have been diligently working towards the goals of the Swachh Bharat initiative, with a particular emphasis on sanitation projects. These projects not only develop necessary infrastructure but also strive to foster behavioural change towards better hygiene and cleanliness practices among individuals and communities.

We are focusing on establishing dry waste management systems, particularly targeting Multi-Layered Plastics (MLPs), in collaboration with municipal corporations and block-level administrations. These efforts aim to enhance the socio-economic conditions of waste pickers in alignment with the Plastic Waste Management Rules, 2018 and Swachh Bharat Mission.

Furthermore, we are institutionalising waste pickers in Swachh Centres (SCs)/MRFs and ULBs for long-term solutions, thereby contributing to sustainable waste management practices. Through our initiatives, we are also generating awareness and mobilising communities for safe plastic disposal, emphasising the importance of responsible waste management for environmental and public health benefits.

Under this thematic area of Healthcare and Hygiene, our objective is to enhance the standard of sanitation facilities. Our efforts towards achieving this objective are directed towards three distinct sub-goals, namely waste management, access to clean drinking water and creating hygiene awareness.

Safai Mitras at the Material Recovery Facility in Bastar, Chhattisgarh

OUR GOALS

Waste Management

We aim to provide the necessary infrastructure, instilling behavioural changes towards responsible consumption, source segregation and litter prevention.

Our interventions include setting up material recovery and recycling facilities in the 15 ULBs, as well as implementing village-level interventions such as residential composting, door-to-door garbage collection and related mechanisms for user fee collection, compost sales and recycling.

Access to Clean Drinking Water

We aim to promote clean drinking water availability at both the community level through Jal-minar or other water buildings, and at the family level, through piped water connections.

Our interventions will result in making three litres of water available per person per day. We are also forming and orienting water user groups to ensure that the services are sustainable, with post-project maintenance and water quality testing entrusted to these groups.

OUR TARGETS

Improve sanitation facilities

- Implement solid waste management systems in 1,000 villages and establish Material Recovery Facilities (MRFs) in 15 ULBs
- Provide clean drinking water access to 1,000 villages

Supply of Medical Equipment to Cancer Hospital

In India, the increasing incidence of cancer has underscored the urgent need for robust healthcare interventions. Recognising the gravity of the situation, we initiated the Supply of Medical Equipment to Cancer Hospital Varanasi Project under our Parivartan program.

Alignment with SDGs

3 Good Health and Well-Being | 9 Industry, Innovation and Infrastructure | 12 Responsible Consumption and Production | 17 Partnerships for the Goals

We partnered with CSRBOX to conduct a comprehensive Impact Assessment of this project.

Output

21
Medical equipment items installed

6
Hospital departments equipped

Outcome

15 days
Reduction in turnaround time (TAT) for test reports from 5-6 weeks

2,700
Patients benefitted from the equipment

The outcomes are manifested in the enhanced efficiency of hospital operations, improved accuracy, speed of diagnoses and a notable reduction in turnaround time for test reports. The increased knowledge and skills of healthcare staff have led to a strengthened hospital capacity and capabilities, resulting in better healthcare service utilisation.

Village Health Camp at Sahibganj, Jharkhand

Transforming Communities: Innovative Plastic Management Initiatives

In Golaghat District of Assam, our collaboration with Gramin Vikas Trust resulted in the establishment of a state of the art Plastic Waste Management Unit. This initiative, equipped with innovative features like wastewater utilisation for fisheries has not only tackled immediate waste management needs but also laid the foundation for a sustainable future through collaborative efforts with local administrations and educational institutions.

10 tonnes
Plastic waste processed daily

40+
Individuals employed

200+
Individuals benefitted

Expanding our footprint across states like Assam, Bihar and Telangana, we partnered with organisations like the Centre for Environment Education (CEE) to implement comprehensive dry waste management projects. These initiatives, ranging from establishing Swachh Centres to enhancing the socio-economic conditions of waste pickers highlight the scale of our impact in mitigating environmental degradation.

4,079.65 tonnes
Dry waste collected

Knowledge Partner
For the Ministry of Jal Shakti's Rural WASH Partners Forum for Plastics

Additionally, in locations like Dharamshala and Bir in the state of Himachal Pradesh, Waste Warriors, supported by HDFC Bank, tackled waste management challenges through a holistic 3C approach: Collection, Conversion and Community Engagement

5,000 tonnes
Waste diverted

34
Full-time green workers employed

1,000+
Clean-up drives organised

Safai Mitras segregating waste on conveyor belt at Material Recovery Facility in Bastar, Chhattisgarh*

Safai Mitras with E-Rickshaws provided for effective waste collection at Bastar, Chhattisgarh*

*Representative image from a Parivartan project

Ensuring Access to Clean Drinking Water Access to Clean Drinking Water

This FDP project, in alignment with the Central Government's flagship initiative, Jal Jeevan Mission (JJM) - 'Har Ghar Nal se Jal', focused on 'improving access to safe water among target communities by facilitating the construction of water supply services, capacity building of communities to plan and manage their water demand and ultimately ensure sustainability.'

The project was implemented by the Aga Khan Foundation, an NGO which was supported by HDFC Bank.

The key goal of the project was to accomplish the target of delivering potable water via tap connections. Over 60 per cent of the project beneficiaries were from Sitapur, it was decided to select Sitapur district for the purpose of the Impact Assessment.

Outputs

40
Villages covered in Lucknow and Sitapur Districts of Uttar Pradesh

Outcomes

22%
Significant increase in daily water consumption before and after installation of taps

>97%
Households reported water to be clear (no colour), with no smell and no taste

9%
Significant decrease in expenditure incurred for treatment of water-borne diseases

92%
Households have tap connections installed under the FDP as the primary source of drinking water

78%
Households did not have any tap connection prior to tap installation under the FDP

As the FDP worked in line with the guidelines envisaged by the JJM, 17 out of 19 Village Water Sanitation Committees (VWSCs) were given training in the key components of the JJM.

Jal Minar installation at Mahendragarh, Haryana*

*Representative image from a Parivartan project

Financial Literacy and Inclusion

In India, a significant portion of the population remains excluded from the formal economy, missing out on its advantages. Without basic financial literacy and inclusion, communities struggle to progress and engage with the broader world. Recognising this pressing need, we are committed to addressing financial exclusion by reaching out to the unbanked and under-banked populations in rural, semi-urban and urban areas across the country. As part of this effort, the Bank considers it a responsibility to promote financial awareness, particularly among marginalised sections of society, through various initiatives.

Additionally, we conduct financial literacy camps and support Self-Help Groups (SHGs) to promote financial awareness within communities. The primary objective of these initiatives is to empower individuals with the necessary knowledge to make informed decisions about their finances, thereby enhancing their financial well-being.

Dairy Support

The dairy support program is instrumental in facilitating a substantial shift in the payment methods of farmers, moving from cash transactions to digital banking. This transition effectively addresses the challenges associated with managing payments in the dairy sector and navigating a farmer in mainstream banking services. Women play a significant role in the dairy sector, contributing to various aspects of production, processing and management. In many states, women are actively involved in milking cows, feeding livestock, and ensuring animal health.

This project is vital to rural development & financial inclusion, playing a key role in advancing the progress and sustainability of the rural economy. This project further emphasises the larger CSR objective of Women Empowerment and facilitating their social and economic standard.

By fostering credit history and embracing digitisation, this program significantly elevates banking services for dairy farmers. This will also help in promoting healthy savings habits in farmers which is ultimately contributing to financial inclusion for the rural economy. Encouraging regular deposits, setting achievable savings goals and utilising interest-bearing accounts are effective strategies to build savings over time. By educating farmers on the importance of saving and providing access to financial services in rural areas, we can empower communities to secure their financial futures and participate more fully in the economy.

Women at the Parivartan financial literacy camp

Parivartan Excellence Awards 2023-24

HDFC Bank launched a new award series called the 'Parivartan Excellence Awards' to honor the untiring efforts of its CSR Implementation Partners.

The first edition of Parivartan Excellence Awards was successfully held on 14th February at ITC Grand Central, Mumbai. A total of 14 NGOs won across four focus areas. These were Education, Skilling, Natural Resource Management and Healthcare & Hygiene.

Representatives of the NGOs, senior officials from the Bank and strategic industry partners along with academicians attended the awards night. The evening saw a series of performances and inspiring talks by the Bank's senior leadership.

Winners at the Parivartan Excellence Awards FY24

Parivartan Small Grants Programme

HDFC Bank launched Parivartan Small Grants Programme aimed at supporting small-scale projects across India, focussing on Education, Healthcare & Hygiene, Skill Training & Livelihood Enhancement, and Environmental Sustainability.

Targeting rural, aspirational, tribal and North East regions, the programme supported 38 NGOs, leading to substantial social impact. The programme reached **5.02 lakh+ beneficiaries** and additionally, **12.58 lakh+ indirect beneficiaries**.

HDFC Bank Parivartan has catalyzed sustainable socio-economic development and positive change in the difficult as well as remote geographies, further leading to enhanced quality of life and well-being of the target populations.

Thematic Outreach

19
Promotion of Education

11
Healthcare & Hygiene

05
Skill Training & Livelihood Enhancement

03
Environmental Sustainability

Beneficiary Outreach

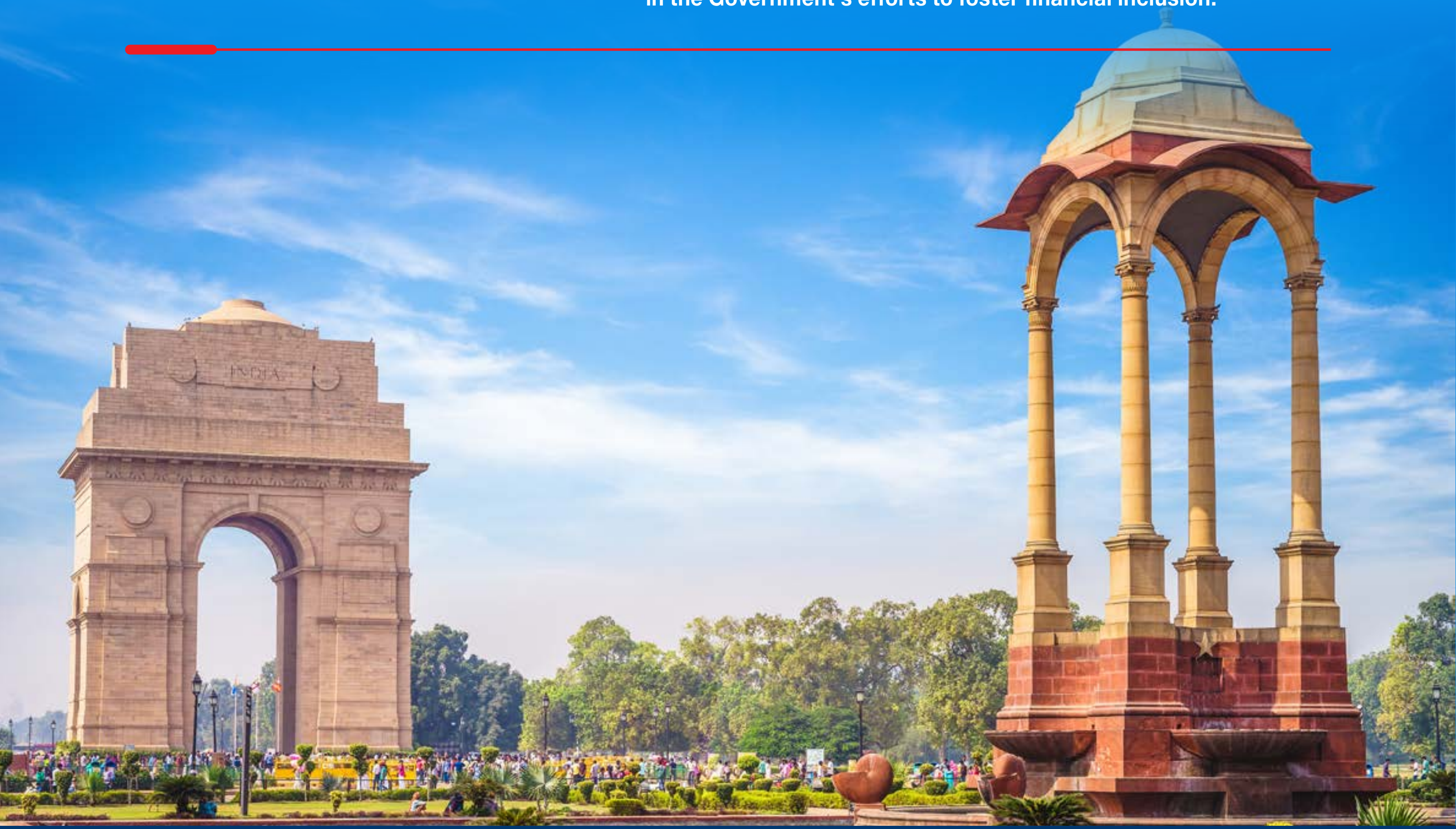
17.61 lakh+
Total

5.02 lakh+
Direct

12.58 lakh+
Indirect

Dedicated to the Nation's Progress

HDFC Bank actively collaborates with various tiers of Government to support its nation-building initiatives. By partnering with central, state and local authorities, the Bank aids in the efficient collection of diverse revenue receipts and the disbursement of welfare schemes. Furthermore, HDFC Bank is committed to fuelling the growth of the Start-Up ecosystem and actively participates in the Government's efforts to foster financial inclusion.



Collecting Taxes

HDFC Bank is one among the top three Agency Banks, according to data reported by the Press Information Bureau and Controller General of Accounts, Government of India. An area where the Bank has significantly stepped–up collections for the exchequer is e-freight services. Collections grew by 25 times as compared to the previous year.

Tax collections through the Bank witnessed a 6 per cent growth as compared to FY23 and crossed 10 lakh crore in FY24.

The Bank's leading position in the collection of taxes demonstrates its large customer base, wide distribution and strong commitment to leveraging its strengths to contribute to the overall development of the nation.

To enable collection of taxes, the Bank is integrated with various central Government systems including TIN 2.0 (Direct Tax), GSTN, ICEGATE (Custom Duties) and FOIS. Further, HDFC Bank is also integrated with the upgraded version of the ICEGATE platform for custom duty collections.

Further the Bank has completed integration with the PRAKALP Portal (Pratyaksh Kar Lekhankan Pranali), a system introduced by the Ministry of Finance for reporting of direct taxes collected by banks. This is key for the Government since the PRAKALP portal helps it optimise utilisation of the collected funds and therefore minimise its borrowings.

The Bank has also integrated with eSampark centres in Chandigarh which enables collection of tax through multiple modes across 47 centres.

Digitalising Local Administration

HDFC Bank has continued to drive digitalisation of local administration by enabling tax collections for local bodies and Gram Panchayats.

The Bank has aligned to the Government's Smart City Mission by integrating with Smart City Mobile Apps. This has accelerated local tax collections by delivering 24x7 availability of payment channels to its citizens.

Gram Panchayats play a crucial role in the development of the rural regions as they implement various centrally sponsored schemes. The Bank has on-boarded 4,500 plus Gram Panchayats for smooth implementation of the Rashtriya Gram Swaraj Abhiyan (RGSA) Scheme and collection of taxes through QR and PoS solutions.

Enabling Infrastructure Development

The Government of India is focused on building infrastructure to fuel growth. The Bank works closely with Government agencies that drive such development efforts. It enables these Government entities to centrally monitor such projects for timely completion and disbursement of payments linked to delivery milestones. This has helped reduce delays and minimise cost overruns.

Digitalise Land Acquisition	Streamline Finances	Online Collection of Lease Rentals	Integration with the Government's Auction Platform
Availability of land is a key prerequisite for infrastructure development. The Bank has helped digitalise land acquisition as well as the compensation process for those affected by the project.	The Bank has also helped in the digital transformation of the Dedicated Freight Corridor Corporation of India. It has helped the entity to streamline its finances and simplify payments to vendors.	To increase the efficiency of revenue collection from services linked to national highways like food-courts and petrol-pumps, the Bank has worked with National Highways Logistics Management Limited (a wholly owned subsidiary of National Highways Authority of India) to facilitate online collection of lease rentals from such service providers.	The Bank's collection channels like payment gateways have been integrated with the Government's auction platform to help monetise its assets. Assets worth over ₹20,000 crores were auctioned last year.

Disbursement of Government Funds

HDFC Bank continues to be one of the leading banks to mobilise funds under the public welfare schemes. It has helped disburse over ₹1 lakh crore by processing 8.81 crore transactions. This represents approximately 39 per cent growth as compared to the previous fiscal.

The Bank also handled approximately 30 per cent of the total funds flowing from the Central Government to various beneficiaries under the aegis of Centrally Sponsored Schemes, Central Sector Schemes and the 15th Finance Commission.

HDFC Bank continues to be committed to supporting the evolving financial needs of the Government. It continues to invest in necessary capacity building and technology advancements to achieve this.

The Bank has also enhanced its own systems to ensure compliance with public expenditure guidelines.

The FARSight Dashboard launched last year has been extended to a wider base of Government departments. The dashboard helps monitor the flow and utilisation of funds at various levels of the administration.

Partnering with Institutions

The Bank aids education and religious institutions by advancing their digitalisation efforts, facilitating smooth fee and donation collection processes along with their day-to-day activities. It is working with more than 10,000 institutions to help digitalise their collections and payouts, thereby improving their overall efficiency.

The Bank continues to expand its presence in the key sectors of education and religious institutions. Relationships were established with eminent educational institutions like IIMs, NITs, BITS Pilani amongst others. Some prominent religious institutions on-boarded this past year include Shrinathji Temple - Nathdwara, Shri Badrinath Kedarnath Mandir Samiti, Catholic Mission of Western Bengal, Ramakrishna Mission, Sree Ayyappan Temple Trust and a chain of ISKCON temples.

Collect Now

The Bank's Collect Now platform has gained momentum in the last year. This platform helps the Government manage its collections more efficiently. It brings 15+ online and offline payment modes together with realtime validations. This has not only provided ease of reconciliation but also provided them with a seamless onboarding experience. Importantly, it provides unique benefits such as:

- Single settlement cycle for cards, UPI and other modes
- Unified payout reports across collection modes
- A self–service dashboard for institutions to track their daily collections across various collection modes, generate refunds, send payment links to customers and generate QR codes amongst others

Facilitating Social Security

HDFC Bank provides tailor made financial products and services to assist pensioners. This includes pensioner-specific accounts, investment options and retirement planning services aimed at maximising the value of their pension funds.

The Bank has appointed dedicated Nodal Officers for the continuous enhancement of its services to pensioners. It also participates regularly in Pension Adalats to understand the needs of this segment.

Further, the Bank has enhanced its internal systems for faster onboarding of pensioners through digital channels.

HDFC Bank has also extended its branch network for Defence pensioners to avail various pension services. This has been made possible by integrating with the SPARSH portal, a system implemented by the Principal Controller of Defence Accounts (Pension).

Further, for the convenience of senior citizens, the Bank has extended its Doorstep Banking services. Integration with Jeevan Praman portal of the Government of India has helped in submission of digital life certificate avoiding the need for a visit to a branch for this purpose.

Serving the Defence and Railway Establishments

HDFC Bank extends financial services to the service providers of the defence and railways sectors. This includes project financing, working capital loans and trade finance. It collaborates with Government agencies to facilitate payments, streamline financial processes and support initiatives aimed at enhancing the efficiency and effectiveness of these sectors.

Supporting the Agricultural Economy

The Bank has played an important role in supporting the implementation of agri-based central and state schemes. This is done by way of timely disbursement of funds basis the integration done with various Government procurement platforms.

Keeping in line with Government's focus on strengthening the supply side of the market, HDFC Bank has provided an interface to Farmer Producer Organisations (FPOs) and co-operative societies to trade in agricultural produce. The integrated banking channels allow faster realisation of sales proceeds.

The Bank has integrated with an accounting platform specially built for Arthiyas (agricultural traders) which enables them to process payments to vendors, service providers and farmers.

Leveraging Government Partnerships to Fuel Entrepreneurship

HDFC Bank is a trusted partner to the larger Start-Up ecosystem and has also emerged as the preferred banker to unicorns.

The Bank provides a range of solutions to over 37,000 Start-Ups under its revamped flagship programme Start-Up | BuildUp which offers the following benefits:

A Credit Guarantee Scheme for Start-Ups, borrowing opportunities from the Bank for those meeting specific criteria.	Specialised group health insurance cover designed for Start-Ups with a minimum of 7 employees.	Value-added services such as provision of legal handbooks and compliance calendars for customers to help Start-Ups be compliant.	Commercial cards for both personal and professional expenses of founders, backed by Fixed Deposits.

Partnerships with Government-backed incubators has enabled the Bank to deliver a strong performance in what was a challenging year for the Indian Start-Up ecosystem. The Bank has forged partnerships with incubators associated with The Department of Science and Technology, Department of Biotechnology and NITI Aayog (Atal Innovation Mission) viz. AIC Jawaharlal National University, AIC Anna University, AIC Guru Gobind Singh Indraprastha University, IIM Kozhikode, IIT Guwahati amongst others in the past year.

In addition to this, the Bank has worked closely with the State Government nodal agencies supporting Start-Ups like Kerala Startup Mission, Karnataka Innovation and Technology Society, Department of MSME – Government of Madhya Pradesh, Uttar Pradesh Electronics Corporation under Department of IT & Electronics - Government of Uttar Pradesh.

HDFC Bank is also amongst the early movers in rolling out the Government's Credit Guarantee Scheme for Start-Ups (CGSS) catering to the borrowing requirements of Start-Ups registered with the Department for Promotion of Industry and Internal Trade (DPIIT).

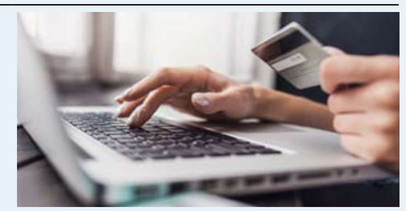
Leveraging the HDFC Bank CSR Initiative

HDFC Bank Parivartan grants were given to 41 Incubators and 170 Start-Ups. These were executed in partnership with Start-Up India, an initiative of DPIIT. Additionally, the Bank also engaged with five nodal Government partners viz. Reserve Bank Innovation Hub, National Skill Development Corporation, Ministry of Food Processing Industries, Goa Startup Mission and Niti Aayog (Atal Innovation Mission) to provide grants to various Start-Ups focused on social causes and other areas of innovation like food innovation with focus on millets.

Committed to Holistic Value Creation

Connecting the Capitals

The Bank's objective is to ingrain integrated thinking into every aspect of business operations. We endeavour to strategise holistically, ensuring that our approach to resource allocation and overall business practices delivers value across all our capitals. As we move forward, we carefully consider the interplay of our financial, human, intellectual, social and environmental capitals. This integrated approach allows us to chart a path of progress that benefits all our stakeholders driving sustainable growth and fostering long-term success.

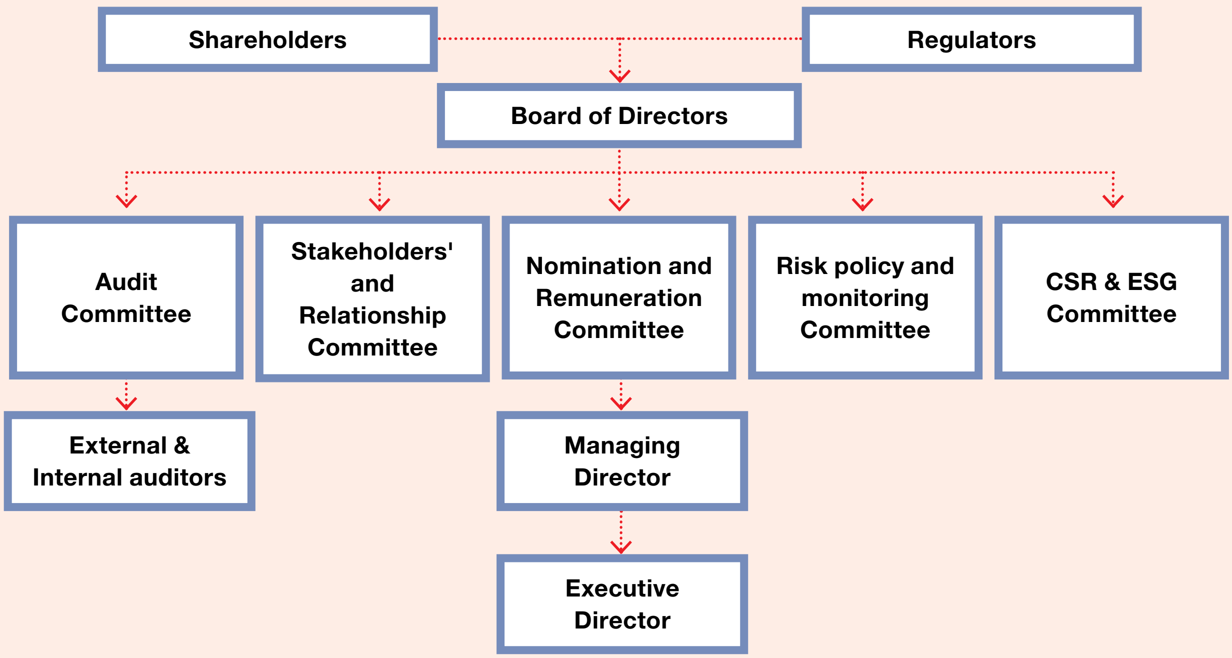
	Finance	Manufactured	Intellectual	Human	Social and Relationship	Natural
Finance						
Manufactured	The Bank is making consistent investments in expanding its reach including in deep-geographic locations. This is expected to realise long-term returns in tandem with deposit mobilisation trends as well increased cross-sell opportunities. In the current year, we opened 925 branches, of which over 52 per cent were in SURU regions.					
Intellectual	We continue to focus on harnessing technology through investments in innovative digital solutions and building a robust back-end infrastructure. Average customer uptime increased to 99.96 per cent (v/s 99.95 per cent in FY23).	The Bank is continuously enhancing its core banking infrastructure to improve agility and scalability enabling swift adaptation to market demands. Additionally, we also embrace omnichannel banking offering diverse options from branches to digital platforms.				
Human	The Bank prioritises talent acquisition, employee wellbeing, recognitions, and learning initiatives to ensure collective progress and excellence.	Committed to providing employees with a healthy, safe workplace, we ensure regular updates to our safety policies and processes. We conduct routine training sessions to keep our staff informed and prepared and we implement the latest safety technologies to protect our team.	In the current year, the Bank transitioned to the new Learning Management System (LMS), facilitating an efficient learning experience for all employees. Additionally, for the first time, we leveraged a technology platform for talent management, streamlining our approach to nurturing and retaining top talent.			
Social and Relationship	The Bank is committed to creating value for all its stakeholders. Under the ambit of Parivartan, we aim to create a lasting impact for the communities that we serve. In FY24 we spent ₹945.31 crore on CSR Initiatives	The Bank's extensive distribution network enables us to reach the underserved markets and contribute to nation building. We also leverage our network to strengthen our CSR reach. Many of our branches also facilitate financial literacy programmes to increase awareness.	In FY24, the Bank has launched various digital initiatives to enhance customer experience. For MSMEs, it introduced BizXpress, a one-stop solution for all banking needs. Additionally, as on March 2024, 16.5 lakh merchants were active on SmartHub Vyapar App.	HDFC Bank has a culture ecosystem focusing on Nurture, Care & Collaborate (NCC) ensuring every employee is equipped to succeed. In addition, we also enable our employees to contribute to the community through our volunteering programs.		
Natural	The ESG Strategy and the Sustainability Financing Framework drive climate action within the Bank. We remain committed to responsible financing practices. In addition, we are also investing in initiatives to reduce our operational footprint towards the strategic commitment to achieve carbon neutrality by FY32.	The Bank has a keen focus on sustainability, incorporating renewable energy into its day-to-day business. We have transitioned 12 of our branches to green power. Furthermore, till March 2024 we have commissioned 24 rooftop solar installations with a total capacity of approximately 720 kWp.	The Bank leverages digital systems and data analytics to gain valuable insight into energy consumption patterns, aiding in the reduction of emissions and optimising energy usage. Furthermore, digital products and services combined with automation, have enabled the Bank to effectively decrease paper waste generation.	At HDFC Bank, we believe that employee volunteering is an opportunity to strengthen the very fabric of society, cultivate a sense of community, enhance team cohesion and give back to society in meaningful ways. More than 4,000 hours were dedicated to volunteering this year including programmes related to plantation, sustainable food production.	The Bank, under its rural development initiative aims to support 25 per cent of households in each village with solar lights, biomass stoves, biogas plants, solar study lamps and irrigation units. In addition to this, we have also surpassed our tree plantation target, reaching 38 lakh trees exceeding our FY25 goal of 25 lakh.	

Driving Responsibility and Trust

The integration of HDFC Limited's well known and respected home loan brand with HDFC Bank's established reputation, wide network, large customer base, and execution prowess, has further strengthened our positioning as a leading financial conglomerate in the Indian financial landscape. With an enhanced capacity to facilitate larger ticket loans, including those vital for infrastructure projects, our commitment to contributing to nation-building initiatives and fostering employment opportunities remains unwavering. Amidst this expanded role, we place greater emphasis on governance, viewing it as paramount to sustaining trust and credibility. Through stringent adherence to ethical principles, transparency in operations, and robust risk management frameworks, we ensure the integrity of our actions as we continue to serve as a cornerstone of India's economic development

At the helm, our Board of Directors, comprising diverse and seasoned members, stands as the vanguard of governance. In collaboration with its Committees, the Board establishes policies and frameworks governing our operations, regulatory compliance, information technology, and other vital areas. We are unwavering in our commitment to the highest corporate governance standards, which include aligning executive compensation with performance and implementing a comprehensive whistle-blower policy. Through the concerted efforts of our Board and Committees, we ensure transparency, accountability, and integrity, thereby enabling sustainable growth and value creation.

GOVERNANCE FRAMEWORK



Audit Committee

Capitals Impacted: F SR

Relevant Stakeholders:

Responsible for overseeing the company's financial reporting and internal controls and ensuring compliance with laws and regulations as applicable to the Bank.

Protecting Value in FY24

- Established and maintained robust processes, implementing best practices for internal control mechanisms
- Collaborated regularly with auditors, experts, and management to perform its duties and responsibilities efficiently.
- Exercised diligent oversight on critical regulatory submissions and reports.

100%
Independence Composition

Stakeholders' and Relationship Committee

Capitals Impacted: F H SR

Relevant Stakeholders:

Responsible for maintaining relationships with various stakeholders and overseeing the existing redressal mechanism in relation to stakeholders of the Bank.

Protecting Value in FY24

- Approved/ ratified allotment of shares to the employees of the Bank on exercise of stock options granted under the various Employees Stock Option Schemes.
- Monitored and ensured that grievances/complaints of investors are resolved in an timely manner.
- Ensured that required measures are taken for effective exercise of voting rights by shareholders

40%
Independence Composition

Nomination and Remuneration Committee

Capitals Impacted: H

Relevant Stakeholders:

Responsible in identifying persons qualified to become directors and who may be appointed in senior management along with specifying manner for effective evaluation of performance of the Board, its Committees and individual directors

Protecting Value in FY24

- Specified the manner for effective evaluation of performance of individual directors including independent directors, the Board and its Committees.
- Facilitated and recommended enhancements to the Board's composition.
- Implemented new stock-based incentives, including Restricted Stock Units.

100%
Independence Composition

Risk Policy and Monitoring Committee

Capitals Impacted: F

Relevant Stakeholders:

Supervising the implementation of the risk strategy and developing policies, framework, procedures and systems for managing risk and ensuring that these are adequate and appropriate to changing business conditions, structure and risk appetite of the Bank.

Protecting Value in FY24

- Administered the implementation of the Bank's risk strategy.
- Exercised diligent oversight on risk management and measurement models, including back-testing and benchmarking, to maintain a robust risk management framework.
- Reviewed the cyber security framework in Bank and evaluated the probable risks associated with cyber security and ensure that appropriate measures and procedures have been put in place to mitigate the same.

66.67%
Independence Composition

CSR & ESG Committee

Capitals Impacted: F SR N H

Relevant Stakeholders:

Responsible for identifying, executing and monitoring CSR projects and assist the Board and the Bank in ensuring legal and regulatory compliance with respect to its corporate social responsibility and reporting and communication to stakeholders on the Bank CSR & ESG initiatives.

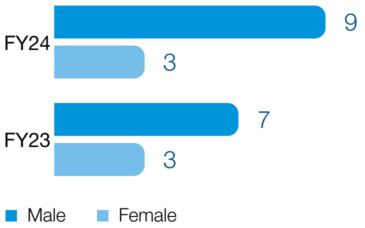
Protecting Value in FY24

- Monitored the implementation of the Bank's CSR activities and ESG framework to ensure compliance to applicable regulatory requirements.
- Established a transparent monitoring mechanism for ensuring effective implementation of the CSR activities / projects.
- Reviewed the Bank's ESG disclosure including the Sustainability Report highlighting the Bank's ESG performance and prioritisation of material topics.

33.33%
Independence Composition

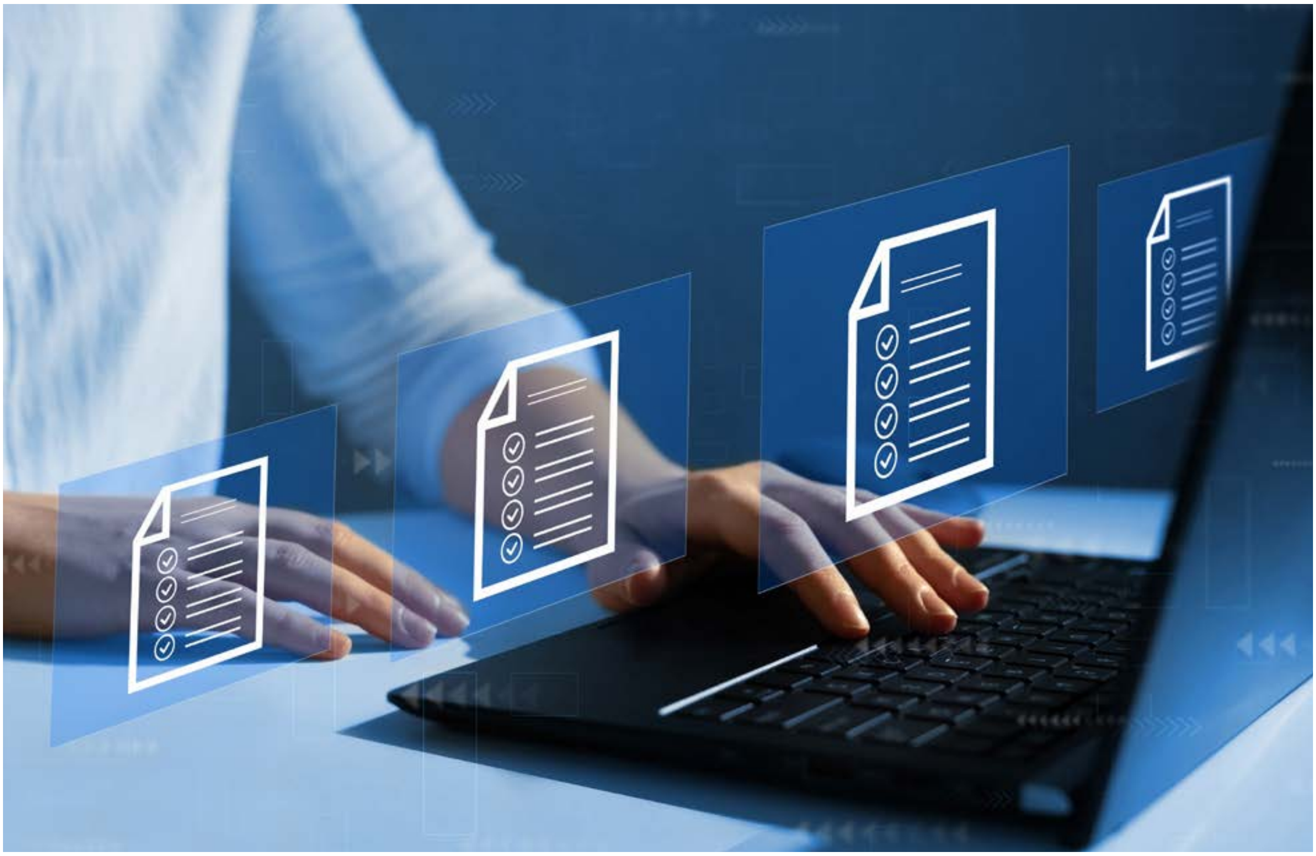
For details pertaining to other Board level Committees, please refer to our Corporate Governance Report.

Board Diversity by Gender



Culture of Transparency and Accountability

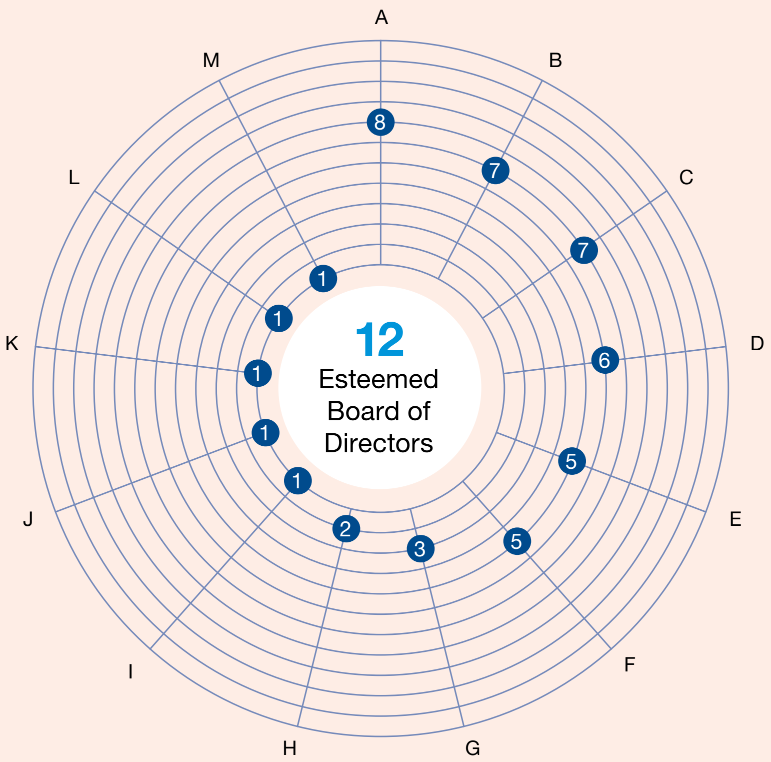
At HDFC Bank, transparency and accountability are fundamental to our organisational ethos, guiding every aspect of our operations. We adhere to global governance standards, ensuring clear and equitable presentation of information while complying with regulatory requirements through timely disclosures. Our commitment to fair practices is evident in meticulously crafted policies, including our Share Dealing Code and Code of Practices and Procedures for Fair Disclosures. Further, our Policy for Director Appointment and Fit and Proper Criteria, outlines a comprehensive process for director appointment/ re-appointment and criteria for identification of persons who are qualified as 'fit and proper' to become Directors on the Board. Additionally, our Whistleblower Policy and Code of Ethics/ Conduct Compensation Policy underscore our commitment to integrity and ethical practices, integral to HDFC Bank's culture. We are also guided by our Code of Ethics in conducting our business. We have also put in place a transparent Grievance Redressal Mechanism wherein customers can get a swift and effective resolution of any issues they may encounter. For details on customer complaints and grievance redressed please refer to Annexure 7 of Directors Report. We maintain a 'Zero Tolerance' stance against sexual harassment, supported by an internal committee dedicated to addressing such issues. For further details, please refer to the section on POSH complaints in our Corporate Governance report.



Board Expertise and Competence

BOARDS SKILL

Our Board boasts a wide range of skills and expertise like accountancy, business management, banking, payment and risk management etc. We prioritise independence and inclusion, ensuring a comprehensive blend of backgrounds and proficiencies among our members. From financial acumen to industry knowledge, our Board's composition reflects a dedication to effective decision-making and accountability. Additionally, we actively solicit input from external experts to continually enhance our governance processes. This collective expertise ensures strategic oversight and drives our unwavering commitment to governance excellence.



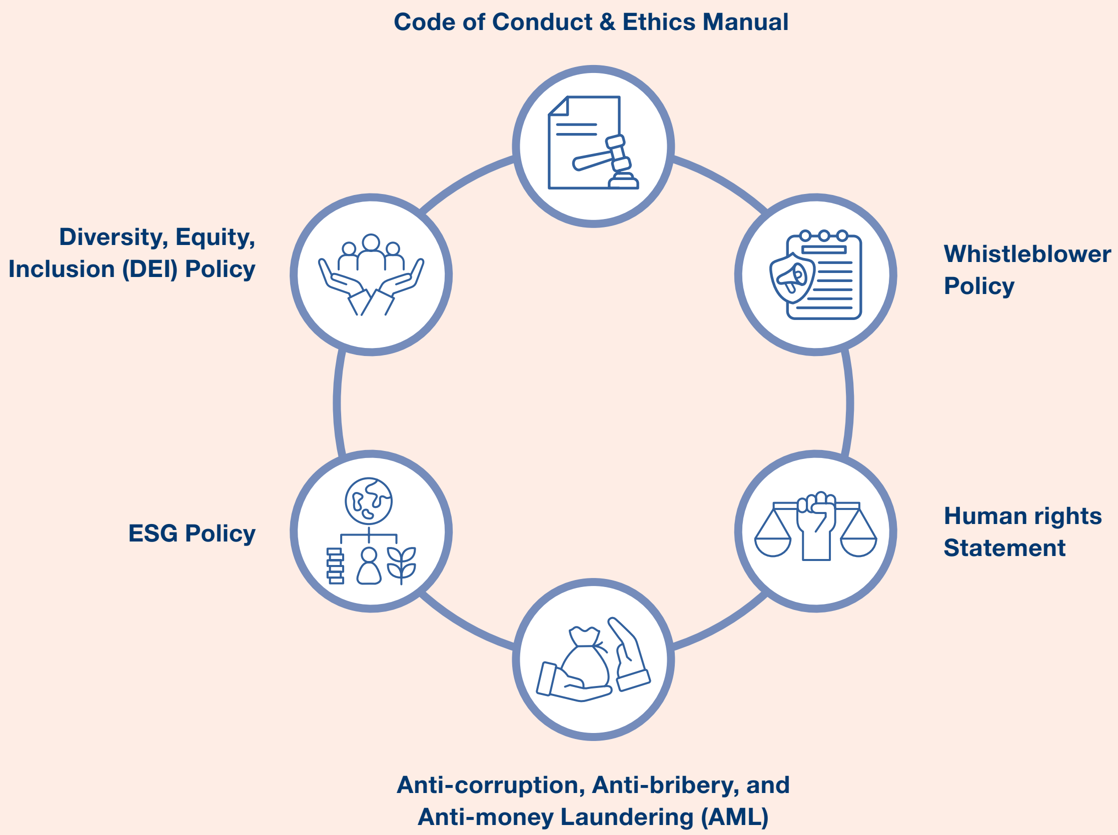
A. Business Management
B. Finance
C. Risk Management
D. Accountancy
E. Economics
F. Banking
G. Payment and Settlement Systems
H. Law
I. Information Technology
J. Small Scale Industry
K. Co-operation
L. Human Resource
M. Agriculture and Rural Economy

For detailed insights into the skills and competence of our Board, please refer to our Corporate Governance Report.

Our Policies and Frameworks

In our commitment to fostering an ethical culture within the bank, we've meticulously crafted a comprehensive suite of policies and frameworks. We prioritise adherence to these guidelines, ensuring that they serve as the cornerstone of our operations and decision-making processes.

OUR SUITE OF POLICIES AND FRAMEWORK



Code of Conduct & Ethics Manual

Code of Conduct and Ethics manual of the bank guides all the employees including senior management about upholding the values and conducting business with ethical standards. Central to this commitment is our adherence to our Code of Conduct, which unequivocally prohibits any involvement in child, forced, or compulsory labor within our operations and successfully addresses issues related to verbal abuse of employees and Sexual abuse or Harassment. During the year, there were no breaches pertaining to conflict of interest policy of the Bank.

Breaches related to Harassment in FY24 - 77 cases of Sexual Harassment were reported.

Whistleblower Policy

Our Whistleblower Policy offers a thorough framework for receiving and resolving complaints or grievances from stakeholders. These complaints addressed various concerns, including instances of corruption, improper business practices, and behavioral issues.

In the fiscal year 2024, we handled a total of 156 whistleblower complaints from diverse stakeholders, such as shareholders, employees, customers, and value chain partners.

Human Rights Statement Policy

HDFC Bank places great importance on upholding the principles of human rights as outlined in the Universal Declaration of Human Rights by the United Nations. Our Human Rights statement policy underscores our unwavering commitment to conducting business with ethical integrity and advocacy for human rights. We are committed to implementing robust policies and processes aimed at safeguarding and advancing the fundamental human rights in all our dealings with our stakeholders. Our model code of conduct upholds fundamental principles of human rights.

Total Number of hours on Human Rights training is 142,185.

Anti-corruption, Anti-bribery, and Anti-money Laundering (AML)

Demonstrating our commitment to combat corruption, bribery, and money laundering, we've implemented focused initiatives covering critical domains such as Prevention of Corruption Act, Code of Conduct & Ethics Policy, Trade-based Money Laundering, and Know Your Customer (KYC) and Anti-Money Laundering (AML) regulations. Under these initiatives, we provide comprehensive training to our employees on anti-corruption, anti-bribery, and anti-money laundering practices.

No of Employees Trained on Anti-Corruption, AML and KYC Trainings In FY24 : 199,396

ESG Policy

In 2019, we introduced a board-governed environmental policy, emphasising our dedication to environmental responsibility.

This policy provides a structured approach to addressing and managing environmental risks, impacts, and opportunities within our operations. Since officially recognising sustainability as our fifth core value in FY 2014-15, it has become an integral part of our corporate identity. Our Environmental, Social, and Governance (ESG) practices are closely aligned with our strategic objectives, showcasing our increased emphasis and investment in this domain.

Diversity, Equity, Inclusion (DEI) Policy

The Bank is firmly committed to fostering an Inclusive work environment where diversity is celebrated, and equity is prioritised. We believe it is fundamental to our continued progress and integral to who we are as an organisation. Inclusion stands as a cornerstone of our culture framework The 'HDFC Bank Way.' We are dedicated to the pursuit of ensuring every individual feels valued and respected.

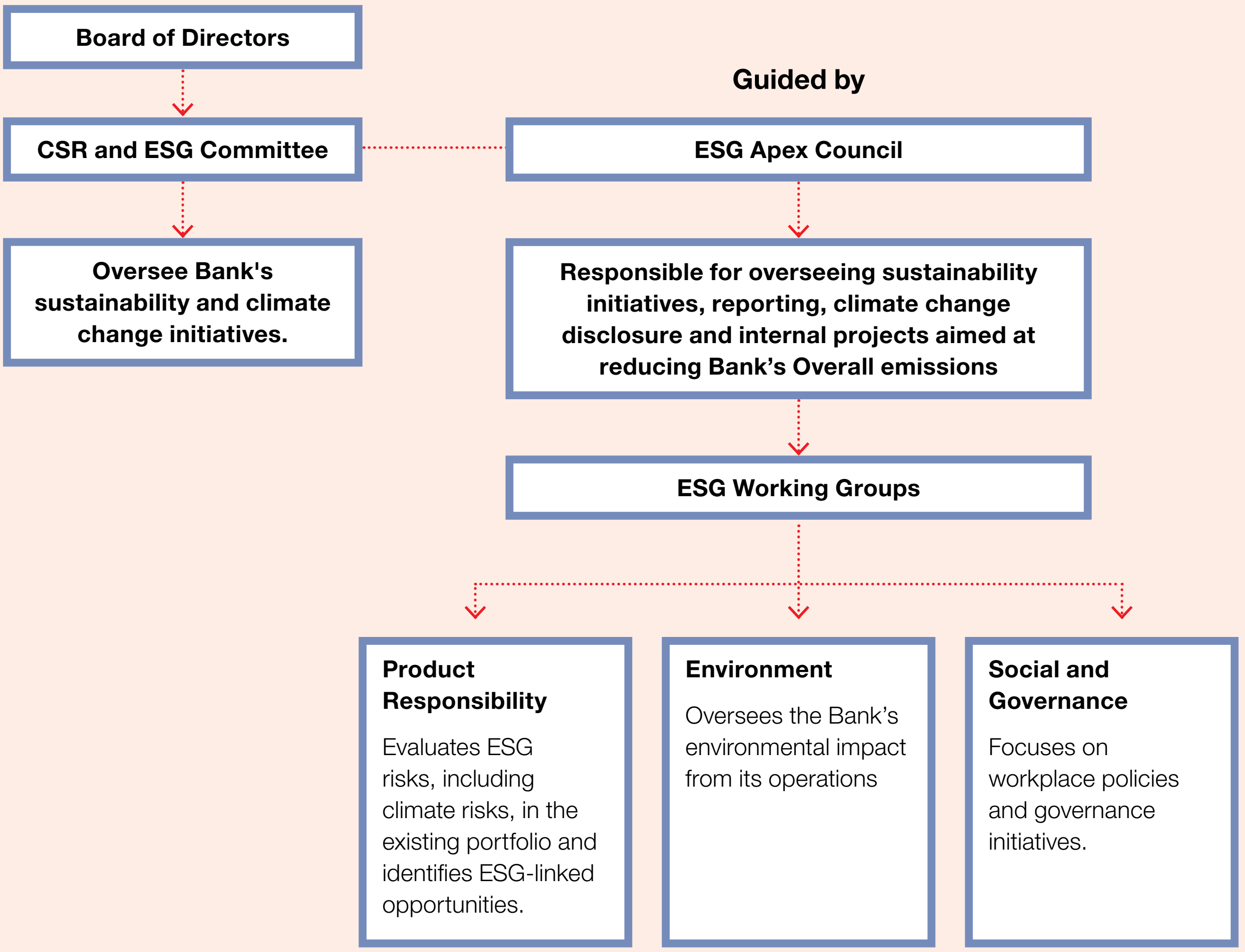
Apart from the above, we also have tax policy and information security / cyber security policy. For accessing other policies please refer to https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies.

ESG Governance

At HDFC Bank, our dedication to environmental, social, and governance (ESG) principles is deeply ingrained in our organisational ethos. We recognise the pivotal role of ESG in shaping not only our operations but also the experiences we deliver to all stakeholders. As such, we have established a robust governance structure to ensure alignment between our ESG approach and strategic objectives.

ESG is a key focus area for us, driving a fundamental shift in our business outlook. Our ESG policy framework serves as the cornerstone guiding all initiatives and activities undertaken by HDFC Bank in India. While initially tailored to our operations within the country, this framework lays the foundation for potential expansion to subsidiaries and offshore offices. With annual reviews and updates ratified by both our ESG and CSR Committees, we ensure continual refinement and effectiveness in fostering sustainable practices and outcomes.

ESG GOVERNANCE FRAMEWORK



Structure ensures that ESG matters are consistently addressed and integrated into the Bank's operations.

BOARD OF DIRECTORS

NRC | RPMC | ITSC

Mr. Atanu Chakraborty
Part-time Chairman and Independent Director

AC | NRC | RPMC | RCWDI | RCNCB | ITSC | ISC

Mr. M. D. Ranganath
Independent Director

NRC | SRC | RPMC | CSC | CAC | PC | RCWDI | RCNCB | ISC

Mr. Sandeep Parekh
Independent Director

SRC | ISC

Mr. Keki Mistry
Non-Executive (Non-Independent) Director

PC | SRC | CSR & ESG | RPMC | FMC | CAC

Mrs. Renu Karnad
Non-Executive (Non-Independent) Director

RCWDI | **RCNCB** | RPMC | FMC | CSC | ITSC

Mr. Sashidhar Jagdishan
Managing Director & Chief Executive Officer

CSR & ESG | CSC | PC | ITSC

Dr. (Mrs.) Sunita Maheshwari
Independent Director

RPMC | **ATC** | AC | SRC | FMC

Mrs. Lily Vadera
Independent Director

FMC | AC | NRC

Dr. (Mr.) Harsh Kumar Bhanwala
Independent Director

SRC | CSR & ESG | FMC | CSC | CAC | RCWDI | RCNCB

Mr. Kaizad Bharucha
Deputy Managing Director

ATC

Mr. Bhavesh Zaveri
Executive Director

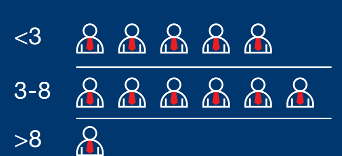
Mr. V. Srinivasa Rangan
Executive Director

AC	Audit Committee
NRC	Nomination and Remuneration Committee
SRC	Stakeholders' Relationship Committee
RPMC	Risk Policy and Monitoring Committee
CSR & ESG	CSR & ESG Committee
CAC	Credit Approval Committee
ITSC	IT Strategy Committee
FMC	Fraud Monitoring Committee
CSC	Customer Service Committee
PC	Premises Committee
ISC	Investments Strategy Committee
ATC	Allotment and Transfer Committee
RCWDI	Review Committee for Wilful Defaulter's Identification
RCNCB	Review Committee for Non-Cooperative Borrowers

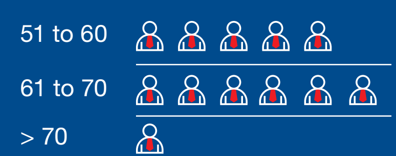
■ Chairperson (shown in bold)
■ Member

For more details about the Board, please refer to our Corporate Governance Report

Length of service of Directors on the Board of HDFC Bank (Years)



Age group of Directors (Years)



% of Independent Directors on the Board of the Bank

50

Women Directors on the Board

3

LEADERSHIP TEAM

1 **Abhijit Singh**
Group Head-BaaS,Digital Ecosystem and International Banking

2 **Anjani Rathor**
Chief Digital Officer

3 **Arup Rakshit**
Group Head - Treasury

4 **Arvind Vohra**
Group Head - Retail Assets

5 **Ashima Bhat**
Group Head - Virtual managed channels,Virtual Care,Virtual Sales, NR-Virtual RM's,Business Enhancement Unit, Channel Enablement Group & Infrastructure

6 **Ashish Parthasarthy**
Group Head - Branch Banking, Infrastructure, Treasury & Virtual Channels

7 **Benjamin Frank**
Group Head-Wholesale Credit-CB

8 **Bhavesh Zaveri**
Executive Director – Operations, ATM, and Administration

9 **Jimmy Tata**
Chief Credit Officer

10 **Kaizad Bharucha**
Deputy Managing Director – (Corporate Banking, PSUs, Capital & Commodities Markets, Realty Business Finance, Inclusive Banking Initiatives Group, Corporate Social Responsibility and Environmental Social Governance and Designated Director for AML, Oversight & monitoring Internal Ombudsman)

11 **Nirav Shah**
Group Head - Corporate Banking

12 **Parag Rao**
Group Head - Payments, Liability Products, Consumer Finance & Marketing

13 **Prashant Mehra**
Group Head - Collections, Credit Intelligence and Control, Debt Management

14 **Rahul Shukla**
Group Head-Commercial and Rural Banking

15 **Rakesh Rajput**
Chief Compliance Officer

16 **Rakesh Singh**
Group Head –Investment Banking, Private Banking Group, Offshore International Banking, Thematic Research, Digital ecosystem banking, BaaS

17 **Ramesh Lakshminarayanan**
Chief Information Officer

18 **Raveesh Bhatia**
Group Head-Emerging Corporates Group and Health Care Finance

19 **Ravi Santhanam**
Chief Marketing Officer , Head - Direct to Consumer Business

20 **Sampath Kumar**
Group Head-Retail Branch Banking-2

21 **Sanmoy Chakrabarti**
Chief Risk Officer

22 **Sashidhar Jagdishan**
Managing Director

23 **Smita Bhagat**
Group Head-Retail Branch Banking-1

24 **Srinivasan Vaidyanathan**
Chief Financial Officer

25 **Sudhir Jha**
Group Head - Legal & Secretarial

26 **Suketu Kapadia**[1]
Group Head - Internal Audit

27 **Sumant Rampal**[2]
Group Head - Business Banking Working Capital, Rural Banking Group and SLI

28 **Sundaresan M**
Group Head - Retail Credit Strategy and Control, INF Credit, Credit Analytics and Innovation & Credit Bureau Management

29 **V. Chakrapani**[3]
Group Head-Internal Audit & QIG

30 **V. Srinivasa Rangan**
Executive Director – Legal and Secretarial, Fraud & Vigilance, Ethics Office, Information Security Group, Group Oversight Department

31 **Vinay Razdan**
Chief Human Resources Officer

32 **Vinayak Mavinkurve**
Group Head – Realty Business Finance

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[1]Mr. Suketu Kapadia was appointed as Group Head Internal Audit with effect from April 1, 2024
[2]Mr. Sumant Rampal ceased to be Group Head - Business Banking Working Capital, Rural Banking Group and SLI with effect from closure of the business hours as on 31st March 2024. He was appointed as Group Head – Mortgage business (Home loan, LAP and HDFC Sales) with effect from April 1, 2024.
[3]Mr. V. Chakrapani ceased to be a Group Head –Internal Audit and Quality Initiative Group with effect from closure of the business hours on as on 31st March 2024. Subsequently, he was appointed as Group Head Change Agent with effect from April 1, 2024.
Mr. Arvind Kapil ceased to be Group Head – Mortgage business (Home loan, LAP and HDFC Sales) with effect from closure of the business hours as on April 26, 2024
Mr. Tushar Vikram ceased to be Group Head – Investment Banking with effect from closure of the business hours as on May 10, 2024

Unparalleled Progress

₹ Crore

	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	**2023-24**
Interest income	48,469.91	60,221.45	69,305.96	80,241.35	98,972.05	1,14,812.65	1,20,858.23	1,27,753.12	1,61,585.54	2,58,340.58
Interest expense	26,074.23	32,629.93	36,166.74	40,146.49	50,728.83	58,626.40	55,978.66	55,743.53	74,743.32	1,49,808.10
Net interest income	**22,395.68**	**27,591.52**	**33,139.22**	**40,094.86**	**48,243.22**	**56,186.25**	**64,879.57**	**72,009.59**	**86,842.22**	**1,08,532.48**
Other income	8,996.34	10,751.72	12,296.49	15,220.31	17,625.87	23,260.82	25,204.89	29,509.90	31,214.83	49,241.00
Net revenues	**31,392.02**	**38,343.24**	**45,435.71**	**55,315.17**	**65,869.09**	**79,447.07**	**90,084.46**	**1,01,519.49**	**1,18,057.05**	**1,57,773.48**
Operating costs	13,987.55	16,979.69	19,703.32	22,690.36	26,119.37	30,697.53	32,722.63	37,442.19	47,652.08	63,386.02
Operating result	**17,404.47**	**21,363.55**	**25,732.39**	**32,624.81**	**39,749.72**	**48,749.54**	**57,361.83**	**64,077.30**	**70,404.97**	**94,387.46**
Provisions and contingencies	2,075.75	2,725.61	3,593.30	5,927.49	7,550.08	12,142.39	15,702.85	15,061.83	11,919.66	23,492.15
Loan loss provisions	1,723.58	2,133.63	3,145.30	4,910.43	6,394.11	9,083.32	11,450.19	10,119.38	11,783.25	10,764.66
Others	352.17	591.98	448.00	1,017.06	1,155.97	3,059.07	4,252.66	4,942.45	136.41	12,727.49
Profit before tax	**15,328.72**	**18,637.94**	**22,139.09**	**26,697.32**	**32,199.64**	**36,607.15**	**41,658.98**	**49,015.47**	**58,485.31**	**70,895.31**
Provision for taxation	5,112.80	6,341.71	7,589.43	9,210.57	11,121.50	10,349.84	10,542.46	12,054.12	14,376.60	10,083.03
Profit after tax	**10,215.92**	**12,296.23**	**14,549.66**	**17,486.75**	**21,078.14**	**26,257.31**	**31,116.52**	**36,961.35**	**44,108.71**	**60,812.28**
Funds :										
Deposits	4,50,795.65	5,46,424.19	6,43,639.66	7,88,770.64	9,23,140.93	11,47,502.29	13,35,060.22	15,59,217.44	18,83,394.65	23,79,786.28
Subordinated debt	16,254.90	15,090.45	13,182.00	21,107.00	18,232.00	18,232.00	17,127.00	21,795.25	33,956.00	34,079.50
Stockholders' equity	62,009.42	72,677.77	89,462.38	1,06,295.03	1,49,206.32	1,70,986.03	2,03,720.83	2,40,092.94	2,80,199.01	4,40,245.81
Working funds	5,95,695.13	7,40,796.07	8,63,840.19	10,63,934.32	12,44,540.69	15,30,511.26	17,46,870.52	20,68,535.05	24,66,081.47	36,17,623.09
Loans	3,65,495.04	4,64,593.96	5,54,568.20	6,58,333.09	8,19,401.22	9,93,702.88	11,32,836.63	13,68,820.93	16,00,585.90	24,84,861.52
Investments	1,56,833.82	1,95,836.29	2,14,463.34	2,42,200.24	2,93,116.07	3,91,826.66	4,43,728.29	4,55,535.69	5,17,001.43	7,02,414.96
Key Ratios :										
Earnings per share (₹)[1]	21.08	24.42	28.59	33.88	39.33	48.01	56.58	66.80	79.25	85.83
Return on equity	20.36%	17.97%	18.04%	18.22%	16.30%	16.76%	16.60%	16.90%	17.39%	16.10%
Tier 1 capital ratio	13.66%	13.22%	12.79%	13.25%	15.78%	17.23%	17.56%	17.87%	17.13%	16.79%
Total capital ratio	16.79%	15.53%	14.55%	14.82%	17.11%	18.52%	18.79%	18.90%	19.26%	18.80%
Dividend per share (₹)[1]	4.00	4.75	5.50	6.50	7.50	Nil[3]	6.50[4]	15.50	19.00	19.50[5]
Dividend payout ratio	23.62%	23.51%	23.32%	23.26%	23.36%	NA[3]	11.54%[4]	23.28%	24.07%	24.38%[5]
Book value per share as at March 31 (₹)[1]	123.70	143.74	174.56	204.80	273.94	311.83	369.54	432.95	502.17	579.51
Market price per share as at March 31 (₹)[2]	511.35	535.58	721.28	964.50	1,159.45	861.90	1,493.65	1,470.35	1,609.55	1,447.90
Price to earnings ratio	24.26	21.93	25.23	28.47	29.48	17.95	26.40	22.01	20.31	16.87

₹ 1 Crore = ₹ 10 Million

The figures for the year ended March 31, 2024 include the operations of erstwhile HDFC Ltd which amalgamated with and into HDFC Bank on July 01, 2023 and hence the comparisons with the previous periods have to be looked at in light of the same

[1] Figures for the years prior to 2019-2020 have been adjusted to reflect the effect of split of equity shares from nominal value of ₹ 2 each into two equity shares of nominal value of ₹ 1 each

[2] Source : NSE (prices for years prior to 2019-2020 have been divided by two to reflect the sub-division of shares)

[3] Basis RBI notifications dated April 17, 2020 and December 4, 2020

[4] Basis RBI notification dated April 22, 2021

[5] Proposed

Celebrating Excellence

The Economic Times Awards for Corporate Excellence 2023

Conscious Corporate of the Year

The Asian Banker Leadership Achievement Awards 2024

Mr. Sashidhar Jagdishan - CEO of the Year in Asia Pacific

Asiamoney Best Bank Awards 2023

India's Best Domestic Corporate Bank

India's Best Bank for SMEs

The Global Private Banking Awards 2023

Best Private Bank for Education and Training of Private Bankers (Asia)

Best Private Bank for Growth Strategy (Asia)

Great Place To Work Institute

Certified as 'Great Place To Work' for FY 2023-24

Indian Banks Association's (IBA) Annual Banking Technology Awards 2023

Best Digital Engagement (Private Sector Bank)

BT-KPMG Best Banks Awards

Best Bank of the Year (Joint Winner)

Best Large Indian Bank

Financial Express Best Banks Awards 2023

Best Private Sector Bank

Business Today – Taggd Survey - Best Companies To Work For In India

HDFC Bank Ranked in Top 10

World Food India 2023

Outstanding Performer in the Category of Private Sector Bank under PMFME Scheme

ASSURANCE STATEMENT

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Independent Practitioner's Limited Assurance Report on Identified Sustainability Information in HDFC Bank Limited's Integrated Annual Report

To the Board of Directors of HDFC Bank Limited

We have undertaken to perform a limited assurance engagement for HDFC Bank Limited (the "Bank") vide our Engagement Letter dated March 15, 2024 read with amendment thereto dated June 28, 2024 in respect of the agreed Sustainability Information referred in "Identified Sustainability Information" paragraph below (the "Identified Sustainability Information") in accordance with the Criteria stated in the "Criteria" paragraph below. The Identified Sustainability Information is included in the "GRI Content Index" section in the Integrated Annual Report (the "Integrated Annual Report") of the Bank for the financial year ended March 31, 2024. This engagement was conducted by a team comprising assurance practitioners and environment experts.

Identified Sustainability Information

The Identified Sustainability Information for the financial year ended March 31, 2024 is summarised in Appendix 1 to this report.

Our limited assurance engagement was with respect to the financial year ended March 31, 2024 information only and we have not performed any procedures with respect to prior periods or any other elements included in the Integrated Annual Report and, therefore, do not express any conclusion thereon.

Criteria

The criteria used by the Bank to prepare the Identified Sustainability Information for inclusion in the Integrated Annual Report is the Global Reporting Initiatives Standards ("GRI Standards") 2021 as set out under Appendix 1 to this report (the "Criteria").

Management's Responsibilities

The Bank's Management is responsible for selecting or establishing suitable criteria for preparing the Identified Sustainability Information, taking into account applicable laws and regulations, related to reporting on the Identified Sustainability Information, identification of key aspects, engagement with stakeholders, and content, preparation and presentation of the Identified Sustainability Information in accordance with the Criteria. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation of the Integrated Annual Report, and measurement of Identified Sustainability Information, which are free from material misstatement, whether due to fraud or error.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Gurugram

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Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

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Inherent limitations in preparing the Identified Sustainability Information

The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, measures and measurement techniques and can affect comparability between entities. In addition, Greenhouse Gas ("GHG") quantification is subject to inherent uncertainty because of incomplete scientific knowledge used to determine emissions factors and the values needed to combine emissions of different gases.

Our Independence and Quality Control

We have maintained our independence and confirm that we have met the requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code") issued by the International Ethics Standard Board for Accountants, which is founded on the fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Price Waterhouse LLP (the "Firm") applies Standard on Quality Control 1 "Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements", the International Standard on Quality Management ("ISQM") 1 "Quality Management for Firms that perform Audits or Reviews of Financials Statements, or Other Assurance or Related Services Engagements" and ISQM 2 "Engagement Quality reviews" and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

Practitioner's Responsibilities

Our responsibility is to express a limited assurance conclusion on the Identified Sustainability Information based on the procedures we have performed and evidence we have obtained.

We conducted our limited assurance engagement in accordance with the Standard on Sustainability Assurance Engagements (SSAE) 3000, "Assurance Engagements on Sustainability Information" and the Standard on Assurance Engagements (SAE) 3410 "Assurance Engagements on Greenhouse Gas Statements", both issued by the Sustainability Reporting Standards Board of the ICAI and the International Standard on Assurance Engagement ("ISAE") 3000 (Revised) "Assurance Engagements other than Audits or Reviews of Historical Financial Information" and the ISAE 3410 "Assurance Engagements on Greenhouse Gas Statements" both issued by the International Auditing and Assurance Standards Board (collectively referred to as "the Standards"). These Standards require that we plan and perform our engagement to obtain limited assurance about whether the Identified Sustainability Information is free from material misstatement.

A limited assurance engagement involves assessing the suitability in the circumstances of the Bank's use of the Criteria as the basis for the preparation of the Identified Sustainability Information, assessing the risks of material misstatement of the Identified Sustainability Information whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the Identified Sustainability Information.

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A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both the risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks.

The procedures we performed were based on our professional judgement and included inquiries, observation of processes performed, inspection of documents, evaluating the appropriateness of quantification methods and reporting policies and agreeing or reconciling with underlying records.

Given the circumstances of the engagement, in performing the procedures referred above, we:

- Obtained an understanding of the Identified Sustainability Information and related disclosures.
- Obtained an understanding of the assessment criteria and their suitability for the evaluation and /or measurements of the Identified Sustainability Information.
- Made enquiries of Bank's Management, including those responsible for Sustainability, Environmental Social Governance (ESG), Corporate Social Responsibility (CSR), Human Resource (HR) etc. and those with responsibility for managing the Bank's Integrated Annual Report.
- Obtained an understanding and performed an evaluation of the key systems and processes for managing, recording and reporting on the Identified Sustainability Information. This did not include testing of the design and operating effectiveness of the management systems and controls.
- Based on above understanding and the risks that the Identified Sustainability Information may be materially misstated, determined the nature, timing and extent of further procedures.
- Checked the consolidation for various branches, offices and other locations under the Standalone reporting boundary (as mentioned in the Integrated Annual Report) for ensuring the completeness of data being reported.
- Performed limited substantive testing on a sample basis of the Identified Sustainability Information for various branches, offices and other locations under the Standalone reporting boundary (as mentioned in the Integrated Annual Report) to verify that data had been appropriately measured with underlying documents recorded, collated and reported. This included assessing records and performing testing including recalculation of sample data.
- Where applicable for the Identified Sustainability Information in the integrated report, we have relied on the information in the audited standalone financial statements of the Bank for the year ended March 31, 2024 and the underlying trial balance.
- Assessed the level of adherence to GRI Standards, 2021, by the Bank in preparing the Identified Sustainability Information in the Integrated Annual Report.
- Assessed the Integrated Annual Report for detecting, on a test basis, any major anomalies between the information reported in the Integrated Annual Report on performance with respect to Identified Sustainability Information and relevant source data/information.
- Evaluated the reasonableness and appropriateness of significant estimates and judgements made by the Management in the preparation of the Identified Sustainability Information.
- Obtained representations from Bank's Management.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we do not express a reasonable assurance opinion about whether the Identified Sustainability Information have been prepared, in all material respects, in accordance with the Criteria.

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Exclusions

Our limited assurance scope excludes the following and, therefore, we do not express a conclusion on the same:

- Operations of the Bank other than the Identified Sustainability Information listed in Appendix 1.
- Aspects of the Integrated Annual Report and data/ information (qualitative or quantitative) included in the Integrated Annual Report other than the Identified Sustainability Information.
- Data and information outside the defined reporting period, i.e., the financial year ended March 31, 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim or future intentions provided by the Bank and testing or assessing any forward-looking assertions and/ or data.

Limited Assurance Conclusion

Based on the procedures performed and the evidence obtained, nothing has come to our attention that causes us to believe that the Bank's Identified Sustainability Information summarised in Appendix 1 to this report and included in the Integrated Annual Report for the financial year ended March 31, 2024 is not prepared, in all material respects, in accordance with the Criteria.

Emphasis of Matter

We draw attention to 'About the report' section of the Integrated Annual Report, in respect of the composite scheme for the amalgamation of: (i) erstwhile HDFC Investments Limited and erstwhile HDFC Holdings Limited into and with erstwhile Housing Development Finance Corporation Limited ("erstwhile HDFC Limited"); and (ii) erstwhile HDFC Limited into and with the Bank, and the change in methodologies/ assumptions considered by the Bank in current financial year's disclosures in respect of Scope 1 Emissions. Our conclusion is not modified in respect of this matter.

Restriction on Use

Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have (or may have had) as auditors of the Bank or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Bank.

Price Waterhouse LLP Chartered Accountants Gurugram

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This report has been issued at the request of the Board of Directors of the Bank to whom it is addressed, solely to assist the Bank in reporting Bank's sustainability performance and activities, and for publishing the report in the Integrated Report. Our report should not be used for any other purpose or by any person other than the addressees of our report. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number: 301112E/E300264

Heman Sabharwal
Partner
Membership Number: 093263
UDIN: 24093263BKFGLL9577
Place: Gurugram
Date: July 09, 2024

Price Waterhouse LLP
Chartered Accountants

Appendix 1

Identified Sustainability Information

Sr. No.	GRI Indicator Reference	Indicator description
1	GRI-2-7	Employees
2	302-1	Energy Consumption within the organization
3	302-3	Energy Intensity
4	305-1	Direct (Scope 1) GHG emissions
5	305-2	Energy indirect (Scope 2) GHG emissions
6	305-3	Other Indirect (Scope 3) GHG Emissions
7	305-4	GHG emissions intensity
8	401-1	New employee hires and turnover
9	401-3	Parental Leave
10	404-1	Average Hours of training per year per employee
11	404-2	Programs for upgrading employee skills and transition assistance programs
12	405-1	Diversity of governance bodies and employees
13	413-1	Operations with local community engagement, impact assessment, and development programs

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GRI INDEX

GRI Standard	Disclosure	Description	Page Number(s)	URL(s)/ Section
General Disclosures				
GRI 2: General Disclosures	2-1	Organisational details	14-15, 430	Our Extensive Distribution Network; Schedule 17 (SCHEDULES TO THE STANDALONE FINANCIAL STATEMENTS)
	2-2	Entities included in the organisation's sustainability reporting	4	About the Report
	2-3	Reporting period, frequency and contact point	4	About the Report
	2-4	Restatements of information	4	About the Report
	2-5	External assurance	4	About the Report
	2-6	Activities, value chain and other business relationships	10-13, 14-17	Harnessing Collective Strength; Our Extensive Distribution Network
	2-7	Employees	142-143	Accelerated journey on Diversity, Equity and Inclusion
	2-8	Workers who are not employees	530	Employees
	2-9	Governance structure and composition	189-197, 492-493	Driving responsibility and trust; Report on Corporate Governance
	2-10	Nomination and selection of the highest governance body	188-190, 488-489	Driving responsibility and trust; Report on Corporate Governance
	2-11	Chair of the highest governance body	188-190	Driving responsibility and trust
	2-12	Role of the highest governance body in overseeing the management of impacts	195-197, 503	ESG Governance; Report on Corporate Governance
	2-13	Delegation of responsibility for managing impacts	74-75	Securing our future
	2-14	Role of the highest governance body in sustainability reporting	195-197	Driving responsibility and trust
	2-15	Conflicts of interest	541, 543	Business Responsibility and Sustainability Report
	2-16	Communication of critical concerns	525-526	Means of Communication
	2-17	Collective knowledge of the highest governance body	498-499	Report on Corporate Governance
	2-18	Evaluation of the performance of the highest governance body	253-254	Directors’ Report
	2-19	Remuneration policies	355-368	Disclosures on Remuneration
	2-20	Process to determine remuneration	355-368	Disclosures on Remuneration
	2-21	Annual total compensation ratio	271	Annexure 5 to Directors’ Report
	2-22	Statement on sustainable development strategy	18-25	Message from the MD & CEO
	2-23	Policy commitments	193-194	Our policies and frameworks
	2-24	Embedding policy commitments	193-194, 537-538	Our policies and frameworks; Management and Process Disclosures
	2-25	Processes to remediate negative impacts	36-37, 121-122, 532-533, 556, 573	Building trust and understanding needs; Customers at the Heart of Everything; Business Responsibility and Sustainability Report
	2-26	Mechanisms for seeking advice and raising concerns	36-37	Building trust and understanding needs
	2-27	Compliance with laws and regulations	96-97, 158-160	Driving Environmental Change; Enabling Community Growth
	2-28	Membership associations	568	Business Responsibility and Sustainability Report
	2-29	Approach to stakeholder engagement	35	Building trust and understanding needs
	2-30	Collective bargaining agreement	154	Employee Wellness

GRI Standard	Disclosure	Description	Page Number(s)	URL(s)/ Section
Material Topics				
GRI 3: Material Topics 2021	3-1	Process to determine material topics	38-39	Aligning for impact
	3-2	List of material topics	40	Aligning for impact
	3-3	Management of material topics	41-49	Aligning for impact
GRI 200: Economic				
GRI 3: Material Topics 2021	3-3	Management of material topics	41, 47, 49	Aligning for impact
Economic Performance	201-1	Direct economic value generated and distributed	27, 200-201, 217	Delivering consistent and profitable growth; Unparalleled progress, Directors' Report
	201-2	Financial implications and other risks and opportunities due to climate change	109-119	Climate Risk-related Disclosures
	201-3	Defined benefit plan obligations and other retirement plans	547	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	42,48	Aligning for impact
Market Presence	202-1	Ratios of standard entry-level wage by gender compared to local minimum wage	555	Business Responsibility and Sustainability Report
	202-2	Proportion of senior management hired from the local community	188-191	Driving responsibility and trust
GRI 3: Material Topics 2021	3-3	Management of material topics	41, 47, 48	Aligning for impact
Indirect Economic Impacts	203-1	Infrastructure investments and services supported	158-181	Enabling Community Growth
	203-2	Significant indirect economic impacts	158-181	Enabling Community Growth
GRI 3: Material Topics 2021	3-3	Management of material topics	49	Aligning for impact
Procurement Practices	204-1	Proportion of spending on local suppliers	569	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	44, 193-194	Aligning for impact; Driving responsibility and trust
Anti-corruption	205-1	Operations assessed for risks related to corruption	193-194	Driving responsibility and trust
	205-2	Communication and training about anti-corruption policies and procedures	193-194, 540-541	Driving responsibility and trust; Business Responsibility and Sustainability Report
	205-3	Confirmed incidents of corruption and actions taken	540-541	Business Responsibility and Sustainability report
GRI 3: Material Topics 2021	3-3	Management of material topics	44,193-194	Aligning for impact; Driving responsibility and trust
Anti-competitive Behavior	206-1	Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	194	Driving responsibility and trust

GRI Standard	Disclosure	Description	Page Number(s)	URL(s)/ Section
GRI 300: Environment				
GRI 3: Material Topics 2021	3-3	Management of material topics		
Energy	302-1	Energy consumption within the organisation	98-99	Our Energy Performance
	302-3	Energy intensity	98	Our Energy Performance
	302-4	Reduction of energy consumption	98-100	Our Energy Performance
	302-5	Reductions in energy requirements of products and services	98-100	Our Energy Performance
GRI 3: Material Topics 2021	3-3	Management of material topics	45	Aligning for impact
Emissions	305-1	Direct (Scope 1) GHG emissions	101-103	GHG Emissions
	305-2	Energy indirect (Scope 2) GHG emissions	102-103	GHG Emissions
	305-3	Other indirect (Scope 3) GHG emissions	102-103	GHG Emissions
	305-4	GHG emissions intensity	102	GHG Emissions
	305-5	Reduction of GHG emissions	100-106	GHG Emissions; Measures to reduce GHG emissions
Waste	306-3	Waste generated	107	Waste Management
	306-4	Waste diverted from disposal	107	Waste Management
	306-5	Waste directed to disposal	107	Waste Management
GRI 3: Material Topics 2021	3-3	Management of material topics	49	Aligning for impact
Supplier Environmental Assessment	308-1	New suppliers that were screened using environmental criteria	96-108	Driving Environmental Change
	308-2	Negative environmental impacts in the supply chain and actions taken	96-108	Driving Environmental Change
GRI 400: Social				
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Employment	401-1	New employee hires and employee turnover	146, 147	Talent Acquisition
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	152-153	Employee Wellness
	401-3	Parental leave	145, 547	Accelerated journey on Diversity, Equity and Inclusion; Business Responsibility and Sustainability report
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Labor/ Management Relations	402-1	Minimum notice periods regarding operational changes	138-140	From Strength to Strength – 'The HDFC Bank Way'
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Occupational Health and Safety	403-3	Occupational health services	152-157	Employee Wellness
	403-4	Worker participation, consultation, and communication on occupational health and safety	152-157	Employee Wellness
	403-6	Promotion of worker health	152-157	Employee Wellness
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	152-157	Employee Wellness
	403-10	Work-related ill health	152-157	Employee Wellness

GRI Standard	Disclosure	Description	Page Number(s)	URL(s)/ Section
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Training and Education	404-1	Average hours of training per year per employee	151	Learning and Development
	404-2	Programs for upgrading employee skills and transition assistance programs	150, 151	Learning and Development
	404-3	Percentage of employees receiving regular performance and career development reviews	149-151	Learning and Development
GRI 3: Material Topics 2021	3-3	Management of material topics	42, 44	Aligning for impact
Diversity and Equal Opportunity	405-1	Diversity of governance bodies and employees	142, 191, 196	Accelerated journey on Diversity, Equity and Inclusion; Driving responsibility and trust
	405-2	Ratio of basic salary and remuneration of women to men	555-556	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Non-discrimination	406-1	Incidents of discrimination and corrective actions taken	556-558	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Security Practices	410-1	Security personnel trained in human rights policies or procedures	555	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	42	Aligning for impact
Human Rights Assessment	412-1	Operations that have been subject to human rights reviews or impact assessments	555-558	Business Responsibility and Sustainability Report
	412-2	Employee training on human rights policies or procedures	555	Business Responsibility and Sustainability Report
	412-3	Significant investment agreements and contracts that include human rights clauses or that underwent human rights screening	555-558	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	48	Aligning for impact
Local Communities	413-1	Operations with local community engagement, impact assessments, and development programs	160, 161	Enabling Community Growth
GRI 3: Material Topics 2021	3-3	Management of material topics	49	Aligning for impact
Supplier Social Assessment	414-1	New suppliers that were screened using social criteria	552-558	Business Responsibility and Sustainability Report
	414-2	Negative social impacts in the supply chain and actions taken	552-558	Business Responsibility and Sustainability Report
GRI 3: Material Topics 2021	3-3	Management of material topics	46	Aligning for impact
Customer Privacy	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	573-575	Business Responsibility and Sustainability Report

Statutory and Financial Statements

Dear Shareholders,

Your Directors take great pleasure in presenting the 30th Annual Report on the business and financial operations of your Bank, together with the audited accounts for the year ended March 31, 2024.

The Financial Year 2023-24 was a historic one as the merger of parent HDFC Limited with and into HDFC Bank was completed. This merger strengthened our position as a leading financial conglomerate with marquee financial services institutions like HDFC Life Insurance Company Limited, HDFC Asset Management Company Limited and HDFC ERGO General Insurance Company Limited becoming subsidiaries in addition to the existing ones, HDFC Securities Limited and HDB Financial Services Limited.

Coming to the macroeconomic environment, India is expected to be one of the fastest growing major economies in the world in the Financial Year 2024-25 with the RBI expecting GDP growth at 7.2 per cent.

Over the past three years, the Indian economy grew on an average by 8.3 per cent and at 8.2 per cent in FY24. GDP growth has been supported by an increase in capital expenditure with the Government doing the heavy lifting. Inflationary pressures have moderated over the last fiscal year with retail inflation averaging at 5.4 per cent in FY24 from 6.7 per cent in FY23.

On the global front, geopolitical tensions could act as a headwind for India's growth and inflation outlook. However, while these challenges may pose some risks the resilience and momentum shown by the domestic economy in recent years suggests that it is well-equipped to navigate any potential headwinds.

For more details, please refer to the Macroeconomic and Industry section on page no. 220.

Your Bank continued to grow in this environment by conducting its business responsibly and reinforcing its commitment to the environment and community at large.

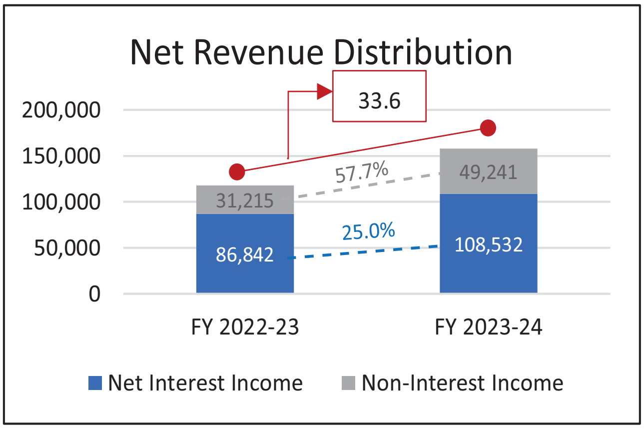
Financial Parameters

The Bank's key financial parameters continued to be healthy, primarily attributable to its robust credit evaluation of targeted customers and a well-diversified loan book across sectors, customer segments and products. Its performance is an outcome of its disciplined approach to managing risk and return.

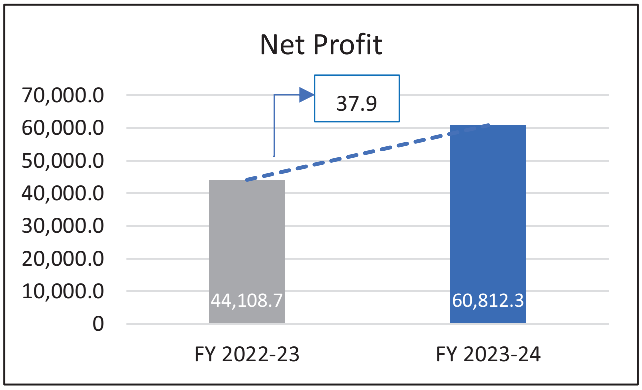
The figures for the period ended March 31, 2024 include the operations of erstwhile HDFC Limited which amalgamated with and into HDFC Bank on July 01, 2023 and hence the comparisons with the previous periods have to be looked at in light of the same.

Based on Standalone Financial Statements

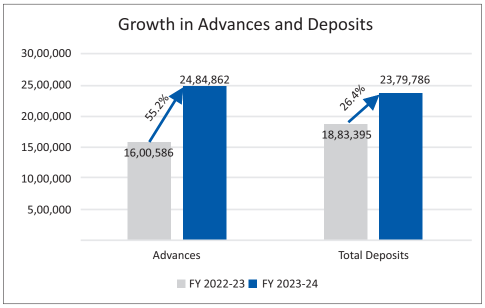
The income statement reflected a growth in revenue comprising Net Interest Income and Non Interest Income. While the former grew by 25.0 per cent, the latter grew by 57.7 per cent year-on-year. On an overall basis, Total Net Revenue for the year ended March 31, 2024, reached ₹ 1,57,773.5 crore, reflecting an increase of 33.6 per cent over the previous year.



Net Profit increased by 37.9 per cent to ₹ 60,812.3 crore from ₹ 44,108.7 crore. Return on Average Net Worth was 16.09 per cent while Basic Earnings Per Share was ₹ 85.83 up from ₹ 79.25.



Total Advances grew by 55.2 per cent and Total Deposits grew by 26.4 per cent year-on-year. Core Net Interest Margin (NIM) was at 3.53 per cent.



Gross Non-Performing Assets (GNPAs) stood at 1.24 per cent as against 1.12 per cent. This is amongst the lowest in the industry.

Gross Non-Performing Assets (GNPAs)

1.24 per cent
Amongst the lowest in the industry

In a Snapshot (Standalone)

- **Net Revenue: ₹1,57,773 crore (YoY: 33.6 per cent)**
- **Total Deposits : ₹23,79,786 crore (YoY: 26.4 per cent)**
- **Return on Average Assets :** 1.98 per cent
- **Core Net Interest Margin :** 3.53 per cent
- **Net Profit : ₹60,812 crore (YoY: 37.9 per cent)**
- **Total Advances : ₹24,84,862 crore (YoY: 55.2 per cent)**
- **Capital Adequacy Ratio : 18.8 per cent (Tier 1:16.8 per cent)**
- **Gross NPA: 1.24 per cent of Gross Advances**

Stepping into a new Era

The merger strengthens our position as a leading financial conglomerate with an unwavering commitment to enhancing customer service. The fusion of erstwhile HDFC Limited's strong position in the mortgage business and HDFC Bank's operational efficiencies and wider reach, brings significant benefits for customers, employees and shareholders, amplifying scale and product offerings.

The Integration Committee, formed in October 2022, played a vital role in overseeing the seamless post-merger integration of HDFC Bank and erstwhile HDFC Limited. Strategically planning and coordinating 32 key workstreams, the committee ensured effective implementation and synergy, prioritising the minimisation of customer grievances and regulatory compliance. Looking ahead, the Bank's focus remains on profitable growth. By leveraging HDFC Limited's extensive home loan customer base, the Bank will strategically implement cross selling initiatives, offering need-based products through digital journeys without incurring additional acquisition costs. We aim to transform our branches into experiential hubs, integrating digital innovation with personalised service to elevate customer engagement.

Parivartan

Parivartan is HDFC Bank's CSR initiative that aims at mainstreaming economically and socially disadvantaged groups by ushering growth, development and empowerment. Committed to developing sustainable ecosystems, it identifies and supports programmes that develop and advance communities.

It focuses on five areas: Rural Development, Education, Skill Development & Livelihood Enhancement, Healthcare & Hygiene, and Financial Literacy and Inclusion.

In addition, it has been at the forefront of responding to natural crises - successfully restoring infrastructure and rehabilitating communities.

Till date, through various interventions HDFC Bank has benefitted over 10.19 crore people.

Your Directors are also pleased to report that the Bank met its CSR obligation for the Financial Year 2023-24.

CSR Spend

₹945.31 crore

In the Financial Year 2023-24

CSR Beneficiaries

Over 10.19 crore

Lives impacted (including both immediate and extended beneficiaries)

For further details on our CSR initiatives please refer to pages: 158 to 181.

Summary

The Indian economy registered an average growth rate of 8.3 per cent over the last three years, with growth standing at 8.2 per cent in the Financial Year 2023-24. Going forward, India is expected to remain one of the fastest growing major economies in the world in FY25, with the RBI projecting GDP growth at 7.2 per cent.

This is expected to be aided by some recovery in consumer spending particularly in rural areas. The other positive factors that support demand are a normal monsoon, stable inflation and expected reduction in interest rates. Your Bank is well-positioned to make the most of these opportunities by leveraging the strength of its balance sheet and the trust enjoyed by its brand.

It is also committed to supporting nation building particularly furthering rural prosperity through both its business and social initiatives. We will continue to be a responsible corporate citizen contributing to the development of society and promoting sustainability. This journey will of course not be possible without the continuing support of our ever-growing family of over 2.13 lakh employees.

We are committed to hiring and retaining the best talent and being among the industry's leading employers.

Mission and Strategic Focus

Your Bank's mission is to be a 'World-Class Indian Bank'. Its business philosophy is based on five core values: Customer Focus, Operational Excellence, Product Leadership, People and Sustainability. Sustainability should be viewed in unison with Environmental, Social and Governance performance. As a part of this your Bank, through its CSR initiative Parivartan, seeks to bring about change in the lives of communities mainly in rural India.

During the year under review, HDFC Bank did not lose the human touch and continued building a sound customer franchise across distinct businesses to achieve healthy growth in profitability consistent with its risk appetite.

In line with the above objective, the Bank aims to take digitalisation to the next level. The objective is to:

- Deliver superior experience and greater convenience to customers
- Increase market share in India's growing banking and financial services industry

- Expand geographical reach
- Cross-sell the broad financial product portfolio
- Sustain strong asset quality through disciplined credit risk management
- Maintain low cost of funds

Your Bank remains committed to the highest levels of ethical standards, professional integrity, corporate governance and regulatory compliance which is articulated in its Code of Conduct. Every employee affirms to abide by the Code annually.

Summary of Financial Performance

(₹ crore)

Particulars	For the year ended / As on March 31, 2024	For the year ended / As on March 31, 2023
Deposits and Borrowings	3,041,939.4	2,090,160.2
Advances	2,484,861.5	1,600,585.9
Total Income	307,581.6	192,800.4
Profit Before Depreciation and Tax	73,705.4	60,727.8
Profit After Tax	60,812.3	44,108.7
Profit Brought Forward	112,960.0	93,185.7
Additions on Amalgamation (net)	3,570.1	-
Total Profit Available for Appropriation	177,342.4	137,294.4
Appropriations		
Transfer to Statutory Reserve	15,203.1	11,027.2
Transfer to General Reserve	6,081.2	4,410.9
Transfer to Capital Reserve	4,166.4	4.6
Transfer to / (from) Investment Reserve	529.4	(294.8)
Transfer to / (from) Investment Fluctuation Reserve	378.0	82.0
Transfer to Special Reserve	3,000.0	500.0
Dividend pertaining to previous year paid during the year	8,404.4	8,604.5
Balance carried over to Balance Sheet	139,579.9	112,960.0

Dividend

The Board of Directors of the Bank, at its meeting held on April 20, 2024, has recommended a dividend of ₹ 19.50 (Nineteen Rupees Fifty Paisa only) per equity share of ₹ 1/- (Rupee One only) each, for the Financial Year ended March 31, 2024. This translates to a Dividend Payout Ratio of 24.38 per cent of the profits for the Financial Year ended March 31, 2024.

In general, your Bank's dividend policy, among other things, balances the objectives of rewarding shareholders and retaining capital to fund future growth. It has a consistent track record of dividend distribution, with the Dividend Payout Ratio ranging between 20 per cent and 25 per cent, which the Board endeavours to maintain. The dividend policy of your Bank is available on the Bank's website.

https://www.hdfcbank.com/content/bbp/repositories/723fb80a-2dde-42a3-9793-7ae1be57c87f/?path=/Footer/About%20Us/Corporate%20Governance/Codes%20and%20Policie/pdf/Dividend-Distribution-Policy.pdf

Ratings

Instrument	Rating	Rating Agency	Comments
Fixed Deposit Programme	CARE AAA (FD)	CARE Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	IND AAA	India Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Fixed Deposit Programme*	CRISIL AAA	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Certificate of Deposits Programme	CARE A1+	CARE Ratings	Securities with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations. Such securities carry the lowest credit risk.
	IND A1+	India Ratings	Securities with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations. Such securities carry the lowest credit risk.
Infrastructure Bonds	CARE AAA	CARE Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	CRISIL AAA	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	IND AAA	India Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	ICRA AAA	ICRA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Additional Tier I Bonds (Under Basel III)	CARE AA+	CARE Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	CRISIL AA+	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	IND AA+	India Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Tier II Bonds (Under Basel III)	CARE AAA	CARE Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	CRISIL AAA	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	IND AAA	India Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	ICRA AAA	ICRA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.

Instrument	Rating	Rating Agency	Comments
Commercial Paper (Transferred from e-HDFC Limited)*	CARE A1+	CARE Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	CRISIL A1+	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	ICRA A1+	ICRA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Bank Loans (Transferred from e-HDFC Limited)*	CARE AAA	CARE Ratings	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	ICRA AAA	ICRA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Unsecured NCD (Transferred from e-HDFC Limited)*	CRISIL AAA	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	ICRA AAA	ICRA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
Subordinated Debt (Transferred from e-HDFC Limited)*	CRISIL AAA	CRISIL	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.
	ICRA AAA	ICRA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry the lowest credit risk.

* The instruments / bank facilities have been transferred from erstwhile Housing Development Finance Corporation Limited (HDFC Ltd) on account of amalgamation of HDFC Limited into HDFC Bank Limited with effect from July 01, 2023.

Issuance of Equity Shares and Employee Stock Option Scheme (ESOP)

As on March 31, 2024, the issued, subscribed and paid-up capital of your Bank stood at ₹ 7,59,69,10,662.00/- comprising 7,59,69,10,662 equity shares of ₹ 1/- each. Further, 4,66,21,586 equity shares of face value of ₹ 1/- each were issued by your Bank pursuant to the exercise of Employee Stock Options (ESOPs). (For information pertaining to ESOPs, please refer **Annexure 1** of the Directors' Report).

Pursuant to the merger of erstwhile HDFC Limited (e-HDFC) with and into the Bank, the Allotment and Transfer Committee of HDFC Bank at its meeting held on July 14, 2023, approved the continuation of warrants in the name of HDFC Bank for the Warrants of e-HDFC held as on the record date in the same ratio i.e. one (1) HDFC Bank Warrant for one (1) HDFC Limited Warrant. Consequently, as of July 14, 2023, the 1,47,57,600 warrants previously issued by e-HDFC Limited were retained in the name of HDFC Bank.

Furthermore, the Bank has subsequently allocated 2,47,75,632 equity shares following the exercise of 1,47,47,400 warrants by warrant holders until the last conversion date of warrants which was August 10, 2023. Additionally, 10,200 warrants lapsed due to non-exercise.

Capital Adequacy Ratio (CAR)

As on March 31, 2024, your Bank's total CAR, calculated as per Basel III Regulations, stood at 18.8 per cent, well above the regulatory minimum requirement of 11.7 per cent, including a Capital Conservation Buffer of 2.5 per cent and an additional requirement of 0.2 per cent on account of the Bank being identified as a Domestic Systemically Important Bank. Tier I Capital was at 16.79 per cent as of March 31, 2024.

TOTAL CAR

18.8 per cent

Well Above Regulatory Minimum Requirement of 11.7 per cent

Management Discussion and Analysis

Macroeconomic and Industry Development

Over the past three years, the Indian economy registered an average growth rate of 8.3 per cent. India's real GDP growth has been pegged at 8.2 per cent for FY24 as per the provisional estimates released by the National Statistical Office (NSO). The GDP growth has been supported by a boost in capital expenditure particularly in infrastructure development including roads, highways, railways and housing with the Government doing the heavy lifting. Additionally, private sector investment also showed some signs of resurgence in sectors such as cement, steel, oil and gas.

On the other hand, private consumption growth slowed to 4.0 per cent in FY24 from 6.8 per cent in FY23 and 11.7 per cent in FY22. To recall, post the pandemic, consumption had been driven by services along with high demand for premium products. However, as this pent-up demand effect waned and interest rates started rising consumer demand slowed down in FY24. Moreover, high food inflation and an uneven monsoon weighed on rural demand recovery.

As for the supply side, rise in manufacturing and construction activity has largely aided growth. The manufacturing sector has benefitted from improved profit margins due to lower input costs, while Government support schemes such as the ECLGS aided MSMEs. Further, favourable infrastructure and policy measures like Production Linked Incentive (PLI) and FAME 2 Schemes finally paid off for some critical sectors like automobiles, electronics (largely mobile handsets) and metals. Moreover, the construction sector has maintained an average growth rate of 13.1 per cent over the past three years supported by Government infrastructure investments and an increased housing market demand.

On the external front, slowdown in global growth significantly impacted India's exports of goods and services in FY24. However, expansion of professional and business services exports combined with diversification to new markets such as Central Asia and Latin America helped cushion the impact of the slowdown elsewhere in the global economy.

Going forward, India is expected to remain one of the fastest growing economies in the World in FY25 with the RBI forecasting a GDP growth rate of 7.2 per cent. Economic activity is expected to be supported by a further surge in private capital expenditure and continued Government capital spending. Moreover, a higher allocation for Production Linked Incentive (PLI) sectors in the Budget for FY25 is likely to bolster manufacturing activity and attract FDI flows. In addition, a continued diversification of supply chains out of China and to other emerging markets is likely to channel investment flows into India. Furthermore, the International Monetary Fund upgraded its global growth forecast by 10 bps to 3.2 per cent for FY24 which bodes well for India's economic growth. In addition, domestic consumer spending is expected to see some recovery particularly in rural areas as a normal monsoon, stable inflation and a reduction in interest rates support demand.

Inflationary pressures have moderated over the last fiscal year, with retail inflation averaging at 5.4 per cent in FY24 from 6.7 per cent in FY23. Although, retail headline inflation rose to a high of 7.4 per cent in July 2023 it has since moderated reaching 4.83 per cent in April 2024. Encouragingly, core inflation (retail inflation excluding food and fuel) has also dipped below 4 per cent signalling a disinflationary trend. Going forward, we expect retail inflation to average at 4.6 per cent in FY25 assuming normal monsoon. Additionally, a favourable economic base and controlled core inflation is expected to offer support. That said, weather related disturbances such as heatwaves, uneven distribution of monsoons along with a resurgence in global commodity prices remain a risk to the inflation trajectory.

Emerging risks on the global front could pose challenges to India's growth trajectory and inflation outlook. Higher crude oil prices as a result of any escalation in Middle East tensions and tighter global oil supply pose a risk for domestic growth and inflation. Moreover, the impact of geopolitical tensions on global supply chains could hurt India's exports to major trading partners and escalate costs. However, while global challenges may pose some risks, the resilience and momentum shown by the domestic economy in recent years suggests it is well-equipped to navigate any potential headwinds.

Financial Performance

The financial performance of your Bank during the year ended March 31, 2024 remained healthy with Total Net Revenue (Net Interest Income plus Other Income) rising 33.6 per cent to ₹ 1,57,773.5 crore from ₹ 1,18,057.1 crore in the previous year. Revenue growth was driven by an increase in both Net Interest Income and Other Income. Net Interest Income grew by 25.0 per cent to ₹ 1,08,532.5 crore. Core Net Interest Margin was at 3.53 per cent.

TOTAL NET REVENUE

33.6 per cent growth

in the Financial Year 2023-24

Other Income grew by 57.7 per cent to ₹ 49,241.0 crore. The largest component was Fees and Commissions at ₹ 28,160.7 crore. Profit on Revaluation and Sale of Investments was ₹ 11,526.1 crore. Foreign Exchange and Derivatives Revenue was ₹ 4,001.1 crore and recoveries from written-off accounts were ₹ 3,441.3 crore.

Operating (Non-Interest) Expenses rose to ₹ 63,386.0 crore from ₹ 47,652.1 crore. During the year, your Bank set up 925 new branches and 1,211 ATMs / Cash Recycler Machines (CRMs). The addition in expenses includes erstwhile HDFC Limited operating cost post-merger. This, along with higher spend on IT resulted in higher infrastructure and staffing expenses. Staff expenses also went up due to employee additions and annual wage revisions. Further, Deposit Insurance and Credit Guarantee Corporation (DICGC) premium cost increased due to deposit growth. Despite higher Staff and Infrastructure Expenses, the Cost to Income Ratio was 40.2 per cent as compared to 40.4 per cent during the previous year.

Total Provisions and Contingencies were ₹ 23,492.2 crore as compared to ₹ 11,919.7 crore in the preceding year. The increase is mainly on account of floating provision created during the year of ₹ 10,900.0 crore. Your Bank's provisioning policies remain more stringent than regulatory requirements.

The Coverage Ratio based on specific provisions alone excluding write-offs was 74.0 per cent and including general, floating and contingent provisions was 195.3 per cent. Your Bank made General Provisions of ₹ 1,146.1 crore during the year. Gross Non-Performing Assets (GNPAs) were at 1.24 per cent of Gross Advances, as against 1.12 per cent in the previous year. Net NPA ratio stood at 0.33 per cent as against 0.27 per cent in the previous year.

Profit Before Tax grew by 21.2 per cent to ₹ 70,895.3 crore. After providing for Income Tax of ₹ 10,083.0 crore, Net Profit increased by 37.9 per cent to ₹ 60,812.3 crore from ₹ 44,108.7 crore. Return on Average Net Worth was 16.09 per cent while Basic Earnings Per Share (EPS) was ₹ 85.83 up from ₹ 79.25.

As on March 31, 2024, your Bank's Total Balance Sheet stood at ₹ 36,17,623 crore, an increase of 46.7 per cent over ₹ 24,66,081 crore on March 31, 2023. Total Deposits rose by 26.4 per cent to ₹ 23,79,786 crore from ₹ 18,83,395 crore. Savings Account Deposits grew by 6.4 per cent to ₹ 5,98,747 crore while Current Account Deposits rose by 13.4 per cent to ₹ 3,10,016 crore. Time Deposits stood at ₹ 14,71,023 crore, representing an increase of 40.4 per cent. CASA Deposits accounted for 38.2 per cent of Total Deposits. Advances stood at ₹ 24,84,862 crore, representing an increase of 55.2 per cent.

The Domestic Loan Portfolio at ₹ 24,46,212 crore grew by 56.9 per cent over March 31, 2023.

The Bank's Debt Equity Ratio for the year ended March 31, 2024 stood at 1.21 as compared to 0.39 in the previous year.

NET PROFIT

37.9 per cent increase

in the Financial Year 2023-24

Erstwhile HDFC Limited Borrowing Maturity Schedule

Of the erstwhile HDFC Ltd's borrowings of ₹ 4,01,140 crore as at March 31, 2024, approximately 15 per cent is due for repayment in each of the three years up to FY27 and the balance 55 per cent is due thereafter.

Business Review

Your Bank's operations are split into Domestic and International.

A. Domestic Business comprises the following:

Retail Banking

Your Bank's Retail Assets are built on three key principles: Strong Digital Offering, Optimal Risk Pricing and Maintaining Pristine Portfolio Quality. Adherence to these principles combined with the strength of merger boosted your Bank's Retail Advances which witnessed a 104.33 per cent year-on-year growth.

Brief on segment performance:

The Bank's increased focus on top corporates and good credit score customers contributed to the overall pristine portfolio quality. Personal Loans segment has experienced strong growth with the overall portfolio touching ₹1,84,581 crore towards the end of the year. An overwhelming majority of applications (99 per cent) of this segment are originated digitally and 86 per cent of these applications are disbursed digitally. The Xpress car loans, offering seamless end-to-end digital disbursement, has increased the digital origination to 30 per cent of the total New Car Loan business. Two-Wheeler Advances has grown by 15 per cent to ₹11,776 crore of Advances and has 98 per cent of digital acquisition.

Your Bank has exhibited significant year-on-year growth of 27.78 per cent in Gold Loans capitalising on an expanded branch network.

With the incoming Home Loan portfolio from erstwhile HDFC Limited. post-merger, your Bank's Home Loan portfolio has increased by 332.11 per cent, surpassing industry growth rates. The figures for the period ended March 31, 2024 include the operations of erstwhile HDFC Limited which amalgamated with and into HDFC Bank on July 01, 2023 and hence comparisons with the previous periods have to be looked at in light of the same.

The payments business is one of the stated strategic growth pillars for the Bank.

With over 7 crore cards issued (credit, debit and pre-paid) and a widely spread acceptance network across the online and offline merchant ecosystem, HDFC Bank continues to maintain a leadership position across multiple product offerings in the payments landscape.

In the Financial Year 2023-24, HDFC Bank introduced many new products across the Payments Business.

The Credit Cards Business continued to enhance its product offerings and launched a slew of co-branded, business and consumer credit cards. For the year ended March 31, 2024, 63 lakh new credit cards were issued covering retail and business segments. Of total cards in force in market, HDFC Bank also crossed a milestone of 2 crore cards in force which is an industry first amongst all issuers.

Further, the Bank launched PayZapp 2.0 a comprehensive mobile payment commerce app in March 2023. PayZapp supports a complete range of payments from credit cards, debit cards to UPI with customers getting the choice of form factor to make payments. The app has reached the milestone of 75 lakh registrations in FY24.

To enhance and strengthen offerings to merchants, SmartHub Vyapar- an integrated payment, banking and business solution that caters to the daily needs of merchants and helps them drive business growth was formally launched in October 2022. The platform has witnessed widespread adoption ever since and has onboarded over 16 lakh users across the country as on March 31, 2024.

SmartHub Payment Gateway, a unified payment platform for online merchants was launched in February 2024 in line with the Bank's endeavour to provide merchants a comprehensive platform to cater to their payments and banking needs and help drive their growth. This platform enables merchants to collect payments through 150 plus methods and assists them in maximising sales with best-in-class success rate. SmartHub Payment Gateway provides an insightful dashboard powered by smart analytics and empowers merchants to provide a frictionless check out experience for their customers.

Lastly, in tune with the evolving payments landscape the business continues to transform itself with significant investments across Cloud Computing, Analytics, Artificial Intelligence and Machine Learning, Open APIs and Cyber Security. The objective is to manage large scale and continuously grow volumes while processing transactions in a safe and secure manner.

Digital Initiatives in the Retail Segment in FY24:

With the newly launched digital platform HDFC Bank XpressWay the Bank offers over 30+ banking products, including loans, credit cards, account opening and investments along with value-added services such as form filling and details modification as well as pre-approved banking products. This comprehensive Do-It-Yourself (DIY) platform provides a wider range of offerings reducing the need for human assistance during the application process and increasing speed for customers.

The Bank has been a pioneer in digitalisation with initiatives like Personal Loan in 10 Seconds, Digital Loan Against Shares, Digital Loan Against Mutual Funds and Xpress Car Loans. Continued emphasis is placed on digitalising processes and enhancing customer touchpoints to expand the Bank's reach.

Our Distribution Channel:

The virtual channels of the Bank were set up to enhance coverage across customer segments and to ensure a holistic service experience to all customers. This is one of the key engagement channels in the Bank.

Virtual Relationship Banking is an integrated customer centric approach covering three pillars - Virtual Relationship, Virtual Sales and Virtual Care serving as a crucial component of the Bank's sales and customer engagement strategy. This approach harnesses technology to connect with customers, build relationships and promote banking products and services. This helps the Bank to expand the managed customer base, generate leads and drive revenue growth.

Recognising employees and customers as the capitals for this business, your Bank has invested heavily in training and development of its relationship managers. Training covers product knowledge, sales techniques, communication skills, compliance and regulatory requirements and customer relationship management skills.

As we transition into the digital age, a banking experience characterised by digital ease and personalised conversations remains at the core of our Virtual Relationship Management (VRM) strategy.

As a part of this strategy, Relationship Managers reach out to customers through remote and digital platforms resulting in deeper and cost-effective engagement. As digital literacy and exposure increases exponentially, VRMs are gaining wider acceptance through deeper engagement and relationships backed by a strong product offering thereby constituting an important component of the Bank's customer engagement strategy.

With proper training, technology support, and adherence to compliance, this channel is a highly effective tool for the Bank to drive revenue growth, expand its customer base and provide excellent customer service.

As of March 31, 2024, the Bank's distribution network was at 8,738 branches and 20,938 ATMs / CRMs across 4,065 cities / towns as against 7,821 branches and 19,727 ATMs across 3,811 cities / towns as of March 31, 2023. 52 per cent of our branches are in semi-urban and rural areas. In addition, we have 15,182 business correspondents, which are primarily manned by Common Service Centres (CSC). The total number of customers your Bank catered to as on March 31, 2024 was over 9.32 crore, up from over 8.28 crore in the previous year.

Retail Banking - Home Loan Business

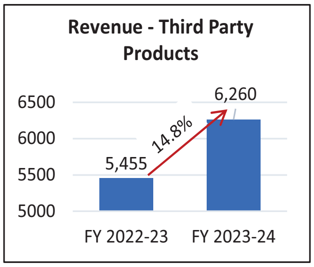
Post-merger integration of the erstwhile HDFC Limited's home loan portfolio with the Bank has resulted in scale in terms of customer base and book size. This also brings together erstwhile HDFC Limited's segment expertise and in person customer connect with HDFC Bank's extensive branch network, ability to leverage technology platforms and a wide bouquet of banking products. The Gross Retail Mortgage Advances stood at ₹ 7,72,786 crore compared to the previous year's ₹ 1,78,840 crore. The figures for the period ended March 31, 2024 include the operations of erstwhile HDFC Limited which amalgamated with and into HDFC Bank on July 01, 2023 and hence comparisons with the previous periods have to be looked at in light of the same.

As you are aware prior to the merger, your Bank operated in the Home Loan Business in conjunction with HDFC Limited. As per this arrangement, your Bank sourced HDFC home loans while HDFC Limited approved and disbursed them. HDFC Bank received a sourcing fee for these loans and as per the arrangement had the option to purchase loans for a value up to 70 per cent of the loans sourced by the Bank either through the issuance of mortgage-backed Pass-Through Certificates (PTCs) or a direct assignment of loans. The balance was retained by HDFC Limited.

The Bank is gradually converting erstwhile HDFC Limited's service centres to branches and has a well-defined approach for this. Cross-selling remains a primary focus for both existing and new customers, leveraging the Bank's digital channels to minimise acquisition costs effectively. Post the merger, approximately 85 per cent of the newly acquired home loan customers hold a liability account with your bank. Your Bank's market share growth on incremental disbursals is in double digits post - merger.

Third Party Products

Your Bank distributes Life, General and Health Insurance as well as Mutual Funds (Third Party Products) to its customers. In the Financial Year 2023-24, the income from this business accounted for 22 per cent of Bank's Total Fee Income.



Life Insurance

Your Bank has adopted an open architecture model for distributing insurance products from our three trusted partners with a focus on offering customers a diverse array of options. For the year ended March 31, 2024, the Bank mobilised premium of ₹ 8,940 crore representing a year-on-year growth of three per cent. Our extensive distribution network includes branches, virtual channels, NRI services and wealth management. The key focus would continue to be on staff training, robust quality and control processes uniformly implemented across all partners as well as offering integrated and seamless digital on-boarding journeys. Currently, the Bank's NetBanking platform offers 57 insurance products across all partners accounting for over 46 per cent of the total policies.

Non-Life Insurance

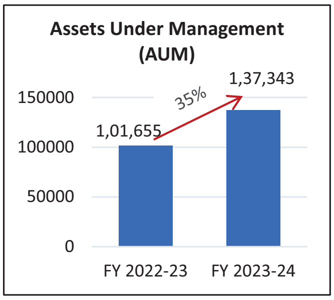
Your Bank, in collaboration with its three General Insurance and two Standalone Health and Insurance partners, has introduced innovative non-life insurance products to expand the range of offerings and provide a comprehensive coverage to customers. These products are accessible through both digital and physical platforms. Employees across channels have been trained in the new products and processes. To meet customer demands, additional manpower has been deployed across non-life insurers. As on March 31, 2024, premium mobilisation in General and Health Insurance reached a total of ₹ 4,208.4 crore representing a growth of 75 per cent over the previous year.

Mutual Funds

Your Bank follows an open architecture approach in distribution of Mutual Funds and is currently associated with 35 Asset Management Companies (AMCs).

The Bank's Asset Under Management (AUM) grew by 35 per cent to reach ₹ 1,37,343 crore for the year ended March 31, 2024. The Bank offers digital on-boarding platform to the customers for Mutual Fund investments through Investment Services Account (ISA) and SmartWealth (app based).

During the same period, HDFC Bank and HSL (InvestNow) witnessed a significant growth of 44 per cent in Systematic Investment Plans (SIPs) mobilisation.



Wealth Management

In the Financial Year 2023-24, with expansion being at the centre of our decisions, Wealth Business has seen a growth in the client base by 34 per cent over the previous year. This business now manages over 83,000 households. With an increase in client base, your Bank has also seen an increase in the strength of our wealth bankers. HDFC Bank now has a team of 1,000+ wealth bankers working across 923 locations through a hub and spoke model. Your Bank's Assets Under Management (AUM) grew by 43 per cent in FY24 to ₹ 6.34 lakh crore.

The Bank's focus is to develop wealth management across the country by focusing on super affluent and mass affluent clients. It has focused on growth of market share through 150+ client events in FY24.

A Service First culture, enables us to deliver best-in-class experience to clients. Wealth Business has achieved higher growth through better product selection and enhanced service experience with engaged and trusted wealth bankers. A strong brand as well as experience of over two and a half decades resonates well with customers and creates trust. This trust has been strengthened through robust processes, diligent research methodology and bespoke recommendation model for Portfolio Management Services (PMS) and Alternate Investment Funds (AIF). This is in addition to the Fama model for selection of mutual funds.

Your Bank has provided wealth bankers with a state-of-the-art investment platform that uses advanced analytics to provide consolidated portfolio overview. It continues to invest in training talent by providing best in class programmes from IIMs and other leading institutions to enhance the knowledge levels and skills of our wealth bankers. This helps them to engage better with clients in a dynamic market environment.

Wealth Business has developed an advanced unassisted digital investment platform, SmartWealth, that provides -

- Model portfolio basket recommendations
- Consolidated portfolio view
- Account aggregation across banks
- Portfolio analytics on-the-go
- Nudges to rebalance portfolio
- SIP calendar and ability to pause and restart SIPs

This new state-of-the-art mobile application provides a highly personalized experience and will democratise wealth management across customer segments. It has more than 1.1 lakh downloads and 70 per cent active users.

In an endeavour to align with the client's long term interest, your Bank has focused on growing recurring revenue which has yielded positive results. In Financial Year 2023-24, the wealth teams' recurring (trail) income has grown by 25 per cent and ranges between 40-50 per cent. This growth reflects a commitment to provide sustainable value to clients while ensuring the long-term profitability of your Bank.

HDFC Bank remains focused on providing an asset allocation-based wealth management offering that is designed to **Protect, Manage and Grow** its clients' wealth.

Wholesale Banking

The Wholesale Banking business was an important growth engine for your Bank in the year under review. This business focuses on institutional customers such as the Government, PSUs, Large and Emerging Corporates and SMEs. Your Bank offers a range of products and services encompassing working capital and term loans, trade credit, cash management, supply chain financing, foreign exchange and investment banking services.

The Wholesale Banking business recorded healthy growth, ending Financial Year 2023-24 with a domestic loan book size of ₹ 10,87,084 crore, recording a growth of 32 per cent over the earlier year. This constituted about 44 per cent of your Bank's domestic loans as per Basel II classification. Your Bank was able to expand its share of the customer wallet primarily using sharper customization, cross-selling and expanding into more geographies.

Based on its superior product delivery, service levels and strong customer orientation, the Bank has made significant inroads into the banking consortia of a number of leading corporates. Corporate Banking, focusing on large, well-rated companies continued to be the biggest contributor to Wholesale Banking in terms of asset size.

This business continued its attention towards engaging with Multi-National Corporations (MNCs) and capitalised on the increasing trend among large companies to consolidate their banking relationships. Your Bank strengthened its existing relationships and expanded its market share by leveraging its extensive array of product offerings. This business provided support to customer requirements under the Production Linked Incentive (PLI) Scheme. The Emerging Corporates Group which focuses on the mid- market segment too witnessed significant growth. Your Bank leveraged its vast geographical reach, technology backbone, automated processes, suite of financial products and quick turnaround times to offer a differentiated service. The business continues to have a diversified portfolio in terms of both industry and geography.

In the year under review, the Bank continued its focus on the MSME sector. There has already been increased formalistion and digitalisation of the MSME sector owing to the implementation of the Goods and Service Tax (GST). Through MyBusiness, which offers comprehensive financial solutions like Business Banking, Easy Loans, Trade Services and Digital Solutions, MSMEs can conveniently access a suite of product / services tailored to meet the business requirements.

Post the merger of HDFC Limited with HDFC Bank, the Bank inherited the realty finance business. This business largely covers the rental discounting business as well as construction finance. The size of the book was at ₹ 80,736 crore as on March 31, 2024.

The Investment Banking business further cemented its prominent position in the Debt Capital Markets, Equity Capital Markets and INR Loan Syndication. Your Bank improved its position to 2nd in the Bloomberg rankings of Rupee Bond Book Runners for the Financial Year 2023-24 with a market share of 14.95 per cent. Your Bank maintained its position amongst the top 3 in the Bloomberg rankings of Syndicated INR term loans for Financial Year 2023-24, with a market share of 13.47 per cent. The Bank has provided advisory services and actively assisted clients in equity fund raising through 3 Initial Public Offerings amounting to ₹ 4,245 crore and 3 Qualified Institutional Placements amounting to ₹ 4,750 crore, aggregating to ₹ 8,995 crore for the Financial Year 2023-24.

In the Government business, your Bank sustained its focus on tax collections, collecting direct tax (CBDT) of ₹ 5,25,157.51 crore and Indirect tax (CBIC+ GST) of over ₹ 3,77,112.41 crore during Financial Year 2023-24. It continues to enjoy a pre-eminent position among the country's major stock and commodity exchanges in both Cash Management Services and Cash Settlement Services.

Your Bank has embarked on strategic digital transformation to enhance Customer Engagement and Employee Experience and create an ecosystem for seamless banking.

It also leverages analytics to delve deeper into corporate ecosystems resulting in better product structuring, cross sell opportunities, improved yields thus improving the Bank's share of Revenue Pools from Corporates.

HDFC Bank provides a comprehensive suite of cutting-edge platforms tailored to meet the diverse needs of corporate clients. Among these, our Corporate Net Banking platform stands out, offering both the reliable e-Net service and the more recently upgraded CBX platform. These platforms provide intuitive interfaces and robust functionalities empowering businesses with seamless control over their financial operations. Additionally, our Trade Platform - Trade on Net (TON) serves as a cornerstone for facilitating efficient trade transactions. Also, our Supply Chain Finance (SCF) transaction platform enables digital contract bookings and automated disbursements streamlining end-to-end SCF transactions for the corporates. Your Bank has also integrated with all the three TReDS platforms. We are also collaborating with Fintechs to integrate with Corporate ERP and offer Embedded Banking in Corporate Ecosystems journeys.

Treasury

The Treasury Department is the custodian of your Bank's cash/ liquid assets and handles its investments in securities, foreign exchange and cash instruments. It manages the liquidity and interest rate risks on the balance sheet and is also responsible for meeting reserve requirements. The vertical also helps manage the hedging needs of customers and earns a fee income generated from transactions customers undertake with your Bank while managing their foreign exchange and interest rate risks.

Revenue accrues from spreads on customer transactions based on trade and remittance flows and demonstrated hedging needs. Your Bank recorded a revenue of ₹ 4,001.10 crore from foreign exchange and derivative transactions in the year under review.

As a part of its prudent risk management, your Bank enters into foreign exchange and derivatives deals with counterparties after it has set up appropriate credit limits based on its evaluation of the ability of the counterparty to meet its obligations. Where your Bank enters into foreign currency derivatives contracts not involving the Indian Rupee with its customers, it typically lays them off in the inter-bank market on a matched basis. For such foreign currency derivatives, your Bank primarily carries the counterparty credit risk (where the customer has crystallised payables or 'mark-to-market' losses) and may carry only residual market risk, if any. Your Bank also deals in derivatives on its own account including for the purpose of its own balance sheet risk management.

HDFC Bank is also a nominated agent for the bullion imports and has a significant market share in that business.

Your Bank maintains a portfolio of Government securities in line with the regulatory norms governing the Statutory Liquidity Ratio (SLR). A significant portion of these SLR securities are in 'Held-to- Maturity' (HTM) category, while some are 'Available for Sale' (AFS). The Bank is also a primary dealer for Government Securities. As a part of this business, your Bank holds fixed income securities as 'Held for Trading' (HFT).

In the year under review, your Bank continued to be a significant participant in the domestic exchange and interest rate markets. It also capitalised on falling bond yields to book profits and is now looking at tapping opportunities arising out of the liberalisation in the foreign exchange and interest rate markets.

B. International Business

During the year, your Bank stayed on course to cater to NRI clients and deepen its product and service proposition. Your Bank has global footprints by way of representative offices and branches in countries like Bahrain, Hong Kong, the UAE and Kenya. It also has a presence in International Financial Service Centre (IFSC) at GIFT City in Gandhinagar, Gujarat. In addition, two existing representative offices of erstwhile HDFC Limited in London and Singapore have become representative offices of the Bank as per the composite scheme of amalgamation between HDFC Bank Limited and HDFC Limited. These offices are for providing loans-related services for availing housing loans in India and for the purchase of properties in India.

The Bank's product strategy in International Markets is customer centric and it has products to cater to client needs across asset classes. GIFT City branch offers products such as trade credits, foreign currency term loans (including external commercial borrowings). It has gradually widening the product offerings to cater to the needs of Resident and Non-Resident clients and capitalise on the growth in the financial centre.

As on March 31, 2024, the Balance Sheet size of International Business was US $ 9.06 billion. Advances constituted 1.55% of the Bank's advances. The Total Income contributed by Overseas Branches constituted 1.51% of the Bank's Total Income for the year.

INTERNATIONAL BUSINESS BALANCE SHEET

US $ 9.06 billion

C. Government, Institutional Business and Start-Ups

It has been another year of steady progress for Government, Institutional Business and Start–Ups within your Bank. Some of the key highlights include:

1. Increased focus on the retail Government deposits resulted in your Bank acquiring over 15 per cent of the market share in 159 districts.

2. Your Bank continues to lead in generating Agency Business, ranking among the top three leading Government Agency Banks for collecting Central Government taxes. Substantial market shares were acquired in collections of Direct Tax, GST and Custom Duty as per tax collection data reported through PIB & CGA, GoI.

   HDFC Bank's Market Share (approx):

Custom Duty Collections	8%
Goods and Services Tax Collections	16%
Direct Tax Collections	24%

3. Your Bank facilitated the transfer of funds flowing from the Central Government to various beneficiaries under the aegis of the Centrally Sponsored Schemes, Central Sector Schemes, and the 15th Finance Commission. The total flows processed grew by 39 per cent YoY.

4. Your Bank has intensified its efforts to engage with pensioners implementing the following measures:

   a. Enhancing our pension product by introducing new features such as health and cyber insurance coverage for pensioners up to 75 years of age along with providing discounted rates from HDFC ERGO.

   b. In the Financial Year 2023-24, we ensured that 99 per cent of pensioners (our customers) successfully submitted their digital life certificates in the Pension Processing System of the Bank through a hassle-free experience.

5. This fiscal year, your Bank has expanded its presence in the education sector by successfully onboarding approximately 40 per cent of universities nationwide. Some of the marquee additions include IIM Indore, IIM Nagpur, IIM Amritsar, NIT Mizoram and Assam University. Additionally, we have onboarded notable religious organisations, including Shrinathji Temple - Nathdwara, Shri Badrinath Kedarnath Mandir Samiti, Catholic Mission of Western Bengal, Ramakrishna Mission, Sree Ayyappan Temple Trust, S D B J Masjid A/C Burhani Qardan Hasana, Punjab Wakf Board and the chain of ISKCON.

6. Your Bank has received positive customer feedback for its recently launched digital products:

   a. **HDFC Bank CollectNow**: This omnichannel collection solution seamlessly integrates online and offline payments, setting a new industry standard.

   b. **FARSight Dashboard**: A visualisation tool that provides customers an easy understanding of balances and fund movements across accounts in a multi-level parent child set-up.

7. **Start-Ups**: Your Bank has revamped its offering for start-ups under its flagship program StartUp|BuildUp. New offerings introduced in the current financial year include:

   a. A Credit Guarantee Scheme for Start-Ups providing lending opportunities upon meeting specific criteria.

   b. Specialised group health insurance coverage plans designed for Start-Ups with a minimum of 7 employees.

   c. Commercial cards for both personal and professional expenses of founders backed by fixed deposits.

   d. To help Start-Ups be compliant with regulations, your Bank renders value-added services such as provision of legal handbooks and compliance calendars for its customers.

8. Your Bank signed MoUs with prominent Start-Up ecosystem partners. Most of them are incubators located at educational institutions. Some of the partners are:

   a. Indian Institute of Management, Kozhikode Laboratory for Venturing, Innovation and Entrepreneurship

   b. AIC Jawaharlal Nehru University Foundation for Innovation

   c. AIC Anna University, Chennai

d. Indian Institute of Technology, Guwahati Technology Incubation Centre

e. AIC Guru Gobind Singh, Indraprastha University

f. iNEST Dr. Moopen Medical College

9. **Parivartan StartUp grants**

Your Bank supported 41 incubators associated with reputed academic institutions and 170 StartUps through the 7th edition of the Parivartan StartUp Grants.

In addition to this, your Bank ran a new track this year of high-touch programmes with five Nodal Government Partnerships, contributing to specific thematic areas:

a. **Reserve Bank Innovation Hub**: Identifying/ Developing a Product/Process/Policy to make banking inclusive for People with Disabilities (PWD)

b. **National Skill Development Corporation**: Enhancing the Skill India Digital platform by engaging StartUps in skilling and livelihood sector

c. **Ministry of Food Processing Industries**: Promoting food innovations with specific focus on Millets

d. **Goa Startup Mission**: Identifying StartUps that can contribute to sustainability goals of the State of Goa

e. **Niti Aayog (Atal Innovation Mission)**: Strategic partnership for access to incubator network

D. Semi-Urban and Rural

The Semi-Urban and Rural (SURU) markets have always been a focus of your Bank's strategy. In the last few years, your Bank has made a renewed push into these markets as rising income levels and aspirations of rural customers are leading to demand for better quality financial products and services. The Bank has been increasing its presence in Semi-Urban and Rural markets to cater to these demands.

Apart from meeting its statutory obligations under PSL (Agri and Allied activities, Small and Marginal Farmers and Weaker Sections), your Bank has been offering a wide range of products on the asset side, such as Auto, Two-Wheeler, Personal, Gold, Light Commercial Vehicle (LCV) and Small Shopkeeper Loans in these markets. Having expanded the rural footprint to more than 2.25 lakh villages, HDFC Bank now plans to increase its coverage in existing villages and deepen the relationships. The Semi-Urban and Rural push has been backed by the Bank's digital strategy. Your Bank's operations in Semi-Urban and Rural locations are explained below:

Agriculture and Allied Activities

Your Bank's assets in Agriculture and Allied activities stood at ₹ 2,97,609.26 crore as on March 31, 2024.

The Key to HDFC Bank's success in the existing market has been its ability to leverage various opportunities through:

1. A diverse product range
2. Faster turnaround time
3. Distribution strength
4. Innovative digital solutions

HDFC Bank's extensive product portfolio encompasses pre and post-harvest Crop Loans, Farm Development/Investment Loans, Two-Wheeler Loans, Auto Loans, Tractor Loans, Small Agri Business Loans, Loan Against Gold and more. This comprehensive offering has enabled the Bank to establish a robust presence in rural areas with its asset products. Additionally, it has been a prominent participant in the Agri Infrastructure Fund Scheme, consistently achieving allocated targets set by the Government in recent campaigns.

HDFC Bank is increasingly involved in facilitating various Government/Regulatory Schemes to other Non-crop Segments, including Agri-allied and Small Agri-Business Enterprises, as well as Rural MSMEs. A unique business model encompassing a wide variety of products and services driven by a relationship management approach ensures suitable solutions as well as financial literacy to farmers. The Bank has tailored a range of crop and geography-specific products to align with harvest cycles and address the specific needs of farmers across diverse Agro-climatic zones. This customer-centric approach has transformed the rural banking services, enabling the delivery of personalised offerings to meet the evolving needs of rural customers effectively.

Products such as post-harvest cash credit and warehouse receipt financing facilitate faster cash flows to farmers, while credit is also extended for Allied Agricultural Activities such as Dairy, Pisciculture, and Sericulture. Moreover, HDFC Bank's Commercial and Rural Banking Group (CRB) plays a pivotal role in product development, planning, and monitoring strategies for growth. The Bank's targeted branch expansion in SURU regions coupled with digital interventions aims to create a superior customer experience and position HDFC Bank as a future-ready institution.

Participation in Government Schemes

As a part of Atmanirbhar Bharat Abhiyan, the Government of India has announced several schemes / enablers across several sectors, particularly in the Agriculture sector. Your Bank is implementing almost all such initiatives / schemes targeting multiple stakeholders in the Agri ecosystem.

Agriculture Infrastructure Fund (AIF) Scheme: Through this scheme, the Bank is offering medium to long-term debt for investment in viable projects pertaining to post-harvest management and infrastructure development like construction of warehouses/silos. As of March 31, 2024, under the AIF scheme, your Bank has sanctioned ₹ 4,368 crore covering 5,330 projects and disbursed ₹ 2,800 crore covering 4,130 projects. During the year under review, your Bank has sanctioned ₹ 2,200 crore for 3,125 projects and disbursed ₹1,664 crore for 2,685 projects.

- The Project Monitoring Unit, AIF, Ministry of Agriculture and Farmer Welfare has set specific targets through various campaigns. Your Bank secured second position by approving ₹ 442 crore for 744 projects in AIF BHARAT Campaign conducted between 15th July and 31st August 2023.

- In the AIF Backlog Blasters Campaign conducted between 1st November to 18th November 2023 with a focus on clearing pending applications, your Bank has secured top position amongst all Scheduled Commercial Banks (SCBs) by clearing 806 applications.

- HDFC Bank has secured third position by approving ₹ 757 crore for 863 projects during AIF RAPID Campaign conducted between 15th January and 29th February 2024.

Pradhan Mantri Formalisation of Food and Micro Enterprises (PMFME):

Your Bank is actively implementing the scheme and passing the benefits to all eligible borrowers in the food processing sector.

In the year under review, loans worth ₹ 893 crore were sanctioned for 5,109 projects and ₹ 762 crore has been disbursed for 4,517 projects.

Considering the significant performance under the scheme, your Bank has been adjudged as **'Outstanding Performer' under PMFME** and felicitated by the Honourable President of India. Overall, your Bank secured the second position in terms of total loans sanctioned under the scheme.

Other Agri schemes, where your Bank has significantly contributed include Agri Marketing Infrastructure Fund (AMIF), Animal Husbandry Infrastructure Fund (AHIDF), Credit Guarantee Fund for Micro Units, National Livestock Mission (NLM) as well as state-specific Government schemes.

To address high volume and low-value ticket loans in Agri-Business with a digital optimisation strategy, your Bank plans to onboard AgriTech-BCs with differentiated business models. These BCs will help source and service small and marginal farmers.

Funding Small and Marginal Farmers (SMFs):

Your Bank views lending to the agriculture sector, including to small and marginal farmers, as a huge opportunity and not just a regulatory mandate to meet priority sector lending requirements. The Bank has leveraged its extensive knowledge of rural customers to create as well as deliver products and services at affordable price points and with a quick turnaround time. This has enabled HDFC Bank to establish a strong footprint in the rural geographies which it has now leveraged to increase its penetration of liability products.

In the Financial Year 2022-23, your Bank serviced customers in 1,65,000 villages. It reached out to the villages through a bouquet of agriculture products. Through a plethora of interventions, the number of villages grew to over 2,25,000 in the Financial Year 2023-24. Your Bank has put in place a strategy to further penetrate these villages and add more customers through variety of products for farmer financing.

HDFC Bank has financed and supported 35 lakh Small and Marginal Farmers. This was achieved through a strategy to engage closely with small and marginal farmers through customised agriculture loans. Leveraging the Government schemes, it has launched various secured / unsecured loan products including Loan Against Gold as security targeting small and marginal farmers in Agri and Allied segments.

Farmer Producer Organisations (FPOs):

For agriculture productivity and incomes to grow, aggregation of farm holdings in the form of FPOs is the key strategy in doubling farmers' income. Leveraging the Government scheme for formation and promotion of 10,000 new FPOs (Credit guarantee is available from NABARD/CGTMSE), your Bank has funded eligible FPOs for working capital and term loan requirements. As of March 31, 2024, your Bank was able to reach 206 FPOs covering about one lakh small and marginal farmers.

Dairy:

Dairy is the largest segment in the agriculture economy, and keeping this in mind, your Bank has created a separate team of agriculture specialists to cater to this segment. India, boasts of a substantial cattle population of over 30 crore, that offers a promising landscape for Cattle Finance as well as securing liabilities. The country's agriculture sector, particularly the Small and Marginal Farmers (SMF) segment, stands to benefit significantly in this scenario, with over 90 per cent of them falling within this category. Recognizing the potential for growth and financial inclusion, your Bank has initiated a strategic programme named 'Dairy Ki Pheri'. This initiative is designed to empower milkmen by facilitating their evolution from mere milk vendors to dairy entrepreneurs - transforming them from Doodh Walas to Doodh Lalas.

During the reporting period, HDFC Bank disbursed a total equivalent to ₹ 1,531 crore to 43,243 cases. Additionally, 19,000 cases were under active processing. This surge in disbursement is noteworthy as it marks a significant increase from the average of 1,500 cases per month over the past 8 months, nearly tripling the previous rate. The disbursement primarily focused on small and marginal farmer loans.

In Financial Year 2023-24, the Bank has disbursed an amount of ₹ 8,786 crore to 2,47,533 farmers as Cattle finance.

Digital Interventions

Some of the digital interventions made by your bank include:

Digitising Milk Procurement:

This initiative brings transparency in the milk procurement and payment process, which benefits both farmers and dairy societies. Multi-function Terminals (MFTs), popularly known as Milk-to-Money ATMs, are deployed in dairy societies. The MFTs link the milk procurement system of the dairy society to the farmer's account to enable faster payments. MFTs have cash dispensers that function as standard ATMs. Payments are credited without the hassles of cash distribution. Further, this process creates a credit history which can then be used for accessing bank credit. Apart from dairy and cattle loans, customers gain access to the Bank's products including digital offerings such as 10 Second Personal Loan, Kisan Credit Card and Bill Pay. So far, the Bank has digitised payments at over 357 milk cooperatives across two states, benefitting more than 2.6 lakh dairy farmers. The Dairy business witnessed 142 per cent year-on-year growth in disbursements and 121 per cent in the book.

Gold Loans:

Your Bank is making inroads into a market dominated by the unorganized sector, moneylenders and pawn brokers. The Bank is keen on making the gold loan facility available across the length and breadth of the country. As on March 31, 2024, the Bank is offering gold loans through 4,604 branches, with 45 per cent of these branches in Semi-Urban and Rural locations.

Your Bank is implementing its blueprint of making gold loans available in most of its branches and thereby taking this product within the reach of otherwise untapped customer segments.

Social Initiatives in Farm Sector

The farm sector faces threats arising out of climate change as evident from the growing number of extreme weather events. In addition, factors like soil health, input quality (seeds and fertilizers), water availability, and Government policy have significant impact, along with price realisations and storage facilities. All this has an impact on farm yield and income.

Given the vulnerabilities, it is critical to strengthen climate resilience and adaptability of the agri-food sector. In this context, your Bank has launched a variety of initiatives such as Holistic Rural Development Programme (HRDP), Crop Residue

Management Project and many others. Within regulatory guidelines, your Bank has also been providing relief to the impacted farmers. It also has put in place systems designed to enable Direct Benefit Transfers in a time-bound manner.

Lending to the agriculture sector, including to small and marginal farmers, is a regulatory mandate as part of priority sector lending requirements. The Bank has leveraged its extensive knowledge of rural customers to create as well as deliver products and services at affordable price points and with a quick turnaround time. This has enabled the Bank to establish a strong footprint in the rural geographies, which it has now leveraged to increase its penetration of liability products. Further, your Bank has been working with a segment-specific approach like funding to horticulture clusters, supply chain finance, agri business, MSMEs and dairy farmers. It also continues to engage closely with farmers to mitigate risks and protect portfolio quality.

Micro, Small and Medium Enterprises (MSME)

The MSME sector serves as an important engine for economic growth and is one of the largest employers in the economy. As on March 31, 2024, your Bank's assets in the MSME segment stood at ₹ 5,03,598.23 crore. The Micro Enterprises assets alone stood at ₹ 1,69,448 crore.

The Union Government and the Reserve Bank of India (RBI) have been providing support for lending to MSME segment on an ongoing basis. They had provided special support to the MSME sector during the pandemic through various schemes, such as Interest Moratorium, ECLGS, ECLGS extension and COVID support loans. The Government has also launched a revamped CGTMSE scheme with increased limit threshold for guarantee cover and reduction of guarantee fee. Many other schemes like Credit Guarantee to Start Ups (CGSS) and Extension of interest subvention have been rolled out.

Your bank emerged as the largest contributor to CGTMSE in FY24, supporting the MSME sector with guarantee-covered credit facilities. This has further supported the growth of MSME loans which have shown a year-on-year growth of 21.4 per cent.

The pace of digitalisation among MSMEs has accelerated, which has helped to speed up the pace of disbursement and increase transparency in the sector. Customers can now apply online and submit required documents digitally and they can also execute post-sanction agreements digitally to avail of facilities quickly with straight-through disbursement. The Government's digitalisation push, the adoption of GST and reforms in return filings, such as income tax, have made it easier to access customer cash flow and financial data, which can be used to support decision making and portfolio monitoring. Your Bank's SME portal continues to offer ad hoc approvals and pre-approved Temporary Overdrafts (TODs) on a Straight Through Processing (STP) basis to existing customers. They can request a top-up of loans and submit the required documents online. The SME portal also allows customers to access your Bank's services related to sanctioned credit facilities 24/7 from anywhere. Customers can download various certificates and statements as needed on an ongoing basis.

On the trade side, your Bank focuses on customer engagement to increase the penetration of Trade on Net applications. Trade on Net is a complete enterprise trade solution for customers engaged in domestic and foreign trade. It enables them to initiate and track requests online seamlessly, reducing time and costs.

Taking Banking to the Unbanked

As a responsible banker, one of our commitments is extending banking solutions to the most remote and farthest regions of the country empowering under-banked communities with access to formal financial channels. Our widespread physical network and a comprehensive suite of digital banking solutions ensure broad coverage across India. 52 per cent of our branches are situated in semi-urban and rural areas. Our banking solutions offer convenient last-mile access through mobile applications like BHIM, UPI, USSD, Scan and Pay, as well as Aadhaar and RuPay-enabled Micro-ATMs.

Throughout the fiscal year, your Bank has actively supported Government initiatives aimed at extending banking services to unbanked areas. Below are key highlights:

Pradhan Mantri Jan Dhan Yojana (PMJDY) and Social Security Schemes (PMJJBY, PMSBY and APY)	To enhance financial inclusion among under-banked communities **Support:** Opened over **38.89 lakh** PMJDY accounts and enrolled **49.60 lakh** customers in Social Security Schemes (PMJJBY, PMSBY and APY) since inception.
Financial Literacy Camps (FLC)	To empower individuals with the necessary knowledge and skills to make informed financial decisions **Support:** Your Bank has organised financial Literacy camps through Rural Branches and designated Financial Literacy Centres.
Pradhan Mantri Mudra Yojana (PMMY)	To enable small borrowers to borrow upto ₹10 lakh for non farm income generating activities **Support:** Since the launch of the scheme, your Bank has extended loans amounting to **₹74,379** core to **1.26 crore** beneficiaries.
Stand Up India (SUPI)	To empower the Scheduled Caste, Scheduled Tribe and Women borrowers **Support:** Extended loans amounting to **₹2,450 crore** to **10,544** beneficiaries since inception of the scheme.
Prime Minister's Employment Generation Programme (PMEGP)	A special scheme aimed at generating employment opportunities in rural and urban areas through establishment of new self-employment ventures, projects and micro-enterprises **Support:** Disbursed funding of **₹166** crore since inception to such Micro Enterprise units in non-farm sector.
PM Street Vendors Atma Nirbhar Nidhi (PMSVANIDHI)	Special scheme under micro-credit facility for street vendors providing collateral-free, affordable term loans of ₹10,000 for one year **Support:** Loans provided to **38,693** street vendors since inception. Further, efforts have been made to educate street vendors on digital financial transactions.
Aadhaar Seva Kendras (Aadhaar enrolment and updation services)	Adhering to regulatory requirements, your Bank provides Aadhaar enrolment and updation services at branches that are designated as Aadhaar Seva Kendras **Support:** More than **61.8 lakh** enrolments and updations undertaken since inception.

Sustainable Livelihood Initiative

Our Sustainable Livelihood Initiative (SLI) is a holistic approach that aims to deliver financial support to that section of the population who lack access to formal banking services.

For details click on https://www.hdfcbank.com/personal/borrow/other-loans/sustainable-livelihood-initiative

E. Environmental Sustainability

Sustainability is one of the core values of the Bank. **The details are covered in pages 88 to 119.**

F. Business Enablers

1. People

People is one of the core values of the Bank. Through continuous reinforcement and alignment with our strategic objectives, the HDFC Bank Culture Framework ensures that over 2,13,000 employees are equipped to succeed in an ever-evolving landscape. Our supervisory behaviour framework-Nurture, Care, Collaborate (NCC) -empowers our workforce with the knowledge and guidance needed to lead transformation. We focus on acquiring diverse talent and prioritise their well-being, safety, and development, fostering an inclusive environment where they can succeed and grow.

For details please refer to pages: 138 to 157.

2. Transforming Banking for the Future and Technology Absorption

In the ever-evolving landscape of banking, HDFC Bank remains steadfast in its commitment to take forward its customer-centric approach. Given below are the five pillars.

1. **Journeys**: Our quest for excellence begins with prioritising seamless and intuitive interactions. By harmonising digital and physical channels, we craft journeys that go beyond mere transactions, fostering lasting relationships with customers.

2. **Channels**: Recognizing the unique preferences and needs of our diverse clientele, we are offering a spectrum of banking channels, ensuring accessibility and convenience for all.

3. **Core**: Our core banking infrastructure has undergone a major transformation, instilling it with the agility and scalability necessary to navigate the winds of change.

4. **Data**: We are leveraging advanced analytics to cater to the intricate needs of our diverse customers. This is allowing us to anticipate and fulfill their needs with bespoke solutions.

5. **Security**: Upholding the highest standards of security, we fortify our defences to safeguard the sanctity of customer trust, brick by digital brick.

These strategic pillars serve as beacons, guiding our journey towards sustainable growth and value creation for our esteemed shareholders. With continued focus towards providing tailored digital banking solutions, HDFC Bank has reinforced its technology and innovative prowess by undertaking key initiatives such as:

PayZapp 2.0: Building upon the success of its impactful launch, PayZapp 2.0 has continued its growth to become one of the fastest growing payments app providing customers with a seamless and intuitive user experience while ensuring enhanced security features. Other highlights include:

1. It has reached the milestone of 75 lakh registrations in FY24

2. 65 per cent monthly active users

3. Average daily volume of 4.5 lakh transactions

SmartHub Vyapar: This is a vital part of our offering, designed to empower merchants. It offers seamless digital solutions for their everyday needs, including instant onboarding for customers, interoperable payments, and remote transactions. Additionally, its marketing tool helps merchants amplify their offers on social media reaching both existing and potential customers. As on March 31, 2024, SmartHub Vyapar is a 16 lakh merchant community with over 70,000 new merchants being added every month. It has processed transaction volumes totaling ₹ 2.28 lakh crore in FY24.

HDFC Bank One (Customer Experience Hub): Our AI / ML driven platform and conversational bot, has transformed our contact centre operations by centralising and streamlining customer interactions. Its expansion across India covers various services like PhoneBanking, IVR self-service, virtual relationship management teams, and tele-sales. With an omni-channel approach, including WhatsApp chat banking, SMS banking, IVR, and agent assisted service, it ensures a seamless customer experience. HDFC Bank One has powered over 3.2 crore customer engagements with monthly interactions touching 1.9 crore unique customers. Notably, it has reduced resolution time for email channels by 50 per cent.

Xpress Car Loan (XCL): Xpress Car Loan continues to excel in seamless digital loan disbursals processing over 32 per cent of car loans. Offering zero paper, zero-touch processing in just 30 minutes, it leads as India's largest digital car loan platform. In the fourth quarter of the Financial Year 2023-24, over 40 per cent of all car loans were digital, averaging monthly disbursements of over ₹ 1,020 crore.

SmartWealth: Introduced in January 2024, SmartWealth is a user-centric Do-It-Yourself (DIY) investment mobile application, targeting the Emerging Affluent and Affluent segments, with a strategic focus on Tier 2 & 3 markets. It offers users the capability to aggregate and view their external and HDFC Bank account balances, along with a spend analyzer feature via the Account Aggregator platform. The SmartWealth App has been downloaded 1,14,921 times, with 68,249 registered customers and 27,530 active SIPs. As on March 31, 2024, it manages Mutual Funds Assets Under Management (AUM) worth ₹ 26.92 crore and has enabled customers to upload held-away mutual funds with AUM totalling ₹ 3,561 crore via the Consolidated Account Statement (CAS) feature.

Acquisition & Servicing Journeys: In our ongoing digitalising efforts, we have advanced significantly by introducing new customer journeys covering diverse offerings like joint accounts, pension accounts and hybrid salary accounts for corporates. We have also expanded our digital service offerings with 10 new service journeys now covering nearly 87 per cent of services. Looking ahead we plan to roll out unified acquisitions, embedded insurance, Gold Loan journeys, and bundled Personal Loan and Insurance with the Home Loan journey.

Tradeflow: TradeFlow, a cloud-based centralised platform continues to provide enhanced reliability and usability for end-users. The application integrates with a multitude of applications and employs various automations, including a dynamic MIS, an informative dashboard, a single view of all dependencies, and peripheral application integration. Between March 2023 and March 2024, the platform expanded to 280+ locations, processing 9,000+ transactions daily and saving 25 per cent time per transaction. It offers a single integrated platform for trade users, ensuring consistency and efficiency.

Corporate Banking eXchange (CBX): CBX, our unified corporate banking portal, offers seamless NetBanking for corporates via mobile and web. It improves efficiency and user satisfaction with features like customised narration and enhanced authorisation levels. CBX serves a growing customer base processing over 1.15 crore transactions per month.

BizXpress: Rolled out to select customers, BizXpress stands as our digital portal platform designed for MSME / SME customers. It is a digital native integrated solution, offering a comprehensive suite of banking and value-added services for the SME segment, providing a seamless one-stop banking solution.

Dukandar Dhamaka: Dukandar Dhamaka offers affordable credit solutions for small businesses, helping them seize growth opportunities and manage cash flow challenges. The tailored overdraft (OD) facility allows shopkeepers to access up to ₹ 10 lakh without GST and up to ₹ 25 lakh with GST. This initiative sourced over ₹ 500 crore in business in the fourth quarter of FY24, empowering shopkeepers across India.

Commercial Loan Origination: HDFC Bank enabled digital sourcing for all working capital segments of Emerging Enterprises Group (EEG) and Business Banking Group (BBG) customers. Integrated with the state-of-the-art business rule engine, this initiative facilitates in-principle approvals for customers within just 30 minutes, streamlining the lending process and empowering businesses to seize opportunities swiftly and efficiently.

Smart Saathi: This is our digital distribution platform to connect Business Correspondents (BCs) and Business Facilitators (BFs) with the Bank. This initiative marks a significant milestone in the journey towards providing innovative solutions tailored to the evolving needs of customers. By leveraging this network of Business Correspondents and Facilitators, the Bank aims to enhance financial inclusion by extending banking products and services to the last mile.

New Branch Rollout and Other Initiatives: Technology played a crucial role in the successful rollout of over 900 branches in the Financial Year 2023-24 ensuring each site had the necessary infrastructure and systems through meticulous planning and execution. Internet breakout has been implemented for these branches, enhancing branch users' access to internet applications using SWAN and Zscaler Internet Access (ZIA).

Zero Trust Architecture: We leveraged a Secure Access Service Edge partner's advanced zero trust technology to seamlessly navigate through the merger, ensuring network harmony and eliminating conflicts. Leveraging their advanced technologies, we've reduced dependency on Multiprotocol Label Switching (MPLS) across branches, enhancing operational efficiency and agility. This has strengthened our security measures and boosted performance.

Safeguarding Data: The Bank is fully committed to enhancing its cyber security measures as part of its technological advancement strategy. Key endeavours include establishing a cutting-edge Cyber Security Operations Center (CSOC) to anticipate security threats and manage incidents proactively. Additionally, the implementation of Security Orchestration, Automation and Response (SOAR) aims to streamline incident response processes. Network micro-segmentation is being introduced to bolster protection against ransomware while next-generation Security Incident Event Management (SIEM) systems with AI and ML capabilities are being deployed for heightened security monitoring. The Bank also conducts round-the-clock defacement monitoring, vulnerability management, and Anti-DDoS measures. Furthermore, anti-Advanced Persistence Threat (Anti-APT) systems are being employed on all endpoints, alongside the adoption of a zero-trust architecture approach and the implementation of Data Loss Prevention (DLP) solutions. Lastly, data encryption on all laptops and the integration of Domain-based Message Authentication is being enforced to ensure robust email security.

Innovating for Tomorrow

Digital Rupee: Central Bank Digital Currency (CBDC), or Digital Rupee, is the secure, faster, and more inclusive version of the Indian Rupee, ensuring privacy in payments. It fosters financial inclusion, reduces operational costs, and enhances resilience and efficiency in payment systems. With upcoming programmability and offline features, CBDC could revolutionise the payments industry. Currently, HDFC Bank has over 5 lakh customers registered on the app and transacting ₹ 169 crore annually through Digital Rupee.

UPI Autopay: UPI Autopay enables users to automate recurring payments covering various needs like bill payments, school fees, OTT subscriptions, insurance premium, EMIs, and mutual funds. It results in timely and reliable payments, helping users avoid late fees and disruptions. This plays a crucial role in customer retention, benefitting merchants. HDFC Bank has onboarded top merchants across industries, collecting ₹ 2,100 crore in monthly recurring payments through this feature.

UPI Secondary ASBA: UPI Secondary ASBA, also known as Single Block Multiple Debit, enables investors to block funds in their bank accounts for a specific purchase of financial instruments. The amount is debited only upon successful settlement by the clearing corporation (both NCL and ICCL). This mechanism, operating on the UPI platform ensures simple, secure and convenient transactions for users. HDFC Bank is a pioneer in offering the UPI Secondary ASBA feature.

Generative AI: In our pursuit of innovation, HDFC Bank is leveraging Generative AI to enhance operations and deliver ground breaking solutions. Highlights include:

- **Internal BETA FAQ Bot**: Provides efficient response to customer queries.
- **CAMs Covenant Extraction POC**: Successfully extracts critical information from financial documents.
- **Branch Executive Co-Pilot Prototype**: Empowers branch executives to provide better customer service by addressing queries and reducing dependencies on central units for improved efficiency.

Lastly in our digital transformation journey we have prioritised seamless experiences through our Factory approach, co-creating Tech IP with Agile principles and cloudification. Our API Factory is building scalable architectures for rapid integrations, enabling embedded banking for richer customer experiences.

In the current financial year, the Bank is gearing up for an array of ground-breaking initiatives set to redefine the banking landscape. From the establishment of a robust data lake to fuel data-driven insights, to the expansion of embedded banking solutions for seamless financial experiences, we are committed to pushing the boundaries of innovation. This is being done through launches like credit cards crafted to meet the needs of the dynamic young demographic plus initiatives such as modernised platforms and architectures for Gold Loan, Consumer Durable Loan, and Sustainable Livelihood Initiative. Our next-gen NetBanking and MobileBanking experiences, aim to reimagine enhanced digital experiences backed by cutting-edge technology and security solutions.

Cybersecurity

Cybersecurity is at the heart of the technology transformation journey and the Bank is deeply committed to ensuring robust cyber security with substantial advancements being made to further fortify its infrastructure and applications. Key initiatives in this regard include:

- Significant advancements to consolidate cyber security through initiatives such as the foundation of a next-generation Cybersecurity Operations Center (CSOC) for predictive security and incident management, introduction of Security Orchestration, Automation and Response (SOAR) to reduce incident response times and network micro-segmentation for better control, visibility and preparedness against ransomware.
- The initiative and approach to leverage AI and ML as an entire suite to proactively detect and respond to threats is managed through the deployment of next generation Security Incident Event Management (SIEM) solution augmented by Artificial Intelligence (AI) and Machine Learning (ML) capabilities along with strong User Entity Behavioral Analysis (UEBA) functionalities and built-in threat modelling.
- 24/7 defacement monitoring and vulnerability management of the bank's internet properties, antivirus / malware program, patch management, penetration testing, etc. for minimising the surface area for cyber security attacks and fortifying the Bank's assets like infrastructure and applications.
- Dedicated program for Attack Surface Management (ASM) that includes continuous attack surface discovery and probing for weaknesses on the discovered assets. There has been a continuous effort to ensure that all significant weaknesses are remediated within a reasonable timeframe.
- Adopting a zero-trust architecture approach to ensure protection against cyber-attacks.
- Implementation of Anti-Advanced Persistence Threat (Anti-APT) system agent on all endpoints in the Bank to protect from zero-day malware attacks. All network elements such as email, web as well as endpoint computers are protected by the anti-APT system.

- Enterprise solutions such as Data Loss Prevention (DLP) to monitor sensitive data stored, transmitted and shared by users, and to prevent and detect data breaches. All endpoints have proxy agent configured to ensure that only authorised websites are accessed. All outgoing e-mails are monitored through DLP solution.

- Laptop Encryption: Data encryption ensures that business-critical and sensitive data is not misplaced, thereby preventing any reputational damage and curtailing monetary losses. Hard disk encryption is implemented on all laptops.

- Implementation of Domain-based Message Authentication, Reporting and Conformance (DMARC) system for protecting the Bank's domain from unauthorized use, commonly known as 'email spoofing'.

Technology related challenges over the past few years have only made the Bank's resolve stronger to consolidate and fortify its technology environment. Focused technology / digital investments and programs in technology are pivotal to the Bank in the new age of digital banking and experiences for its customers.

Service Quality Initiatives and Grievance Redressal

Customer Focus is one of the five core values of the Bank. Given a highly competitive business environment, especially with diverse lines of businesses, we continuously strive to enhance customer experience. Delivering exceptional product quality and customer service delivery is a prerequisite for sustained growth. The Bank strives to achieve this by seeking customer feedback, benchmarking with best-in-class business entities and implementing customer-centric improvements. We have adopted a three-step strategy regarding Customer Service - Define, Measure and Improve.

HDFC Bank has adopted a multi-pronged approach to provide an omnichannel experience to its customers. On the one hand, it has traditional touchpoints like Branches, Email Care and PhoneBanking. On the other hand, it has state-of-the-art platforms like NetBanking, MobileBanking, WhatsaApp Banking, the chatbot Eva and the bank's exclusive social care handles. The Bank also has a Virtual Relationship Manager (VRM) programme to cater to various financial needs in a personalised manner.

Customer service performance and grievance redressal are regularly assessed at various levels, including Branch Level Customer Service Committees, Standing Committee on Customer Service and Customer Service Committee of the Board. HDFC Bank has implemented robust processes to monitor and measure service quality levels across touchpoints, including at product and process level, through the efforts of the Quality Initiatives Group.

The Service Quality team conducts regular reviews across various products, processes and channels, focusing on improving the customer experience. A unique Service Quality Index (SQI) has been developed to measure the performance of key customer facing channels based on critical customer service parameters. This SQI enables continuous improvement of initiatives to raise service standards.

One of the basic building blocks of providing acceptable level of customer service is to have an effective Internal Grievance Redressal Mechanism / Framework. HDFC Bank has developed a comprehensive Grievance Redressal Policy, Customer Rights Policy, Customer Compensation Policy, duly approved by the Board, which outline a framework for resolving customer grievances. These policies are accessible to customers through the Bank's website and branch network.

HDFC Bank has created multiple channels for customers to provide feedback and register grievances, facilitating a transparent and accessible system. As a pioneer in innovative financial solutions and digital platforms, it has witnessed an increased utilisation of its digital channels. Keeping customer interest in focus, the Bank has formulated a Board approved Protection Policy which limits the liability of customers in case of unauthorised electronic banking transactions.

This Bank is compliant with the RBI Internal Ombudsman Guidelines. At the apex level, as a part of the Internal Grievance Redressal mechanism, the Bank has appointed seasoned-retired bankers as Internal Ombudsmen to independently review any customer grievance which is partly/wholly rejected by the Bank before the final decision is communicated to the customer.

HDFC Bank is on a journey to measure customer loyalty through a high velocity, closed loop customer feedback system. This customer experience transformation programme helps employees to empathise better with customers and improve turnaround times. Branded as 'Infinite Smiles', the programme helps establish behaviours and practices that result in customer-centric actions through continuous improvement in products, services, processes and policies.

The Bank remains committed to placing the customer at the centre of its operations. By consistently improving customer experience, adopting an omnichannel approach and implementing robust service quality and grievance redressal mechanisms, it aims to build lasting relationships.

Risk Management and Portfolio Quality

Your Bank's historical focus on Pillar 1 risks including Credit Risk, Market Risk and Operational Risk has been expanded in response to the evolving banking landscape. Liquidity Risk, Climate Risk, Information Technology Risk and Information Security Risk have also emerged as critical considerations. These risks not only impact your Bank's financial strength and operations but also its reputation. To address these concerns, your Bank has established Board-approved risk strategy and policies overseen by the Risk Policy and Monitoring Committee (RPMC). The Committee ensures that frameworks are established for assessing and managing various risks faced by your Bank, systems are developed to relate risk to the Bank's capital level and methods are in place for monitoring compliance with internal risk management policies and processes. The Committee guides the development of policies, procedures and systems for managing risks. It ensures that these are adequate and appropriate to changing business conditions, the structure and needs of your Bank and its risk appetite.

The hallmark of your Bank's risk management function is that it is independent of the business sourcing unit with convergence only at the CEO level.

The gamut of key risks faced by the Bank which are dimensioned and managed include:

- Credit Risk including Residual Risks
- Market Risk
- Operational Risk
- Interest Rate Risk in the Banking Book
- Liquidity Risk
- Intraday Liquidity Risk
- Intraday Credit Risk
- Credit Concentration Risk
- Counterparty Credit Risk
- Model Risk
- People Risk
- Business Risk
- Strategic Risk
- Compliance Risk
- Reputation Risk
- Technology Risk
- Third Party Products Risk
- Group Risk
- Climate Risk

Credit Risk

Credit Risk is the possibility of losses associated with diminution in the credit quality of borrowers or counterparties. Losses stem from outright default or reduction in portfolio value. Your Bank has a comprehensive credit risk architecture, policies, procedures, and systems for managing credit risk in its retail and wholesale businesses. Wholesale lending is managed on an individual as well as portfolio basis. In contrast, given the granularity of individual exposures, retail lending is managed largely on a portfolio basis across various products and customer segments. Robust front-end and back-end systems are in place to ensure credit quality and minimise default losses. The factors considered while sanctioning retail loans include income, demographics, credit history, loan tenure, and banking behaviour. In addition, multiple credit risk models are developed and used to assess different segments of customers based on portfolio behavior. In wholesale loans, credit risk is managed by capping exposures based on borrower group, industry, credit rating grades and country among others. This is backed by portfolio diversification, stringent credit approval processes, periodic post-disbursement monitoring and remedial measures. Your Bank has ensured strong asset quality through volatile times in the lending environment by stringently adhering to prudent norms and institutionalised processes. Your Bank also has a robust framework for assessing Counterparty Banks, which are reviewed periodically to ensure interbank exposures are within approved appetite.

As on March 31, 2024, your Bank's ratio of Gross Non-Performing Assets (GNPAs) to Gross Advances was 1.24 per cent. Net Non-Performing Assets (Gross Non-Performing Assets Less Specific Loan Loss provisions) was 0.33 per cent of Net Advances.

Your Bank has a conservative and prudent policy for specific provisions on NPAs. Its provision for NPAs is higher than the minimum regulatory requirements and adheres to the regulatory norms for Standard Assets.

Digital and Credit Risk

Driven by rapid technological advancements, the banking sector is witnessing the increasing importance of digitalisation as a critical differentiator for customer retention and service delivery. Digital lending has emerged as a convenient and quick method for customers to secure loans with just a few clicks often in minutes, if not seconds. However, addressing the risks associated with digital lending is crucial and your Bank has implemented appropriate measures to manage these risks effectively. Digital loans are sanctioned primarily to your Bank's existing customers. Often, they are customers across multiple products, thus enabling the Bank ready access to their credit history and risk profile. This accessibility facilitates the evaluation of their loan eligibility. Moreover, the credit checks and scores used by your Bank in process-based underwriting are replicated for digital loans. This ensures consistency in the evaluation process.

Market Risk

Market Risk arises primarily from your Bank's statutory reserve management and trading activity in interest rates, equity, and currency market. These risks are managed through a well-defined Board approved Market Risk Policy, Investment Policy, Foreign Exchange Trading Policy, and Derivatives Policy that caps risk in different trading desks or various securities through trading risk limits / triggers. The risk measures include position limits, tenor restrictions, sensitivity limits, namely, PV01, Modified Duration of Hold to Maturity Portfolio and Option Greeks, Value-at-Risk (VaR) Limit, Stop Loss Trigger Level (SLTL), Scenario-based P&L Triggers, Potential Loss Trigger Level (PLTL) and are monitored on an end-of-day basis. In addition, forex open positions, currency option delta, and interest rate sensitivity limits are computed and monitored on an intraday basis. This is supplemented by a Board-approved stress testing policy and framework that simulates various market risk scenarios to measure losses and initiate remedial measures. Your Bank's Market Risk capital charge is computed daily using the Standardised Measurement Method applying the regulatory factors.

Liquidity Risk

Liquidity risk is the risk that the Bank may not be able to meet its financial obligations as they fall due without incurring unacceptable losses. Your Bank's liquidity and interest rate risk management framework is spelt out through a well-defined Board approved Asset Liability Management Policy. As part of this process, your Bank has established various Board-approved limits for liquidity and interest rate risks in the banking book. The Asset Liability Committee (ALCO) is a decision-making unit responsible for implementing the liquidity and interest rate risk management strategy of the Bank in line with its risk management objectives and ensures adherence to the risk tolerance / limits set by the Board. ALCO reviews the policy's implementation and monitoring of limits. While the maturity gap, Basel III ratios and stock ratio limits help manage liquidity risk, Net Interest Income impact and market value of equity (MVE) impact help mitigate interest rate risk in the banking book. This is reinforced by a comprehensive Board-approved stress testing programme covering both liquidity and interest rate risk.

Your Bank conducts various studies to assess the behavioural pattern of non-contractual assets and liabilities and embedded options available to customers, which are used while managing maturity gaps and repricing risk. Further, your Bank has the necessary framework to manage intraday liquidity risk.

The Liquidity Coverage Ratio (LCR) is one of the Basel Committee's key reforms to develop a more resilient banking sector. The LCR, a global standard, is also used to measure your Bank's liquidity position. LCR seeks to ensure that the Bank has an adequate stock of unencumbered High-Quality Liquid Assets (HQLA) that can be converted into cash easily and immediately to meet its liquidity needs under a 30-day calendar liquidity stress scenario. The LCR helps in improving the banking sector's ability to absorb shocks arising from financial and economic stress, whatever the source, thus reducing the risk of spill over from the financial sector to the real economy. Based on Basel III norms, your Bank's average LCR stood at 117.35 per cent on a consolidated basis for financial year 2023-24 as against the regulatory threshold at 100 per cent.

Average Liquidity Coverage Ratio

117.35 per cent

On a Consolidated Basis for the Financial Year 2023-24

The Net Stable Funding Ratio (NSFR), a key liquidity risk measure under BCBS liquidity standards, is also used to measure your Bank's liquidity position. The NSFR seeks to ensure that your Bank maintains a stable funding profile in relation to the composition of its assets and off-balance sheet activities. The NSFR promotes resilience over a longer-term time horizon by requiring banks to fund their activities with more stable sources of funding on an ongoing basis. The RBI guidelines stipulated a minimum NSFR requirement of 100 per cent at a consolidated level and your Bank has maintained the NSFR well above 100 per cent since its implementation. Based on guidelines issued by RBI, your Bank's NSFR stood at 120.81 per cent on a consolidated basis March 31, 2024.

Operational Risk

This is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. It also includes risk of loss due to legal risk but excludes strategic and reputational risk.

Given below is a detailed explanation under four different heads: Framework and Process, Internal Control, Information Technology and Information Security Practices and Fraud Monitoring and Control.

A. Framework and Process

To manage Operational Risks, your Bank has in place a comprehensive Operational Risk Management Framework, whose implementation is supervised by the Operational Risk Management Committee (ORMC) and reviewed by the RPMC of the Board. An independent Operational Risk Management Department (ORMD) implements the framework. Under the framework, the Bank has three lines of defence. The first line of defence is the business line (including support and operations).

The first line is primarily responsible for developing risk mitigation strategies in managing operational risk for their respective units.

The second line of defence is the ORMD, which is responsible for implementing the operational risk management framework across the Bank. It designs and develops tools required for implementing the framework including policies and processes, guidelines towards implementation and maintenance of the framework. In order to achieve the aforesaid objective pertaining to operational risk management framework, the ORMC guides and oversees the functioning, implementation, and maintenance of operational risk management activities of Bank, with special focus on:

- Identification and assessment of risks across the Bank through the Risk and Control Self-Assessment (RCSA) and Scenario analysis
- Measurement of Operational Risk based on the actual loss data
- Monitoring of risk through Key Risk Indicators (KRI)
- Management and reporting through KRI, RCSA and operational risk losses of the Bank

Internal Audit is the third line of defence. The team reviews the effectiveness of governance, risk management and internal controls within your Bank.

B. Internal Control

Your Bank has implemented sound internal control practices across all processes, units and functions. It has well laid down policies and processes for the management of its day-to-day activities. Your Bank follows established, well-designed controls, which include traditional four eye principles, effective segregation of business and support functions, segregation of duties, call back processes, reconciliation, exception reporting and periodic MIS. Specialised risk control units function in risk- prone products/ functions to minimise operational risk. Controls are tested as part of the SOX control testing framework.

C. Information Technology and Information Security Practices

Your Bank operates in a highly automated environment and makes use of the latest technologies available on cloud or on Premises Data Centres to support various business segments. With the advent of new technology tools and increased sophistication, your Bank has improved its efficiency, reduced operational complexities, aided decision making and enhanced the accessibility of products and services. This results in various risks such as those associated with the use, ownership, operation, redundancy, involvement, influence, and adoption of IT within an enterprise, as well as business disruption due to technological failures. Additionally, it can lead to risks related to information assets, data security, integrity, reliability and availability, among others. Your Bank has put in place a governance framework, Information Security Practices, Business Continuity Plan, Disaster Recovery (DR) resiliency, Security Enhancements, Public Cloud and Cloud Native Services Adoption and Enhanced Automated Monitoring mechanisms to mitigate Information Technology and Information Security-related risks.

The three lines of defence approach is adopted for enterprise-wide Technology Risk management. The first line of defence holds primary responsibility of managing the risk and ensuring proper controls are in place.

The second line of defence defines policies, frameworks and controls. Information Technology Risk function and Information Security Group addresses technology and information security related risks. A well-documented Board-approved information security policy and cyber security policy are in place.

Your Bank has a robust Business Continuity and Disaster Recovery plan that is periodically tested to ensure that it can meet any operational contingencies. Further, there is a well-documented crisis management plan in place to address the strategic issues of a crisis impacting the Bank and to direct and communicate the corporate response to the crisis including cyber crisis. In addition, employees periodically undergo mandatory business continuity awareness training and sensitisation exercises on a periodic basis.

For details on Business Continuity, Information and Cybersecurity Practices and Data Privacy Measures, please refer to pages 82 -87, 235 and 241.

An independent assurance team within Internal Audit acts as a third line of defence that provides assurance on the management of IT-related risks.

D. Fraud Monitoring and Control

Your Bank has put in place a Whistle Blower and Vigilance Policy and a central vigilance team that oversees the implementation of fraud prevention measures. Frauds are investigated to identify the root cause and relevant corrective steps are recommended to prevent recurrence.

Fraud Monitoring committees at the senior management and Board level also deliberate on high value fraud events and advise preventive actions. Periodic reports are submitted to the Board and senior management committees.

Compliance Risk

Compliance Risk is defined as the risk of impairment of your Bank's integrity, leading to damage to its reputation, legal or regulatory sanctions, or financial loss, as a result of a failure (or perceived failure) to comply with applicable laws, regulations, and standards. Your Bank has a Compliance Policy to ensure the highest standards of compliance. A dedicated team of subject matter experts in the Compliance Department works with business, support and operations teams to ensure active Compliance Risk management and monitoring. The team also provides advisory services on regulatory matters. The focus is on identifying and reducing risk by rigorously testing products and also putting in place robust internal policies. Products that adhere to regulatory norms are tested after rollout and shortcomings, if any, are fully addressed till the product stabilises. Internal policies are reviewed and updated periodically as per agreed frequency or based on market actions or regulatory guidelines/ actions. The compliance team also seeks regular feedback on regulatory compliance from product, business and operation teams through self-certifications and monitoring.

ICAAP

Your Bank has a structured management framework in the Internal Capital Adequacy Assessment Process (ICAAP) for the identification and evaluation of the significance of the risks that the Bank faces, which may have a material adverse impact on its business and financial position. The ICAAP framework is guided by the Board approved ICAAP Policy.

Group Risk

Post merger, the subsidiaries of your Bank have increased manifold from existing two subsidiaries. In order to manage the risk arising from subsidiaries with regards to potential uncertainties or adverse events that can impact the operations, financial stability, reputation of the Group, your Bank has established Group Risk Management function within the Risk Management Group. Your Bank shall have a reasonable oversight on the Risk Management Framework of the group entities on an ongoing basis through Group Risk Management Committee and Council. The Board / Risk Management committees of respective subsidiary shall be driving the day to day risk management in accordance with the requirements of the respective regulator. Stress testing for the group is carried out by integrating the stress tests of the subsidiaries. Similarly, capital adequacy projections are formulated for the group after incorporating the business / capital plans of the subsidiaries. The Group Risk Management Committee shall report to the Bank's Risk Policy & Monitoring Committee (RPMC).

Model Risk

The use of models invariably presents model risk, which is the potential for adverse consequences from decisions based on incorrect or misused model outputs and reports. The Model Validation Unit (MVU) under Risk Management Group shall be responsible for testing and verifying the accuracy and reliability of models used within the Bank. By establishing a dedicated MVU, your Bank ensures that its models are independently evaluated before implementation and on an ongoing basis. There is an established Enterprise Model Validation Policy (EMVP) which is a centralized, overarching policy whose objective is to provide comprehensive guidance on model risk management across the Bank. The policy defines the roles and responsibilities across stakeholders i.e., Model Owners, Model Users, Model Developers, and the Model Validation Unit (MVU). There is Model Risk Management Committee (MRMC) which is an executive committee to govern the Model Risk Management Framework as defined in the EMV policy. It shall also oversee the development and implementation of EMV policy, governance structure, necessary processes and system are put in place and review the results of the model validation/monitoring on a periodic basis. The MRMC shall report to the Bank's Risk Policy & Monitoring Committee (RPMC).

Climate Risk

The risks from climate change are divided into (i) Physical risk which captures economic losses from acute impacts on account of extreme weather events or long-term chronic impact on environment; and (ii) Transition risks which captures financial asset level losses due to the possible process of adjustment to a low carbon economy.

Your Bank has partnered with an independent reputed global agency for developing a framework to assess climate transition risk at a borrower level for select industries. Additionally, your Bank has taken initiatives to engage in capacity building programs to familiarize the Board and its staff members on the key developments in climate risk assessment, considering this risk is continuously evolving.

Further your bank has formulated its ESG policy and ESG & Climate Change Assessment Framework which is integrated into bank's credit appraisal process.

Stress Testing Framework

Your Bank has implemented a Board approved Stress Testing Policy and Framework which forms an integral part of the Bank's ICAAP. Stress testing involves the use of various techniques to assess your Bank's potential vulnerability to extreme but plausible stressed business conditions. The changes in the levels of Pillar I risks and select Pillar II risks, along with the changes in the on and off-Balance Sheet positions of your Bank are assessed under assumed 'stress' scenarios and sensitivity factors. The suite of stress scenarios includes topical themes depending on prevailing geopolitical / macroeconomic / sectoral and other trends. The stress testing outcome may be analysed through capital impact and/or identification of vulnerable borrowers depending on the scenario.

Business Continuity Planning (BCP)

Your Bank has a strong BCP programme in place that enables operational resilience and continuity in delivering quality services across various business cycles. With our ISO 22301:2019 certified Business Continuity Programme, we prioritise minimising service disruptions and safeguarding our employees, customers and business during any unforeseen adverse events or circumstances. The Programme is designed in accordance with the guidelines issued by regulatory bodies. Further our programme undergoes regular internal, external and regulatory reviews.

The central Business Continuity Office focuses on strengthening the Bank's preparedness for continuity. Oversight over programme is provided by the Business Continuity Steering Committee, chaired by the Chief Risk Officer. The Business Continuity Procedure outlines clear roles and responsibilities for teams involved in Crisis Management, Business Recovery, Emergency Response, and IT Disaster Recovery, ensuring a coordinated approach.

Some of the key roles in this programme are as follows:

Steering Committee
The Steering Committee ensures centralised monitoring of your Bank's Business Continuity program implementation

Crisis Management teams
Crisis Management teams work on effective management of recovery operations during disruptive events

Disaster Recovery (DR) Site
A dedicated DR site for recovery of critical core and customer facing applications

Functional recovery plans
Functional recovery plans ensure structured and expedited restoration of operations

Periodic drils
Periodic drills are conducted for testing the effectiveness of recovery plans

As a responsible Bank, these steadfast practices have enabled us to continue seamless service delivery to our customers through disruptive events and beyond.

Internal Controls, Audit and Compliance

Your Bank has put in place extensive internal controls and processes that are commensurate with the size and scale of the Bank to mitigate Operational and other allied risks, including centralised operations and 'segregation of duty' between the front and back-office. The front-office units usually act as customer touchpoints and sales and service outlets while the back-office carries out the entire processing, accounting and settlement of transactions in the Bank's core banking system. The policy framework, definition and monitoring of limits is carried out by various mid-office and risk management functions. The credit sanctioning and debt management units are also segregated and do not have any sales and operations responsibilities.

Your Bank has set up various executive-level committees with participation from various business and control functions that are designed to review and oversee matters pertaining to capital, assets and liabilities, business practices and customer service, operational risk, information security, business continuity planning and internal risk-based supervision among others. The second line of defence functions set standards and lay down policies and procedures by which the business functions manage risks, including compliance with applicable laws, compliance with regulatory guidelines, adherence to operational controls and relevant standards of conduct. At the ground level, your Bank has a mix of preventive and detective controls implemented through systems and processes, ensuring a robust framework in your Bank to enable correct and complete accounting, identification of outliers (if any) by the management on a timely basis for corrective action and mitigating operational risks.

Your Bank has put in place various preventive controls, including:

a) Limited and need-based access to systems by users

b) Dual custody over cash and near-cash items

c) Segregation of duty in processing of transactions vis-à-vis creation of user IDs

d) Segregation of duty in processing of transactions vis-à-vis monitoring and review of transactions/ reconciliation

e) Four eye principle (maker-checker control) for processing of transactions

f) Stringent password policy

g) Booking of transactions in core banking system mandates the earmarking of line/limit (fund as well as non-fund based) assigned to the customer

h) STP processes between core banking system and payment interface systems for transmission of messages

i) Additional authorisation leg in payment interface systems in applicable cases

j) Audit logs directly extracted from systems

k) Empowerment grid

Your Bank also has detective controls in place:

a) Periodic review of user IDs and its usage logs

b) Post-transaction monitoring at the back-end by way of call back process (through daily log reports) by an independent person, i.e., to ascertain that entries in the core banking system/messages in payment interface systems are based on valid/authorised transactions and customer requests

i) Daily tally of cash and near-cash items at end of day

ii) Reconciliation of Nostro accounts (by an independent team) to ascertain and match-off the Nostro credits and debits (external or internal) regularly to avoid / identify any unreconciled / unmatched entries passing through the system

c) Reconciliation of all internal / transitory accounts and establishment of responsibility in case of outstanding

d) Independent and surprise checks periodically by supervisors.

Your Bank has an Internal Audit Department which is responsible for independently evaluating the adequacy and effectiveness of internal controls, risk management, governance systems and processes and is manned by appropriately qualified and experienced personnel.

This department adopts a risk-based audit approach and carries out audits across various businesses i.e., Retail, Wholesale and Treasury (for India and Overseas books), Audit of Operations units, Management and Thematic audits, Information Security audit, Revenue audit, Spot checks and Concurrent audit in order to independently evaluate the adequacy and effectiveness of internal controls on an ongoing basis and proactively recommending enhancements thereof. The Internal Audit Department, during the course of audit, also ascertains the extent of adherence to regulatory guidelines, legal requirements and operational processes and provides timely feedback to the management for corrective actions. A strong oversight on the operations is also kept through off-site monitoring by use of data analytics and automation tools to study trends/patterns to detect outliers (if any) and alert the management for due corrective action, wherever warranted.

The Internal Audit Department also independently reviews your Bank's implementation of Internal Rating Based (IRB)-approach for calculation of capital charge for Credit Risk, the appropriateness of your Bank's ICAAP, as well as evaluates the quality and comprehensiveness of your Bank's disaster recovery and business continuity plans and also carries out management self-assessment of adequacy of the Bank's internal financial controls and operating effectiveness of such controls in terms of Sarbanes Oxley (SOX) Act and Companies Act, 2013. The Internal Audit Department plays an important role in strengthening of the control functions by periodically reviewing their practices and processes as well as recommending enhancements thereof. Additionally, oversight is also kept on the functioning of the subsidiaries, related party transactions and extent of adherence to the licensing conditions of the RBI.

Any new product/process introduced in your Bank is reviewed by Compliance function in order to ensure adherence to regulatory guidelines. The Audit function may, if deemed necessary also proactively recommend improvements in operational processes and service quality for such new products / processes.

To ensure independence, the Internal Audit Function has a reporting line to the Audit Committee of the Board and a dotted line reporting to the Managing Director for administrative purposes.

The Compliance function independently tracks, reviews and ensures compliance with regulatory guidelines and promotes a compliance culture in the Bank.

Your Bank has a comprehensive Know Your Customer (KYC), Anti Money Laundering (AML) and Combating Financing of Terrorism (CFT) policy (based on the RBI guidelines / provisions of the Prevention of Money Laundering Act, 2002) incorporating the key elements of Customer Acceptance Policy, Customer Identification Procedures, Risk Management and Monitoring of Transactions. The policy is subjected to an annual review and is duly approved by the Board.

Your Bank besides having robust controls in place to ensure adherence to the KYC guidelines at the time of account opening also has monitoring process at various stages of the customer lifecycle including a continuous review process in the form of transaction monitoring carried out by a dedicated AML and CFT monitoring team which carries out transaction reviews for identification of suspicious patterns/trends that enables your Bank to further carry out enhanced due diligence (wherever required) and appropriate actions thereafter.

The Audit team and the Compliance team undergo regular training both in-house and external to equip them with the necessary knowhow and expertise to carry out the function.

The Audit Committee of the Board reviews the effectiveness of controls, compliance with regulatory guidelines as also the performance of the Audit and Compliance functions in your Bank and provides direction, wherever deemed fit. The Audit function is also subject to periodic external assurance reviews. Your Bank has always adhered to the highest standards of compliance and has put in place appropriate controls and risk measurement and risk management tools to ensure a robust compliance and governance structure.

Performance of Subsidiary Companies

Your Bank has five key subsidiaries, HDB Financial Services Limited (HDBFSL), HDFC Life Insurance Company Limited (HDFC Life), HDFC Asset Management Company Limited (HDFC AMC), HDFC ERGO General Insurance Company Limited (HDFC ERGO) and HDFC Securities Limited (HSL). HDBFSL is a leading NBFC that caters primarily to segments not covered by the Bank while HSL is among India's leading retail broking firms. HDFC Life is a leading, listed, long-term life insurance solutions provider in India. HDFC ERGO offers a complete range of general insurance products. HDFC AMC is Investment Manager to HDFC Mutual Fund, one of the largest mutual funds in the country.

Amongst the Bank's key subsidiaries, HDFC Life Insurance Company Limited and HDFC ERGO General Insurance Company Limited prepare their financial results in accordance with Indian GAAP and other subsidiaries do so in accordance with the notified Indian Accounting Standards ('Ind-AS').

The detailed financial performance of the companies is given below.

HDFC Securities Limited (HSL)

Transacting Customers of HSL

12.14 lakh

HSL's Total Income under Indian Accounting Standards for the year ended March 31, 2024 was ₹ 2,660.7 crore as against ₹ 1,891.6 crore in the previous financial year. Net Profit was ₹ 950.9 crore for the year ended March 31, 2024 as against ₹ 777.2 crore in the previous financial year. The company has a customer base of 53.82 lakh to whom it offers an exhaustive range of investment and protection products. In the year under review, HSL had 12.14 lakh transacting customers. The focus on digitalisation continued. Notably, 95 per cent of its customers accessed its services digitally, against 92 per cent in the previous year.

In a conscious effort to rationalise the distribution network with greater emphasis on digital offerings, HSL consolidated its existing branches to end with 184 branches across 139 cities / towns at the end of the year. It created digital boarding journeys which led to more than 90 per cent of customers being onboarded digitally.

In the case of Margin Trade Funding (MTF), the Average Book Size during the year was ₹ 4,855 crore, against the average book size of ₹ 3,190 crore in the last financial year. The Book Size for the year ended March 31, 2024 stands at ₹ 6,033 crore.

HSL launched its flat price broking app, HDFC SKY in September 2023. HDFC SKY has a one-price slab of ₹ 20 for both intraday and delivery across segments, MTF at 12 per cent and zero account opening and maintenance charges for the first year.

HDFC SKY is designed to support investors and traders across experience levels to participate seamlessly in the financial markets and achieve their financial goals. The app provides access to various investment and trading offerings, including Indian stocks, ETFs, Mutual Funds, Futures and Options, Currencies, Commodities, IPOs and global equities on a single Fintech platform. Its users are spread across Tier-1, 2 and 3 cities.

The platform is best placed to help its customers with investment and stock recommendations and proprietary research to enable better and informed decision-making.

The Indian stock market witnessed an exceptional rally in the Financial Year 2023-24 marking multiple record highs. It was one of the best performing major markets after Japan's Nikkei. In Financial Year 2023-24, Nifty50 rose 28.6 per cent, while the BSE Sensex was up 24.8 per cent. This remarkable performance can be attributed to robust retail participation and strong Foreign Portfolio Investor (FPI) inflows triggered by buoyant economic growth and healthy corporate earnings. An increase in foreign investments in the Indian stock market provided additional liquidity and drove up stock prices. Indian equities garnered ₹ 2.08 lakh crore from FIIs in the Financial Year 2023-24. Demat accounts surged to 15.1 crore in March 2024 as compared to 11.4 crore in March 2023.

Realty (up 133 per cent) and Power (up 86 per cent) indices gained the most during the Financial Year 2023-24 followed by Capital Goods and Auto, Energy Indices. FMCG and BANKEX Indices while ending with gains during the year, significantly underperformed compared to other indices. Broader markets outperformed in the Financial Year 2023-24 with the Nifty Midcap 50 up by 59.8 per cent and Nifty Smallcap 50 gaining 71.6 per cent.

As on March 31, 2024, your Bank held 95.1 per cent stake in HSL.

HDB Financial Services Limited (HDBFSL)

HDB Financial Services Limited (HDBFSL) is a subsidiary of HDFC Bank and is a Non-Banking Finance Company (NBFC). HDBFSL has a comprehensive bouquet of products and service offerings that are tailor-made to suit its customers' requirements including first-time borrowers and the underserved segments.

HDBFSL is engaged in the business of lending, fee-based products and BPO services.

The company's Profit After Tax rose by 25.59 percent to ₹ 2,461 crore as on March 31, 2024 compared to ₹ 1,959 crore as on March 31, 2023. The Total Loan Book stood at ₹ 90,218 crore as on March 31, 2024 compared to ₹ 70,031 crore as on March 31, 2023, a growth of 28.8 per cent. The asset quality remained robust, with Gross Non Performing Asset (GNPA) ratio at 1.90 per cent and Net Non Performing Asset (NNPA) ratio at 0.63 per cent as on March 31, 2024. GNPA stood at 2.73 per cent and NNPA at 0.95 per cent for the year ended March 31, 2023. Capital Adequacy Ratio stood at 19.25 per cent as on March 31, 2024.

HDBFSL has continued to focus on diversifying its products and expanding its distribution while augmenting its digital infrastructure and offerings to effectively deliver credit solutions. The company has a strong network of over 1,680 branches spread across 1,144 cities. As on March 31, 2024, your Bank held 94.6 per cent stake in HDBFSL.

HDBFSL has a diverse range of product offerings (secured and unsecured) to various customer segments. Given below are the key product as well as service offerings to various customer segments.

Consumer Loans

Consumer Loans are provided to individuals for personal or household purposes to meet their short to medium term requirements. It comprises loans for consumer durables, lifestyle products and digital products, personal loans, auto loans for new and used cars, two-wheeler loans and gold loans.

Enterprise Loans

HDBFSL offers loans to businesses for their growth and working capital requirements. Various loans offered to enterprises include: Unsecured Business Loan, Enterprise Business Loan, Loan Against Property, Loan Against Securities and Loan Against Lease Rental. These loans cater to the financial requirements of enterprises for the purchase of new machinery, inventory or revamping the business.

Asset Finance

HDBFSL provides loans for the purchase of new and used commercial vehicles and provides refinance against existing vehicles for business working capital. It extends these offerings to fleet owners, first-time users, first-time buyers and captive use buyers. Construction equipment loans are offered for the procurement of new and used construction equipment. The company also facilitates refinancing on existing equipment. HDBFSL also offers customised tractor loans for the purchase of tractors or tractor-related implements to meet both agricultural and commercial needs.

Micro Lending

HDBFSL offers micro-loans to borrowers through the Joint Liability Group (JLG) framework to empower and promote financial inclusion for sustainable development.

These loans were initiated in 2019 and are currently available in seven states including Maharashtra, Bihar, Rajasthan, Gujarat, Madhya Pradesh, Uttar Pradesh and Odisha covering 114 districts with more than 200 operational branches.

Fee-Based Products / Insurance Services

HDBFSL has a licence from the Insurance Regulatory and Development Authority of India (IRDAI) and is a registered Corporate Insurance Agent certified to sell both life and general (non-life) insurance products. The company has tie-ups with HDFC Life Insurance Company Limited and Aditya Birla Sun Life Insurance for life insurance products. HDBFSL has partnered with HDFC ERGO General Insurance Company Ltd and Tata AIG General Insurance Company Ltd for general insurance products.

BPO Services

The BPO services offerings include running collection call centres, sales support services, back office operations and processing support services. Under collection services, HDBFSL has a contract to run collection call centres for HDFC Bank. These centres provide collection services for the entire range of HDFC Bank's retail lending products offering comprehensive end-to-end collection services. Under back office and sales support, HDBFSL offers sales support and back-office services like forms processing, document verification, finance and accounting operations and processing support for HDFC Bank.

Digital Presence

HDBFSL's presence across digital channels enables it to offer a wide variety of financial solutions to its customers. They can access and manage their loan account 24/7 through its new, upgraded version of Mobile Banking Application with enhanced features - 'HDB-On-the-Go', Customer Service Portal to manage the loan account, missed call service, WhatsApp Account Management and the Chatbot #AskPriya.

HDFC Asset Management Company Limited (HDFC AMC)

Incorporated in 1999, HDFC AMC offers a comprehensive suite of mutual fund and alternative investments across asset classes, including equity, fixed income, hybrid and multi-asset solutions both on active as well as passive platforms. It caters to the needs of a large and diverse customer base. HDFC Bank became the holding company and promoter of HDFC AMC, in place of erstwhile HDFC Limited, with effect from July 1, 2023. As on March 31, 2024, HDFC Bank held a 52.55 per cent stake in HDFC AMC.

HDFC AMC is Investment Manager to HDFC Mutual Fund, one of the largest mutual funds in the country with closing AUM of over ₹ 6 lakh crore and market share of 11.4 per cent as on March 31, 2024. It serves a mutual fund customer base of 96 lakh unique investors, with a total of 1.66 crore live accounts. The company has a vast network of 254 branches, over 85,000 distribution partners and modern digital platforms, enabling it to serve clients across India.

HDCF AMC offers Portfolio Management and Segregated Account Services as well as Alternative Investment Funds to High Networth Individuals, family offices, domestic corporates, trusts, provident funds and domestic cum global institutions.

The company also has a wholly owned subsidiary company - HDFC AMC International (IFSC) Limited in Gujarat International Finance Tec-City (Gift City) for providing investment management, advisory and related services.

Total Income for the Financial Year 2023-24 recorded a year-on-year growth of 27 per cent to ₹ 3,162.5 crore. Profit After Tax grew by 37 per cent to ₹ 1,945.8 crore.

HDFC Life Insurance Company Limited (HDFC Life)

Established in 2000, HDFC Life Insurance Company Limited ('HDFC Life'/ 'Company') is a leading, listed, long-term life insurance solutions provider in India offering a range of individual and group insurance solutions that meet various customer needs such as protection, pension, savings, investment, annuity and health. The company has more than 80 products (including individual and group products) and Optional Riders in its portfolio, catering to a diverse range of customer needs.

In FY24, HDFC Life, known for its innovative products and customer-centric approach, has secured more than 6.6 crore lives with an overall claim settlement ratio of 99.7 per cent. The company with 535 branches across India delivered Profit After Tax of ₹ 1,569 crore in the Financial Year 2023-24.

HDFC Life was promoted by erstwhile Housing Development Finance Corporation Limited (HDFC Limited.), and Abrdn (Mauritius Holdings) 2006 Limited (abrdn) (formerly Standard Life (Mauritius Holdings) 2006 Limited), a global investment company. Consequent to implementation of the Scheme of Amalgamation of erstwhile HDFC Limited. with HDFC Bank, India's leading private sector bank ("Bank"), the Bank has become promoter of the company, in place of HDFC Limited., effective from July 1, 2023. Further, consequent to reclassification of abrdn from "Promoter" category to "Public" category in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, HDFC Bank has become sole promoter of the Company, effective December 12, 2023. The name/letter 'HDFC' in the name/logo of HDFC Life Insurance Company Limited (HDFC Life) belongs to HDFC Bank Limited.

HDFC Life has a nation-wide presence with its own branches and additional distribution touchpoints through several tie-ups and partnerships. The count of distribution partnerships is over 300, comprising banks, NBFCs, MFIs, SFBs, brokers and new ecosystem partners amongst others. The company has a strong base of financial consultants.

HDFC ERGO General Insurance Company Limited (HDFC ERGO)

HDFC ERGO General Insurance Company Limited (HDFC ERGO) is a subsidiary of the Bank and is a General Insurance company. It offers a comprehensive bouquet of general insurance products - ranging from Motor, Health, Travel, Home, Personal Accident and Cyber Insurance for its retail customers to products like Property, Marine and Liability Insurance to its

SME & Corporate Customers to Crop and Cattle Insurance for Rural Customers.

HDFC ERGO has a track record of consistent profitable growth. Over the past 16 years, it has grown faster than the industry - with a 31 per cent CAGR vis-à-vis 15 per cent CAGR for the General Insurance industry. As a result, HDFC ERGO has improved its market share from 0.8 per cent in the Financial Year 2007-08 to 6.4 per cent in the Financial Year 2023-24.

Profit After Tax for the year ended March 31, 2024 was ₹ 437.67 crore compared to ₹ 652.66 crore for the year ended March 31, 2023.

Distribution Network

In order to provide its customers complete flexibility to avail its products and services, HDFC ERGO has a pan-India presence and a multi-channel distribution network. As of March 31, 2024, the company has a strong network of 266 branches and 497 Digital Offices spread across 509 districts of the country.

Besides its own sales force, website and call centre, HDFC ERGO distributes its products via individual agents, corporate agents, bancassurance partners, brokers, motor insurance service providers, web aggregator and common service centre channels. As of March 31, 2024, HDFC ERGO has a large network of 1,09,279 individual agents including Point of Sales Personnel (POSPs) and has partnered with 149 Banks / Corporate Agents for distributing its products.

Product Segments

Accident & Health Insurance: HDFC ERGO offers various products under Accident & Health Insurance – retail health insurance to first-time health insurance buyers, group health insurance to insured groups, top-up health insurance to those who seek to protect themselves from high medical expenses, mass health insurance to those interested in participating in Government schemes as well as personal accident insurance and travel insurance. The company is the second largest retail health insurer in the industry as of March 31, 2024.

Motor Insurance: HDFC ERGO offers motor insurance for various segments - private cars, two wheelers, passenger vehicles, commercial vehicles, electronic vehicles as well as new and old vehicles. It is the fifth largest insurer in the private sector in the Motor Insurance segment in the Financial Year 2023-24.

Commercial Business: HDFC ERGO has a track record of providing customised insurance solutions to its corporate clients. Be it property, engineering insurance, marine insurance or liability insurance, the company follows an advisory approach to its clients based on a thorough understanding of their requirement. It is the fourth largest insurer in the private sector in the Commercial segment in the Financial Year 2023-24.

Rural and Agri Business: HDFC ERGO's rural market development activities are spearheaded by crop insurance covering a large agrarian population which is frequently affected by crop losses attributable to an irregular climatic pattern. It is the second largest insurer in the private sector in the crop insurance segment in FY24. HDFC ERGO also supports deepening insurance penetration in rural India via its Common Service Center (CSC) channel.

Servicing

The company has a robust digital service architecture supported by Artificial Intelligence. It reviews and re-engineers processes on a continuous basis to drive efficiencies and enhancing customer / channel experience. It has ISO certified processes of Claims, Operations, Customer Services, Business Continuity Management System and Information Security Management System.

HDFC ERGO has a fair and robust claims management practice. Following its core values, the company provides prompt response and quick claim settlement and equity of treatment to all its stakeholders, through its wide network of motor workshops and empanelled hospitals across the country. Customers are able to view and track claims status and provide feedback through HDFC ERGO's website and mobile application thus bringing in transparency. Over 80 per cent of motor insurance claim surveys were conducted digitally in FY 2023-24. About 90 per cent of motor insurance claims and about 65 per cent of health insurance claims were settled in cashless mode in FY24.

HDFC ERGO issued more than 1.1 crore policies in FY 2023-24, of which ~90 per cent were issued digitally. HDFC ERGO has enabled multilingual support across digital platforms to service the customers in their preferred language. For example, the AI-enabled WhatsApp bot 'MyRA' currently offers services in 12 languages. AI-enabled processes have led to prompt assessment and detection of external damages to vehicles with the estimation of repair/replace of parts. It has also launched AI-enabled inspection for break-in insurance, enabling customers to receive the decision in about 5 minutes. In line with its customer centric philosophy, the company's grievance resolution TAT is lower than industry average by about 3 days.

In FY24, HDFC ERGO introduced "here" app. The app is a one-of-a-kind ecosystem which helps customers and non-customers of the Company to take informed decisions about their everyday needs such as mobility, healthcare, travelamoungst others. It was launched in May 2023 and has been well received by the users, with over 50 lakh downloads.

Recently, HDFC ERGO has also partnered with Google Cloud to establish a Center of Excellence for Generative AI, aiming to offer hyper-personalised customer experiences and innovative insurance solutions.

HDFC ERGO continues to be future-ready by innovating and focusing on new-age technologies like AI, VR, Robotics to continue to provide superior customer experience.

ESG

HDFC ERGO believes in building a sustainable ecosystem to ensure it can continue providing value to its customers and society at large. It has developed an ESG policy and framework, and has been undertaking a number of initiatives across Environmental and Social aspects and further strengthening its Governance related processes.

As an example, diversity, equity and inclusion (DEI) is a key part of the company's culture and embedded in various processes. The share of women in overall workforce has improved from 19 per cent in FY22 to 25 per cent in FY24

Other Statutory Disclosures

Number of Meetings of the Board, attendance, meetings and constitution of various Committees

Fourteen (14) meetings of the Board were held during the FY 2023-24. The details of Board meetings held during the year, attendance of Directors at the meetings and constitution of various Committees of the Board are included separately in the Corporate Governance Report.

Annual Return

In accordance with the provisions of Companies Act, 2013 (the "Act"), the Annual Return of HDFC Bank Limited ("Bank" or "HDFC Bank") in the prescribed Form MGT-7 for FY 2023-24 is available on the website of the Bank at https://www.hdfcbank.com/personal/about-us/investor-relations/annual-report.

Requirement for maintenance of cost records

The cost records as specified by the Central Government under Section 148(1) of the Act, are not required to be maintained by the Bank.

Details in respect of frauds reported by auditors under section 143 (12)

Pursuant to Section 143(12) of the Act and circular issued by National Financial Reporting Authority circular dated June 23, 2023, there were 3 instances of fraud committed during FY 2023-24, by the officers or employees of the Bank and reported by the Statutory Auditors to the Audit Committee of the Board. Details of the frauds are as under:

Sr. No.	Nature of the fraud with description	Approximate amount involved	Remedial actions taken
1	Misappropriation & Criminal Breach of Trust CDM was operated singly, and cash removed from machine was not deposited at branch; instead, pilfered by teller authoriser.	₹ 616.32 Lakhs	1) Bank had investigated the case which had revealed that the Bank's process of dual custody was not followed by the staff and the Cash Deposit Machine ("CDM") was operated under single custody by Branch Staff and cash evacuated from machine was not deposited at branch, instead, pilfered by Branch Staff. However, with adherence of Bank process by the branch / other staff the fraud could have been averted / detected at an early stage. 2) Bank had taken necessary disciplinary action against the involved staff by terminating his services as well as other staff towards the identified lapses. Further, the said branch staff was arrested by the police authorities and is in judicial custody. Post completion of the internal investigation, to avoid such incident following were the enhancements:- a) Tracking institutionalised to review Cash Recycler Machines (CRM) with high cash balances. Terminals with system balances beyond a threshold are being reviewed. b) Branches without system entry for cash evacuation from CRM are identified centrally & highlighted along with ageing since the last entry posting. c) Branch Managers periodic checks includes whether CDM is held and managed in Dual Custody, and Branch staff is aware of the process with regards to End of Day ("EOD") of the CDM machine. d) Cash extracted from CDM in dual custody and CDM general ledger ("GL") is nullified by depositing the Cash extracted from the machine. e) Cash is tallied with counter slips generated from the machine (including retraction slips) and necessary shortage / excess booked in case of any physical discrepancy on advice of the Automated Teller Machine ("ATM") monitoring team.
2	**Misappropriation & Criminal Breach of Trust** Staff had misappropriated funds of multiple customers and had used these for online gaming/ betting and lost	₹ 305.05 Lakhs	Update on recommendations / remedial action made in the inquiry report. a) Disciplinary action specific to HDFC Bank & insurance partner staffs stands executed. b) Matter was reported to RBI on November 8, 2023. Insurance claim has been initiated. Insurance company has appointed surveyor for the case. Surveyor had asked for certain details/documents which were provided by the bank. Bank is currently following up with insurance company for status. c) Amount in question was refunded to customers. d) Towards the breach of service level agreement identified for courier agency - M/s Agarwal Enterprises (Trackon Couriers Pvt. Ltd), show cause notice was issued to the courier company in consultation with legal. Response received against specified show cause notice was reviewed & Service Level Agreement / services of courier company were discontinued. e) Customer is in 'no debit' status. Since matter is Sub Judice, said account cannot be weeded out till final court order is received. f) BOTC asserted that Loan Against Trust Receipt alerts are raised based on the threshold limits for a single transaction (₹ 20 Lakhs & above) & risk profile of the customer. In highlighted account, customer was flagged as low risk & there was only one transaction of ₹ 20 Lakhs for which alert was triggered to branch for further review / enhanced due diligence. g) The Customer has changed his online banking credentials. Aside, branch has advised all highlighted customers to change their login credentials as a precautionary measure. h) Further, the Customer was guided and advised to get all remaining cheques stopped. However, customer has confirmed custody of remaining cheques & had utilized few cheques post this incident. Customer has reportedly issued cheque/s to some third party to clear some of his obligations & will apply for a new cheque book once he is back from abroad. Customer has been suitably informed by the branch on this aspect. i) Further, 16 specified transactions has been confirmed to be bonafied by respective branches. No anomalies noted.

Sr. No.	Nature of the fraud with description	Approximate amount involved	Remedial actions taken
3	Cheating & Forgery Syndicate Fraud perpetrated by borrowers in connivance with others by creating fake employment	₹ 2971.86 Lakhs	Corrective Measures : 1) Any change in the loan amount beyond ₹ 1 Lakh mandatorily requires Regional Credit manager ("RCM") approval. 2) ₹ 10 Lakhs cap has been placed for personal loans being extended to any employee of manpower companies. 3) Customer Profile Validation ("CPV") agents have now been mandated to meet the borrower at residence or office for cases where loan amount applied is more than ₹ 25 Lakhs. 4) Quarterly bureau checks of all employees in underwriting unit is being conducted by Risk team to derive their financial discipline. 5) Credit control unit (within underwriting) is being setup to identify the outliers and analyse the trends. The first set of observations has been received and being worked upon.

Directors' Responsibility Statement

Pursuant to Section 134 of the Act, the Board of Directors hereby confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- We have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Bank as on March 31, 2024 and of the profit of the Bank for the year ended on that date.
- We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Bank and for preventing and detecting fraud and other irregularities.
- We have prepared the annual accounts on a going concern basis.
- We have laid down internal financial controls to be followed by the Bank and have ensured that such internal financial controls were adequate and operating effectively.
- We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

Compliance with Secretarial Standards

The Bank has complied with Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Statutory Auditors

The Members of the Bank at the 27th Annual General Meeting ("AGM") had approved the appointment of M/s. M.M. Nissim & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 107122W/W100672) ["MMN"] as the joint statutory auditor(s) of the Bank from FY 2021-22 till (and including) FY 2023-24. Further, the Members of the Bank at the 28th AGM held on July 16, 2022 had approved the appointment of M/s. Price Waterhouse LLP, Chartered Accountants (ICAI Firm Registration No. 301112E/E300264) ["PW"], as the joint statutory auditor(s) of the Bank for a period of 3 (three) years from FY 2022-23 till (and including) FY 2024-25.

In view of the completion of term of MMN, the Board of Directors based on the recommendation of the Audit Committee has recommended the appointment of M/s. Batliboi & Purohit, Chartered Accountants (ICAI Firm Registration No. 101048W) ["B&P"] to act as Joint Statutory Auditors of the Bank in relation to the FY 2024-25, 2025-26 and 2026-27, subject to approval of the shareholders at the ensuing AGM and Reserve Bank of India ("RBI") each year.

Further, RBI vide its letter dated May 30, 2024 has approved the appointment of B&P to act as Joint Statutory Auditors of the Bank along with PW for FY 2024-25.

The resolution in this regard is being proposed at the ensuing AGM for the approval of the Shareholders.

During the year ended March 31, 2024, the fees paid to the Joint Statutory Auditor(s) and their respective network firms on aggregated basis are as follows:

(₹ In crores)

Fees (excluding taxes)*	HDFC Bank to joint statutory auditor(s)	Subsidiaries of HDFC Bank to joint statutory auditor(s) and its network firms
Statutory Audit	9.00	1.05
Certification & other audit / attestation services	6.82	0.05
Non-audit services	-	-
Outlays	0.40	0.05
Total	**16.22**	**1.15**

*No fees were paid to network firms of joint statutory auditor(s) by HDFC Bank.

Corporate Social Responsibility

The composition of Corporate Social Responsibility & Environment, Social and Governance ("**CSR & ESG**") Committee, brief outline of the CSR policy of the Bank and the initiatives undertaken by the Bank on CSR activities during the year are set out in **Annexure 2** to this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. This Policy is available on the Bank's website at https://v.hdfcbank.com/csr/our-commitment.html.

The Bank's Environmental Social & Governance (ESG) Policy Framework is available at https://www.hdfcbank.com/content/api/contentstream-id/723fb80a-2dde-42a3-9793-7ae1be57c87f/f0ac1d94-7b3f-4b7a-ad10-d84cd154eaed

Particulars of Contracts or Arrangements with Related Parties

Particulars of contracts or arrangements with related parties referred to in Section 188 (1) of the Act, as prescribed in Form AOC-2 under Rule 8 (2) of the Companies (Accounts) Rules, 2014 is enclosed as **Annexure 3** to this report.

Particulars of Loans, Guarantees or Investments

Pursuant to applicable provisions of Section 186 of the Act, the particulars of investments made by the Bank are disclosed in note no. 8 of Schedule 18 of the Financial Statements as per the applicable provisions of the Banking Regulation Act, 1949.

Material Development

Scheme of Amalgamation

The Board of Directors of the Bank at its meeting held on April 04, 2022, had approved a composite scheme of amalgamation (the "**Scheme**") for the amalgamation of: (i) erstwhile HDFC Investments Limited and erstwhile HDFC Holdings Limited, each a subsidiary of erstwhile Housing Development Finance Corporation Limited ("**e-HDFC Limited**"), with and into e-HDFC Limited, and (ii) e-HDFC Limited with and into HDFC Bank (the "**Amalgamation**"). Pursuant to the receipt of requisite approvals from Stock Exchanges, Securities and Exchange Board of India, Competition Commission of India, Reserve Bank of India, National Company Law Tribunal and all other regulatory / statutory authorities, the Amalgamation became effective from July 1, 2023 upon filing INC 28 with the Registrar of Companies, Mumbai.

Consequently, on July 14, 2023, the Bank allotted 3,11,03,96,492 equity shares of Re. 1 each to the shareholders of e-HDFC Limited in the ratio of 42:25 i.e. 42 equity shares of HDFC Bank (each having a face value of Re. 1) credited as fully paid for every 25 equity shares of e-HDFC Limited (each having a face value of Rs. 2). Also, non-convertible debentures and commercial papers issued and allotted by e-HDFC Limited were transferred in the name of the Bank. The Bank has done necessary corporate actions to give effect to above allotment / transfer of securities. Further, the warrants issued and allotted by e-HDFC Limited were matured on August 10, 2023 and out of total 1,47,57,600 warrants of e-HDFC Limited, 147,47,400 warrants were converted into 2,47,75,632 equity shares of Re. 1 each of the Bank, which were allotted and listed on the Stock Exchanges. Whereas the balance 10,200 warrants representing 17,136 equity shares were cancelled / lapsed.

In case of shareholders / warrant holder who were eligible for fractional entitlement, the securities were consolidated by a trust managed by Axis Trustee Services Limited, which was nominated by Board of Directors of the Bank. On October 9, 2023, the trust sold the consolidated securities in the market and the proceeds were distributed after deducting applicable cost and taxes to the eligible holders of such securities in the proportion of their entitlement ratio.

There were no material developments / changes / commitments affecting the financial position of the Bank which have occurred after March 31, 2024 till the date of this report.

Financial Statements of Subsidiaries and Associates

In terms of Section 134 of the Act read with Rule 8 (1) of the Companies (Accounts) Rules, 2014 the performance and financial position of the Bank's subsidiaries and associates are enclosed as **Annexure 4** to this report.

The Board of Directors of the Bank at its meeting held on April 04, 2022, had approved a composite scheme of amalgamation (the "Scheme") for the amalgamation of: (i) erstwhile HDFC Investments Limited and erstwhile HDFC Holdings Limited, each a subsidiary of erstwhile Housing Development Finance Corporation Limited ("e-HDFC Limited"), with and into e-HDFC Limited, and (ii) e-HDFC Limited with and into the Bank (the "Amalgamation"), which received all the required approvals and became effective from July 1, 2023.

Pursuant to the amalgamation, e-HDFC Limited was dissolved without being wound-up and consequently, the Bank has no promoter.

Pursuant to the amalgamation becoming effective from July 1, 2023, the following entities have also became subsidiaries / step-down subsidiaries of the Bank, in addition to HDB Financial Services Limited and HDFC Securities Limited:

Sr. No	Name	Relationship
1.	Griha Investments (Mauritius)	Direct Subsidiary
2.	Griha Pte Limited (Singapore)	Direct Subsidiary
3.	HDFC Asset Management Company Limited	Direct Subsidiary
4.	HDFC Credila Financial Services Limited (Ceased to be a Subsidiary w.e.f. March 19, 2024)[1]	Direct Subsidiary
5.	HDFC Capital Advisors Limited	Direct Subsidiary
6.	HDFC ERGO General Insurance Company Limited	Direct Subsidiary
7.	HDFC Education and Development Services Private Limited[2]	Direct Subsidiary
8.	HDFC Life Insurance Company Limited	Direct Subsidiary
9.	HDFC Sales Private Limited	Direct Subsidiary
10.	HDFC Trustee Company Limited	Direct Subsidiary
11.	HDFC AMC International (IFSC) Limited (Gift City) - a wholly-owned subsidiary of HDFC Asset Management Co. Limited	Step-Down Subsidiary
12.	HDFC International Life and Re Company Limited (Dubai) - a wholly- owned subsidiary of HDFC Life Insurance Co. Limited	Step-Down Subsidiary
13.	HDFC Pension Management Company Limited - a wholly- owned subsidiary of HDFC Life Insurance Co. Limited	Step-Down Subsidiary

[1]Pursuant to the abovementioned Amalgamation and conditions as stipulated by the RBI, e-HDFC Limited (since amalgamated with and into HDFC Bank) and HDFC Bank (being the successor entity of e-HDFC Limited) had executed definitive documents for sale of approximately 90% of total issued and paid-up share capital of HDFC Credila Financial Services Limited's ("HDFC Credila") to (a) Kopvoorn B.V., (b) Moss Investments Limited, (c) Defati Investments Holding B.V., and (d) Infinity Partners ((a),(b),(c) and (d) are hereinafter collectively referred as "Acquirers"). Subsequently, HDFC Bank sold 90.01% equity stake of HDFC Credila to the Acquirers and consequently HDFC Credila ceased to be the subsidiary of the Bank. As on March 31, 2024, HDFC Bank holds aggregating to 9.99% of total issued and paid-up share capital of HDFC Credila, which is in compliance with the conditions as stipulated by the RBI vide its letter dated April 20, 2023 read with the letter dated June 27, 2023.

[2]In furtherance of the RBI direction, the Bank has decided to undertake the sale of its 100% stake held in HDFC Education and Development Services Private Limited (the "Proposed Transaction") using the Swiss challenge method. The Bank had on March 30, 2024, entered into a binding term sheet with an interested party and the offer contained in such term sheet shall serve as the anchor / base bid to seek counter offers from other parties interested in participating in the aforesaid Swiss challenge process. The Bank shall finalise the purchaser on the basis of the completion of the Swiss challenge process, subsequent to which such purchaser and the Bank will enter into definitive agreement for the purposes of the Proposed Transaction.

Apart from abovementioned companies, no other entities became or ceased to be the Bank's subsidiaries, associates or joint ventures during the year 2023-24.

Disclosure under Foreign Exchange Management Act, 1999 ("FEMA")

Pursuant to the Amalgamation of e-HDFC Limited with and into the Bank effective July 1, 2023, subsidiaries of e-HDFC Limited has became subsidiaries of the Bank. During the period under review, the Bank has complied with the applicable provisions of FEMA and has obtained a certificate from M/s. M. M. Nissim & Co. LLP, Chartered Accountants, Statutory Auditor of the Bank, to this effect.

Whistle Blower Policy / Vigil Mechanism

The Bank encourages an open and transparent system of working and dealing amongst its stakeholders. While the Bank's "Code of Conduct & Ethics Policy" directs employees to uphold Bank values and conduct business worldwide with integrity and highest ethical standards, the Bank has also adopted a "Whistle Blower Policy" (the "Policy") to encourage and empower the employees/ stakeholders to make or report any Protected Disclosures under the Policy, without any fear of reprisal, retaliation, discrimination or harassment of any kind.

This Policy has also been put in place to provide a mechanism through which adequate safeguards can be provided against victimization of employees who avail of this mechanism. The Policy would cover and will be applicable to the Protected

Disclosures related to violation/ suspected violation of the Code of Conduct including (a) breach of applicable law; (b) fraud/criminal offence or corruption/misuse of office to obtain personal benefit / pecuniary advantage for self or any other person; (c) leakage/suspected leakage of unpublished price sensitive information which are in violation to SEBI (Prohibition of Insider Trading) Regulations, 2015 and related internal policy of the Bank, i.e. Share Dealing Code of the Bank, (d) wilful data breach and / or unauthorized disclosure of Bank's proprietary data including customer data.

The Policy will not cover the following types of complaints which if made, will not be considered Protected Disclosure under this Policy:

(a) Matters relating to personal grievances on issues such as appraisals, compensation, promotions, rating, behavioral issues / concerns of the manager(s) / supervisor(s) / other colleague(s), complaint of sexual harassment at workplace etc. for which alternate internal redressal mechanisms in the Bank are in place.

(b) Matters which are pending before a court of law, tribunal, other quasi- judicial bodies or any governmental authority.

(c) Anonymous / pseudonymous complaints will not be considered as Protected Disclosures under this Policy.

All Protected Disclosures made under the Policy shall be made to the Whistle Blower Committee through the following modes;

(a) By letter in a closed / sealed envelope addressed to the Whistle Blower Committee, or

(b) by submission of the same on the information portal of the Bank, or

(c) by way of an email addressed to whistleblower@hdfcbank.com. In exceptional circumstances, the Whistle Blower may make such Protected Disclosures directly to the Chairperson of the Audit Committee of the Board.

All Protected Disclosures received under this Policy would be examined by the Whistle Blower Committee and the investigation is further assigned to an appropriate Investigation Officer(s) depending on the nature of the subject matter of the Protected Disclosure.

Details of Whistle blower complaints received and subsequent action taken and the functioning of the Whistle Blower mechanism are reviewed periodically by the Audit Committee of the Board. During the FY 2023-24, a total of 156 such complaints were received and taken up for investigation which has resulted in certain staff actions in 55 cases post investigation. The broad categories of whistle blower complaints were in the areas of misappropriation of bank / customer funds, forgery related cases, improper business practices, behavioural issues and corruption.

The Policy is available on the website of the Bank at the link https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies.

Statement on Declaration by Independent Directors

Mr. Atanu Chakraborty, Mr. M. D. Ranganath, Mr. Sandeep Parekh, Dr. (Mrs.) Sunita Maheshwari, Mrs. Lily Vadera and Dr. (Mr.) Harsh Kumar Bhanwala are the Independent Directors on the Board of the Bank as on March 31, 2024.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act, along with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"). There has been no change in the circumstances affecting their status as Independent Directors of the Bank. In the opinion of the Board, the Independent Directors possess the requisite integrity, experience, expertise and proficiency required under all applicable laws and the policies of the Bank.

Evaluation of Board of Directors

The performance evaluation of the Board, Committees of the Board and the individual members of the Board (including the Chairman) for Financial Year 2023-24, was carried out internally pursuant to the framework laid down by the Nomination and Remuneration Committee ("NRC"). A questionnaire for the evaluation of the Board, its Committees and the individual members of the Board (including the Chairman), covering various aspects of the performance of the Board and its Committees, including composition, roles and responsibilities, Board processes, Boardroom culture, adherence to Code of Conduct and Ethics, quality and flow of information, as well as measurement of performance in the areas of strength as identified in the previous board evaluation, was sent out to the Directors. The Committees were evaluated inter-alia on parameters such as composition, terms of reference, quality of discussions, contribution to Board decisions and balance of agenda between the Committee and the Board. The responses received to the questionnaires on evaluation of the Board and, its Committees and Non-Independent Directors were then placed before the meeting of the Independent Directors for consideration. The assessment of performance of Non-Independent Directors on personal and professional attributes was also carried out at the meeting of Independent Directors. The assessment of performance of the Independent Directors on the Board (including Chairman) was subsequently discussed by the Board. In addition to the above parameters, the Board evaluated and was satisfied that the Independent Directors of the Bank fulfill the independence criteria as specified in LODR and was independent from the management.

The evaluation brought out the cohesiveness of the Board, a Boardroom culture of trust and cooperation, and Boardroom discussions which are open, transparent and encourage diverse viewpoints. Other areas of strength included effective discharge of Board's roles and responsibilities. The Board would continue to adhere to best corporate governance practices and would dedicate more time in strategy planning, competitive positioning, benchmark and talent management. Considering the addition of subsidiaries post the merger, the Board has taken steps in right direction to have effective oversight on the subsidiaries. The Board also noted that while there has been positive development in the areas of focus identified in the previous evaluation, efforts need to continue in that direction. The appropriate feedback was conveyed to the respective Board members.

Policy on Appointment and Remuneration of Directors and Key Managerial Personnel

Your Bank has in place a Policy for appointment and fit and proper criteria for Directors of the of the Bank (the "Policy"). The Policy lays down the criteria for identification of persons who are qualified as 'fit and proper' to become Directors on the Board- such as academic qualifications, competence, track record, integrity, etc. which shall be considered by the NRC while recommending the appointment of Directors. The Policy also deals with the process for appointment/re-appointment of directors, annual affirmations, familiarization programme for Non-Executive Directors of the Bank etc. The Policy is available on the website of the Bank at https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies.

The remuneration of all employees of the Bank, including Whole Time Directors, Material Risk Takers, Key Managerial Personnel, Senior Management and other employees is governed by the Compensation Policy of the Bank. The same is available at the https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies. The Compensation Policy of the Bank, duly reviewed and recommended by the NRC has been articulated in line with the relevant Reserve Bank of India guidelines.

Your Bank's Compensation Policy is aimed to attract, retain, reward and motivate talented individuals critical for achieving strategic goals and long-term success. The Compensation Policy is aligned to business strategy, market dynamics, internal characteristics and complexities within the Bank. The ultimate objective is to provide a fair and transparent structure that helps the Bank to retain and acquire the talent pool critical to building competitive advantage and brand equity.

Your Bank's approach is to have a "pay for performance" culture based on the belief that the Performance Management System provides a sound basis for assessing performance holistically. The compensation system should also take into account factors such as roles, skills / competencies, experience and grade / seniority to differentiate pay appropriately on the basis of contribution, skill and availability of talent on account of competitive market forces. The details of the Compensation Policy are also included in Note No. 17 of Schedule 18 forming part of the Accounts.

The Non-Executive Directors ("NEDs") including Independent Directors are paid remuneration by way of sitting fees for attending meetings of the Board and its Committees, which are determined by the Board based on applicable regulatory prescriptions.

Further, expenses incurred by them, if any, for attending meetings of the Board and Committees in person are reimbursed at actuals. Pursuant to the relevant RBI guidelines and approval of the shareholders, the Non-Executive Directors, other than the Part Time Chairman and Independent Director, are paid fixed remuneration as follows (being commensurate with the individual director's responsibilities and demands on time), to each of the NEDs of the Bank (other than the Part Time Chairman and Independent Director):

(i) till February 15, 2024 (date inclusive)- ₹ 20,00,000 (Rupees Twenty Lakhs only) per annum (on a proportionate basis) to each of the NEDs, and

(ii) from February 16, 2024 (date inclusive)- ₹ 30,00,000 (Rupees Thirty Lakhs only) per annum (on a proportionate basis) to each of the NEDs.

Mr. Atanu Chakraborty, Part Time Chairman and Independent Director was paid remuneration of ₹ 35,00,000 (Rupees Thirty Five Lakhs) per annum during FY 2023-24 as approved by the Board, Shareholders and RBI, in addition to sitting fees, reimbursement of expenses for attending the Board and Committee meetings and provision of car for official and personal use.

Further, pursuant to approval of Board, Shareholders and RBI, Mr. Atanu Chakraborty was re-appointed as the Part Time Chairman and Independent Director of the Bank for a period of 3 (three) years with effect from May 5, 2024 upto to May 4, 2027 (both days inclusive) and not liable to retire by rotation, at a remuneration of ₹ 50,00,000 (Rupees Fifty Lakhs Only) per annum on proportionate basis, in addition to sitting fees, reimbursement of expenses for attending the

Board and Committee meetings and provision of car for official and personal use.

The following Directors of the Bank are also the director(s) of the Bank's subsidiaries as on the date of this report:

Name of Directors	Name of Subsidiary Company	Designation
Mr. Kaizad Bharucha	HDFC Life Insurance Company Limited	Non-Executive Director (Nominee of HDFC Bank)
	HDFC Capital Advisors Limited	Additional Director (Non-Executive Director - Nominee of HDFC Bank)
Mrs. Renu Karnad	HDFC Asset Management Company Limited	Non-Executive Director (Nominee of HDFC Bank)
	HDFC ERGO General Insurance Company Limited	Non- Executive Director
	HDFC Capital Advisors Limited	Additional Director (Non- Executive Director)
Mr. Bhavesh Zaveri	HDFC Trustee Company Limited	Additional Director (Non-Executive Director - Nominee of HDFC Bank)
	HDFC Sales Private Limited	Non-Executive Director - (Nominee of HDFC Bank)
	HDFC Securities Limited	Non-Executive Director (Nominee of HDFC Bank)
Mr. Keki Mistry	HDFC ERGO General Insurance Company Limited	Non-Executive Director (Chairman)
	HDFC Capital Advisors Limited	Additional Director (Non-Executive Director)
	HDFC Life Insurance Company Limited	Non-Executive Director
Mr. V. Srinivasa Rangan	HDFC Education and Development Services Private Limited	Non-Executive Director (Nominee of HDFC Bank)
	HDFC Asset Management Company Limited	Non-Executive Director (Nominee of HDFC Bank)

As per the Banks policy, no sitting fees were paid to the Executive Director(s) of the Bank nominated on the Board of its subsidiary companies.

Succession Planning

The NRC and the Board reviews succession planning and transitions at the Board and Senior Management level. The Board composition and the desired skill sets / areas of expertise at the Board level are continuously reviewed and vacancies, if any, are reviewed in advance through a systematic due diligence process.

Succession planning at Senior Management level, including business and assurance functions, is continuously reviewed to ensure continuity and depth of leadership at two levels below the Managing Director. Successors are identified prior to the Senior Management positions falling vacant, to ensure a smooth and seamless transition.

Succession planning is a continuous process which is periodically reviewed by the NRC and the Board.

Significant and Material orders Passed by Regulators

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Bank's operations in future.

Further, details pertaining to penalties / strictures / prohibitions / restrictions on the Bank are included in the Corporate Governance Report.

Directors and Key Managerial Personnel

In compliance with Section 152 of the Act and the Articles of Association of the Bank, Mr. Bhavesh Zaveri and Mr. Keki Mistry will retire by rotation at the ensuing Annual General Meeting and are eligible for re-appointment. A resolution seeking shareholders' approval for their re-appointment forms part of the Notice of this AGM. A brief profile of both the retiring directors is furnished in the report on Corporate Governance for the information of shareholders.

Following were the changes in composition of the Board of Directors:

1. Appointment of Mr. Kaizad Bharucha (DIN: 02490648) and Mr. Bhavesh Zaveri (DIN: 01550468) as Deputy Managing Director and Executive Director respectively, for a period of 3 (three) years with effect from April 19, 2023 upto April 18, 2026 (both days inclusive), liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on June 11, 2023.

2. Appointment of Mr. Keki Mistry (DIN: 00008886) and Mrs. Renu Karnad (DIN: 00008064) as Non-Executive (Non-Independent) Directors of the Bank, with effect from June 30, 2023 to November 6, 2029 (both days inclusive) and July 1, 2023 to September 2, 2027 (both days inclusive), respectively, liable to retire by rotation,

as approved by shareholders at the 29th Annual General Meeting of the Bank held on August 11, 2023.

3. Re-appointment of Mr. Sashidhar Jagdishan (DIN: 08614396) as Managing Director and Chief Executive Officer of the Bank for a period of 3 (three) years with effect from October 27, 2023 to October 26, 2026 (both days inclusive) and not liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on January 9, 2024.

4. Re-appointment of Mr. Sandeep Parekh (DIN: 03268043) and Mr. M. D. Ranganath (DIN: 07565125) as Independent Directors of the Bank for a period of 3 (three) years with effect from January 19, 2024 to January 18, 2027 (both days inclusive) and January 31, 2024 to January 30, 2027 (both days inclusive), respectively and not liable to retire by rotation, as approved by the shareholders through Postal Ballot on January 9, 2024.

5. Appointment of Mr. V. Srinivasa Rangan (DIN: 00030248) as an Executive Director of the Bank for a period of 3 (three) years with effect from November 23, 2023 to November 22, 2026 (both days inclusive) and liable to retire by rotation as approved by RBI and the shareholders through Postal Ballot on January 9, 2024.

6. Appointment of Dr. (Mr.) Harsh Kumar Bhanwala (DIN: 06417704) as an Independent Director of the Bank for a period of 3 (three) years with effect from January 25, 2024 to January 24, 2027 (both days inclusive) and not liable to retire by rotation, as approved by the shareholders of the Bank through Postal Ballot on March 29, 2024.

7. Re-appointment of Mr. Atanu Chakraborty (DIN: 01469375) as the Part Time Chairman and Independent Director of the Bank for a period of 3 (three) years with effect from May 5, 2024 to May 4, 2027 (both days inclusive) and not liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on May 3, 2024.

8. Mr. Sanjiv Sachar (DIN: 02013812) and Mr. Umesh Chandra Sarangi (DIN:02040436) ceased to be Independent Directors with effect from the close of business hours on July 20, 2023 and February 29, 2024 respectively, upon completion of their respective terms. Your Board places on record its sincere appreciation for the contribution made by them during their tenure with the Bank and wishes them well in future endeavors.

All the Directors of the Bank have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of Section 164(2) of the Act.

Particulars of Employees

The information in terms of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure 5** to this report. Further, the statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in an Annexure and forms part of this report. In terms of Section 136(1) of the Act, the annual report and the financial statements are being sent to the Members excluding the aforesaid Annexure. The Annexure is available for inspection and any Member interested in obtaining a copy of the Annexure may write to the Company Secretary of the Bank.

Conservation of Energy and Technology Absorption

Please refer to page nos. 98 to 100 and 102 to 105 for information on Conservation of Energy and page no. 232 for information on Technology Absorption.

Foreign Exchange Earnings and outgo

During the year, the total foreign exchange earned by the Bank was ₹ 4,001.1 crores (on account of net gains arising on all exchange / derivative transactions) and the total foreign exchange outgo was ₹ 4,000.47 crores towards the operating and capital expenditure requirements.

Secretarial Audit

In terms of Section 204 of the Act and the Rules made thereunder, M/s. Alwyn Jay & Co., Company Secretaries were appointed as Secretarial Auditors of the Bank for the FY 2023-24. The report of the Secretarial Auditors is enclosed as **Annexure 6** to this report. There are no qualifications, reservation or adverse remarks in the Report of the Secretarial Auditor.

Further, the Board at its meeting held on June 20, 2024 has appointed M/s. BNP & Associates, Practising Company Secretaries, as secretarial auditor for FY 2024-25.

Corporate Governance

In compliance with Regulation 34 and other applicable provisions of LODR, a separate report on Corporate Governance along with a certificate of compliance from the Secretarial Auditors, forms an integral part of this report.

Business Responsibility and Sustainability Report

The Bank's Business Responsibility and Sustainability Report in the format adopted by companies in India as per the guidelines of SEBI in this regard forms an integral part of this report.

Prevention, Prohibition and Redressal of Sexual Harassment of Women at the Workplace

The relevant information is included in the Corporate Governance Report.

Customer complaints and grievance redressal

Details of customer complaints and grievance redressal is enclosed as **Annexure 7** to this report.

Unclaimed Deposits of e-HDFC Limited

The Bank is a private sector bank registered with RBI and in terms of applicable RBI norms, deposits remaining unclaimed / unpaid for a period of 10 years, need to be transferred by the Bank to Depositor Education and Awareness (DEA) Fund maintained by RBI.

In accordance with applicable provisions of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, (the Rules) erstwhile Housing Development Finance Corporation Limited (e-HDFC) till the effective date of the amalgamation i.e. July 1, 2023, has transferred deposits remaining unclaimed for a period of seven years from the date they became due for payment to the Investor Education and Protection Fund (IEPF) established by the Central Government. The deposit holders of e-HDFC can claim their respective unclaimed deposit from IEPF. The process of claiming the deposit from IEPF is uploaded on the website of the Bank. Henceforth, the Bank would be transferring all the unclaimed deposits of e-HDFC (remaining unclaimed for more than 10 years) to the said DEA Fund.

Acknowledgement

Your Directors would like to place on record their gratitude for all the guidance and co-operation received from the Reserve Bank of India and other Government and Regulatory Agencies. Your Directors would also like to take this opportunity to express their appreciation for the hard work and dedicated efforts put in by the Bank's employees and look forward to their continued contribution.

Conclusion

The year under review witnessed the amalgamation of erstwhile HDFC Limited with and into HDFC Bank. This has opened up immense opportunities through the fusion of e-HDFC Limited's home loan expertise with HDFC Bank's operational efficiencies and wider reach. The amalgamation also offers huge prospects for cross sell. All in all, it is going to be a key driver for future growth. The under penetration of banking services in India is an opportunity by itself. HDFC Bank is well placed to capitalise on this given its inherent balance sheet and brand strengths. While chasing growth, the Bank will not lose sight of adhering to corporate governance standards, serving customers in a transparent way and treating employees fairly.

On behalf of the Board of Directors

Atanu Chakraborty	**Sashidhar Jagdishan**
Part Time Chairman and Independent Director	Managing Director and Chief Executive Officer

Place : Mumbai
Date : June 20, 2024

ANNEXURE 1 TO THE DIRECTORS' REPORT

The ESOP Schemes of the Bank are in compliance with SEBI (Share Based Employee Benefits) Regulations, 2014 ("the Regulations") and the details as per the Regulations and as required to be disclosed pursuant to sub rule (9) of Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, are as under:

Schemes	Date of Shareholders Approval	Total No of Options/Units Approved Face value of Re. 1/- each	Grant Price (Re.) FV Re. 1/-	Options/ Units Opening balance FV Re. 1/	Options, Units Granted / Options, Units Reinstated FV Re. 1/-	Outstanding options Carried from eHDFC on Amalgamation	Options / Units Vested FV Re. 1/-	Options / Units Exercised & Shares Allotted of Re. 1/-	Options / Units Forfeited	Options / Units Lapsed	Total Options / Units in Force as on March 31, 2024
Plan F-ESOS 27	27th June, 2013	20,00,00,000	716.60	74,49,626	-	-	0	43,87,578	0	43,930	30,18,118
Plan F-ESOS 28	27th June, 2013	20,00,00,000	731.08	0	-	-	0	0	0	0	0
Plan G-ESOS 29	21st July, 2016	20,00,00,000	1,030.60	81,52,780	-	-	0	54,60,320	0	92,810	25,99,650
Plan G-ESOS 30	21st July, 2016	20,00,00,000	1,003.03	2,72,710	-	-	0	2,05,800	0	0	66,910
Plan G-ESOS 31	21st July, 2016	20,00,00,000	1,045.23	1,25,000	-	-	0	41,600	0	0	83,400
Plan G -ESOS 32	21st July, 2016	20,00,00,000	1,107.18	1,73,800	-	-	67,200	1,03,700	0	12,000	58,100
Plan G -ESOS 33	21st July, 2016	20,00,00,000	1,229.00	2,82,87,400	-	-	96,77,200	1,14,88,200	77,000	67,800	1,66,54,400
Plan G -ESOS 34	21st July, 2016	20,00,00,000	882.85	6,09,600	-	-	2,25,700	1,69,200	0	0	4,40,400
Plan G -ESOS 35	21st July, 2016	20,00,00,000	1,235.80	5,17,06,200	-	-	1,28,15,000	1,49,88,100	4,13,500	2,22,300	3,60,82,300
Plan G -ESOS 36	21st July, 2016	20,00,00,000	1,426.45	2,41,87,200	-	-	59,86,600	7,41,700	3,18,100	23,000	2,31,04,400
Plan G -ESOS 37	21st July, 2016	20,00,00,000	1,516.95	2,38,000	-	-	59,600	0	0	0	2,38,000
Plan G -ESOS 38	21st July, 2016	20,00,00,000	1,493.50	1,20,730	-	-	30,200	0	0	0	1,20,730
Plan G -ESOS 39	21st July, 2016	20,00,00,000	1,287.05	6,76,012	-	-	1,70,700	48,400	0	0	6,27,612
Plan G -ESOS 40	21st July, 2016	20,00,00,000	1,360.75	97,877	-	-	24,500	0	0	0	97,877
Plan G -ESOS 41	21st July, 2016	20,00,00,000	1,486.10	10,035	-	-	0	0	10,035	0	0
Plan G -ESOS 42	21st July, 2016	20,00,00,000	1,426.65	2,92,05,700	-	-	71,32,700	1,90,600	9,18,000	2,600	2,80,94,500
Plan G -ESOS 43	21st July, 2016	20,00,00,000	1,673.10	52,700	-	-	13,100	0	0	0	5,27,00
Plan G -ESOS 44	21st July, 2016	20,00,00,000	1,584.45	3,17,091	-	-	79,200	0	0	0	3,17,091
Plan E -ESOS 45	30th June, 2010	20,00,00,000	1,636.90	-	50,75,360		0	0	0	0	50,75,360
Plan F -ESOS 46	27th June, 2013	20,00,00,000	1,636.90	-	1,25,33,590		0	0	0	0	1,25,33,590
Plan G -ESOS 47	21st July, 2016	20,00,00,000	1,636.90	-	22,13,560		0	0	0	0	22,13,560
Plan G -ESOS 48	21st July, 2016	20,00,00,000	1,506.05	-	29,32,674		0	0	0	0	29,32,674
Plan G -ESOS 49	21st July, 2016	20,00,00,000	1,506.05	-	74,560		0	0	0	0	74,560
Plan G -ESOS 50	21st July, 2016	20,00,00,000	1,506.05	-	10,34,520		0	0	0	0	10,34,520
Plan G -ESOS 51	21st July, 2016	20,00,00,000	1,506.05	-	63,026		0	0	0	0	63,026
Plan G -ESOS 52	21st July, 2016	20,00,00,000	1,478.85	-	3,36,057		0	0	0	0	3,36,057
Plan G -ESOS 53	21st July, 2016	20,00,00,000	1,478.85	-	93,343		0	0	0	0	93,343
Plan G -ESOS 54	21st July, 2016	20,00,00,000	1,419.90	-	24,670		0	0	0	0	24,670
Plan G -ESOS 55	21st July, 2016	20,00,00,000	1,419.90	-	3,330		0	0	0	0	3,330
ESOS-07 eHDFC 2007	25th November, 2022	44,411	255.84	-	-	44,411	0	0	0	0	44,411
ESOS-08 eHDFC 2008	25th November, 2022	40,942	160.79	-	-	40,942	0	0	0	0	40,942
ESOS-14 eHDFC 2014	25th November, 2022	12,483	603.96	-	-	12,483	0	0	0	0	12,483
ESOS-17 eHDFC 2017-1	25th November, 2022	4,95,190	934.44	-	-	4,95,190	0	2,72,264	0	0	2,22,926
ESOS-17 eHDFC 2017-2	25th November, 2022	1,20,960	1,011.34	-	-	1,20,960	0	0	0	0	1,20,960

Schemes	Date of Shareholders Approval	Total No of Options/Units Approved Face value of Re. 1/- each	Grant Price (Re.) FV Re. 1/-	Options/ Units Opening balance FV Re. 1/	Options, Units Granted / Options, Units Reinstated FV Re. 1/-	Outstanding options Carried from eHDFC on Amalgamation	Options / Units Vested FV Re. 1/-	Options / Units Exercised & Shares Allotted of Re. 1/-	Options / Units Forfeited	Options / Units Lapsed	Total Options / Units in Force as on March 31, 2024
ESOS-17 eHDFC 2017-3	25th November, 2022	57,120	1,089.29	-	-	57,120	0	0	0	0	57,120
ESOS-17 eHDFC 2017-4	25th November, 2022	2,16,720	1,242.15	-	-	2,16,720	0	3,800	0	0	2,12,920
ESOS-20 eHDFC 2020-1	25th November, 2022	3,80,86,981	1,076.64	-	-	3,80,86,981	7,11,579	78,59,323	5,382	0	3,02,22,276
ESOS-20 eHDFC 2020-2	25th November, 2022	42,000	1,535.27	-	-	42,000	0	0	0	0	42,000
ESOS-20 eHDFC 2020-3	25th November, 2022	1,68,000	1,477.68	-	-	1,68,000	0	0	0	0	1,68,000
ESOS-20 eHDFC 2020-4	25th November, 2022	1,00,800	1,497.92	-	-	1,00,800	0	0	0	0	1,00,800
ESOS-20 eHDFC 2020-5	25th November, 2022	1,78,080	1,423.75	-	-	1,78,080	0	0	0	0	1,78,080
ESOS-20 eHDFC 2020-6	25th November, 2022	88,19,594	1,327.21	-	-	88,19,594	2,56,662	3,44,381	4,13,985	0	80,61,228
ESOS-20 eHDFC 2020-7	25th November, 2022	1,59,600	1,391.40	-	-	1,59,600	0	0	42,000	0	1,17,600
ESOS-20 eHDFC 2020-8	25th November, 2022	16,800	1,523.75	-	-	16,800	0	0	0	0	16,800
ESIS-2022 RSU 001	14th May, 2022	10,00,00,000	1.00	28,51,760	-	-	6,86,570	3,14,430	1,99,940	3,190	23,34,200
ESIS-2022 RSU 002	14th May, 2022	10,00,00,000	1.00	15,430	-	-	3,860	970	11,70	70	13,220
ESIS-2022 RSU 003	14th May, 2022	10,00,00,000	1.00	23,810	-	-	5,580	1,220	2,390	40	20,160
ESIS-2022 RSU 004	14th May, 2022	10,00,00,000	1.00	-	56,29,190	-		0	0	0	56,29,190
ESIS-2022 RSU 005	14th May, 2022	10,00,00,000	1.00	-	36,72,637	-		0	0	0	36,72,637
ESIS-2022 RSU 006	14th May, 2022	10,00,00,000	1.00	-	208	-		0	0	0	208
ESIS-2022 RSU 007	14th May, 2022	10,00,00,000	1.00	-	31,430	-		0	0	0	31,430
ESIS-2022 RSU 008	14th May, 2022	10,00,00,000	1.00	-	20,759	-		0	0	0	20,759
Total				15,45,73,461	3,37,38,914	4,85,59,681	3,79,45,951	4,66,21,586	24,01,502	4,67,740	18,73,81,228

Options Exercised during FY 2023-24	4,66,21,586
Share Capital Money	4,66,21,586.00
Share Premium Money Received	52,45,07,01,567.69
Perquisite Tax Amount Collected	8,60,40,32,388.00
Total Amount Collected	61,10,13,55,541.69

Note: One (1) share of the face value of ₹ 1/- each would arise on exercise of One (1) Equity Stock Option

Vesting Requirements	Except for the death / permanent disablement or retirement of the employee, the options will vest only if the employee is in the continuous and uninterrupted employment of the Bank as on the date of vesting.
Maximum Term of Options	Provided the employee is in the continuous and uninterrupted employment of the Bank, the options vested under the ESOP Schemes 25 to ESOP Scheme 28 and ESOP Scheme 41 to ESOP Scheme 55 will lapse in case the same are not exercised by the employee within four years from the respective dates of vesting. However, for the grant of options under the ESOP Schemes 29 to ESOP Scheme 40 the vested options will lapse in case the same are not exercised by the employee within two years from the respective dates of vesting. Further, for the grant of options under the RSU 001 to 008 the vested options will lapse in case the same are not exercised by the employee within one year from the respective dates of vesting. Further, for the grant of options under the e-HDFC schemes the vested options will lapse in case the same are not exercised by the employee within five years from the respective dates of vesting. In case of death / permanent disablement or retirement of the employee to whom the options are granted, all unvested options shall get vested to the employee on the date of happening of such event and should be exercised within one year period or its lapse date whichever is earlier from the date of such event for options granted under ESOP Scheme 23 to ESOP Scheme 34 and RSU 001 to 008. However, in case of ESOP Scheme 35 to ESOP Scheme 40 the vesting will happen on date of such event and exercisable within two years from the occurrence of the event or its lapse date whichever is earlier and in case of ESOP Scheme 41 to 55 the vesting will happen on date of such event and exercisable within four years from the occurrence of the event or its lapse date whichever is earlier and in case of e-HDFC schemes the vesting will happen on date of such event and exercisable within five years from the occurrence of the event or its lapse date whichever is earlier.
Source of shares	Primary
Variation in terms of ESOS	None

i. DETAILS OF OPTIONS GRANTED TO CURRENT DIRECTORS** AND SENIOR MANAGERIAL PERSONNEL AND KMP

Sr. no.	Employee Name	BAND	ESOP Quantum
1.	Srinivasan Vaidyanathan	CX	80,720
2.	Bhavesh Zaveri	CX	89,690
3.	Santosh Gurudas Haldankar	D5	13,720
4.	Sashidhar Jagdishan	MD	2,09,131
5.	Kaizad Bharucha	DMD	1,26,926
6.	Abhijit Singh	CX	43,558
7.	Anjani Kumar Rathor	CX	89,690
8.	Arun Kumar Mohanty	CX	67,100
9.	Arup Rakshit	CX	59,620
10.	Arvind Kapil	CX	89,690
11.	Arvind Vohra	CX	89,690
12.	Ashima Khanna Bhat	CX	80,720
13.	Ashish Parthasarthy	CX	89,690
14.	Benjamin Frank	CX	74,560
15.	Chakrapani Venkatachari	CX	80,720
16.	Jimmy M Tata	CX	89,690
17.	Nirav Vimal Shah	CX	89,690
18.	Parag Rao	CX	89,690
19.	Prashant Ramesh Mehra	CX	74,560
20.	Rahul Shukla	CX	89,690

Sr. no.	Employee Name	BAND	ESOP Quantum
22.	Rajinder Kumar Babbar	CX	74,560
23.	Rakesh Kumar Rajput	CX	33,820
24.	Rakesh Singh	CX	89,690
25.	Ramesh Lakshminarayanan	CX	89,690
26.	Raveesh Kumar Bhatia	CX	74,560
27.	Ravi Santhanam	CX	74,560
28.	Sampath Kumar	CX	93,343
29.	Sanmoy Chakrabarti	CX	67,100
30.	Smita A Bhagat	CX	89,690
31.	Sudhir Kumar Jha	CX	45,983
32.	Sumant Vinay Rampal	CX	74,560
33.	Sundaresan M	CX	74,560
34.	Tushar Vikram	CX	89,690
35.	Vijay Krishna Mulbagal	CX	74,560
36.	Vinay Razdan	CX	89,690
37.	Vinayak Ravindra Mavinkurve	CX	58,690

ii.	Other employees who receive a grant in any one year of share-linked instruments (employee stock options and restricted stock units) amounting to 5 % or more of share-linked instruments granted during that year	None
iii.	Identified employees who were granted share linked instruments, during any one year, equal to or exceeding 1 percent of the issued capital (excluding outstanding warrants and conversions)	None
iv.	Diluted Earnings Per Share (EPS) pursuant to the issue of shares on exercise of share linked instruments calculated in accordance with Accounting Standard (AS) - 20 (Earnings Per Share)	The diluted EPS of the Bank calculated after considering the effect of potential equity shares arising on account of exercise of share- linked instruments is ₹ 85.44
v.	Where the company has calculated the employee compensation cost using the intrinsic value of the share-linked instruments, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the share linked instruments, shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed	During the year, the compensation cost for share-linked instruments granted has been recognised basis the fair value of the share-linked instruments calculated based on the Black-Scholes model.
vi.	Weighted average exercise prices and weighted average fair values of share-linked instruments shall be disclosed separately for share-linked instruments whose exercise price either equals or exceeds or is less than the market price of the stock share-linked instruments	The weighted average price of the stock options exercised is ₹ 1,133.72 and the weighted average fair value cost is ₹ 240.32. The weighted average price of the RSU's exercised is ₹ 1 and the weighted average fair value is ₹ 1373.16.
vii.	A description of the method and significant assumptions used during the year to estimate the fair value of share-linked instruments, at the time of grant including the following weighted average information:	The Bank calculated the fair value of share linked instruments at the time of grant, using Black-Scholes model with the following assumptions
I.	Risk-free interest rate	7.17 percent to 7.54 percent
II.	Expected life	1 to 8 years
III.	Expected volatility	17.68 percent to 29.45 percent
IV.	Expected dividends	0.59 percent to 1.85 percent

V.	The price of the underlying share in the market at the time of share linked instrument grant	For ESOS, the market price per share at the time of grant of options was ₹ 1,643.90 for ESOS 45, ESOS 46 and ESOS47, and ₹ 1,496.50 for ESOS 48, ESOS 49, ESOS 50 and ESOS 51 and ₹ 1,427.35 for ESOS 52 and ESOS 53 and ₹ 1,417.10 for ESOS 54 and 55. For RSU, the market price per share was ₹ 1,643.90 for RSU 004, ₹ 1,496.50 for RSU 005 and RSU 006 and ₹ 1,417.10 for RSU 007 and RSU 008
VI.	The weighted average market price of Bank's shares on NSE at the time of share linked instruments grant	For ESOS, the weighted average market price at the time of grant was ₹ 1,643.76 for ESOS 45, ESOS 46 and ESOS47, and ₹ 1,505.86 for ESOS 48, ESOS 49, ESOS 50 and ESOS 51 and ₹ 1,442.66 for ESOS 52 and ESOS 53 and ₹ 1,420.94 for ESOS 54 and 55 For RSU, the weighted average market price was ₹ 1,643.76 for RSU 004, ₹ 1,505.86 for RSU 005 and RSU 006 and ₹ 1,420.94 for RSU 007 and RSU 008.
VII.	Method used and assumptions made to incorporate effects of expected early exercise	The Black-Scholes model is used to calculate the fair value of options at the time of grant.
VIII.	How expected volatility was determined, including explanation of the extent to which expected volatility was based on historical volatility	Stock expected volatility is completely based on GARCH volatility forecasting model using historical stock prices from the market.
IX.	Whether and how any other features of the share linked instrument grant were incorporated into the measurement of fair value, such as a market condition	Stock price and risk-free interest rate are variables based on actual market data at the time of share linked instrument valuation.

ANNEXURE 2 TO THE DIRECTORS' REPORT

1. Brief outline on CSR Policy of the Company:

The Bank's CSR is implemented under the aegis of 'Parivartan' which is the umbrella brand for all the banks social initiatives. Parivartan aims to bring about a transformation in the communities in which the bank operates through multiple initiatives in the areas of Education, Skill training and livelihood enhancement, Health Care, Sports, Environmental Sustainability and Rural Development. The banks programs are guided by CSR Policy duly approved by the Board which is driven by the vision of "Creating Sustainable Communities." The CSR policy and programs are aligned to comply with the requirements of Section 135 of the Companies Act, 2013 and are monitored by a Board level Committee.

2. Composition of CSR & ESG Committee:

Sl. No.	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR & ESG Committee held during the year	Number of meetings of CSR & ESG Committee attended during the year
1	Dr. (Mrs.) Sunita Maheshwari	Chairperson, Independent Director	4	4
2	Mr. Kaizad Bharucha	Deputy Managing Director	4	4
3	Mr. Sanjiv Sachar*	Independent Director	4	2
4	Mrs. Renu Karnad	Non - Executive Director	4	4

*Ceased to be Director effective 20th July 2023

3. Provide the web-link(s) where Composition of CSR & ESG Committee, CSR Policy and **CSR Projects approved by the Board are disclosed on the website of the company**.

   https://v.hdfcbank.com/csr/our-commitment.html

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

   The Bank carried out 61 mandatory impact assessment studies in FY 2023-24 as per compliance with the requirements of CSR Rules. Below is the link and details of mandatory 61 impact assessment reports.

   https://v.hdfcbank.com/csr/our-commitment.html

Sr. No.	Project Code	Focus of the Impact Assessment
1	G0030	Assessment of the project for the support provided to the Community Health Centers for the establishment of Oxygen Plants
2	G0010	Assessment of the FDP project for the support provided to the Govt hospital for the estab-lishment of the Molecular Pathology and Cytogenetics Laboratory
3	G0021	Assessment of a project that focused on enhancing classrooms into "Digital Classrooms"
4	G0019	Assessment of a project that focused on enhancing classrooms into "Digital Classrooms"
5	P0293	Assessment of a Holistic Rural Development Project
6	C0087-22	Assessment of a COVID Support Project on vaccination program through the Cowin portal
7	P0534	Assessment of the FDP, creating Energy Security and Sustainable Livelihoods in Villages through Stubble management
8	C001-22	Assessment of a COVID support project to strengthen existing health facilities in identified 2 public hospitals in Patna by establishing Neonatal Intensive Care Unit (NICU)

Sr. No.	Project Code	Focus of the Impact Assessment
9	P0487	Assessment of a project on the promotion of education
10	P0249	Assessment of a Holistic Rural Development Project
11	P0296	Assessment of a Holistic Rural Development Project
12	P0300	Assessment of a Holistic Rural Development Project
13	P0299	Assessment of a Holistic Rural Development Project
14	C0092-22	Assessment of a COVID support project for provision of ICU setup
15	G0037	Assessment of a Tree Plantation Project
16	P0306	Assessment of a Holistic Rural Development Project
17	C0089-22	Assessment of a COVID support project for provision of ICU setup
18	C0113-22	Assessment of a COVID support project for the provision of ICU setup
19	P0307	Assessment of a Holistic Rural Development Project
20	C0083-22	Assessment of a COVID -19 Crisis Support Scholarship project
21	P0511	Assessment of an incubator project
22	P0236	Assessment of a Skill Development and Livelihood project
23	C0112	Assessment of a COVID support project providing cutting-edge equipment and supplies to improve the treatment of COVID-19-related complications.
24	P0272	Assessment of a Skill Development and livelihood project
25	P0377	Assessment of a project focused on access to safe drinking water
26	P0525	Assessment of a project that focused on enhancing digital education
27	P0309	Assessment of FDP project supported to junior athletes for 2024 Olympics in Paris and 2028 Olympics in Los Angeles
28	P0500	Assessment of a project that provided solar lights in rural communities
29	P0420	Assessment of utilization of the digital services provided because of support provided through Common Service Centres (CSC).
30	C0094-22	Assessment of a COVID support project for providing ICU bed setup
31	G0024	Assessment of a project that focused on enhancing classrooms to “Digital Classrooms”
32	P0383	Assessment of a project that focused on promotion of livelihood of women farmers
33	P0509	Assessment of FDP project supported to junior athletes for 2024 Olympics in Paris and 2028 Olympics in Los Angeles
34	P0396	Assessment of a project that focused on developing a pool of trained female workforce on phlebotomy.
35	P0529	Assessment of a project that focused on empowering small and marginal farmers through development of poly houses
36	P0183	Assessment of a project on promotion of education through ICT infrastructure
37	P0392	Assessment of a project focused on development of farm ponds
38	P0246	Assessment of a Holistic Rural Development Project
39	P0223	Assessment of a Holistic Rural Development Project
40	P0245	Assessment of a Holistic Rural Development Project
41	P0284	Assessment of a Holistic Rural Development Project
42	P0248	Assessment of a Holistic Rural Development Project
43	P0263	Assessment of a Holistic Rural Development Project
44	P0250	Assessment of a Holistic Rural Development Project
45	P0308	Assessment of a Holistic Rural Development Project
46	P0302	Assessment of a Holistic Rural Development Project
47	P0270	Assessment of a Holistic Rural Development Project

Sr. No.	Project Code	Focus of the Impact Assessment
48	P0275	Assessment of a Holistic Rural Development Project
49	G0034	Assessment of utilization of the digital services provided because of support provided through Common Service Centres (CSC).
50	P0273	Assessment of a Holistic Rural Development Project
51	P0288	Assessment of a Holistic Rural Development Project
52	P0242	Assessment of a Holistic Rural Development Project
53	G0039	Assessment of the project supported the Patna Medical College and Hospital in establishing the Cath Laboratory
54	P0494	Assessment of a project on the promotion of education through the development of smart classrooms
55	C0109-22	Assessment of a COVID support project for the provision of health infrastructure of Sri Ven-kateshwara Hospital by providing medical equipment
56	P0301	Assessment of a project that focused on enhancing classrooms into “Digital Classrooms”
57	P0489	Assessment of a project on promotion of education through development of smart class-rooms
58	P0614	Assessment of a project on the promotion of education through the Smart Class refurbish-ment project
59	P0615	Assessment of a project on the promotion of education through the Smart Class refurbish-ment project
60	P0622	Assessment of a project on the promotion of education through the Smart Class refurbish-ment project
61	C0107-22	Assessment of a project on support provided for establishing the CT Scanner facility.

All amounts in INR crore rounded off.

5.

a) Average net profit of the company as per sub-section (5) of section 135. **INR 47,513.87 Cr**

b) Two percent of average net profit of the company as per sub-section (5) of section 135. **INR 950.28 Cr**

c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. **0.42 Cr**

d) Amount required to be set-off for the financial year, if any. **INR 5.38 Cr**

e) Total CSR obligation for the financial year [(b)+(c)-(d)]. INR **945.31 Cr**

6.

a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project). **INR 921.96 Cr**

b) Amount spent in Administrative Overheads. **INR 18.42 Cr**

c) Amount spent on Impact Assessment, if applicable. **INR 4.93 Cr**

d) Total amount spent for the Financial Year [(a)+(b)+(c)]. **INR 945.31 Cr**

e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs. Cr)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
945.31	0	NA	NA	NA	NA

(b) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs. Cr)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of sec-tion 135	950.28
(ii)	Total amount spent for the Financial Year	945.31
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	NA
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NA
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NA

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: **NA**

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency if any
					Amount (in Rs)	Date of Transfer		
1	FY-1							
2	FY-2							
3	FY-3							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

✓ Yes ○ No

If Yes, enter the number of Capital assets created/ acquired: 8

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
1	Streak Retinoscope + Large Handle, Heine, Trail Box Metal Rim B/M, Ophthalmoscope Beta 200 Head, Distance Vision Drum for the Ophthalmology Department in Thoubal District Hospital, Manipur	795138	01-10-2023	4,00,000	NA	Thoubal District Hospital	Khangabok Hospital Road, Part I, Mamang Leikai, Khangabok, Manipur
2	NEOFLY: Customized Wheelchair& NEOBOLT, HELMET for children with disability in government schools of Punjab	160062	01-02-2024	44,49,106	NA	Wheelchairs for 40 children with disability	Punjab School Education Board Complex, E - Block, 5th floor, Phase -8, Mohali, Punjab
3	Dell Power Edge R760, All in one Desktop: Dell Optiplex 7410 AIO Desktop, UPS: Eaton 10KVA Online UPS, Veeam Backup Solution & Replication for NIMHANS, Bangalore	560029	01-01-2024	84,72,575.82	NA	National Insti-tute of Mental Health and Neurosciences (NIMHANS)	Hosur Road / Marigowda Road, (Lakkasandra, Wilson Garden), Bangalore, Karnataka
4	Bailer Thresher Machine with fully Automatic Coir Yarn Spinning, sensor and auto cut, Willowing machine, Extraction Machine, starter, belt, pully and conveyor from Extraction to screener, Automatic 4bobbin type rewinding machine with senson, Block making machine 25HP, Coir Dutch mat manual weaving and other tools and accessories such as finishing scis-sor, clipping scissor, needle, bitter for Bhubaneshwar Municipal Corporation	751007	01-02-2024	56,10,900.00	NA	Bhubaneshwar Municipal Corporation	ICOMC Tower, Infront of Satya Nagar Kali Temple on Janpath, Unit-IX, Bhubaneswar, Odisha

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
5	Brush Chipper with Standard Accessories for Bhubaneshwar Municipal Corporation	751007	01-02-2024	69,62,000	NA	Bhubaneshwar Municipal Corporation	ICOMC Tower, Infront of Satya Nagar Kali Temple on Janpath, Unit-IX, Bhubaneswar, Odisha
6	Construction of shelter for army veterans, widows & next of kins for Indian army veterans	110010	01-01-2024	47,91,486	NA	Directorate of Indian Army Veterans	104, Cavalry Rd, Maude Lines, Delhi Cantonment, New Delhi
7	E-tricycle for specially abled	425103	01-08-2023	2,24,16,000	NA	E- tricycles for 400 Persons with Disabilties	Sugoki Lawns, Shaam Colony, Paladhi, Dharangaon, Jalgaon, Maharashtra
8	Solar Street Lights for rural villages in Dharchula, Pitorgarh Dis-trict	262501	01-02-2024	37,50,000.00	NA	150 Solar lights installed in 20 rural villages of Dharchula	Pangu and Dharchula taluka, Pithoragarh district, Uttarakhand

Note: We have disclosed only the capital assets created / acquired by HDFC itself (i.e., invoice is in the name of HDFC). The assets created / acquired by IA where project directly belongs to creation / acquisition is disclosed in the following link: https://v.hdfcbank.com/csr/our-commitment.html. Further, none of the capital assets created / acquired out of CSR funds, directly by HDFC or by IA / other beneficiary have been capitalized in the books of accounts of HDFC and all the expenses have been debited to CSR expenditure in Profit & Loss Statement.

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries).

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135. NA

For HDFC Bank Limited

Mr. Sashidhar Jagdishan
Managing Director and Chief Executive Director

For CSR & ESG Committee

Dr. (Mrs.) Sunita Maheshwari
Chairperson of CSR & ESG Committee

ANNEXURE 3 TO THE DIRECTORS' REPORT

Form No. AOC - 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. **Details of contracts or arrangements or transactions not at arm's length basis: Nil**

2. **Details of material contracts or arrangement or transactions at arm's length basis: Nil**

(a)	Name(s) of the related party
	Nature of relationship
(b)	Nature of contracts / arrangements/transactions
(c)	Duration of the contracts / arrangements/transactions
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:
(e)	Date(s) of approval by the Board, if any:
(f)	Amount paid as advances, if any:

On behalf of the Board of Directors

Atanu Chakraborty
Part Time Chairman and Independent Director

Sashidhar Jagdishan
Managing Director and Chief Executive Director

Place : Mumbai
Date : June 20, 2024

ANNEXURE 4 TO THE DIRECTORS' REPORT

Performance and financial position of subsidiaries of the Bank as on March 31, 2024

Name of entity	Net assets as of March 31, 2024		Profit or (loss) for the year ended March 31, 2024	
	As % of consolidated net assets**	Amount	As % of consolidated profit or loss	Amount
Parent:				
HDFC Bank Limited	93.71%	440,245.80	92.92%	60,812.27
Subsidiaries:				
HDB Financial Services Limited*	3.01%	14,128.12	3.68%	2,408.26
HDFC Securities Limited*	0.42%	1,970.86	1.48%	967.44
HDFC Asset Management Company Limited (Consolidated)*^	1.28%	5,996.80	1.76%	1,153.05
HDFC Trustee Company Limited*	0.00%	3.07	0.00%	0.24
HDFC Life Insurance Company Limited (Consolidated)*#	3.12%	14,666.39	1.68%	1,099.42
HDFC ERGO General Insurance Company Limited*	0.94%	4,448.02	0.33%	217.31
HDFC Sales Private Limited*	0.04%	202.19	0.06%	39.45
Griha Investments	0.00%	10.65	(0.03%)	(19.53)
Griha Pte Limited	0.02%	76.41	(0.01%)	(7.00)
HDFC Capital Advisors Limited*	0.06%	261.77	0.12%	76.13
Entity over which control is exercised:				
HDB Employee Welfare Trust*	0.04%	171.56	0.00%	(0.49)
Minority Interest	2.85%	13,383.40	2.11%	1,384.46
Inter-company adjustments	(5.49%)	(25,786.39)	(4.10%)	(2,684.51)
Total	**100.00%**	**469,778.65**	**100.00%**	**65,446.50**

*The subsidiaries are Indian entities.

****Consolidated net assets are total assets minus total liabilities.

^HDFC Asset Management Company Limited (Consolidated) includes details of its wholly owned Indian subsidiary - HDFC AMC International (IFSC) Limited.

#HDFC Life Insurance Company Limited (Consolidated) includes details of its wholly owned Indian subsidiary - HDFC Pension Management Company Limited and wholly owned foreign subsidiary HDFC International Life and Re Company Limited.

ANNEXURE 5 TO THE DIRECTORS' REPORT

Disclosures on Remuneration

1. Ratio of Remuneration of each director to the median employees remuneration for the FY 2023-24

Name and Designation	Ratio
Atanu Chakraborty, Part Time Chairman and Independent Director	20.15 : 1
Sandeep Parekh, Independent Director	22.97 : 1
M. D. Ranganath, Independent Director	21.31 : 1
Renu Karnad, Non-Executive Director (Non-Independent Director)	17.65 : 1
Sanjiv Sachar, Independent Director	6.66 : 1
Sunita Maheshwari, Independent Director	12.12 : 1
Lily Vadera, Independent Director	14.22 : 1
Keki Mistry, Non-Executive Director (Non-Independent Director)	6.47 : 1
Umesh Chandra Sarangi, Independent Director	16.75 : 1
Harsh Kumar Bhanwala, Independent Director	2.86 : 1
Sashidhar Jagdishan, Managing Director & Chief Executive Officer*	167.70 : 1
Kaizad Bharucha, Deputy Managing Director*	160.08 : 1
Bhavesh Zaveri, Executive Director*	101.58 : 1
V. Srinivasa Rangan, Executive Director*	155.58 : 1

*In case of Managing Director & CEO, Deputy Managing Director and Executive Directors, the Bank has considered the annualised fixed pay for the computation of ratios. Fixed pay includes - salary, allowances, retiral benefits as well as value of perquisites as approved by the Reserve Bank of India. Variable Pay has been excluded from the same.

For the Directors other than Managing Director & CEO, Deputy Managing Director and Executive Directors, the actual remuneration paid during the year 2023 - 2024 has been considered while calculating the ratio of remuneration to the median employees' remuneration.

Note:

1. Mr. Kaizad Bharucha and Mr. Bhavesh Zaveri were appointed as the Deputy Managing Director and Executive Director, respectively, w.e.f. April 19, 2023 upto April 18, 2026 (both days inclusive), liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on June 11, 2023.

2. Mr. Keki Mistry (DIN: 00008886) and Mrs. Renu Karnad (DIN: 00008064) were appointed as as Non-Executive (Non- Independent) Director of the Bank, with effect from June 30, 2023 to November 6, 2029 (both days inclusive) and July 1, 2023 to September 2, 2027 (both days inclusive), respectively, liable to retire by rotation, as approved by shareholders at the 29th Annual General Meeting of the Bank held on August 11, 2023.

5. Mr. Sashidhar Jagdishan (DIN: 08614396) was re-appointed as Managing Director and Chief Executive Officer of the Bank for a period of 3 (three) years with effect from October 27, 2023 to October 26, 2026 (both days inclusive) and not liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on January 9, 2024.

5. Mr. Sandeep Parekh (DIN: 03268043) and Mr. M. D. Ranganath (DIN: 07565125) were re-appointed as Independent Directors of the Bank for a period of 3 (three) years with effect from January 31, 2024 to January 30, 2027 and January 19, 2024 to January 18, 2027 (both days inclusive), respectively and not liable to retire by rotation, as approved by the shareholders through Postal Ballot on January 9, 2024.

6. Mr. V. Srinivasa Rangan (DIN: 00030248) was appointed as an Executive Director of the Bank for a period of 3 (three) years with effect from November 23, 2023 to November 22, 2026 (both days inclusive) and liable to retire by rotation as approved by RBI and the shareholders through Postal Ballot on January 9, 2024.

7. Dr. (Mr.) Harsh Kumar Bhanwala (DIN: 06417704) was appointed as an Independent Director of the Bank for a period of 3 (three) years with effect from January 25, 2024 to January 24, 2027 (both days inclusive) and not liable to retire by rotation, as approved by the shareholders of the Bank through Postal Ballot on March 29, 2024.

8. Mr. Atanu Chakraborty (DIN: 01469375) was re-appointed as the Part Time Chairman and Independent Director of the Bank for a period of 3 (three) years with effect from May 5, 2024 to May 4, 2027 (both days inclusive) and not liable to retire by

rotation, as approved by RBI and the shareholders through Postal Ballot on May 3, 2024.

9. Mr. Sanjiv Sachar (DIN: 02013812) and Mr. Umesh Chandra Sarangi (DIN:02040436) ceased to be Independent Directors with effect from the close of business hours on July 20, 2023 and February 29, 2024 respectively, upon completion of their respective terms.

2. Percentage increase in remuneration of each Director, CFO, CEO, CS or Manager, if any, in the FY 2023-24

Designation	Percentage Increase
Managing Director*	00.00
Executive Director*	00.00
Chief Financial Officer	24.09
Company Secretary	2.44

*As per the salary review approval process of the Reserve Bank of India, the salary increment proposal to be effected from April 01 in a given financial year can only be made in the subsequent financial year post assessment of performance for the reference financial year. For e.g. salary increment proposal to be made to the RBI effective April 01, 2023 can only be made post assessment of performance for the financial year 2023 - 2024. The approval received from the RBI will therefore be retrospectively applied from April 01, 2023. In light of aforementioned process, the salary increase given in the particular year will always be reported as zero.

The percentage increase in Fixed Pay for the Managing Director and Executive Director in FY 2022-23 was 3.97% and 6.95% respectively. The remuneration for the Managing Director and Executive Director for performance in FY 2022-23, effective April 01, 2022 was approved by the RBI vide their letter dated December 21, 2023.

The salary increase for performance in previous financial year i.e. 2022 - 2023 paid retrospectively from April 01, 2022 was approved by the RBI on December 21, 2023.

Non-executive / Independent Directors:

The Non-Executive Directors are paid sitting fees of ₹ 50,000 or ₹ 100,000 per meeting for attending Committee & Board meetings. Further details on the same is provided in the Corporate Governance Report.

Further, pursuant to the circular issued by the RBI on "Review of Fixed Remuneration Granted to Non-Executive Directors" dated February 9, 2024 read with the RBI circular on "Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board" dated April 26, 2021 and subsequent resolution passed by the shareholders of the Bank through Postal ballot on March 29, 2024, the remuneration paid to Non-Executive Directors except the Part Time Chairman and Independent Director was increased from ₹ 20 Lakhs per annum per Non- Executive to ₹ 30 Lakhs per annum per Non-Executive Director. The Non-Executive Directors of the Bank, other than the Part Time Chairman and Independent Director, were paid compensation, on a proportionate basis, in the form of fixed remuneration for the financial year 2023-24 as follows:

I. till February 15, 2024 (date inclusive)- ₹ 20,00,000 (Rupees Twenty Lakhs only) per annum (on a proportionate basis) to each of the Non-Executive Directors, and

II. from February 16, 2024 (date inclusive)- ₹ 30,00,000 (Rupees Thirty Lakhs only) per annum (on a proportionate basis) to each of the Non-Executive Directors in addition to payment of sitting fees and reimbursement of expenses for attending the Board and Committee meetings.

Mr. Atanu Chakraborty, Part Time Chairman and Independent Director was paid remuneration of ₹ 35,00,000 (Rupees Thirty Five Lakhs) per annum during FY 2022-23 as approved by the RBI, in addition to sitting fees, reimbursement of expenses for attending Board and Committee meetings and and provision of car for official and personal use.

Further, pursuant to approval of RBI and Shareholders of the Bank, Mr. Atanu Chakraborty was re-appointed as the Part Time Chairman and Independent Director of the Bank for a period of 3 (three) years with effect from May 5, 2024 up to May 4, 2027 (both days inclusive) and not liable to retire by rotation, at a remuneration of ₹ 50,00,000 (Rupees Fifty Lakhs Only) per annum during FY 2024-25 on proportionate basis, in addition to sitting fees, reimbursement of expenses for attending the Board and Committee meetings and provision of car for official and personal use.

3. Percentage Increase in the median remuneration of employees in the FY 2023-24

The percentage decrease in median remuneration of employees in the FY 2023-24 was - 6.87%. This includes front line sales and overseas staff. This includes only fixed pay.

4. The number of permanent employees on the rolls of the Bank

As of March 31, 2024, the number of permanent employees on the rolls of the Bank was 2,13,527.

5. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

The average percentage increase for Key Managerial Personnel: 13.27%*

The average percentage increase for Non-Managerial Staff : 7.65%

The average percentage increase in the salaries is inclusive of front-line sales and overseas staff and is primarily on account of annual fixed pay increase and promotions.

*The average percentage increase is only for Company Secretary and Chief Financial Officer. Whole Time Directors are excluded from the calculation since they did not receive increment for the FY 2023 - 2024. For more details please refer to the foot notes of point number 2.

6. Affirmation that the remuneration is as per the remuneration policy of the company:

Yes

ANNEXURE 6 TO THE DIRECTORS' REPORT

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED
MARCH 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
HDFC Bank Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HDFC Bank Limited** (CIN: L65920MH1994PLC080618) (hereinafter called the "Bank").

The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Bank's statutory registers, books, papers, minute books, forms and returns filed and other records maintained by the Bank and the information provided by the Bank, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Bank has, during the audit period covering the financial period ended on **March 31, 2024**, complied with the statutory provisions listed hereunder and also that the Bank has followed proper Board processes and has required compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Bank for the financial period ended on **March 31, 2024** in accordance with the provisions of:

(i) The Companies Act, 2013 ('the Act') and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder for compliance to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, as applicable;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), as amended from time to time:

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not applicable to the Bank during the financial year under review**;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not applicable to the Bank during the financial year under review**;

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the Bank during the financial year under review**;

i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

j) The Securities and Exchange Board of India (Bankers to an issue) Regulations, 1994;

k) The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;

l) The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019

(vi) Other specific business / industry related laws applicable to the Bank - The Bank has complied with the provisions of the Banking Regulation Act, 1949, Master Circulars, Notifications, Guidelines and other directions pertaining to commercial banking issued by Reserve Bank of India (RBI) from time to time. Further, the Bank has complied with other applicable general business laws, rules, regulations and guidelines.

We have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Bank has complied with the provisions of the Act, Rules, Regulations, Circulars, Guidelines and Standards etc. mentioned above.

During the financial year under review, there were several orders / show cause notices issued against the Bank in the ordinary course of business. The Bank has paid the requisite penalty, wherever applicable and made the relevant public disclosures in this regard.

We further report that:

(a) The Board of Directors of the Bank is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

(b) The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

(c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance as prescribed under the applicable Secretarial Standards, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

(d) All decisions at the Meetings of the Board and its Committee were carried out as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be, and the dissenting members' views are captured, if any, and recorded as a part of minutes.

We further report that, there are adequate systems and processes in the Bank commensurate with the size and operations of the Bank to monitor and ensure compliance with applicable Acts, Laws, Rules, Regulations, Circulars, Guidelines and Standards etc. As informed, the Bank has responded appropriately to communication received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the audit period the following events / actions have taken place, having a major bearing on the Bank's affairs in pursuance of the above referred Acts, Laws, Rules, Regulations, Circulars, Guidelines and Standards etc.:

1. The National Company Law Tribunal, Mumbai bench ("NCLT") vide its order dated March 17, 2023, has sanctioned the 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 the Bank and their respective shareholders and creditors under section 230 to 232 of the Companies Act, 2013 and the rules and regulations framed thereunder ("Amalgamation"), which received all the required approvals and the said Amalgamation became effective as on July 01, 2023.

2. Pursuant to the Scheme, the Bank has allotted 3,11,03,96,492 New Equity Shares of ₹ 1/- each in accordance with the share exchange ratio provided in the Composite Scheme of Amalgamation, to/for such eligible shareholders of HDFC Limited who were holding shares as on the Record Date. Further, outstanding non-convertible debentures which were issued by HDFC Limited were transferred in the name of the Bank.

3. Pursuant to the Scheme 1,47,57,600 warrants issued by HDFC Limited were transferred in the name of the Bank. Further, such warrants were converted into equity shares of the Bank on maturity and the Bank has issued and allotted 2,47,75,632 Equity Shares of Re. 1 each of the Bank pursuant to exercise of warrants.

4. Pursuant to the abovementioned Amalgamation and conditions as stipulated by the RBI, HDFC Limited (since amalgamated with and into HDFC Bank) and HDFC Bank (being the successor entity of HDFC Limited) had executed definitive documents for sale of approximately 90% of total issued and paid-up share capital of HDFC Credila Financial Services Limited's ("HDFC Credila") to (a) Kopvoorn B.V., (b) Moss Investments Limited, (c) Defati Investments Holding B.V., and (d) Infinity Partners ((a),(b),(c) and (d) are hereinafter collectively referred as "Acquirers"). Subsequently, HDFC Bank sold 90.01% equity stake of HDFC Credila to the Acquirers and as on March 31, 2024, HDFC Bank holds aggregating to 9.99% of total issued and paid-up share capital of HDFC Credila, which is in compliance with the conditions as stipulated by the RBI in its letters dated April 20, 2023 read with the letter dated June 27, 2023.

5. The Bank, acting through GIFT City IFSC Banking Unit, has completed the issue of 750 Million US$ Senior Unsecured Bonds under Dual Tranche to overseas investors. The Notes will be listed on the India International Exchange (IFSC) Limited and the NSE IFSC Limited (NSE International Exchange).

6. Approval of the Shareholders was obtained at the Annual General Meeting held on August 11, 2023 to borrow or raise funds in Indian Currency by issue of Unsecured Perpetual Debt Instruments (part of Additional Tier I Capital), Tier II Capital Bonds and Long-Term Bonds (Financing of Infrastructure & affordable Housing) on a private placement basis for an amount in aggregate not exceeding ₹ 50,000 Crore;

7. The Bank has issued and allotted 7.71% Unsecured, Redeemable, Long Term, Fully Paid up, Non-Convertible Bonds in the Nature of Debentures for enhancing long term resources for funding infrastructure and affordable housing projects amounting to ₹ 7,425 Crore (7,42,500 Bonds of face value ₹ 1,00,000/- each) on a private placement basis on December 20, 2023.

8. The Bank has issued and allotted 7.65% Senior, Unsecured, Redeemable, Long Term, Fully Paid up, Non-Convertible Bonds in the Nature of Debentures for enhancing long term resources for funding infrastructure and affordable housing projects amounting to ₹ 2,910 Crore (2,91,000 Bonds of face value ₹ 1, 00,000/- each) on a private placement basis on March 20, 2024.

9. The Bank has allotted 4,66,21,586 Equity Shares of Re.1/- each under "Employee Stock Option Schemes" of the Bank.

Place : Mumbai
Date : June 20, 2024

ALWYN JAY & Co.
Company Secretaries

Office Address :
Annex-103, Dimple Arcade,
Asha Nagar, Kandivali (East),
Mumbai 400101.

[**Alwyn D'Souza, FCS.5559**]
[Partner]
[Certificate of Practice No.5137]
[**UDIN: F005559F000593511**]

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To
The Members,
HDFC Bank Limited

Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **HDFC Bank Limited** (hereinafter called ‘the Bank’) is the responsibility of the management of the Bank. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.

2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Bank. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Bank, along with explanations where so required.

3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further part of the verification was done on the basis of electronic data provided to us by the Bank and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.

4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Bank.

5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Bank nor of the efficacy or effectiveness with which the management has conducted the affairs of the Bank.

Place : Mumbai
Date : June 20, 2024

ALWYN JAY & Co.
Company Secretaries

Office Address :
Annex-103, Dimple Arcade,
Asha Nagar, Kandivali (East),
Mumbai 400101.

[**Alwyn D’Souza, FCS.5559**]
[Partner]
[Certificate of Practice No.5137]
[UDIN: F005559F000593511]

ANNEXURE 7 TO THE DIRECTORS' REPORT

1. Disclosure for complaints and grievance redress

Summary information on complaints received by the Bank from the customers and from the RBI Ombudsman ("ORBIOs").

Sr. No	Particulars	March 31, 2024	March 31, 2023
	Complaints received by the bank from its customers		
1	Number of complaints pending at beginning of the year	13,361	6,878
1.1	Addition on amalgamation	1,224	NA
2	Number of complaints received during the year	4,85,339	4,29,354
3	Number of complaints disposed during the year	4,85,692	4,22,871
3.1	Of which, number of complaints rejected by the Bank	1,40,646*	1,08,819
4	Number of complaints pending at the end of the year	14,232	13,361
	Maintainable complaints received by the bank from ORBIOs		
5	Number of maintainable complaints received by the Bank from ORBIOs	14,563	10,188
5.1	Out of the maintainable complaints received by the Bank from ORBIOs, number of complaints resolved in favour of the Bank by ORBIOs	6,834	5,563
5.2	Out of the maintainable complaints received by the Bank from ORBIOs, number of complaints resolved through conciliation / mediation / advisories issued by ORBIOs	7,729	4,625
5.3	Out of the maintainable complaints received by the Bank from ORBIOs, number of complaints resolved after passing of Awards by BOs against the Bank	1	1
6	Number of Awards unimplemented within the stipulated time (other than those appealed)	NIL	NIL

*Out of total 1,40,646 cases referred to Internal Ombudsman, 1,27,112 cases were complaints.

Overall complaints summary for the financial years:

	Description	March 31, 2024	March 31, 2023
A	Total number of complaints	7,39,759	5,60,376
B	Complaints redressed by the bank within one working day / duplicate complaints	2,54,420	1,31,022
C	**Net Reportable Complaints (A - B)**	**4,85,339**	**4,29,354**

Top five grounds of complaints received by the Bank from the customers for the year ended March 31, 2024:

Grounds of complaints (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Addition on amalg-amation	Number of complaints received during the year	% increase / (decrease) in the number of complaints received over the previous year	Number of complaints pending at the end of the year*	Out of the total number of complaints pending at the end of the year, number of complaints pending beyond 30 days*
1	2		3	4	5	6
ATM / Debit Cards	2,955		1,44,803	(12%)	3,013	72
Credit Cards	2,207		94,755	21%	2,565	0
Internet / Mobile / Electronic Banking	3,621		1,12,279	16%	2,910	24
Loans and advances	3,168	1,208	74,491	66%	3,981	0
Account opening / difficulty in operation of accounts	247	16	24,472	46%	327	2
Others	1,163		34,539	21%	1,436	9
Total	**13,361**	**1,224**	**4,85,339**	**13%**	**14,232**	**107**

Top five grounds of complaints received by the Bank from the customers for the year ended March 31, 2023:

Grounds of complaints (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase / (decrease) in the number of complaints received over the previous year	Number of complaints pending at the end of the year*	Out of the total number of complaints pending at the end of the year, number of complaints pending beyond 30 days*
1	2	3	4	5	6
ATM / Debit Cards	2,299	1,64,097	12%	2,955	-
Credit Cards	731	78,586	2%	2,207	-
Internet / Mobile / Electronic Banking	2,559	96,393	41%	3,621	-
Loans and advances	625	44,858	19%	3,168	-
Account opening / difficulty in operation of accounts	146	16,760	25%	247	-
Others	518	28,660	13%	1,163	1
Total	6,878	4,29,354	17%	13,361	1

*All these cases were pending within the stipulated turnaround time (TAT) of the Bank.

To the Members of HDFC Bank Limited

Report on Audit of the Standalone Financial Statements

Opinion

1. We have jointly audited the accompanying Standalone Financial Statements of HDFC Bank Limited ("the Bank"), which comprise the Standalone Balance Sheet as at March 31, 2024, and the Standalone Profit and Loss Account and the Standalone Cash Flow Statement for the year then ended, and notes to the Standalone Financial Statements including a summary of significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Banking Regulation Act, 1949 as well as the Companies Act, 2013 ("the Act") in the manner so required for banking companies and are in conformity with accounting principles generally accepted in India and give a true and fair view of the state of affairs of the Bank as at March 31, 2024, and its profit and its cashflows for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of Standalone Financial Statements" section of our report. We are independent of the Bank in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current year. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Identification and Provisioning of Non-performing Advances (NPA):
Total NPA as at March 31, 2024: 31,056.65 Crores
Provision for NPA as at March 31, 2024: 22,966.09 Crores
(Refer Schedule 17 (C)(3), Schedule 18 note 9)

Key Audit Matter	How our audit addressed the key audit matter
The Bank is required to comply with the Master Circular dated April 01, 2023 issued by the Reserve Bank of India ("RBI") on "Prudential Norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances" (the "IRAC norms") and amendments thereto, which prescribe the guidelines for identification and classification of Non-performing Advances and the minimum provision required for such assets. The Bank is also required to apply its judgement to determine the identification and provision required against Non-performing Advances considering various quantitative as well as qualitative factors. The identification of Non-performing Advances is also affected by factors like stress and liquidity concerns in certain sectors. The provision for identified Non-performing Advances is estimated based on ageing and classification of Non-performing Advances, nature of product, value of security etc., and is also subject to the minimum provisioning norms specified by RBI. Since the identification of Non-performing Advances and provisioning for Non-performing Advances requires considerable level of management estimation, application of various regulatory requirements and in view of its significance to the overall audit, we have identified this as a key audit matter.	Our audit procedures included the following: ➢ Understood the process and controls, and tested the design and operating effectiveness of key controls, including Information Technology based controls, and focused on the following: • Monitoring of credit quality which amongst other things includes the monitoring of overdue loan accounts and drawing power; • Identification and classification of Non-performing Advances in accordance with IRAC norms, other regulatory guidelines issued by the RBI and consideration of qualitative aspects; and • Testing of application controls including testing of automated controls and reports. ➢ Evaluated the governance process and controls over calculations of provision for Non-performing Advances and tested that the basis of provisioning is in accordance with the Board of Directors approved policy and IRAC norms. ➢ With respect to classification of Non-performing Advances, verified the date of Non-performing Advances and recomputed the Days Past Due on a sample basis. ➢ On a test check basis, verified the classification of accounts reported by the Bank as Special Mention Accounts ('SMA') in RBI's Central Repository of Information on Large Credits ('CRILC'). ➢ With respect to provisions recognised towards Non-performing Advances, provision calculations on a sample basis taking into consideration the value of security, where applicable, the IRAC norms and the policy of the Bank, and compared our outcome to that prepared by the management and tested relevant assumptions and judgements which were used by the management.

Appropriateness of accounting for amalgamation of erstwhile Housing Development Finance Corporation Limited ("erstwhile HDFC Limited") with the Bank , the related adjustments [including adjustments to and integration of Information Technology (IT) systems] and communications with RBI relating to the amalgamation
(Refer Schedule 18 note 1)

Key Audit Matter	How our audit addressed the key audit matter
The composite scheme for the amalgamation of (i) erstwhile HDFC Investments Limited and erstwhile HDFC Holdings Limited into and with erstwhile HDFC Limited and (ii) erstwhile HDFC Limited into and with the Bank, (the "Scheme") has been given effect to in the Standalone Financial statements with effect from July 1, 2023 (i.e., the appointed and effective date for the Scheme), in accordance with the 'pooling of interests' method as prescribed in AS-14 "Accounting for Amalgamations". The amalgamation entailed transfer of various IT systems of the erstwhile HDFC Limited to the Bank, including integration of some systems with the financial reporting system and other related applications of the Bank; and transfer of underlying financial data of the erstwhile HDFC Limited's business. Further, the Bank had sought certain forbearances from the RBI. The RBI has granted certain forbearances and provided clarifications to the Bank through various communications. Considering the magnitude of the amounts involved, complexity of the transaction and the related adjustments (including those related to IT systems impacting financial reporting) impacting Standalone Financial Statements, and in view of its significance to the overall Standalone Financial Statements, we have determined the accounting for the amalgamation and the related adjustments (including those to IT systems impacting financial reporting) and communications with RBI relating to the amalgamation, to be a key audit matter.	Our audit procedures included the following: ➢ Understood the process and controls, and tested the design and operating effectiveness of key controls, including Information Technology general and application controls relating to accounting for amalgamations, and integration of IT Systems (impacting financial reporting) of erstwhile HDFC Limited; ➢ Perused the NCLT approved Scheme of Amalgamation for the appropriateness of determination of the effective date of the scheme and the accounting treatment as prescribed in the Scheme; ➢ Traced the assets and liabilities of erstwhile HDFC Limited recognised on amalgamation to the special purpose financial information as at the appointed and effective date of the Scheme, audited by other auditors; ➢ Tested the share swap and amalgamation adjustments for appropriate recording of the resultant impact on the standalone reserves of the Bank; ➢ Tested on a sample basis the underlying financial data of erstwhile HDFC Limited transferred to the Bank and its integration with the financial information of the Bank as on the effective date; ➢ Read communications of the Bank with the RBI seeking certain forbearances relating to the operations of the Bank post the amalgamation, having an impact on the financial reporting and assessed their impact on the standalone financial statements; ➢ Assessed the adequacy and appropriateness of the disclosures relating to the amalgamation made in the standalone financial statements.

Information Technology ("IT") Systems and Controls impacting Financial Reporting	
Key Audit Matter	**How our audit addressed the key audit matter**
The IT environment of the Bank is complex and involves a large number of independent and interdependent IT systems used in the operations of the Bank for processing and recording a large volume of transactions. As a result, there is a high degree of reliance and dependency on such IT systems for the financial reporting process of the Bank. Appropriate IT general controls and IT application controls are required to ensure that such IT systems are able to process the data as required, completely, accurately, and consistently for reliable financial reporting. We have identified certain key IT systems ("in-scope" IT systems) which have an impact on the financial reporting process and the related controls testing as a key audit matter because of the high level of automation, significant number of systems being used by the Bank for processing financial transactions, the complexity of the IT architecture and its impact on the financial records and financial reporting process of the Bank.	Our procedures with respect to this matter included the following: ➢ In assessing the controls over the IT systems of the Bank, we involved our technology specialists to obtain an understanding of the IT environment, IT infrastructure and IT systems. We evaluated and tested relevant IT general controls over the "in-scope" IT systems and IT dependencies identified as relevant for our audit of the standalone financial statements and financial reporting process of the Bank. On such "in-scope" IT systems, we tested key IT general controls with respect to the following domains: • Program change management, which includes that program changes are moved to the production environment as per defined procedures and relevant segregation of environment is ensured. • User access management, which includes user access provisioning, de-provisioning, access review, password management, sensitive access rights and segregation of duties to ensure that privilege access to applications, operating systems and databases in the production environment were granted only to authorized personnel. • Program development, which includes controls over IT application development or implementation and related infrastructure, which are relied upon for financial reporting. • IT operations, which includes job scheduling, monitoring and backup and recovery. ➢ We also evaluated the design and tested the operating effectiveness of relevant key IT dependencies within the key business process, which included testing automated controls, automated calculations / accounting procedures, interfaces, segregation of duties and system generated reports, as applicable. ➢ We communicated with those charged with governance and management and tested a combination of compensating controls or remediated controls and / or performed alternative audit procedures, where necessary.

Other Information

5. The Bank's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Standalone Financial Statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the Standalone Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

   In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of management and those charged with governance for the Standalone Financial Statements

6. The Bank's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Bank in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, and the provisions of Section 29 of the Banking Regulations Act, 1949 and circulars, guidelines and directions issued by the Reserve Bank of India ("RBI") from time to time. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Bank and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

7. In preparing the Standalone Financial Statements, management is responsible for assessing the Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Bank or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Bank's financial reporting process.

Auditor's responsibilities for the audit of the Standalone Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Bank has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Bank to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

12. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

13. The special purpose financial information of erstwhile HDFC Limited as at the day beginning of July 1, 2023 (i.e. the appointed and effective date for the Scheme) considered to give effect to the scheme as on that date was audited by other auditors, whose report expressing an unmodified opinion thereon, has been furnished to us by the Management. Our opinion is not modified in respect of above matter.

Report on other legal and regulatory requirements

14. In our opinion, the Standalone Balance Sheet and the Standalone Profit and Loss Account have been drawn up in accordance with the provisions of Section 29 of the Banking Regulation Act, 1949 and Section 133 of the Act.

15. As required by sub-section (3) of Section 30 of the Banking Regulation Act, 1949, we report that:

    (a) we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit and have found them to be satisfactory;

    (b) the transactions of the Bank which have come to our notice have been within the powers of the Bank, other than those relating to leasing of immovable properties acquired on amalgamation of the erstwhile HDFC Limited with the Bank, as disclosed in Schedule 18 note 1 to the Standalone Financial Statements; and

    (c) during the course of our audit, we have visited 90 branches to examine the books of account and other records maintained at the branch and performed other relevant audit procedures. Since the key operations of the Bank are automated with the key applications integrated to the core banking system, the audit is carried out centrally at Bank's Head office located in Mumbai, as all the necessary records and data required for the purposes of our audit are available there.

16. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) In our opinion, proper books of account as required by law have been kept by the Bank so far as it appears from our examination of those books, except for the matters stated in paragraph 16(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules");

(c) The Standalone Balance Sheet, the Standalone Profit and Loss Account and the Standalone Cash Flow Statement dealt with by this report are in agreement with the books of account;

(d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, to the extent they are not inconsistent with the accounting policies prescribed by RBI;

(e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act;

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 16(b) above on reporting under Section 143(3)(b) and paragraph 16(h)(vi) below on reporting under Rule 11(g) of the Rules;

(g) With respect to the adequacy of the internal financial controls with reference to Standalone financial statements of the Bank and the operating effectiveness of such controls, refer to our separate report in "Annexure A" and;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Bank has disclosed the impact of pending litigations on its financial position in its Standalone financial statements - Refer Schedule 12(I) and (II), Schedule 17(C)(18) and Schedule 18 note 18.5 and 30(b) to the Standalone Financial Statements;

ii. The Bank has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Schedule 17(C)(9) and 17(C)(18), Schedule 18 Note 18.5 and 30(b) to the Standalone Financial Statements;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Bank, during the year ended March 31, 2024;

iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Schedule 18 note 34, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Bank to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Bank ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Schedule 18 note 34, no funds have been received by the Bank from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Bank shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries and;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The dividend declared and paid during the year by the Bank is in compliance with Section 123 of the Act;

vi. Based on our examination, which included test checks, the Bank has used various accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility, which have operated throughout the year for all relevant transactions recorded in the software, except that the audit trail feature was not enabled throughout the year for certain masters in two accounting software and for databases (also, refer Schedule 18 note 35 to the Standalone financial statements of the Bank). Based on our procedures performed, we did not notice any instance of the audit trail feature being tampered with. In respect of the aforesaid masters and databases, in the absence of audit trail for the said period, the question of our commenting on whether the audit trail was tampered with, does not arise.

17. In our opinion and to the best of our information and according to the explanations given to us, the provisions of Section 197 of the Act are not applicable to the Bank by virtue of Section 35B(2A) of the Banking Regulation Act, 1949. Accordingly, the reporting under Section 197(16) of the Act regarding payment / provision for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act, is not applicable.

For M M Nissim & Co LLP
Chartered Accountants
Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577
UDIN:24044577BKFGRY8193

Place: Mumbai
Date: April 20, 2024

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119
UDIN: 24101119BKFOAN9903

Place: Mumbai
Date: April 20, 2024

Annexure A to Independent Auditor's Report

Referred to in paragraph 16(g) of the Independent Auditor's Report of even date to the members of HDFC Bank Limited on the Standalone Financial Statements for the year ended March 31, 2024

Report on the Internal Financial Controls with reference to Standalone Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to Standalone Financial Statements of HDFC Bank Limited ("the Bank") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Bank for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Bank's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Bank considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Bank's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Bank's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Bank's internal financial controls system with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

6. A Bank's internal financial controls with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A Bank's internal financial controls with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Bank; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of

the Bank are being made only in accordance with authorisations of management and directors of the Bank; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Bank's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Bank has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Bank considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For M M Nissim & Co LLP
Chartered Accountants
Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577
UDIN:24044577BKFGRY8193

Place: Mumbai
Date: April 20, 2024

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119
UDIN: 24101119BKFOAN9903

Place: Mumbai
Date: April 20, 2024

STANDALONE BALANCE SHEET

As at March 31, 2024

(₹ in '000)

	Schedule	As at March 31, 2024	As at March 31, 2023
CAPITAL AND LIABILITIES			
Capital	1	7,596,911	5,579,743
Employees stock options outstanding	18 (4)	26,527,161	10,670,189
Reserves and surplus	2	4,368,333,979	2,785,740,145
Deposits	3	23,797,862,764	18,833,946,463
Borrowings	4	6,621,530,751	2,067,655,655
Other liabilities and provisions	5	1,354,379,303	957,222,477
Total		**36,176,230,869**	**24,660,814,672**
ASSETS			
Cash and balances with Reserve Bank of India	6	1,786,832,228	1,171,607,706
Balances with banks and money at call and short notice	7	404,641,953	766,043,125
Investments	8	7,024,149,587	5,170,014,280
Advances	9	24,848,615,188	16,005,859,000
Fixed assets	10	113,989,878	80,165,410
Other assets	11	1,998,002,035	1,467,125,151
Total		**36,176,230,869**	**24,660,814,672**
Contingent liabilities	12	22,967,583,363	17,481,303,179
Bills for collection		653,328,740	714,395,377
Significant accounting policies and notes to the standalone financial statements The schedules referred to above form an integral part of the Standalone Balance Sheet.	17 & 18		

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
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For Price Waterhouse LLP
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Sharad Vasant
Partner
Membership Number: 101119

Mumbai, April 20, 2024

For and on behalf of the Board

Atanu Chakraborty
Part-time Chairman of the Board

Sashidhar Jagdishan
Managing Director & CEO

Kaizad Bharucha
Deputy Managing Director

Sandeep Parekh
Independent Director

Sunita Maheshwari
Independent Director

Lily Vadera
Independent Director

Harsh Kumar Bhanwala
Independent Director

Bhavesh Zaveri
Executive Director

V. S. Rangan
Executive Director

Renu Karnad
Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

STANDALONE PROFIT AND LOSS ACCOUNT

For the year ended March 31, 2024

(₹ in '000)

	Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I INCOME			
Interest earned	13	2,583,405,755	1,615,855,367
Other income	14	492,409,994	312,148,251
Total		**3,075,815,749**	**1,928,003,618**
II EXPENDITURE			
Interest expended	15	1,498,081,008	747,433,173
Operating expenses	16	633,860,240	476,520,844
Provisions and contingencies	18 (18.5)	335,751,716	262,962,587
Total		**2,467,692,964**	**1,486,916,604**
III PROFIT			
Net profit for the year		608,122,785	441,087,014
Balance in the Profit and Loss account brought forward		1,129,599,963	931,856,743
Additions on Amalgamation (net)	18 (1)	35,701,097	-
Total		**1,773,423,845**	**1,372,943,757**
IV APPROPRIATIONS			
Transfer to Statutory Reserve		152,030,697	110,271,754
Transfer to General Reserve		60,812,279	44,108,702
Transfer to Special Reserve		30,000,000	5,000,000
Transfer to Capital Reserve		41,664,119	46,127
Transfer to / (from) Investment Reserve Account (net)		5,294,222	(2,947,976)
Transfer to / (from) Investment Fluctuation Reserve		3,780,000	820,000
Dividend pertaining to previous year paid during the year		84,044,222	86,045,187
Balance carried over to Balance Sheet		1,395,798,306	1,129,599,963
Total		**1,773,423,845**	**1,372,943,757**
V EARNINGS PER EQUITY SHARE (Face value ₹ 1 per share)	18 (29)	₹	₹
Basic		85.83	79.25
Diluted		85.44	78.89
Significant accounting policies and notes to the Standalone Financial Statements The schedules referred to above form an integral part of the Standalone Profit and Loss Account.	17 & 18		

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
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Sharad Vasant
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Membership Number: 101119

Mumbai, April 20, 2024

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Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

STANDALONE CASH FLOW STATEMENT

For the year ended March 31, 2024

(₹ in '000)

	Year ended March 31, 2024	Year ended March 31, 2023
Cash flows from operating activities:		
Profit before income tax	708,953,051	584,853,016
Adjustments for:		
Depreciation on fixed assets	28,100,988	22,424,793
(Profit) / loss on revaluation of investments	(9,434,922)	5,458,202
Amortisation of premium on held to maturity investments	8,449,479	8,511,961
Profit on sale of fixed assets	(738,174)	(82,875)
Profit on sale of investment in subsidiary	(73,414,237)	-
Provision / charge for non performing assets	107,748,189	117,873,839
Floating provisions	109,000,000	-
Provision for standard assets and contingencies	18,173,261	1,322,746
Dividend from subsidiaries	(13,323,911)	(8,109,753)
Employee Stock Options / Units expense	15,474,040	7,488,973
	898,987,764	**739,740,902**
Adjustments for:		
Increase in investments	(548,336,186)	(633,308,892)
Increase in advances	(2,894,442,171)	(2,435,526,411)
Increase in deposits	3,391,324,138	3,241,772,063
Increase in other assets	(292,254,127)	(594,093,460)
(Decrease) / Increase in other liabilities and provisions	(6,692,396)	109,307,200
	548,587,022	**427,891,402**
Direct taxes paid (net of refunds)	(198,437,376)	(154,757,324)
Net cash flows from operating activities	**350,149,646**	**273,134,078**
Cash flows from investing activities:		
Purchase of fixed assets	(38,348,940)	(32,804,687)
Proceeds from sale of fixed assets	960,042	406,121
Proceeds from sale of investment in subsidiary (net)	95,006,717	-
Dividend from subsidiaries	13,323,911	8,109,753
Net cash flow from / (used in) investing activities	**70,941,730**	**(24,288,813)**
Cash flows from financing activities:		
Proceeds from exercise of convertible equity warrants	31,928,121	-
Proceeds from issue of share capital other than warrants	52,497,323	34,158,331

STANDALONE CASH FLOW STATEMENT

For the year ended March 31, 2024

(₹ in '000)

	Year ended March 31, 2024	Year ended March 31, 2023
Proceeds from issue of Tier 1 and Tier 2 capital instruments	-	230,000,000
Redemption of Tier 1 and Tier 2 capital instruments	-	(114,770,000)
(Decrease) / Increase in other borrowings	(222,750,573)	97,876,082
Dividend paid during the year	(84,044,222)	(86,045,187)
Net cash flow (used in) / from financing activities	**(222,369,351)**	**161,219,226**
Effect of fluctuation in foreign currency translation reserve	1,012,629	4,317,096
Net increase in cash and cash equivalents	**199,734,654**	**414,381,587**
Cash and cash equivalents at the beginning of the year	**1,937,650,831**	**1,523,269,244**
Cash and cash equivalents acquired on amalgamation	**54,088,696**	**-**
Cash and cash equivalents at the end of the year	**2,191,474,181**	**1,937,650,831**

Cash and cash equivalents include Cash and balances with Reserve Bank of India and Balances with banks and money at call and short notice (Refer Schedule 6 and Schedule 7).

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577

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Sharad Vasant
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Mumbai, April 20, 2024

For and on behalf of the Board

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Part-time Chairman of the Board

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Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

SCHEDULE 1 - CAPITAL

(₹ in '000)

	Schedule	As at March 31, 2024	As at March 31, 2023
Authorised capital			
11,90,61,00,000 (31 March, 2023: 6,50,00,00,000) Equity Shares of ₹ 1/- each		**11,906,100**	6,500,000
Issued, subscribed and paid-up capital			
7,59,69,10,662 (31 March, 2023: 5,57,97,42,786) Equity Shares of ₹ 1/- each		7,596,911	5,579,743
Total		**7,596,911**	**5,579,743**

SCHEDULE 2 - RESERVES AND SURPLUS

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
I	**Statutory Reserve**			
	Opening balance		626,280,835	516,009,081
	Additions on amalgamation	18 (1)	80,557,280	-
	Additions during the year	18 (5)	152,030,697	110,271,754
	Total		**858,868,812**	**626,280,835**
II	**General Reserve**			
	Opening balance		248,677,940	204,569,238
	Additions on amalgamation	18 (1)	229,023,281	-
	Additions during the year	18 (5)	60,825,698	44,108,702
	Total		**538,526,919**	**248,677,940**
III	**Share Premium**			
	Opening balance		665,394,291	631,191,682
	Additions on amalgamation	18 (1)	517,288,313	-
	Additions during the year		87,850,318	34,202,609
	Total		**1,270,532,922**	**665,394,291**
IV	**Special Reserve**			
	Opening balance		5,000,000	-
	Additions on amalgamation	18 (1)	227,681,815	-
	Additions during the year	18 (5)	30,000,000	5,000,000
	Total		**262,681,815**	**5,000,000**
V	**Amalgamation Reserve - I**			
	Opening balance		10,635,564	10,635,564
	Additions / (deductions) during the year		-	-
	Total	18 (5)	**10,635,564**	**10,635,564**

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
VI	**Amalgamation Reserve - II**			
	Opening balance		-	-
	Additions / (deductions) on amalgamation	18 (1)	(139,470,590)	-
	Total	18 (5)	**(139,470,590)**	**-**
VII	**Capital Reserve**			
	Opening balance		56,275,415	56,229,288
	Additions on amalgamation	18 (1)	414	-
	Additions during the year	18 (5)	41,665,955	46,127
	Total		**97,941,784**	**56,275,415**
VIII	**Investment Reserve Account**			
	Opening balance		-	2,947,976
	Additions during the year	18 (5)	5,294,222	1,077,231
	Deductions during the year		-	(4,025,207)
	Total		**5,294,222**	**-**
IX	**Investment Fluctuation Reserve**			
	Opening balance		37,010,000	36,190,000
	Additions on amalgamation	18 (1)	9,530,000	-
	Additions during the year	18 (5)	3,780,000	820,000
	Total		**50,320,000**	**37,010,000**
X	**Foreign Currency Translation Reserve**			
	Opening balance		7,788,451	3,471,355
	Additions during the year		1,012,629	4,317,096
	Total	18 (5)	**8,801,080**	**7,788,451**
XI	**Cash Flow Hedge Reserve**			
	Opening balance		(922,314)	(976,777)
	Additions on amalgamation	18 (1)	9,370,530	-
	Additions / (deductions) during the year		(45,071)	54,463
	Total	18 (5)	**8,403,145**	**(922,314)**
XII	**Balance in Profit and Loss Account**		**1,395,798,306**	**1,129,599,963**
	Total		**4,368,333,979**	**2,785,740,145**

SCHEDULE 3 - DEPOSITS

(₹ in '000)

				Schedule	As at March 31, 2024	As at March 31, 2023
A	I	**Demand deposits**				
		(i)	From banks		37,047,391	30,978,596
		(ii)	From others		3,063,109,564	2,703,982,886
	Total				**3,100,156,955**	**2,734,961,482**
	II	**Savings bank deposits**			**5,987,472,923**	**5,624,927,280**
	III	**Term deposits**				
		(i)	From banks		177,670,784	240,911,098
		(ii)	From others		14,532,562,102	10,233,146,603
	Total				**14,710,232,886**	**10,474,057,701**
	Total				**23,797,862,764**	**18,833,946,463**
B	I	**Deposits of branches in India**			23,575,937,441	18,661,516,437
	II	**Deposits of branches outside India**			221,925,323	172,430,026
	Total				**23,797,862,764**	**18,833,946,463**

SCHEDULE 4 - BORROWINGS

(₹ in '000)

			Schedule	As at March 31, 2024	As at March 31, 2023
I	**Borrowings in India**				
	(i)	Reserve Bank of India		45,560,000	90,200,000
	(ii)	Other banks		1,158,049,831	4,396,822
	(iii)	Other institutions and agencies		1,387,550,400	914,824,500
	(iv)	Tier 1 and Tier 2 capital instruments		250,536,249	250,000,000
	(v)	Other bonds and debentures		2,710,439,699	236,750,000
	Total			**5,552,136,179**	**1,496,171,322**
II	**Borrowings outside India**			**1,069,394,572**	**571,484,333**
	Total			**6,621,530,751**	**2,067,655,655**

Secured borrowings included in I and II above: Nil (previous year: Nil) except borrowings of ₹ 5,654.13 crore (previous year: ₹ 9,020.00 crore) under repurchase transactions (including tri-party repo) and transactions under Liquidity Adjustment Facility.

SCHEDULE 5 - OTHER LIABILITIES AND PROVISIONS

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Bills payable		141,013,564	117,907,577
II	Interest accrued		222,810,099	102,677,907
III	Contingent provisions against standard assets		106,637,109	69,886,560
IV	Others (including provisions)		883,918,531	666,750,433
	Total		**1,354,379,303**	**957,222,477**

SCHEDULE 6 - CASH AND BALANCES WITH RESERVE BANK OF INDIA

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Cash in hand (including foreign currency notes)		**130,246,313**	132,428,370
II	Balances with Reserve Bank of India:			
	(a) In current accounts		1,318,925,915	943,919,336
	(b) In other accounts		337,660,000	95,260,000
	Total		**1,656,585,915**	**1,039,179,336**
	Total		**1,786,832,228**	**1,171,607,706**

SCHEDULE 7 - BALANCES WITH BANKS AND MONEY AT CALL AND SHORT NOTICE

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
I	**In India**			
	(i) Balances with banks:			
	(a) In current accounts		2,448,844	7,521,052
	(b) In other deposit accounts		3,020,199	9,277,570
	Total		**5,469,043**	**16,798,622**
	(ii) Money at call and short notice:			
	(a) With banks		2,000,000	-
	(b) With other institutions		-	455,275,401
	Total		**2,000,000**	**455,275,401**
	Total		**7,469,043**	**472,074,023**
II	**Outside India**			
	(i) In current accounts		103,044,784	135,527,627
	(ii) In other deposit accounts		118,589,699	38,902,627
	(iii) Money at call and short notice		175,538,427	119,538,848
	Total		**397,172,910**	**293,969,102**
	Total		**404,641,953**	**766,043,125**

SCHEDULE 8 - INVESTMENTS

(₹ in '000)

			Schedule	As at March 31, 2024	As at March 31, 2023
I	**Investments in India in:**				
	(i)	Government securities		6,448,063,974	4,373,698,175
	(ii)	Other approved securities		-	-
	(iii)	Shares		19,729,997	4,954,258
	(iv)	Debentures and bonds		200,747,321	582,809,906
	(v)	Subsidiaries / joint ventures		126,342,133	38,264,875
	(vi)	Others (Units of Mutual funds / AIFs / REITs, CDs, CPs, PTCs and security receipts)		210,241,598	155,277,108
	Total			**7,005,125,023**	**5,155,004,322**
II	**Investments outside India in:**				
	(i)	Government securities (including local authorities)		2,480,394	797,242
	(ii)	Subsidiaries / joint ventures abroad		54,061	-
	(iii)	Other investments			
		(a) Shares		215,336	26,426
		(b) Debentures and bonds		16,274,773	14,186,290
	Total			**19,024,564**	**15,009,958**
	Total			**7,024,149,587**	**5,170,014,280**

SCHEDULE 9 - ADVANCES

(₹ in '000)

			Schedule	As at March 31, 2024	As at March 31, 2023
A	(i)	Bills purchased and discounted		240,329,232	207,200,377
	(ii)	Cash credits, overdrafts and loans repayable on demand		6,272,383,851	5,571,329,186
	(iii)	Term loans		18,335,902,105	10,227,329,437
	Total			**24,848,615,188**	**16,005,859,000**
B	(i)	Secured by tangible assets*		19,143,339,472	10,754,504,079
	(ii)	Covered by bank / government guarantees		415,985,170	454,536,329
	(iii)	Unsecured		5,289,290,546	4,796,818,592
	Total			**24,848,615,188**	**16,005,859,000**
	** Including advances against book debts*				
C	I	Advances in India:			
		(i) Priority sector		7,755,713,447	5,324,689,476
		(ii) Public sector		1,405,546,990	1,359,077,400
		(iii) Banks		25,671,224	64,038,765
		(iv) Others		15,275,192,176	8,840,564,067
	Total			**24,462,123,837**	**15,588,369,708**

(₹ in '000)

	Schedule	As at March 31, 2024	As at March 31, 2023
C II Advances outside India:			
(i) Due from banks		27,561,578	22,962,853
(ii) Due from others:			
(a) Bills purchased and discounted		7,148,584	6,040,889
(b) Syndicated loans		11,804,945	19,882,368
(c) Others		339,976,244	368,603,182
Total		**386,491,351**	**417,489,292**
Total		**24,848,615,188**	**16,005,859,000**

SCHEDULE 10 - FIXED ASSETS

(₹ in '000)

	Schedule	As at March 31, 2024	As at March 31, 2023
I **Premises** *(including land)*			
Gross block			
At cost on 31st March of the preceding year		24,353,113	21,820,786
Additions on amalgamation	18 (1)	17,158,133	-
Additions during the year		3,914,363	2,799,840
Deductions during the year		(245,880)	(267,513)
Total		**45,179,729**	**24,353,113**
Depreciation			
As at 31st March of the preceding year		8,155,263	7,511,937
Additions on amalgamation	18 (1)	5,053,311	-
Charge for the year		886,959	850,084
On deductions during the year		(198,345)	(206,758)
Total		**13,897,188**	**8,155,263**
Net block		**31,282,541**	**16,197,850**
II **Other fixed assets** *(including furniture and fixtures)*			
Gross block			
At cost on 31st March of the preceding year		179,030,451	146,059,692
Additions on amalgamation	18 (1)	5,868,936	-
Additions during the year		43,904,034	39,285,273
Deductions during the year		(4,798,123)	(6,314,514)
Total		**224,005,298**	**179,030,451**

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
	Depreciation			
	As at 31st March of the preceding year		115,062,891	99,531,806
	Additions on amalgamation	18 (1)	3,547,773	-
	Charge for the year		27,216,269	21,583,108
	On deductions during the year		(4,528,972)	(6,052,023)
	Total		**141,297,961**	**115,062,891**
	Net block		**82,707,337**	**63,967,560**
III	**Assets on lease** *(plant and machinery)*			
	Gross block			
	At cost on 31st March of the preceding year		4,546,923	4,546,923
	Additions during the year		-	-
	Deductions during the year		(4,546,923)	-
	Total		**-**	**4,546,923**
	Depreciation			
	As at 31st March of the preceding year		4,104,467	4,104,467
	Charge for the year		-	-
	On deductions during the year		(4,104,467)	-
	Total		**-**	**4,104,467**
	Lease adjustment account			
	As at 31st March of the preceding year		442,456	442,456
	Charge for the year		-	-
	On deductions during the year		(442,456)	-
	Total		**-**	**442,456**
	Unamortised cost of assets on lease		-	-
	Total		**113,989,878**	**80,165,410**

SCHEDULE 11 - OTHER ASSETS

(₹ in '000)

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Interest accrued		221,272,886	186,091,208
II	Advance tax / tax deducted at source (net of provisions)		170,135,924	51,569,656
III	Stationery and stamps		641,440	427,902
IV	Non banking assets acquired in satisfaction of claims		11,405,574	464,532
V	Security deposit for commercial and residential property		8,002,888	6,461,751
VI	Others	18 (21)	1,586,543,323	1,222,110,102
	Total		**1,998,002,035**	**1,467,125,151**

SCHEDULE 12 - CONTINGENT LIABILITIES

(₹ in '000)

	Schedule	As at March 31, 2024	As at March 31, 2023
I	Claims against the bank not acknowledged as debts - taxation	40,608,619	13,064,965
II	Claims against the bank not acknowledged as debts - others	1,509,529	1,411,952
III	Liability for partly paid investments	-	-
IV	Liability on account of outstanding forward exchange contracts	12,125,527,858	9,052,221,414
V	Liability on account of outstanding derivative contracts	8,700,000,919	6,727,143,987
VI	Guarantees given on behalf of constituents - in India	1,260,307,896	1,009,875,470
	- outside India	2,874,204	2,643,350
VII	Acceptances, endorsements and other obligations	710,083,810	614,555,453
VIII	Other items for which the Bank is contingently liable	126,670,528	60,386,588
	Total	**22,967,583,363**	**17,481,303,179**

SCHEDULE 13 - INTEREST EARNED

(₹ in '000)

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Interest / discount on advances / bills		2,072,200,137	1,270,958,563
II	Income on investments		443,642,848	313,111,583
III	Interest on balance with RBI and other inter-bank funds		20,404,735	9,967,869
IV	Others		47,158,035	21,817,352
	Total		**2,583,405,755**	**1,615,855,367**

SCHEDULE 14 - OTHER INCOME

(₹ in '000)

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Commission, exchange and brokerage		281,606,512	238,440,461
II	Profit / (loss) on sale of investments (net)		105,826,427	(5,853,298)
III	Profit / (loss) on revaluation of investments (net)		9,434,922	(5,458,202)
IV	Profit / (loss) on sale of building and other assets (net)		1,983,223	936,105
V	Profit / (loss) on exchange / derivative transactions (net)		40,011,265	40,818,516
VI	Income earned by way of dividends from subsidiaries / associates and /or joint ventures abroad / in India		13,323,911	8,109,753
VII	Miscellaneous income		40,223,734	35,154,916
	Total		**492,409,994**	**312,148,251**

SCHEDULE 15 - INTEREST EXPENDED

(₹ in '000)

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Interest on deposits		994,329,551	615,178,622
II	Interest on RBI / inter-bank borrowings		502,603,949	131,371,625
III	Other interest		1,147,508	882,926
	Total		**1,498,081,008**	**747,433,173**

SCHEDULE 16 - OPERATING EXPENSES

(₹ in '000)

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Payments to and provisions for employees		222,402,099	155,123,633
II	Rent, taxes and lighting		26,790,093	20,952,892
III	Printing and stationery		9,405,133	7,045,362
IV	Advertisement and publicity		3,456,411	2,359,697
V	Depreciation on bank's property		28,100,988	22,424,793
VI	Directors' fees / remuneration, allowances and expenses		78,014	73,068

(₹ in '000)

	Schedule	Year ended March 31, 2024	Year ended March 31, 2023
VII	Auditors' fees and expenses	177,927	78,184
VIII	Law charges	3,571,829	3,118,459
IX	Postage, telegram, telephone etc.	8,678,881	6,581,683
X	Repairs and maintenance	31,626,821	21,177,787
XI	Insurance	28,135,719	22,478,649
XII	Other expenditure*	271,436,325	215,106,637
	Total	**633,860,240**	**476,520,844**

**Includes professional fees, commission to sales agents, card and merchant acquiring expenses and system management fees.*

Schedule 17 - Significant accounting policies appended to and forming part of the standalone financial statements for the year ended March 31, 2024

A. BACKGROUND

HDFC BANK Limited ('HDFC Bank' or the 'Bank'), incorporated in Mumbai, India is a publicly held banking company engaged in providing a range of banking and financial services including retail banking, wholesale banking and treasury operations. The Bank is governed by the Banking Regulation Act, 1949 and the Companies Act, 2013. During the year, scheme for amalgamation of (i) erstwhile HDFC Investments Limited ("eHDFC Investments") and erstwhile HDFC Holdings Limited ("eHDFC Holdings") with and into erstwhile Housing Development Finance Corporation Limited ("eHDFC Limited"); and thereafter (ii) eHDFC Limited into the Bank became effective from July 01, 2023, upon receipt of all requisite approvals and accordingly the financial statements include the operations of eHDFC Limited, eHDFC Investments and eHDFC Holdings from July 01, 2023 onwards. The Bank has overseas branch operations in Bahrain, Hong Kong, Dubai and Offshore Banking Unit at International Financial Service Centre (IFSC), GIFT City, India. The financial accounting systems of the Bank are centralised and, therefore, accounting returns are not required to be submitted by branches of the Bank.

B BASIS OF PREPARATION

The standalone financial statements have been prepared and presented under the historical cost convention and accrual basis of accounting, unless otherwise stated and are in accordance with Generally Accepted Accounting Principles in India ('Indian GAAP'), statutory requirements prescribed under the Third Schedule of the Banking Regulation Act, 1949, directions, circulars, notifications and guidelines issued by the Reserve Bank of India ('RBI') from time to time (RBI guidelines), Accounting Standards ('AS') specified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021, in so far as they apply to banks.

Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and necessary assumptions in the reported amounts of assets and liabilities (including contingent liabilities) as at the date of the financial statements and the reported income and expenses for the reporting year. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. The impact of any revision in the accounting estimates is recognised prospectively from the period of change.

C SIGNIFICANT ACCOUNTING POLICIES

1. Investments

Classification:

In accordance with the RBI guidelines, investments are classified on the date of purchase into "Held for Trading" ('HFT'), "Available for Sale" ('AFS') and "Held to Maturity" ('HTM') categories (hereinafter called "categories"). Subsequent shifting amongst the categories is done in accordance with the RBI guidelines. Under each of these categories, investments are further classified under six groups (hereinafter called "groups") - Government Securities, Other Approved Securities, Shares, Debentures and Bonds, Investments in Subsidiaries / Joint Ventures and Other Investments.

Purchase and sale transactions in securities are accounted on settlement date except in the case of equity shares which are accounted on trade date.

Basis of classification:

Investments that are held for resale within 90 days from the date of purchase are classified under HFT category. Investments which the Bank intends to hold till maturity are classified under HTM category. Investments in the equity of subsidiaries / joint ventures are classified under HTM category. Investments which are not classified in either of the above categories are classified under AFS category.

Acquisition cost:

Costs, including brokerage and commission paid at the time of acquisition of investments and broken period interest on debt instruments, are recognised in the Profit and Loss Account and are not included in the cost of acquisition.

Disposal of investments:

Profit / Loss on sale of investments under the aforesaid three categories is recognised in the Profit and Loss Account. Cost of investments is determined based on the weighted average cost method. The profit from sale of investment under HTM category, net of taxes and transfer to statutory reserve is appropriated from the Profit and

Loss Account to “Capital Reserve”, in accordance with RBI guidelines.

Short sale:

The Bank undertakes short sale transactions in Central Government dated securities in accordance with the RBI guidelines. The short position is categorised under HFT category and netted off from investments in government securities. The short position along with other government securities under HFT portfolio is marked to market and the resultant loss, if any, is charged to the Profit and Loss Account while gain, if any, is ignored. Profit / Loss on short sale is recognised on settlement date.

Valuation:

- Investments classified under AFS and HFT categories are marked to market individually and depreciation / appreciation is aggregated for each group. Net depreciation, if any, compared to the acquisition cost, in any of the six groups, is charged to the Profit and Loss Account. The net appreciation, if any, in any of the six groups is not recognised except to the extent of depreciation provided earlier. The book value of individual securities is not changed on such revaluation of investments.

- Quoted investments are valued based on the trades / quotes on the recognised stock exchanges or prices published by Financial Benchmarks India Pvt Ltd. (FBIL) or Fixed Income Money Market and Derivatives Association (FIMMDA). Investments denominated in foreign currencies are valued based on the prices provided by market information providers such as Bloomberg, Refinitiv, etc.

- Unquoted Government of India securities, state government securities and special bonds such as oil bonds, fertilizer bonds etc. issued by the Government of India are valued as per the prices published by FBIL. The valuation of other unquoted fixed income securities (viz. other approved securities and bonds and debentures), and preference shares, is done with appropriate mark-up, i.e. applicable FIMMDA published credit spread over the Yield to Maturity (YTM) rates for Government of India securities as published by FBIL.

- Unquoted equity shares are valued at the break-up value, ascertained from the company’s latest balance sheet. The date as on which the latest balance sheet is drawn up shall not precede the date of valuation by more than 18 months. In case the latest audited balance sheet is not available or is more than 18 months old, the shares shall be valued at ₹ 1 per company.

- Units of mutual funds are valued at the latest Net Asset Value (NAV) declared by the mutual fund.

- Treasury bills, commercial papers and certificate of deposits being discounted instruments, are valued at carrying cost.

- Investments in Security Receipts (SRs) and unquoted units of Infrastructure Investment Trust (InvIT) are valued as per the net asset value provided by the issuing Asset Reconstruction Company and InvIT respectively.

- Investments in unquoted units of Alternative Investment Fund (AIF) are categorised, at the discretion of the Bank, under HTM category for an initial period of three years and valued at cost during this period. Such investments are transferred to the AFS category after the said period of three years. Investments in AFS category are valued at NAV provided by the AIF based on its financial statements. At least once in a year, units are valued based on the latest audited financials (not older than 18 months) of the AIF, if available, or at ₹ 1 per AIF as per the RBI guidelines. Provision on investments in the units of AIFs is made in accordance with the RBI guidelines.

- Pass Through Certificates (PTCs) including Priority Sector-PTCs are valued by using FIMMDA credit spread as applicable for the NBFC category, based on the credit rating of the respective PTC over the YTM rates for Government of India securities published by FBIL.

- Investments classified under HTM category are carried at their acquisition cost and not marked to market. Any premium on acquisition is amortised over the remaining maturity period of the security on a constant yield-to-maturity basis. Such amortisation of premium is adjusted against interest income from investments. Any diminution, other than temporary, in the value of investments in HTM category is provided for.

- Non-performing investments are identified and provision are made thereon based on the RBI guidelines. The provision on such non-performing investments is not set off against the appreciation in respect of other performing investments. Interest on non-performing investments is not recognised until received.

2. Repurchase and reverse repurchase transactions

Repurchase (Repo) and reverse repurchase (Reverse Repo) transactions are reported as borrowing and lending (lending above 14 days tenor reported as advances) respectively.

Borrowing cost on repo transactions is accounted as interest expense and revenue on reverse repo transactions is accounted as interest income.

3. Advances

Classification:
Advances are classified as performing and non-performing based on the RBI guidelines and are stated net of bills rediscounted, inter-bank participation with risk, specific loan loss provision, interest suspense for non-performing advances, claims received from Credit Guarantors, provision for funded interest term loan and provision for diminution in the fair value of restructured assets.

Provisioning:
The Bank classifies its loans and investments, including at overseas branches and overdues from crystallised derivative contracts, into performing and non-performing in accordance with RBI guidelines. Further the NPAs are classified into sub-standard, doubtful and loss assets based on the RBI guidelines. Non-performing assets are upgraded into standard as per the extant RBI guidelines.

Specific loan loss provision in respect of non-performing advances is made based on management's assessment of the degree of impairment of advances, subject to the minimum provisioning prescribed by the RBI.

The specific loan loss provision for retail non-performing advances is also made based on the nature of product and delinquency levels.

Non-performing advances are written-off in accordance with the Bank's policy. Recoveries from bad debts written-off are included under other income.

Loans reported as frauds are classified as loss assets and fully provided for immediately without considering the value of security.

The Bank maintains general provision for standard assets including credit exposures computed as per the current marked to market values of interest rate and foreign exchange derivative contracts and gold. The Bank also maintains general provision for unhedged foreign currency exposures of borrowers, provision on loans to specific borrowers in specific stressed sectors, provision on exposures to step-down subsidiaries of Indian companies and provision on specified borrowers as prescribed by RBI. In the case of overseas branches, general provision on standard assets is maintained at the higher of the levels stipulated by the respective overseas regulator or RBI. The provision for standard assets is included under other liabilities.

In addition to the above, the Bank on a prudent basis makes provision on advances or exposures which are not NPAs, but has reasons to believe on the basis of the extant environment or specific information or basis regulatory guidance / instructions, of a possible slippage of a specific advance or a group of advances or exposures or potential exposures. These are classified as contingent provisions and included under other liabilities.

Provision made in addition to the Bank's policy for specific loan loss provision for non-performing assets, possible slippage of specific exposures and regulatory general provision is categorised as floating provision. Creation of floating provision is considered by the Bank up to a level approved by the Board of Directors. Floating provisions are used only for contingencies under extraordinary circumstances and for making specific provisions for non-performing accounts. Floating provisions are included under other liabilities.

Further to the provisions required to be held according to the asset classification status, provision is held for individual country exposures (other than for home country exposure). Countries are categorised into risk categories as per Export Credit Guarantee Corporation of India Ltd. ('ECGC') guidelines and provisioning is made in respect of that country where the net funded exposure is one percent or more of the Bank's total assets. Provision for country risk is included under other liabilities.

In accordance with the RBI guidelines on the prudential framework for resolution of stressed assets and the resolution frameworks for COVID-19 related stress and its Board approved policy, the Bank has implemented resolution plans for eligible borrowers. The asset classification and necessary provision thereon is made in accordance with the said RBI guidelines. The restructured loans are upgraded into standard category as per the extant RBI guidelines. Further, in respect of restructuring of loans pertaining to projects under implementation, the asset classification and necessary provision thereon is made in accordance with the said RBI guidelines.

4. Securitisation and transfer of assets

Assets transferred through securitisation and direct assignment of cash flows are de-recognised in the Balance Sheet when they are sold (true sale criteria being fully met with) and consideration is received. Sales / transfers that do not meet true sale criteria are accounted for as borrowings. For a securitisation or direct assignment transaction, the Bank recognises profit upon receipt of the funds and loss is recognised at the time of sale.

On sale of stressed assets, if the sale is at a price below the net book value (i.e., funded outstanding less specific provisions held), the shortfall is charged to the Profit and Loss Account and if the sale is for a value higher than the net book value, the excess provision is credited to the Profit and Loss Account in the year when the sum of cash received by way of initial consideration and / or redemption or transfer of security receipts issued by Securitisation Company ('SC') / Reconstruction Company ('RC') exceeds the net book value of the loan at the time of transfer.

In respect of stressed assets sold under an asset securitisation, where the investment by the bank in SRs issued against the assets transferred by it is more than 10 percent of such SRs, provisions held against outstanding SRs are higher of the provisions required in terms of net asset value declared by the SC / RC and provisions as per the extant norms applicable to the underlying loans, notionally treating the book value of these SRs as the corresponding stressed loans assuming the loans remained in the books of the Bank.

The Bank invests in PTCs issued by Special Purpose Vehicles (SPVs). These are accounted at acquisition cost and are classified as investments. The Bank also buys loans through the direct assignment route which are classified as advances. PTCs are carried at acquisition cost unless it is more than the face value, in which case the premium is amortised based on effective interest rate method.

The Bank transfers advances through inter-bank participation with and without risk. In the case of participation with risk, the aggregate amount of the participation issued by the Bank is reduced from advances. In case where the Bank is assuming risk by participation, the aggregate amount of the participation is classified under advances. In the case of issue of participation certificate without risk, the aggregate amount of participation issued by the Bank is classified under borrowings and where the Bank is acquiring participation certificate, the aggregate amount of participation acquired is shown as due from banks under advances.

5. Fixed assets and depreciation

Fixed assets are stated at cost less accumulated depreciation as adjusted for impairment, if any. Cost includes cost of purchase and all expenditure like site preparation, installation costs and professional fees incurred on the asset before it is ready to use. Subsequent expenditure incurred on assets put to use is capitalised only when it increases the future benefit / functioning capability from / of such assets.

Depreciation is charged over the estimated useful life of the fixed asset on a straight-line basis except for freehold land. The management believes that the useful life of assets assessed by the Bank, pursuant to Part C of Schedule II to the Companies Act, 2013, taking into account changes in environment, changes in technology, the utility and efficacy of the asset in use, fairly reflects its estimate of useful lives of the fixed assets. The estimated useful lives of key fixed assets are given below:

Asset	Estimated useful life as assessed by the Bank
Owned Premises	60 years
Automated Teller Machines (ATMs)	10 years
Electrical equipments and installations	6 to 8 years
Office equipments	3 to 6 years
Computers	3 years
Modems, routers, switches, servers, network and related IT equipments	3 to 6 years
Motor cars	4 years
Safe deposit lockers	21 years
Furniture and fittings	10 to 16 years

- Lease hold land is depreciated over the period of lease.
- Improvements to lease hold premises are amortised over the remaining period of lease.
- Software and system development expenditure is amortised over a period upto 5 years.
- Point of Sales (PoS) terminals (including sound box) are depreciated over a period of 4 years.
- For assets purchased and sold during the year, depreciation is provided on pro-rata basis.
- Whenever there is a revision of the estimated useful life of an asset, the unamortised depreciable amount is charged over the revised remaining useful life of the said asset.
- Profit on sale of immovable property net of taxes and transfer to statutory reserve, are transferred to capital reserve.
- Assets (other than PoS terminals) costing less than ₹ 5,000 individually, are fully depreciated in the year of purchase.

6. Non-Banking Assets

Non-Banking Assets (NBAs) acquired in satisfaction of claims are carried at lower of net book value or net realizable value.

7. Impairment of assets

The Bank assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. Impairment loss, if any, is provided to the extent the carrying amount of assets exceeds their estimated recoverable amount.

8. Translation of foreign currency items

Foreign currency income and expenditure items of domestic operations are translated at the exchange rates prevailing on the date of the transaction. Income and expenditure items of integral foreign operations (representative offices) are translated at the weekly average closing rates and of non-integral foreign operations (foreign branches and offshore banking units) at the monthly average closing rates.

Outstanding foreign currency monetary items of domestic and integral foreign operations are translated at the closing exchange rates notified by Foreign Exchange Dealers' Association of India (FEDAI) as at the Balance Sheet date and the resulting net revaluation profit or loss is recognised in the Profit and Loss Account.

Both monetary and non-monetary foreign currency assets and liabilities of non-integral foreign operations are translated at closing exchange rates notified by FEDAI at the Balance Sheet date and the resulting profit / loss arising from exchange differences are accumulated in the Foreign Currency Translation Reserve until disposal of the non-integral foreign operations in accordance with AS - 11, The Effects of Changes in Foreign Exchange Rates and the extant RBI guidelines.

Foreign currency denominated contingent liabilities on account of foreign exchange and derivative contracts, guarantees, letters of credit, acceptances and endorsements are translated at closing rates of exchange notified by FEDAI as at the Balance Sheet date.

9. Foreign exchange and derivative contracts

Foreign exchange spot and forward contracts, outstanding as at the Balance Sheet date and held for trading, are revalued at the closing spot and forward rates respectively as notified by FEDAI and at interpolated rates for contracts of interim maturities. The USD-INR exchange rate for valuation of contracts having longer maturities i.e. greater than one year, is derived using the USD-INR spot rate as well as relevant INR yield curve and USD yield curve. For other currency pairs, and non-deliverable contracts, the forward points (for rates / tenors not published by FEDAI) are obtained / derived basis data published by Refinitiv or Bloomberg for valuation of the contracts. Valuation is considered on present value basis. For this purpose, the forward profit or loss on the contracts are discounted to the valuation date using the discounting yields. The resulting profit or loss on valuation is recognised in the Profit and Loss Account. Marked to market value of foreign exchange contracts are classified as assets when the fair value is positive or as liabilities when the fair value is negative.

The Bank recognises all derivative contracts at fair value, on the date on which such derivative contracts are entered into and are re-measured at fair value as at the Balance Sheet date. Marked to market values of such derivatives are classified as assets when the fair value is positive or as liabilities when the fair value is negative.

The Bank as part of its risk management strategy, makes use of derivative instruments, including foreign exchange forward contracts, for hedging the risk embedded in some of its financial assets or liabilities recognised on the balance sheet. The Bank identifies the hedged item (asset or liability) at the inception of the transaction itself. Hedge effectiveness is ascertained at the time of the inception of the hedge and at the reporting date thereafter.

Foreign exchange forward contracts and Principal only swaps (POS) not intended for trading, that are entered into to establish the amount of reporting currency required or available at the settlement date of a transaction, and are outstanding at the Balance Sheet date, are accounted in accordance with AS 11. Accordingly, such contracts are not marked to market and only translated at spot rate. The premium or discount arising at the inception of such forward exchange contract is amortised on a straight line basis as expense or income over the life of the contract. The interest income / expense on such POS transaction is accounted on accrual basis.

In case of a fair value hedge, the changes in the fair value of the hedging instruments and hedged items are recognised in the Profit and Loss Account and in case of cash flow hedges, the changes in fair value of effective portion are recognised in Reserves and Surplus under ‘Cash flow hedge reserve’ and ineffective portion of an effective hedging relationship, if any, is recognised in the Profit and Loss Account. The accumulated balance in the cash flow hedge reserve, in an effective hedging relationship, is recycled in the Profit and Loss Account at the same time that the impact from the hedged item is recognised in the Profit and Loss Account.

In relation to derivative contracts with non-performing borrowers, the Bank makes provision for the entire amount of overdue and future receivables relating to positive marked to market value of the said derivative contracts.

10. Revenue recognition

Interest income is recognised in the Profit and Loss Account on an accrual basis, except in the case of non-performing assets which is recognised when realised.

Interest income on investments in PTCs and loans bought out through the direct assignment route is recognised at their effective interest rate.

Income on non-coupon bearing discounted instruments is recognised over the tenor of the instrument on a constant yield basis.

Dividend on equity shares and preference shares is recognised as income when the right to receive the dividend is established.

Income from units of mutual funds / AIF is recognised on cash basis.

Loan processing fee is recognised as income when due. Syndication / Arranger fee is recognised as income when a significant act / milestone is completed.

Gain / loss on sell down of loans is recognised in line with the extant RBI guidelines.

Guarantee commission, commission on letter of credit, annual locker rent fees and annual fees for credit cards are recognised on a straight-line basis over the period of contract. Other fees and commission income are recognised when due, where the Bank is reasonably certain of ultimate collection.

Fees paid / received for priority sector lending certificates (PSLC) is recognised on straight-line basis over the period of the certificate.

11. Employee benefits

Stock based Employee Compensation:

The Employee Stock Option Scheme (‘the Scheme’) provides for the grant of options to acquire equity shares of the Bank to its employees and whole time directors. The Employee Stock Incentive Master Scheme -2022 (ESIS-2022) provides for the grant of Restricted Stock Units (units) to acquire equity shares of the Bank to its employees and whole-time directors. The options / units granted shall vest as per their vesting schedule and these may be exercised within a specified period.

The Bank followed the intrinsic value method to account for its stock-based employee compensation plans in respect of options granted up to March 31, 2021. Compensation cost was measured by the excess, if any, of the market price of the underlying stock over the exercise price as determined under the option plan. The market price is the closing price on the stock exchange where there is highest trading volume on the working day immediately preceding the date of grant.

Effective April 01, 2021, the fair value of share-linked instruments on the date of grant for all instruments granted after March 31, 2021 is recognised as an expense in accordance with the RBI guidelines on Compensation of Whole Time Directors / Chief Executive Officers / Material Risk Takers and Control Function staff. The fair value of the stock-based employee compensation is estimated on the date of grant using Black-Scholes model.

The compensation cost is amortised on a straight-line basis over the vesting period after adjusting estimated forfeiture. Ultimately, the cost for all instruments that vest is recognised. The compensation expense is recognised in the Profit and Loss Account with a corresponding credit to Employee Stock Options Outstanding. On exercise of the stock options, corresponding balance in Employee Stock Options Outstanding is transferred to Share Premium. In respect of the options which expire unexercised, the balance standing to the credit of Employee Stock Options Outstanding is transferred to General Reserve.

Gratuity:

The Bank has an obligation towards gratuity, a defined benefit retirement plan covering all eligible employees. The plan benefit vests upon completion of minimum prescribed period of continuous years of service and is in the form of lump sum amount, without an upper limit, equivalent to 15 days' basic salary payable for each completed year of service to all eligible employees, except in respect of employees of eHDFC Limited, where the vesting is equivalent to one month's basic salary for each completed year of service till the effective date of amalgamation, on resignation, retirement or death while in employment or on termination of employment. The Bank makes contributions to a recognised Gratuity Trust administered by trustees and whose funds are managed by insurance companies. In respect of erstwhile Lord Krishna Bank (eLKB) employees, the Bank makes contribution to a fund set up by eLKB and administered by the Board of Trustees. The defined gratuity benefit plans are valued by an independent actuary as at the Balance Sheet date using the projected unit credit method as per the requirement of AS-15, Employee Benefits, to determine the present value of the defined benefit obligation and the related service costs. The actuarial calculations entails assumptions about demographics, early retirement, salary increases and interest rates. Actuarial gain or loss is recognised in the Profit and Loss Account.

Superannuation:

The Bank has a Superannuation Plan under which employees of the Bank, above a prescribed grade, are entitled to receive retirement benefits either through salary or under a defined contribution plan. For those opting for a defined contribution plan, the Bank contributes a sum equivalent to 13% of the employee's eligible annual basic salary (15% for the whole time directors and for certain eligible employees of the erstwhile Centurion Bank of Punjab (eCBoP staff) to a Trust administered by trustees and whose funds are managed by insurance companies. The Bank has no liability towards future superannuation fund benefits other than its contribution and recognises such contribution as an expense in the year incurred.

Provident fund:

The Bank is covered under the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and accordingly all employees of the Bank are entitled to receive benefits under the provident fund. The Bank contributes an amount, on a monthly basis, at a determined rate (currently 12% of employee's basic salary). Of this, the Bank contributes an amount equal to 8.33% of employee's basic salary up to a maximum salary level of ₹ 15,000/- per month, to the Pension Scheme administered by the Regional Provident Fund Office. The balance amount out of the 12% employer's share is contributed to an exempted Trust set up by the Bank and administered by the Board of Trustees. The Bank recognises such contributions as an expense in the year in which it is incurred.

Interest payable to the members of the exempted trust shall not be lower than the statutory rate of interest declared by the Central Government under the Employees Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, shall be made good by the Bank.

The guidance note on implementing AS-15, Employee Benefits, states that benefits involving employer established provident funds, which require interest shortfalls to be provided, are to be considered as defined benefit plan. Actuarial valuation of this Provident Fund interest shortfall is done as per the guidance note issued in this respect by The Institute of Actuaries of India (IAI) and provision towards this liability is made.

The overseas branches of the Bank make contribution to the respective applicable government social security scheme calculated as a percentage of the employees' salaries. The Bank's obligations are limited to these contributions, which are expensed when due, as such contribution is in the nature of defined contribution.

Pension:

In respect of pension payable to certain eLKB employees under the Lord Krishna Bank (Employees) Pension Scheme, which is a defined benefit scheme, the Bank contributes 10% of basic salary to a pension trust set up by the Bank and administered by the Board of Trustees and an additional amount towards the liability shortfall based on an independent actuarial valuation as at the Balance Sheet date, which includes assumptions about demographics, early retirement, salary increases and interest rates.

In respect of certain eLKB employees who had moved to a Cost to Company (CTC) based compensation structure and had completed less than 15 years of service, the contribution which was made until then, is maintained as a fund and will be converted into annuity on separation after a lock-in-period of two years. For this category of employees, liability stands frozen and no additional provision is required except for interest as applicable to Provident Fund, which is provided for.

In respect of certain eLKB employees who moved to a CTC structure and had completed service of more than 15 years, pension would be paid on separation based on salary applicable as on the date of movement to CTC structure. Provision thereto is made based on an independent actuarial valuation as at the Balance Sheet date.

National Pension Scheme (NPS):

In respect of employees who opt for contribution to the NPS, the Bank contributes certain percentage of the basic salary of employees to the aforesaid scheme, a defined contribution plan, which is managed and administered by pension fund management companies. The Bank has no liability other than its contribution and recognises such contributions as an expense in the year incurred.

12. Debit and credit cards reward points

The Bank estimates the probable redemption of debit and credit card reward points and cost per point using an actuarial method by employing an independent actuary, which includes assumptions such as discount rate, block, withdrawal, cost per reward point, mortality, redemption and spends. Provisions for liabilities on the outstanding reward points are made based on an independent actuarial valuation as at the Balance Sheet date and included in other liabilities and provisions.

13. Bullion

The Bank imports bullion including precious metal bars on a consignment basis. The imports are typically on a back-to-back basis and are priced to the customer based on the price quoted by the supplier. The difference between the price recovered from customers and cost of bullion is accounted at the time of sale to the customers and reported as "Other Income".

The Bank also deals in bullion on a borrowing and lending basis and the interest thereon is accounted as interest expense / income respectively.

14. Segment information

The disclosure relating to segment information is in accordance with AS-17, Segment Reporting and as per guidelines issued by RBI.

15. Lease accounting

Lease payments including cost escalation for assets taken on operating lease are recognised as expense in the Profit and Loss Account over the lease term on a straight-line basis in accordance with the AS-19, Leases.

16. Earnings per share

The Bank reports basic and diluted earnings per equity share in accordance with AS-20, Earnings per Share. Basic earnings per equity share has been computed by dividing net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding for the period. Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted to equity during the year. Diluted earnings per equity share are computed using the weighted average number of equity shares and the dilutive potential equity shares outstanding during the period except where the results are anti-dilutive.

17. Income tax

Income tax expense comprises current tax provision (i.e. the amount of tax for the period determined in accordance with the Income Tax Act, 1961, the rules framed there under and considering the material principles set out in Income Computation and Disclosure Standards) and the net change in the deferred tax asset or liability during the year. Deferred tax assets and liabilities are recognised for the future tax consequences of timing differences between the carrying values of assets and liabilities and their respective tax bases, and operating loss carried forward, if any. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates as at the Balance Sheet date.

Current tax assets and liabilities and deferred tax assets and liabilities are off-set when they relate to income taxes levied by the same taxation authority, when the Bank has a legal right to off-set and when the Bank intends to settle on a net basis.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future. In case of unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and appropriately adjusted to reflect the amount that is reasonably / virtually certain to be realised.

18. Accounting for provisions, contingent liabilities and contingent assets

In accordance with AS-29, "Provisions, Contingent Liabilities and Contingent Assets", the Bank recognises provisions when it has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Provisions are determined based on management estimate required to settle the obligation at the Balance Sheet date, supplemented by experience of similar transactions. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

A disclosure of contingent liability is made when there is:

- a possible obligation arising from a past event, the existence of which will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not within the control of the Bank; or
- a present obligation arising from a past event which is not recognised as it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets, if any, are not recognised in the financial statements since this may result in the recognition of income that may never be realised.

19. Cash and cash equivalents

Cash and cash equivalents include cash, gold in hand, rupee digital currency with RBI, balances with RBI, balances with other banks and money at call and short notice.

20. Share issue expenses

Share issue expenses are adjusted against Share Premium Account in terms of Section 52 of the Companies Act, 2013.

21. Corporate social responsibility

Expenditure towards corporate social responsibility, in accordance with Companies Act, 2013, is recognised in the Profit and Loss Account.

SCHEDULE 18 - Schedules forming part of the standalone financial statements for the year ended March 31, 2024

Amounts in notes forming part of the standalone financial statements for the year ended March 31, 2024 are denominated in rupee crore to conform to extant RBI guidelines, except where stated otherwise.

1. Amalgamation of HDFC Limited

The Board of Directors at its meeting held on April 04, 2022, approved a composite Scheme of amalgamation ("Scheme"), for the amalgamation of: (i) erstwhile HDFC Investments Limited ("eHDFC Investments") and erstwhile HDFC Holdings Limited ("eHDFC Holdings"), with and into erstwhile Housing Development Finance Corporation Limited ("eHDFC Limited"); and thereafter (ii) eHDFC Limited into HDFC Bank Limited ("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 was approved by the shareholders at the National Company Law Tribunal ("NCLT") convened meeting of the shareholders of the Bank held on November 25, 2022. The NCLT, in accordance with Sections 230 to 232 of the Companies Act, 2013 and rules thereunder, vide its order dated March 17, 2023 sanctioned the Scheme. Upon receipt of all requisite approvals, the Bank filed form INC 28 with Registrar of Companies on July 01, 2023 and accordingly, the scheme became effective on July 01, 2023. As per the Scheme, the appointed date for the amalgamation of eHDFC Limited with and into the Bank is the same as effective date of the Scheme i.e. July 01, 2023. The Profit and Loss Account for the year ended March 31, 2024 include the operations of eHDFC Limited, eHDFC Investments and eHDFC Holdings for the period from July 01, 2023 to March 31, 2024 and the Balance Sheet as at March 31, 2024 includes the balances transferred from eHDFC Limited and hence are not comparable with the previous year.

The amalgamation has been accounted under the 'pooling of interest' method as prescribed in Accounting Standard-14 "Accounting for amalgamation" ("AS-14"). Outstanding balances between eHDFC Limited and the Bank were eliminated as on July 01, 2023. All assets and liabilities of eHDFC Limited have been recognised by the Bank at their carrying amounts as on that date except for adjustments to bring about uniformity of accounting policies as required under AS-14. The share capital of ₹ 311.04 crore issued by the Bank as consideration pursuant to the scheme has been adjusted against the corresponding share capital of eHDFC Limited of ₹ 370.29 crore and the difference has been adjusted to Amalgamation Reserve. Further, excess of cost over face value of Investment in shares of the Bank by eHDFC Limited of ₹ 14,006.31 crore has been adjusted to Amalgamation Reserve. Consequently, the Bank has recognised a debit balance of ₹ 13,947.06 crore in the Amalgamation Reserve as a result of these adjustments. The Bank has sought approval from the RBI to set-off the debit balance in Amalgamation Reserve by appropriating profit for the financial year ended March 31, 2024.

Summarized values of assets and liabilities taken over as at July 01, 2023 in accordance with the terms of the Scheme is as detailed below:

Particulars	(₹ crore)
Assets taken over	
Balances with banks and money at call and short notice	5,408.87
Investments	146,773.54
Advances	605,664.86
Fixed assets	1,442.60
Other assets	14,338.34
Total Assets (A)	**773,628.21**
Liabilities, reserves and surplus taken over	
Equity share warrants	265.64
Employees stock options outstanding	123.81
Reserves and surplus	111,005.85

Particulars	(₹ crore)
Deposits	157,259.22
Borrowings	477,539.07
Other liabilities and provisions	27,064.33
Total Liabilities, reserves and surplus (B)	**773,257.92**
Net Assets C = (A-B)	**370.29**

Consequent upon amalgamation becoming effective, the authorised share capital of the Bank stood increased to ₹ 1,190.61 crore (11,90,61,00,000 shares of ₹ 1/- each) on account of transfer to and amalgamation / combination of authorised capital of eHDFC Limited with the authorised share capital of the Bank. In terms of the Scheme, the Bank has issued and allotted 3,11,03,96,492 equity shares to the shareholders of eHDFC Limited as on July 13, 2023, being the record date fixed by the Board of Directors as per the Scheme, in accordance with the share exchange ratio i.e. 42 equity shares of face value of ₹ 1/- each of the Bank for every 25 equity shares of face value of ₹ 2/- each of eHDFC Limited. Accordingly, the paid-up share capital of the Bank increased from ₹ 559.18 crore consisting of 5,59,17,98,806 equity shares of ₹ 1/- each to ₹ 753.76 crore consisting of 7,53,75,69,464 equity shares of ₹ 1/- each, post cancellation of 1,16,46,25,834 equity shares held by eHDFC Limited in the Bank on that date in accordance with the provisions of the Scheme.

In relation to the Scheme, the Bank had made applications to the RBI seeking certain forbearances / glidepath to commence from the effective date of the amalgamation. The applications were submitted to the RBI keeping in mind that the merged entity including its subsidiaries would require to comply with the extant RBI regulations with the expectation of facilitating minimal disruption to the existing customers of the merged entity, providing smooth glidepath and enabling the merged entity to continue with the incremental flow of credit in the economy including priority sector. The RBI has granted certain forbearances / glidepath and provided clarifications to the Bank by subsequent communications, the effect of which has been incorporated in the standalone financial statements for the year ended March 31, 2024. The Bank continues to engage with the RBI in this regard.

As part of the Scheme, certain leased out immovable properties of eHDFC Limited were transferred to the Bank on amalgamation. The Bank has initiated necessary steps to foreclose these leases.

2. Proposed dividend

The Board of Directors at its meeting held on April 20, 2024 proposed a dividend of ₹ 19.50 per equity share (previous year: ₹ 19.00 per equity share) aggregating to ₹14,813.98 crore subject to the approval of shareholders at the ensuing Annual General Meeting. During the year ended March 31, 2024, the dividend paid by the Bank in respect of the previous year ended March 31, 2023 was ₹ 8,404.42 crore. No dividend was paid in respect of equity shares that were cancelled upon the Scheme becoming effective. In terms of the AS-4 “Contingencies and events occurring after the balance sheet date”, the Bank has not appropriated the proposed dividend from the Profit and Loss Account and the same will be recognised in the year of actual payout post approval. However, effect of the proposed dividend has been reckoned in determining capital funds in computation of the capital adequacy ratio.

3. Capital adequacy

The Bank’s capital to risk-weighted assets ratio (‘Capital Adequacy Ratio’) is calculated in accordance with the RBI guidelines on Basel III capital regulations (‘Basel III’). The minimum capital ratio requirement under Basel III as at March 31, 2024 and March 31, 2023 is as follows:

Minimum ratio of capital to risk-weighted assets (RWAs)	% of RWAs
Common Equity Tier 1 (CET 1)	8.2
Tier 1 capital	9.7
Total capital	**11.7**

The above minimum ratios include Capital Conservation Buffer (CCB) and additional capital applicable to the Bank being Domestic-Systemically Important Bank (D-SIB).

The Bank's capital adequacy ratio computed under Basel III is given below:

(₹crore)

Particulars	As at March 31, 2024	2023
CET 1 capital	402,231.82	260,220.90
Additional Tier 1 capital	12,049.50	11,603.01
Tier 1 capital	414,281.32	271,823.91
Tier 2 capital	49,721.50	33,740.94
Total capital	**464,002.82**	305,564.85
Total risk weighted assets	**2,468,028.06**	**1,586,634.96**
Capital adequacy ratios under Basel III		
CET 1	16.30%	16.40%
Tier 1	16.79%	17.13%
Tier 2	2.01%	2.13%
Total	**18.80%**	**19.26%**
Leverage Ratio	10.40%	10.04%
Percentage of the shareholding of Government of India	Nil	Nil
Amount of paid-up equity capital raised during the year (Refer Schedule 18(1))	2,017,167,876	34,201,810
Amount of non-equity Tier 1 capital raised during the year, of which:	**Nil**	**3,000.00**
Basel III compliant Perpetual Debt instrument	Nil	3,000.00
Amount of Tier 2 capital raised during the year, of which:	**Nil**	**20,000.00**
Basel III compliant Cumulative Subordinated bonds	Nil	20,000.00

As on March 31, 2024, the Bank's subordinated and perpetual debt capital instruments amounted to ₹ 22,000.00 crore (previous year: ₹ 22,000.00 crore) and ₹ 12,079.50 crore (previous year: ₹ 11,956.00 crore) respectively.

In accordance with the RBI guidelines, banks are required to make consolidated Pillar 3 and Net Stable Funding Ratio (NSFR) disclosures under the Basel III Framework. These disclosures are available on the Bank's website at the following link: https://www.hdfcbank.com/personal/resources/regulatory-disclosures. These disclosures have not been subjected to audit by the statutory auditors of the Bank.

Capital infusion

In terms of the Scheme, the Bank has issued and allotted 3,11,03,96,492 equity shares to the shareholders of eHDFC Limited as on July 13, 2023, being the record date fixed by the Board of Directors as per the Scheme, in accordance with the share exchange ratio i.e. 42 equity shares of face value of ₹ 1/- each of the Bank for every 25 equity shares of face value of ₹ 2/- each of eHDFC Limited. Accordingly, the paid-up share capital of the Bank increased from ₹ 559.18 crore consisting of 5,59,17,98,806 equity shares of ₹ 1/- each to ₹ 753.76 crore consisting of 7,53,75,69,464 equity shares of ₹ 1/- each, post cancellation of 1,16,46,25,834 equity shares held by eHDFC Limited in the Bank on that date in accordance with the provisions of the Scheme. Further, share premium increased by ₹ 51,728.83 crore on amalgamation of eHDFC Limited.

During the year ended March 31, 2024, the Bank has allotted 4,66,21,586 equity shares (previous year: 3,42,01,810 equity shares) aggregating to face value of ₹ 4.66 crore (previous year: ₹ 3.42 crore) on exercise of stock options / units. Accordingly, the share capital increased by ₹ 4.66 crore (previous year: ₹ 3.42 crore) and the share premium increased by ₹ 5,245.07 crore (previous year: ₹ 3,420.26 crore).

During the year, the Bank allotted 2,47,75,632 equity shares pursuant to exercise of convertible share warrants issued by eHDFC Limited. Accordingly, the share capital and share premium of the Bank has increased by ₹ 2.48 crore and ₹ 3,455.79 crore respectively, including money received by eHDFC Limited at the time of allotment of share warrants.

The details of the movement in the paid-up equity share capital of the Bank are given below:

(₹crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance	557.97	554.55
Addition pursuant to stock options / units / warrants exercised	7.14	3.42
Addition pursuant to amalgamation (net of cancellation) (Refer Schedule 18(1))	194.58	-
Closing balance	759.69	557.97

4. Employees Stock Options Outstanding

During the year ended March 31, 2024, the stock based compensation is determined under fair value based method, cost recognised to profit and loss account and credited to Employees Stock Options Outstanding is ₹ 1,547.40 crore (previous year: ₹ 748.90 crore). Further, the Bank has recognised ₹ 123.81 crore (previous year: Nil) as Employees Stock Options Outstanding on account of fair valuation of share-linked instruments on amalgamation of eHDFC Limited with and into the Bank.

During the year ended March 31, 2024, on exercise of share-linked instruments, an amount of ₹ 84.18 crore (previous year: ₹ 7.85 crore) is transferred from Employees Stock Options Outstanding to share premium and on lapses of share-linked instruments, an amount of ₹ 1.34 crore (previous year: Nil) is transferred from Employees Stock Options Outstanding to General reserve.

Accounting for employee share based payments

The shareholders of the Bank approved the grant of equity stock options under Plan “C” in June 2005, Plan “D” in June 2007, Plan “E” in June 2010, Plan “F” in June 2013 and Plan “G” in July 2016. The Bank also approved the Employee Stock Incentive Master Scheme in May 2022. Under the terms of each of these plans, the Bank may issue to its employees and Whole Time Directors, Equity Stock Options (‘ESOPs’) or Restricted Stock Units (‘Units’) each of which is convertible into one equity share. Further, pursuant to the amalgamation of eHDFC Limited with and into Bank effective from July 01, 2023, the existing ESOP Schemes of the eHDFC Limited comprising of eHDFC 2007, eHDFC 2008, eHDFC 2014, eHDFC 2017 and eHDFC 2020 were taken over by Bank.

All the plans were framed in accordance with the SEBI (Employee Stock Option Scheme & Employee Stock Purchase Scheme) Guidelines, 1999 as amended from time to time and as applicable at the time of the grant. The accounting for the stock options has been in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and RBI guidelines to the extent applicable.

The plans provide for the issuance of options at the recommendation of the Nomination and Remuneration Committee of the Board (‘NRC’) at the closing price on the working day immediately preceding the date when options are granted. This closing price is the closing price of the Bank’s equity share on an Indian stock exchange with the highest trading volume as of the working day preceding the date of grant. Further, the units are issued at the face value of the equity share of ₹ 1/- each. The vesting conditions applicable to the options / units are at the discretion of the NRC. These options / units are exercisable on vesting, for a period as set forth by the NRC at the time of the grant. The period in which the options and units may be exercised cannot exceed five years and one year respectively from the date of expiry of vesting period.

Movement in the options / units outstanding under the Employee Stock Option Plans / Restricted Stock Units.

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024 and March 31, 2023:

Particulars	Number of options March 31, 2024	Weighted average exercise price (₹) March 31, 2024	Number of options March 31, 2023	Weighted average exercise price (₹) March 31, 2023
Options outstanding at the beginning of the year	15,16,82,461	1,264.86	15,81,06,016	1,175.65
Addition on amalgamation (Refer Schedule 18(1))	4,85,59,681	1,124.77	-	-
Granted during the year	2,43,84,690	1,611.84	3,04,80,145	1,425.69
Exercised during the year	4,63,04,966	1,133.72	3,42,01,810	998.73
Forfeited / Lapsed during the year	26,62,442	1,096.34	27,01,890	1,227.62
Options outstanding at the end of the year	17,56,59,424	1,307.93	15,16,82,461	1,264.86
Options exercisable	9,88,29,856	1,201.65	6,51,24,916	1,162.96

- Movement in the Units outstanding under the Employees' Stock Incentive Master Scheme as at March 31, 2024 and March 31, 2023:

Particulars	Number of units March 31, 2024	Weighted average exercise price (₹) March 31, 2024	Number of units March 31, 2023	Weighted average exercise price (₹) March 31, 2023
Units outstanding at the beginning of the year	28,91,000	1.00	-	-
Granted during the year	93,54,224	1.00	28,91,000	1.00
Exercised during the year	3,16,620	1.00	-	-
Forfeited / Lapsed during the year	2,06,800	1.00	-	-
Units outstanding at the end of the year	1,17,21,804	1.00	28,91,000	1.00
Units exercisable	3,76,070	1.00	-	-

- The following table summarizes the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
Plan E	50,75,360	1,636.90	5.92	1,636.90
Plan F	1,55,51,708	716.60 to 1,636.90	4.84	1,458.30
Plan G	11,54,13,810	882.85 to 1,673.10	2.66	1,333.78
e-HDFC 2007	44,411	255.83	-	255.83
e-HDFC 2008	40,942	160.79	-	160.79
e-HDFC 2014	12,483	603.95	-	603.95
e-HDFC 2017	6,13,926	934.44 to 1,242.15	1.84	1,070.72
e-HDFC 2020	3,89,06,784	1,076.64 to 1,535.27	3.51	1,134.61

- The following table summarises the information about units outstanding as at March 31, 2024:

Plan	Number of shares arising out of units	Range of exercise price (₹)	Weighted average life of units (in years)	Weighted average exercise price (₹)
ESIS-2022	1,17,21,804	1.00	2.65	1.00

- The following table summarises the information about stock options outstanding as at March 31, 2023:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
Plan F	74,49,626	716.60	0.83	716.60
Plan G	14,42,32,835	882.85 to 1,673.10	2.87	1,293.18

- The following table summarises the information about Units outstanding as at March 31, 2023:

Plan	Number of shares arising out of units	Range of exercise price (₹)	Weighted average life of units (in years)	Weighted average exercise price (₹)
ESIS-2022	28,91,000	1.00	3.02	1.00

The assumptions considered in the model for valuing the ESOPs granted during the year ended March 31, 2024 and March 31, 2023 are given below:

Particulars	March 31, 2024	March 31, 2023
Dividend yield	0.65% to 0.91%	0.22% to 0.97%
Expected volatility	22.01% to 29.45%	24.63% to 34.21%
Risk-free interest rate	7.17% to 7.54%	5.58% to 7.59%
Expected life of the options	1 to 8 Years	1 to 8 Years

The assumptions considered in the model for valuing the units granted during the year ended March 31, 2024 and March 31,2023 are given below:

Particulars	March 31, 2024	March 31, 2023
Dividend yield	0.59% to 1.85%	0.63% to 1.08%
Expected volatility	17.68% to 27.50%	24.08% to 30.20%
Risk-free interest rate	7.18% to 7.50%	7.02% to 7.53%
Expected life of the units	1 to 5 Years	1 to 5 Years

5. Reserves and Surplus

Statutory Reserve

During the year ended March 31, 2024, the Bank has made an appropriation of ₹ 15,203.07 crore (previous year: ₹ 11,027.18 crore) out of profits for the year to the Statutory Reserve pursuant to the requirements of Section 17 of the Banking Regulation Act, 1949 read with RBI guidelines.

General Reserve

During the year ended March 31, 2024, the Bank has made an appropriation of ₹ 6,081.23 crore (previous year: ₹ 4,410.87 crore) out of profits for the year to the General Reserve. Further, the Bank has transferred ₹ 1.34 crore (previous year: Nil) from Employee Stock Options Outstanding to General reserve on lapses of share-linked instruments.

Special Reserve

During the year ended March 31,2024, the Bank has made an appropriation of ₹ 3,000.00 crore (previous year: ₹ 500.00 crore) to the Special Reserve as per Section 36(1)(viii) of the Income -tax Act, 1961.

Amalgamation Reserve I

The balance of ₹ 1,063.56 crore represents excess of net assets taken over the paid-up value of equity shares issued as consideration with respect to amalgamation of Times Bank Limited during FY 2000 and Centurion Bank of Punjab Limited during FY 2009 with the Bank.

Amalgamation Reserve II

The share capital of ₹ 311.04 crore issued by the Bank as consideration pursuant to the scheme has been adjusted against the corresponding share capital of eHDFC Limited of ₹ 370.29 crore and the difference has been adjusted to Amalgamation Reserve. Further, excess of cost over face value of Investment in shares of the Bank by eHDFC Limited of ₹ 14,006.31 crore has been adjusted to Amalgamation Reserve. Consequently, the Bank has recognised a debit balance of ₹ 13,947.06 crore in the Amalgamation Reserve as a result of these adjustments.

Capital Reserve

During the year ended March 31, 2024, the Bank appropriated ₹ 4,166.42 crore (previous year: ₹ 4.61 crore), being the profit on sale of investments under HTM category and profit on sale of immovable properties, net of taxes and transfer to statutory reserve, from the Profit and Loss Account to the Capital Reserve. Further, the Bank has transferred money received by eHDFC Limited in respect of warrants that remained unexercised amounting to ₹ 0.18 crore to Capital Reserve.

Investment Reserve Account

During the year ended March 31, 2024, the Bank has appropriated ₹ 529.42 crore (net) from the Profit and Loss Account to the Investment Reserve Account as per the RBI guidelines. In the previous year, the Bank had transferred ₹ 294.80 crore (net) from the Investment Reserve Account to the Profit and Loss Account as per the RBI guidelines.

Investment Fluctuation Reserve

During the year ended March 31, 2024, the Bank has appropriated ₹ 378.00 crore (previous year: ₹ 82.00 crore) to Investment Fluctuation Reserve (IFR). As per RBI guidelines, banks are required to maintain an IFR equivalent to 2.00% of their HFT and AFS investment portfolios. The balance in the IFR as at March 31, 2024 is 3.48% (previous year: 2.24%) of the Bank's HFT and AFS investment portfolios.

Foreign Currency Translation Reserve

As at March 31, 2024, the Bank has recognised ₹ 880.11 crore (previous year: ₹ 778.85 crore) as Foreign Currency Translation Reserve on account of translation of foreign currency assets and liabilities of non-integral foreign operations.

Cash Flow Hedge Reserve

As at March 31, 2024, the Bank has recognised ₹ 840.31 crore (previous year: ₹ (92.23) crore) as Cash Flow Hedge Reserve on derivative contracts designated as cash flow hedge.

Draw down from Reserves

The Bank has not undertaken any drawdown from reserves during the years ended March 31, 2024 and March 31, 2023.

6. Maturity pattern of certain items of assets and liabilities

Assets and liabilities are classified in the maturity buckets as per the guidelines issued by the RBI.

(₹ crore)

As at March 31, 2024	1 day	2 to 7 days	8 to 14 days	15 to 30 days	31 days to 2 months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Loans & advances*	19,197.51	28,391.57	10,400.64	32,401.95	56,013.49	58,227.97	102,982.13	208,848.55	1,012,579.88	304,743.44	651,074.39	2,484,861.52
Investments*	206,302.25	16,485.17	7,502.85	18,350.29	17,134.25	16,622.47	28,784.60	49,486.69	177,797.25	17,042.04	146,907.10	702,414.96
Deposits*	38,628.02	92,701.82	44,387.29	62,239.18	87,416.56	82,685.74	141,448.99	291,656.00	888,512.25	25,043.54	625,066.89	2,379,786.28
Borrowings*	0.00	7,963.85	2,852.80	16,063.74	19,316.40	11,186.87	22,102.63	49,186.51	273,598.57	77,326.80	182,554.91	662,153.08
Foreign currency assets	12,607.14	23,456.05	2,350.78	17,135.71	10,038.36	5,253.79	10,764.09	8,381.55	9,931.38	1,719.26	340.54	101,978.65
Foreign currency liabilities	2,022.01	8,410.41	3,581.87	11,727.76	9,235.83	6,187.63	16,392.49	25,461.30	81,464.72	13,751.47	6,121.87	184,357.36

*The amounts represented include Foreign Currency Balances.

Classification of assets and liabilities under the maturity buckets is based on the same estimates and assumptions as used by the Bank for compiling the return submitted to the RBI. Maturity profile of foreign currency assets and liabilities excludes off-balance sheet items.

(₹ crore)

As at March 31, 2023	1 day	2 to 7 days	8 to 14 days	15 to 30 days	31 days to 2 months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Loans & advances*	12,844.60	13,476.73	11,778.20	23,839.60	41,381.23	54,641.54	83,347.05	139,465.60	809,684.22	190,440.80	219,686.33	1,600,585.90
Investments*	131,535.04	17,957.44	8,054.00	19,653.22	11,537.26	16,158.65	28,274.85	41,123.61	144,921.54	7,052.96	90,732.86	517,001.43
Deposits*	29,908.08	75,025.08	41,030.46	39,163.66	51,367.10	45,630.01	114,698.70	170,773.44	802,428.32	15,143.18	498,226.62	1,883,394.65
Borrowings*	351.94	10,508.22	2,026.12	18,036.26	8,125.22	6,860.92	29,767.16	20,446.27	58,987.46	20,656.00	31,000.00	206,765.57
Foreign currency assets	13,990.73	19,128.29	8,005.96	13,718.36	7,137.95	6,135.77	11,019.40	4,099.23	7,965.76	1,871.45	629.07	93,701.97
Foreign currency liabilities	1,873.98	6,589.29	3,649.48	12,199.66	5,837.89	5,236.36	12,830.60	17,830.12	32,950.32	8,920.83	4,525.32	112,443.85

*The amounts represented include Foreign Currency Balances.

Classification of assets and liabilities under the maturity buckets is based on the same estimates and assumptions as used by the Bank for compiling the return submitted to the RBI. Maturity profile of foreign currency assets and liabilities excludes off-balance sheet items.

7. Liquidity coverage ratio

Quantitative information on Liquidity Coverage Ratio (LCR) for year ended March 31, 2024 is given below:

(₹ crore)

	Particulars	Quarter ended March 31, 2024		Quarter ended December 31, 2023		Quarter ended September 30, 2023		Quarter ended June 30, 2023	
		Total Unweighted Value (average) *	Total Weighted Value (average) *	Total Unweighted Value (average) *	Total Weighted Value (average) *	Total Unweighted Value (average) *	Total Weighted Value (average) *	Total Unweighted Value (average) *	Total Weighted Value (average) *
	High Quality Liquid Assets								
1	Total High Quality Liquid Assets (HQLA)		558,424.94		541,719.24		575,640.30		499,351.68
	Cash Outflows								
2	Retail deposits and deposits from small business customers, of which:	**1,389,203.92**	**118,703.67**	**1,348,821.05**	**114,782.06**	**1,298,493.38**	**110,606.05**	**1,166,141.18**	**98,075.14**
(i)	Stable deposits	404,334.39	20,216.72	402,000.92	20,100.05	384,865.68	19,243.28	370,779.51	18,538.97
(ii)	Less stable deposits	984,869.53	98,486.95	946,820.13	94,682.01	913,627.70	91,362.77	795,361.67	79,536.17
3	Unsecured wholesale funding, of which:	**560,983.51**	**355,303.23**	**561,771.40**	**359,317.05**	**541,609.55**	**347,725.90**	**464,748.70**	**283,465.87**
(i)	Operational deposits (all counterparties)	-	-	-	-	-	-	-	-
(ii)	Non-operational deposits (all counterparties)	543,681.17	338,000.89	542,284.12	339,829.78	522,112.94	328,229.29	456,595.78	275,312.95
(iii)	Unsecured debt	17,302.34	17,302.34	19,487.27	19,487.27	19,496.61	19,496.61	8,152.92	8,152.92
4	Secured wholesale funding		2,277.94		2,971.97		5,101.94		6,062.10
5	Additional requirements, of which:	**236,107.76**	**140,465.49**	**266,213.81**	**146,490.41**	**251,335.01**	**125,020.27**	**162,336.10**	**111,953.16**
(i)	Outflows related to derivative exposures and other collateral requirement	129,736.77	129,736.77	134,555.64	134,555.64	111,298.99	111,298.99	103,422.79	103,422.79
(ii)	Outflows related to loss of funding on debt products	-	-	-	-	-	-	-	-
(iii)	Credit and liquidity facilities	106,370.99	10,728.72	131,658.17	11,934.77	140,036.02	13,721.28	58,913.31	8,530.37
6	Other contractual funding obligation	33,471.03	33,471.03	35,686.06	35,686.06	45,409.88	45,409.88	33,089.66	33,089.66
7	Other contingent funding obligations	1,034,507.09	47,611.76	977,735.54	44,891.81	849,851.16	39,267.86	808,158.17	37,549.89
8	**Total Cash Outflows**		**697,833.12**		**704,139.36**		**673,131.89**		**570,195.82**
	Cash Inflows								
9	Secured lending (e.g. reverse repo)	-	-	-	-	-	-	-	-
10	Inflows from fully performing exposures	118,860.92	66,988.99	110,959.10	60,938.55	101,047.03	54,850.27	102,728.53	56,125.65
11	Other cash inflows	147,654.01	144,129.42	152,187.17	148,653.92	146,308.02	139,050.96	121,139.75	115,532.96
12	**Total Cash Inflows**	**266,514.93**	**211,118.41**	**263,146.27**	**209,592.47**	**247,355.05**	**193,901.23**	**223,868.28**	**171,658.61**
			Total Adjusted Value		**Total Adjusted Value**		**Total Adjusted Value**		**Total Adjusted Value**
13	**TOTAL HQLA**		**558,424.94**		**541,719.24**		**575,640.30**		**499,351.68**
14	**Total Net Cash Outflows**		**486,714.71**		**494,546.89**		**479,230.66**		**398,537.21**
15	**Liquidity Coverage Ratio(%)**		**114.73%**		**109.54%**		**120.12%**		**125.30%**

* The average weighted and unweighted amounts are calculated taking simple average based on daily observation for the respective quarters.

Quantitative information on Liquidity Coverage Ratio (LCR) for year ended March 31, 2023 is given below:

(₹ crore)

	Particulars	Quarter ended March 31, 2023		Quarter ended December 31, 2022		Quarter ended September 30, 2022		Quarter ended June 30, 2022	
		Total Unweighted Value (average) *	Total Weighted Value (average) *	Total Unweighted Value (average) *	Total Weighted Value (average) *	Total Unweighted Value (average) *	Total Weighted Value (average) *	Total Unweighted Value (average) *	Total Weighted Value (average) *
	High Quality Liquid Assets								
1	Total High Quality Liquid Assets (HQLA)		442,566.92		406,743.38		426,131.42		387,259.88
	Cash Outflows								
2	Retail deposits and deposits from small business customers, of which:	**1,099,558.51**	**92,330.46**	**1,066,165.61**	**89,380.80**	**1,033,702.45**	**86,659.65**	**994,210.93**	**83,471.50**
(i)	Stable deposits	352,507.84	17,625.39	344,715.29	17,235.76	334,211.85	16,710.59	318,991.69	15,949.58
(ii)	Less stable deposits	747,050.67	74,705.07	721,450.32	72,145.04	699,490.60	69,949.06	675,219.24	67,521.92
3	Unsecured wholesale funding, of which:	**441,407.62**	**253,406.01**	**432,518.53**	**238,700.24**	**430,220.32**	**238,000.09**	**425,882.92**	**237,259.68**
(i)	Operational deposits (all counterparties)	28,292.85	6,950.05	46,463.43	11,409.02	46,649.89	11,452.57	49,870.56	12,261.81
(ii)	Non-operational deposits (all counterparties)	401,797.58	235,138.77	369,266.01	210,502.13	368,850.74	211,827.83	360,961.08	209,946.59
(iii)	Unsecured debt	11,317.19	11,317.19	16,789.09	16,789.09	14,719.69	14,719.69	15,051.28	15,051.28
4	Secured wholesale funding		4,120.06		2,870.30		2,859.14		5,506.73
5	Additional requirements, of which:	**193,052.40**	**110,792.54**	**189,489.23**	**108,608.82**	**191,913.27**	**111,663.05**	**194,884.13**	**115,987.81**
(i)	Outflows related to derivative exposures and other collateral requirement	95,929.63	95,929.63	94,160.22	94,160.22	98,224.81	98,224.81	102,867.83	102,867.83
(ii)	Outflows related to loss of funding on debt products	-	-	-	-	-	-	-	-
(iii)	Credit and liquidity facilities	97,122.77	14,862.91	95,329.01	14,448.60	93,688.46	13,438.24	92,016.30	13,119.98
6	Other contractual funding obligation	35,678.62	35,678.62	32,853.43	32,853.43	32,240.25	32,240.25	29,433.35	29,433.35
7	Other contingent funding obligations	812,026.23	37,855.22	713,534.95	33,002.13	678,505.46	31,370.83	653,909.58	30,282.97
8	**Total Cash Outflows**		**534,182.91**		**505,415.72**		**502,793.01**		**501,942.04**
	Cash Inflows								
9	Secured lending (e.g. reverse repo)	-	-	-	-	-	-	-	-
10	Inflows from fully performing exposures	75,647.19	40,621.46	62,244.30	33,296.00	59,675.88	31,501.60	56,893.52	29,847.36
11	Other cash inflows	115,459.41	108,221.73	118,990.90	112,062.72	117,649.14	110,814.05	117,297.42	111,629.68
12	**Total Cash Inflows**	**191,106.60**	**148,843.19**	**181,235.20**	**145,358.72**	**177,325.02**	**142,315.65**	**174,190.94**	**141,477.04**
			Total Adjusted Value		**Total Adjusted Value**		**Total Adjusted Value**		**Total Adjusted Value**
13	**TOTAL HQLA**		**442,566.92**		**406,743.38**		**426,131.42**		**387,259.88**
14	**Total Net Cash Outflows**		**385,339.72**		**360,057.00**		**360,477.36**		**360,465.00**
15	**Liquidity Coverage Ratio (%)**		**114.85%**		**112.97%**		**118.21%**		**107.43%**

* The average weighted and unweighted amounts are calculated taking simple average based on daily observation for the respective quarters.

Qualitative disclosure on LCR

The Liquidity Coverage Ratio (LCR) is one of the Basel Committee's key reforms to develop a more resilient banking sector. The objective of the LCR is to promote the short-term resilience of the liquidity risk profile of banks. It does this by ensuring that banks have an adequate stock of unencumbered high-quality liquid assets (HQLA) that can be converted easily and immediately into cash to meet their liquidity needs for a 30 calendar day liquidity stress scenario. The LCR is expected to improve the banking sector's ability to absorb shocks arising from financial and economic stress, whatever the source, thus reducing the risk of spillover from the financial sector to the real economy.

The Liquidity Risk Management of the Bank is governed by the Asset Liability Management (ALM) Policy approved by the Board. The Asset Liability Committee (ALCO) is a decision-making unit responsible for implementing the liquidity and interest rate risk management strategy of the Bank in line with its risk management objectives and ensures adherence to the risk tolerance / limits set by the Board. The Bank has also set up a senior level management committee, viz., the Group Risk Management Committee (GRMC) under the ICAAP framework of the Bank, to establish a formal and dedicated structure to periodically assess the nature / quantum of material risks of the subsidiaries and adequacy of its risk management processes, including providing oversight for managing liquidity risk. Liquidity for the Bank's domestic banking operations is directly managed at the Head Office. The overseas branches and offshore unit of the Bank independently manage their liquidity requirements with support from the Head Office. Similarly, the Bank's subsidiaries independently manage their liquidity requirements under guidance of the GRMC, which, along with senior management of the subsidiaries, reviews the risk assessment of material risks at the subsidiaries. Further, the Bank maintains suitable systems and processes to monitor liquidity requirements in other currencies as appropriate.

In order to determine cash outflows, the Bank segregates its deposits into various customer segments, viz., Retail (which include deposits from individuals), Small Business Customers (those with deposits upto ₹ 7.5 crore), and Wholesale (which would cover all residual deposits). Other contractual funding, including a portion of other liabilities which are expected to run down in a 30 day time frame are included in the cash outflows. These classifications, based on extant regulatory guidelines, are part of the Bank's LCR framework, and are also submitted to the RBI.

The LCR is calculated by dividing a Bank's stock of HQLA by its total net cash outflows over a 30 day stress period. The present minimum requirement, as on March 31, 2024 is 100%.

In the Indian context, the run-off factors for the stressed scenarios are prescribed by the RBI, for various categories of liabilities (viz., deposits, unsecured and secured wholesale borrowings), undrawn commitments, derivative-related exposures, and offset with inflows emanating from assets maturing within the same time period. Given below is a table of run-off factors and the average LCR maintained by the Bank quarter-wise over the past two years:

Particulars	Run-off factors
Retail Deposits	5% - 10%
Small Business Customers	5% - 10%
Operational deposits	5% - 25%
Non-financial corporates, sovereigns, central banks, multilateral development banks, and PSEs	40%
Other legal entities	100%

Quarter ended	LCR Maintained (Average)	LCR Required
March 31, 2024	114.73%	100.00%
December 31, 2023	109.54%	100.00%
September 30, 2023	120.12%	100.00%
June 30, 2023	125.30%	100.00%
March 31, 2023	114.85%	100.00%
December 31, 2022	112.97%	100.00%
September 30, 2022	118.21%	100.00%
June 30, 2022	107.43%	100.00%

The average LCR for the quarter ended March 31, 2024 was at 114.73% as against 114.85% for the quarter ended March 31, 2023, and above the present prescribed minimum requirement of 100%. The average HQLA for the quarter ended March 31, 2024 was ₹ 558,424.94 crore, as against ₹ 442,566.92 crore for the quarter ended March 31, 2023. During the same period the composition of government securities and treasury bills in the HQLA was at 95.74% as compared to 89.95% in the previous year.

For the quarter ended March 31, 2024, derivative exposures (net of cash inflows) / collateral requirements and undrawn commitments constituted just about 0.59% and 1.54% respectively of average cash outflow as against 0.67% and 2.78% respectively for quarter ended March 31, 2023. The Bank has a significant portion of funding through deposits. As of March 31, 2024 the top 20 depositors comprised of 3.33% of total deposits indicating a healthy and stable deposit profile.

8. Investments

Composition of investments as at March 31, 2024

(₹ crore)

	Investments in India							Investments outside India				Total Investments
	Government Securities	Other Approved Securities	Shares	Debentures and Bonds	Subsidiaries and / or joint ventures	Others	Total Investments in India	Government Securities (including local authorities)	Subsidiaries and / or joint ventures	Others	Total Investments outside India	
Held to Maturity												
Gross	541,803.48	-	-	3,179.39	12,634.21	836.06	558,453.14	-	5.41	-	5.41	558,458.55
Less: Provision for non-performing investments (NPI)	-	-	-	-	-	-	-	-	-	-	-	-
Net	541,803.48	-	-	3,179.39	12,634.21	836.06	558,453.14	-	5.41	-	5.41	558,458.55
Available for Sale												
Gross	95,729.94	-	2,070.77	13,782.68	-	15,524.66	127,108.05	248.04	-	1,656.19	1,904.23	129,012.28
Less: Provision for depreciation and NPI	-	-	97.93	121.08	-	-	219.01	-	-	7.18	7.18	226.19
Net	95,729.94	-	1,972.84	13,661.60	-	15,524.66	126,889.04	248.04	-	1,649.01	1,897.05	128,786.09
Held for Trading												
Gross	7,272.98	-	0.16	3,233.74	-	4,999.75	15,506.63	-	-	-	-	15,506.63
Less: Provision for depreciation and NPI	-	-	-	-	-	336.31	336.31	-	-	-	-	336.31
Net	7,272.98	-	0.16	3,233.74	-	4,663.44	15,170.32	-	-	-	-	15,170.32
Total Investments	644,806.40	-	2,070.93	20,195.81	12,634.21	21,360.47	701,067.82	248.04	5.41	1,656.19	1,909.64	702,977.46
Less: Provision for non-performing investments for HTM category	-	-	-	-	-	-	-	-	-	-	-	-
Less: Provision for depreciation and NPI for AFS and HFT categories	-	-	97.93	121.08	-	336.31	555.32	-	-	7.18	7.18	562.50
Net	**644,806.40**	**-**	**1,973.00**	**20,074.73**	**12,634.21**	**21,024.16**	**700,512.50**	**248.04**	**5.41**	**1,649.01**	**1,902.46**	**702,414.96**

Composition of investments as at March 31, 2023

(₹ crore)

	Investments in India							Investments outside India				Total Investments
	Government Securities	Other Approved Securities	Shares	Debentures and Bonds	Subsidiaries and / or joint ventures	Others	Total Investments in India	Government Securities (including local authorities)	Subsidiaries and / or joint ventures	Others	Total Investments outside India	
Held to Maturity												
Gross	343,301.94	-	-	6,160.87	3,826.49	16.60	353,305.90	-	-	-	-	353,305.90
Less: Provision for non-performing investments (NPI)	-	-	-	-	-	-	-	-	-	-	-	-
Net	343,301.94	-	-	6,160.87	3,826.49	16.60	353,305.90	-	-	-	-	353,305.90
Available for Sale												
Gross	84,204.92	-	515.17	50,532.57	-	15,687.13	150,939.79	81.79	-	1,520.10	1,601.89	152,541.68
Less: Provision for depreciation and NPI	171.25	-	20.49	923.61	-	176.02	1,291.37	2.07	-	98.83	100.90	1,392.27
Net	84,033.67	-	494.68	49,608.96	-	15,511.11	149,648.42	79.72	-	1,421.27	1,500.99	151,149.41
Held for Trading												
Gross	10,034.21	-	0.75	2,511.16	-	-	12,546.12	-	-	-	-	12,546.12
Less: Provision for depreciation and NPI	-	-	-	-	-	-	-	-	-	-	-	-
Net	10,034.21	-	0.75	2,511.16	-	-	12,546.12	-	-	-	-	12,546.12
Total Investments	437,541.07	-	515.92	59,204.60	3,826.49	15,703.73	516,791.81	81.79	-	1,520.10	1,601.89	518,393.70
Less: Provision for non-performing investments for HTM category	-	-	-	-	-	-	-	-	-	-	-	-
Less: Provision for depreciation and NPI for AFS and HFT categories	171.25	-	20.49	923.61	-	176.02	1,291.37	2.07	-	98.83	100.90	1,392.27
Net	**437,369.82**	**-**	**495.43**	**58,280.99**	**3,826.49**	**15,527.71**	**515,500.44**	**79.72**	**-**	**1,421.27**	**1,500.99**	**517,001.43**

Other investment outside India as at March 31, 2024 includes shares of ₹ 21.53 crore (previous year: ₹ 2.64 crore) and bonds and debentures of ₹ 1,627.48 crore (previous year: ₹ 1,418.63 crore).

- **Movement in provisions held towards depreciation on investments & Investment Fluctuation Reserve:**

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
i) Movement in provisions held towards depreciation on investments		
a) Opening balance	1,392.27	410.63
b) Add: Addition on amalgamation (Refer Schedule 18(1))	103.37	
c) Add: Provision made during the year (including provision on non-performing investments)	364.66	1,213.64
d) Less: Write-off, write back of excess provision during the year	1,297.81	232.00
e) Closing balance	562.49	1,392.27
ii) Movement of Investment Fluctuation Reserve		
a) Opening balance	3,701.00	3,619.00
b) Add: Addition on amalgamation (Refer Schedule 18(1))	953.00	
c) Add: Amount transferred during the year	378.00	82.00
d) Less: Drawdown	-	-
e) Closing balance	5,032.00	3,701.00
iii) Closing balance in IFR as a percentage of closing balance of investments in AFS and HFT category	3.48%	2.24%

Movement in provisions held towards depreciation on investments has been reckoned on a yearly basis.

- **Sale and transfers to / from HTM category**

✓ During the year ended March 31, 2024, there has been no sale from, and transfer to / from, HTM category in excess of 5% of the book value of investments held in the HTM category at the beginning of the year.

✓ In accordance with the RBI guidelines, sale from, and transfer to / from, HTM category exclude:

a. The one-time transfer of securities to / from HTM category with the approval of Board of Directors undertaken by banks at the beginning of the accounting year;

b. Direct sales from HTM for bringing down SLR holdings in HTM category consequent to a downward revision in SLR requirements by RBI;

c. Sales to the Reserve Bank of India under liquidity management operations of RBI such as the Open Market Operations (OMO) and the Government Securities Acquisition Programme (GSAP);

d. Repurchase of Government Securities by Government of India from banks under buyback / switch operations;

e. Repurchase of State Development Loans by respective state governments under buyback / switch operations; and

f. Additional shifting of securities explicitly permitted by the Reserve Bank of India.

- **Non-SLR investment portfolio**

✓ Non-performing non-SLR investments:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance	6.65	35.03
Addition on amalgamation (Refer Schedule 18(1))	99.76	-
Additions during the year	65.08	11.68
Reductions during the year	54.82	40.06
Closing balance	**116.67**	**6.65**
Total provisions held	**115.49**	**6.37**

✓ Issuer-wise composition of non-SLR investments as at March 31, 2024:

(₹ crore)

Sr. No.	Issuer	Amount	Extent of private placement#	Extent of "below investment grade" securities#(1)	Extent of "unrated" securities#(2)	Extent of "unlisted" securities#(2)
1	Public sector undertakings	1,871.55	1,682.03	-	-	-
2	Financial institutions	2,145.00	861.71	-	-	-
3	Banks	5,272.25	4,036.97	359.04	-	-
4	Private corporate	14,634.12	12,040.96	-	100.91	2,035.82
5	Subsidiaries / Joint Ventures(3)	12,639.62	12,445.52	-	-	-
6	Others	21,608.51	16,092.11	-	-	-
7	Provision held towards depreciation	(562.49)				
	Total	**57,608.56**	**47,159.30**	**359.04**	**100.91**	**2,035.82**

\# Amounts reported under these columns are not mutually exclusive.

(1) Represents overseas investment of ₹ 359.04 crore in bond and debentures issued by entities having domicile in India, where the issuer rating given by domestic rating agencies is above investment grade.

(2) Excludes investments in securities issued by foreign sovereigns, equity shares, units of equity oriented mutual fund schemes, equity / debt instruments / units issued by Category I and II Alternative Investment Funds (AIFs), commercial paper, certificate of deposits, securities acquired by way of conversion of debt, security receipts, pass through certificates and unlisted convertible debentures.

(3) Investments in debt securities issued by Subsidiaries / Joint Ventures have been classified under Private Corporates.

✓ Issuer-wise composition of non-SLR investments as at March 31, 2023:

(₹ crore)

Sr. No.	Issuer	Amount	Extent of private placement#	Extent of "below investment grade" securities#(1)	Extent of "unrated" securities#(2)	Extent of "unlisted" securities#(2)
1	Public sector undertakings	9,227.03	7,123.27	-	-	-
2	Financial institutions	7,535.99	2,365.00	-	-	-
3	Banks	2,756.89	1,625.00	375.66	-	-
4	Private corporate	41,720.71	29,330.57	-	32.34	2,833.20
5	Subsidiaries / Joint ventures(3)	3,826.49	3,826.49	-	-	-
6	Others	15,785.52	15,703.73	-	-	-
7	Provision held towards depreciation	(1,221.02)				
	Total	**79,631.61**	**59,974.06**	**375.66**	**32.34**	**2,833.20**

\# Amounts reported under these columns are not mutually exclusive.

(1) Includes overseas investment of ₹ 328.03 crore in bond and debentures issued by entities having domicile in India, where the issuer rating given by domestic rating agencies is above investment grade.

(2) Excludes investments in securities issued by foreign sovereigns, equity shares, units of equity oriented mutual fund schemes, equity / debt instruments / units issued by Category I and II Alternative Investment Funds (AIFs), commercial paper, certificate of deposits, securities acquired by way of conversion of debt, security receipts, pass through certificates and unlisted convertible debentures.

(3) Investments in debt securities issued by Subsidiaries / Joint Ventures have been classified under Private Corporates.

✓ Investment in HDFC Securities Limited

The Bank has been allotted 16,13,176 equity shares of HDFC Securities Limited ('HSL') on April 15, 2024, subscribed through a rights issue for a consideration of ₹ 953.23 crore. Post the allotment, the Bank's shareholding in HSL has increased from 95.13% to 95.19%.

- **Repo transactions**

✓ Details of repo / reverse repo deals excluding tri-party repo / reverse repo (in face value terms) done during the year ended March 31, 2024:

(₹ crore)

Particulars	Minimum outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year	Outstanding as at March 31, 2024
Securities sold under repo				
1. Government securities	-	121,168.11	22,036.86	5,567.14
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-
Securities purchased under reverse repo				
1. Government securities	-	49,785.56	6,426.30	-
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-

✓ Details of repo / reverse repo deals excluding tri-party repo / reverse repo (in face value terms) done during the year ended March 31, 2023:

(₹ crore)

Particulars	Minimum outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year	Outstanding as at March 31, 2024
Securities sold under repo				
1. Government securities	9,110.09	64,383.12	12,255.19	9,110.09
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-
Securities purchased under reverse repo				
1. Government securities	-	61,499.68	4,201.79	40,320.26
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-

✓ Details of Tri-party repo / reverse repo deals (in terms of funds borrowed or lent) done during the year ended March 31, 2024:

(₹ crore)

Particulars	Minimum outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year	Outstanding as at March 31, 2024
Securities sold under tri-party repo				
1. Government securities	-	95,823.40	33,986.83	-
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-
Securities purchased under tri-party repo				
1. Government securities	-	22,587.55	431.30	-
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-

✓ Details of Tri-party repo / reverse repo deals (in terms of funds borrowed or lent) done during the year ended March 31, 2023:

(₹ crore)

Particulars	Minimum outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year	Outstanding as at March 31, 2023
Securities sold under tri-party repo				
1. Government securities	-	85,018.85	29,224.00	-
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-
Securities purchased under tri-party repo				
1. Government securities	-	41,971.75	669.50	5,281.75
2. Corporate debt securities	-	-	-	-
3. Any other securities	-	-	-	-

✓ Details of Government Security Lending (GSL) transactions:

The Bank has not done any Government Security Lending transactions during the year ended March 31, 2024, based on Reserve Bank of India (Government Securities Lending) Directions, 2023 effective from December 27, 2023.

- **Securities kept as margin**

The details of securities that are kept as margin are as under:

(₹ crore)

Sr. No.	Particulars	Face value as at March 31, 2024	2023
I.	Securities kept as margin with Clearing Corporation of India towards:		
	a) Collateral and funds management - Securities segment	9,100.00	9,100.00
	b) Collateral and funds management - Tri-party Repo	39,000.00	79,729.85
	c) Default fund - Forex Forward segment	247.10	247.10
	d) Default fund - Forex Settlement segment	51.05	51.05
	e) Default fund - Rupee Derivatives (Guaranteed Settlement) segment	199.15	199.15
	f) Default fund - Securities segment	255.00	75.00
	g) Default fund - Tri-party repo segment	55.00	55.00
II.	Securities kept as margin with the RBI towards:		
	a) Real Time Gross Settlement (RTGS)	64,687.48	48,469.64
	b) Repo transactions	65,172.27	71,636.59
III.	Securities kept as margin with National Securities Clearing Corporation of India (NSCCIL) towards NSE Currency Derivatives segment.	-	107.72
IV.	Securities kept as margin with Indian Clearing Corporation Limited towards BSE Currency Derivatives segment.	358.72	251.00
V.	Securities kept as margin with National Securities Clearing Corporation of India (NSCCIL) towards Capital market.	1,400.00	1,000.00

9. Asset quality

- **Classification of assets and provisions held as at March 31, 2024**

(₹ crore)

	Standard	Non-Performing				
	Total Standard Advances	Substandard	Doubtful	Loss	Total Non-Performing Assets	**Total**
Gross Standard Advances and NPAs ^						
Opening Balance	1,596,217.76	7,827.16	8,745.35	1,446.52	18,019.03	1,614,236.79
Add: Addition on amalgamation (Refer Schedule 18(1))					12,281.15	
Add: Additions during the year **					27,980.95	
Less: Reductions during the year					27,107.81	
Closing balance	**2,476,770.96**	**11,508.47**	**17,063.72**	**2,601.13**	**31,173.32**	**2,507,944.28**
Reductions in Gross NPAs due to:						
i) Upgradation*					11,893.91	
ii) Recoveries (excluding recoveries from upgraded accounts)					4,183.95	
iii) Technical / Prudential Write-offs					9,343.08	
iv) Write-offs other than those under (iii) above					1,686.87	
Provisions (excluding Floating Provisions) ^^						
Opening balance of provisions held	6,988.66	3,842.87	8,361.21	1,446.52	**13,650.60**	**20,639.26**
Add: Addition on amalgamation (Refer Schedule 18(1))					9,130.85	
Add: Fresh provisions made during the year **					19,365.78	
Less: Excess provision reversed / Write-off loans					19,065.65	
Closing balance of provisions held	**10,663.71**	**5,001.84**	**15,479.47**	**2,600.27**	**23,081.58**	**33,745.29**
Net NPAs						
Opening Balance		3,984.29	384.14	-	4,368.43	
Add: Addition on amalgamation (Refer Schedule 18(1))					3,150.30	
Add: Fresh additions during the year					8,615.17	
Less: Reductions during the year					8,042.16	
Closing Balance		6,506.63	1,584.25	0.86	**8,091.74**	8,091.74

^NPAs represents advances aggregating to ₹ 31,056.65 crore (previous year: ₹ 18,011.85 crore) and investments and foreign exchange and derivatives of ₹ 116.67 crore (previous year: ₹ 7.18 crore) that are classified as non-performing by the Bank.

^^ Closing balance in provisions represents provisions on advances aggregating to ₹ 22,966.09 crore (previous year: ₹ 13,643.70 crore) and provisions on investments and foreign exchange and derivatives of ₹ 115.49 crore (previous year: ₹ 6.90 crore).

** includes NPA of ₹ 214.44 crore and provision thereon ₹ 83.76 crore that has been debited to Balance in Profit and Loss

Account as on the effective date of amalgamation, in respect of harmonisation on common borrower exposure.

* includes those accounts where all overdue have been paid.

- **Classification of assets and provisions held as at March 31, 2023**

(₹ crore)

	Standard	Non-Performing				Total
	Total Standard Advances	Substandard	Doubtful	Loss	Total Non-Performing Assets	
Gross Standard Advances and NPAs^						
Opening Balance	1,364,413.25	8,392.21	6,347.08	1,401.67	16,140.96	1,380,554.21
Add: Additions during the year					24,536.31	
Less: Reductions during the year					22,658.24	
Closing balance	1,596,217.76	7,827.16	8,745.35	1,446.52	18,019.03	1,614,236.79
Reductions in Gross NPAs due to:						
i) Upgradation*					8,781.61	
ii) Recoveries (excluding recoveries from upgraded accounts)					3,075.23	
iii) Technical/ Prudential Write-offs					8,962.87	
iv) Write-offs other than those under (iii) above					1,838.53	
Provisions (excluding Floating Provisions)^^						
Opening balance of provisions held	6,562.60	4,165.31	6,166.30	1,401.67	11,733.28	18,295.88
Add: Fresh provisions made during the year					18,579.00	
Less: Excess provision reversed / Write-off loans					16,661.68	
Closing balance of provisions held	6,988.66	3,842.87	8,361.21	1,446.52	13,650.60	20,639.26
Net NPAs						
Opening Balance		4,226.90	180.78	-	4,407.68	
Add: Fresh additions during the year					5,957.31	
Less: Reductions during the year					5,996.56	
Closing Balance		3,984.29	384.14	-	4,368.43	

^ NPAs represents advances aggregating to ₹18,011.85 crore (previous year: ₹ 16,100.97 crore) and investments and foreign exchange and derivatives of ₹ 7.18 crore (previous year: ₹ 39.99 crore) that are classified as non-performing by the Bank.

^^ Closing balance in provisions represents provisions on advances aggregating to ₹ 13,643.70 crore (previous year: ₹ 11,693.29 crore) and provisions on investments and foreign exchange and derivatives of ₹ 6.90 crore (previous year: ₹ 39.99 crore).

*includes those accounts where all overdue have been paid.

- **Technical or prudential write-offs**

As per RBI circular dated June 08, 2023, on "Framework for Compromise Settlements and Technical Write-offs". Technical Write-offs are cases where the non-performing assets remain outstanding at borrowers' loan account level but are written-off (fully or partially) by the Bank only for accounting purposes, without involving any waiver of claims against the borrower, and without prejudice to the recovery of the same. Movement in the stock of technically or prudentially written-off accounts is given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance of technical / prudential write-offs	32,768.64	28,314.79
Addition on amalgamation (Refer Schedule 18(1))*	4,988.87	-
Technical / Prudential write-offs during the year	9,343.08	8,962.87
Recoveries made from previously technically / prudentially written-off accounts during the year	(2,692.25)	(3,058.92)
Sacrifice made from previously technica l/ prudential written-off accounts during the year	(1,746.95)	(1,450.10)
Closing balance of technical / prudential write-offs	42,661.39	32,768.64

* Special purpose financial statement of eHDFC Limited as at the day beginning on July 01, 2023, had reported technical write-offs amounting to ₹ 4,645.03 crore. Subsequently, the Bank has identified additional technical write-offs amounting to ₹ 343.84 crore. Accordingly, addition on amalgamation reported above is after including those additional technical write-offs.

- **Floating provisions**

Floating provision of ₹ 12,351.28 crore (previous year: ₹ 1,451.28 crore) has been included under "Other Liabilities". Movement in floating provision is given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance	1,451.28	1,451.28
Provisions made / reinstated during the year	10,900.00	-
Draw down made during the year	-	-
Closing balance	12,351.28	1,451.28

Floating provisions shall be utilised as per the Board approved policy for contingencies under extraordinary circumstances and for making specific provision for impaired accounts in accordance with the RBI guidelines / directions.

Particulars	March 31, 2024	March 31, 2023
Gross non-performing assets to gross advances[1]	1.24%	1.12%
Gross non-performing advances to gross advances	1.24%	1.12%
Net non-performing assets[2] to net advances[3]	0.33%	0.27%
Provision coverage ratio[4]	74.04%	75.76%

1 Gross advances are net of bills rediscounted and interest in suspense for non-performing advances.

2 Net NPAs are non-performing assets net of specific provisions, claims received from Credit Guarantors, provisions for funded interest term loans classified as NPAs and provisions in lieu of diminution in the fair value of restructured assets classified as NPAs.

3 Net advances are equivalent to gross advances net of specific loan loss provisions, claims received from Credit Guarantors, provision for funded interest term loans classified as NPA and provisions in lieu of diminution in the fair value of restructured assets.

4 Provision coverage ratio does not include assets written-off.

- **Sector-wise Advances and Gross NPAs**

(₹ crore)

Sr. No.	Sector	As at March 31, 2024			As at March 31, 2023		
		Gross advances	Gross non-performing assets	% of gross non-performing assets to gross advances in that sector	Gross advances	Gross non-performing assets	% of gross non-performing assets to gross advances in that sector
A	**Priority sector**						
1	Agriculture and allied activities	180,358.48	5,312.08	2.95%	139,465.44	4,841.86	3.47%
2	Advances to industries eligible as priority sector lending	215,907.22	1,568.12	0.73%	180,254.97	916.08	0.51%
	- Power	736.94	1.85	0.25%	801.16	0.12	0.01%
3	Services	245,362.07	4,788.76	1.95%	174,491.93	1,485.13	0.85%
	- NBFC	11,837.99	-	0.00%	7,747.42	-	0.00%
	- Real Estate & Property Services	16,285.78	1,795.40	11.02%	9,385.05	41.69	0.44%
4	Personal loans	143,433.21	1,412.86	0.99%	44,270.30	1,009.54	2.28%
	- Home Loan	143,056.82	1,404.67	0.98%	33,913.80	271.27	0.80%
	Sub-total (A)	**785,060.98**	**13,081.82**	**1.67%**	**538,482.64**	**8,252.61**	**1.53%**
B	**Non Priority sector**						
1	Agriculture and allied activities	6,402.27	388.64	6.07%	6,467.12	403.79	6.24%
2	Industry	318,400.59	2,768.53	0.87%	282,400.45	2,328.83	0.82%
	- Power	65,220.92	551.71	0.85%	62,793.25	564.80	0.90%
3	Services	521,219.28	9,008.06	1.73%	364,040.11	3,469.37	0.95%
	- NBFC	146,538.31	231.50	0.16%	49,816.37	3.29	0.01%
	- Real Estate & Property Services	84,724.58	4,608.73	5.44%	29,735.48	11.16	0.04%
4	Personal loans	876,744.49	5,926.27	0.68%	422,839.29	3,564.43	0.84%
	- Home Loan	439,245.80	2,071.38	0.47%	70,988.01	295.54	0.42%
	- Vehicle / Auto Loans	102,783.94	1,261.43	1.23%	77,942.40	1,273.98	1.63%
	Sub-total (B)	**1,722,766.63**	**18,091.50**	**1.05%**	**1,075,746.97**	**9,766.42**	**0.91%**
	Total (A) + (B)	**2,507,827.61**	**31,173.32**	**1.24%**	**1,614,229.61**	**18,019.03**	**1.12%**

- **Overseas assets, NPAs and revenue**

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Total Assets	75,579.83	63,136.81
Total NPAs	108.37	26.81
Total Revenue	4,638.76	2,305.01

- **Details of Resolution Plan (RP) implemented under Prudential Framework for Resolution of Stressed Assets dated June 07, 2019:**

	Resolution Plan implemented during the year	Amount (₹ crore)
March 31, 2024	-	-
March 31, 2023	-	-

- **Details of accounts subjected to restructuring**

		Agriculture and allied activities		Corporates (excluding MSME)		Micro, Small and Medium Enterprises (MSME)		Retail (excluding agriculture and MSME)		Total	
		March 31, 2024	March 31, 2023	**March 31, 2024 ***	March 31, 2023	**March 31, 2024**	March 31, 2023	**March 31, 2024**	March 31, 2023	**March 31, 2024**	March 31, 2023
Standard	Number of borrowers	61	-	28	1	172	1	4519	-	4780	2
	Gross Amount (₹ crore)	0.70	-	2,309.09	18.76	23.82	17.82	54.28	-	2,387.89	36.58
	Provision held (₹ crore)	-	-	-	-	-	-	-	-	-	-
Substandard	Number of borrowers	20	-	1	-	29	-	649	38	699	38
	Gross Amount (₹ crore)	0.08	-	134.08	-	2.37	-	10.96	0.56	147.49	0.56
	Provision held (₹ crore)	-	-	-	-	-	-	-	-	-	-
Doubtful	Number of borrowers	-	9	2	1	42	164	26	199	70	373
	Gross Amount (₹ crore)	-	0.34	194.57	4.42	16.91	35.22	4.18	15.74	215.66	55.72
	Provision held (₹ crore)	-	-	-	-	-	-	-	-	-	-
Total	Number of borrowers	81	9	31	2	243	165	5,194	237	5,549	413
	Gross Amount (₹ crore)	0.78	0.34	2,637.74	23.18	43.10	53.04	69.42	16.30	2,751.04	92.86
	Provision held (₹ crore)	-	-	-	-	-	-	-	-	-	-

* Restructured accounts as on March 31, 2024, reported above, includes accounts pertaining to eHDFC Limited.

- **Divergence in the asset classification and provisioning**

  In terms of the RBI guidelines, banks are required to disclose the divergence in asset classification and provisioning consequent to RBI's annual supervisory process in their notes to accounts to the financial statements, wherever the additional provisioning assessed / additional gross NPAs identified by RBI exceeds the threshold specified by RBI. The threshold for provisioning is 5 per cent (Previous year: 10 per cent) of the reported profit before provisions and contingencies for the reference period and that for additional gross NPAs is 5 per cent (Previous year: 10 per cent) of the published incremental Gross NPAs for the reference period.

  Based on the above, there was no reportable divergence in asset classification and provisioning for NPAs for the years ended March 31, 2023 and March 31, 2022.

Transfer of Assets

- **Details of non-performing assets (NPAs) transferred during the financial year 2023-2024:**

(₹ in crore except number of accounts)

Particulars	To Asset Reconstruction Companies (ARCs)	To permitted transferees	To other transferees
Number of accounts	-	-	-
Aggregate principal outstanding of loans transferred	-	-	-
Weighted average residual tenor of the loans transferred (in years)	-	-	-
Net book value of loans transferred (at the time of transfer)	-	-	-
Aggregate consideration	-	-	-
Additional consideration realised in respect of accounts transferred in earlier years	20.93	-	-

The Bank has reversed the excess provision of Nil to Profit and Loss account on sale of the aforesaid loans.

- **Details of non-performing assets (NPAs) transferred during the financial year 2022-2023:**

(₹ in crore except number of accounts)

Particulars	To Asset Reconstruction Companies (ARCs)	To permitted transferees	To other transferees
Number of accounts	1	1	-
Aggregate principal outstanding of loans transferred	52.40	183.80	-
Weighted average residual tenor of the loans transferred (in years)	0.01	-	-
Net book value of loans transferred (at the time of transfer)	-	-	-
Aggregate consideration	41.00	44.22	-
Additional consideration realised in respect of accounts transferred in earlier years	1.84	-	-

The Bank has reversed the excess provision of ₹ 85.22 crore to Profit and Loss account on sale of the aforesaid loans.

- Pursuant to RBI Master Direction on Transfer of Loan Exposures dated September 24, 2021, Banks are required to disclose transfer of "loans not in default and Special Mention Accounts" respectively. The Bank has not transferred any loans not in default / Special Mention Accounts, during the year ended March 31,2024 (previous year: Nil).

- **Details of ratings of SRs outstanding as on March 31, 2024 are given below:**

(₹ crore)

Rating	Rating Agency	Recovery rating	Gross Value of Outstanding SRs
RR4	India Ratings	25% - 50%	133.55
RR1	India Ratings	100% -150%	86.25
RR1	CRISIL	100% - 150%	35.25
RR1+	India Ratings	More than 150%	0.15
RR1+	ICRA	More than 150%	0.85
RR1	Informeric$	100% - 150%	704.70
RR3	India Ratings	50% - 75%	41.14
Unrated			25.69
		Total	**1,027.58**

$ On account of amalgamation of eHDFC Limited with the Bank.

- **Details of ratings of SRs outstanding as on March 31, 2023 are given below:**

(₹ crore)

Rating	Rating Agency	Recovery rating	Gross Value of Outstanding SRs
RR1	CRISIL	100% - 150%	73.44
RR1	India Ratings	100% - 150%	251.09
RR2	India Ratings	75% - 100%	120.89
RR4	India Ratings	25% - 50%	154.34
Unrated			0.22
		Total	**599.98**

Acquisition of Assets

- During the years ended March 31, 2024 and March 31, 2023, no non-performing financial assets were acquired by the Bank.

- **Pursuant to the RBI Master Direction on Transfer of Loan Exposures dated September 24, 2021, the details of loans acquired during the year ended March 31, 2024 and March 31, 2023 are given below:**

  - **Details of loans not in default acquired through assignment are given below:**

Particulars	Value March 31, 2024	Value March 31, 2023
Aggregate amount of loans acquired (₹ in crore)	11,660.14	37,005.96
Weighted average residual maturity (in years)	19.07	18.31
Weighted average holding period by originator (in years)	1.48	1.46
Retention of beneficial economic interest by the originator	10%	10%
Tangible security coverage	100%	99.94%

The loans acquired are not rated as these are to non-corporate borrowers.

- During the year ended March 31, 2024 and March 31, 2023, the Bank has not acquired any Special Mention Account.
- During the years ended March 31, 2024 and March 31, 2023, there were no standard assets securitised-out by the Bank.

- **Provision pertaining to fraud accounts reported during the year:**

Particulars	March 31, 2024	March 31, 2023
No. of frauds reported	11,639*	3,726*
Amount involved in fraud (₹ crore)	751.15*	525.72*
Amount involved in fraud net of recoveries / write-offs as at the end of the year (₹ crore)	141.51	361.86
Provisions held as at the end of the year (₹ crore)	141.51	361.86
Amount of unamortised provision debited from “other reserves” as at the end of the year (₹ crore)	-	-

Above table represents all frauds reported during the year.

*Includes 9,034 cases (Previous year: 1,417 cases) of Customer liability amounting to ₹ 522.65 crore (Previous year: ₹ 79.06 crore) reported in the current year basis RBI Advisory.

- **Details of resolution plan implemented under the Resolution Framework for COVID-19-related Stress as per RBI circular dated August 06, 2020 (Resolution Framework 1.0) and May 05, 2021 (Resolution Framework 2.0) as at March 31, 2024 are given below:**

(₹ crore)

Type of Borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan - Position as at the end of the previous year i.e. March 31, 2023 (A) $	Of (A), aggregate debt that slipped into NPA during the year ended March 31, 2024	Of (A) amount written-off during the year#	Of (A) amount paid by the borrowers during the year*	Exposure to accounts classified as Standard consequent to implementation of resolution plan - Position as at the end of this year i.e. March 31, 2024^
Personal Loans	6,544.37	770.56	228.05	1,361.90	4,411.91
Corporate persons	622.76	6.85	1.80	290.68	325.23
Of which, MSMEs	104.84	0.87	0.40	46.89	57.08
Others	866.40	94.06	14.28	325.02	447.32
Total	**8,033.53**	**871.47**	**244.13**	**1,977.60**	**5,184.46**

$ Includes additions of ₹ 2,981.92 crore as on July 01, 2023 on account of amalgamation of eHDFC Limited with the Bank.

Represents debt that slipped into NPA and was subsequently written-off during the year ended March 31, 2024.

* Amount paid by the borrower during the year is net of additions in the borrower account including additions due to interest capitalization.

^Excludes other facilities to the borrowers aggregating to ₹ 498.87 crore which have not been restructured.

- **Details of resolution plan implemented under the Resolution Framework for COVID-19-related Stress as per RBI circular dated August 06, 2020 (Resolution Framework 1.0) and May 05, 2021 (Resolution Framework 2.0) as at March 31, 2023 are given below:**

(₹ crore)

Type of Borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan - Position as at the end of the previous year i.e. March 31, 2022 (A)	Of (A), aggregate debt that slipped into NPA during the year ended March 31, 2023	Of (A) amount written-off during the year#	Of (A) amount paid by the borrowers during the year*	Exposure to accounts classified as Standard consequent to implementation of resolution plan - Position as at the end of this year i.e. March 31, 2023^
Personal Loans	9,781.56	4,033.36	2,572.93	2,166.06	3,582.14
Corporate persons	1,512.41	689.51	7.08	219.83	603.07
Of which, MSMEs	154.18	31.50	2.20	37.53	85.15
Others	2,096.07	692.64	75.70	537.03	866.40
Total	**13,390.04**	**5,415.51**	**2,655.71**	**2,922.92**	**5,051.61**

Represents debt that slipped into NPA and was subsequently written-off during the year ended March 31, 2023.

* Amount paid by the borrower during the year is net of additions in the borrower account including additions due to interest capitalization.

^ Excludes other facilities to the borrowers aggregating to ₹ 971.62 crore which have not been restructured.

- **Details of accounts restructured under Micro, Small and Medium Enterprises (MSME) sector under RBI guidelines issued in January 2019:**

(₹ in crore except number of accounts)

March 31, 2024		March 31, 2023	
No. of accounts restructured	**Amount outstanding**	**No. of accounts restructured**	Amount outstanding
1,55,691	3,351.21	2,44,795	4,929.56

Number of accounts restructured reported in the disclosure above is reported at a borrower level.

10. Details of exposures to real estate and capital market sectors, risk category-wise country exposures, unsecured advances, details of factoring exposures, intra-group exposure, unhedged foreign currency exposure, details of single counterparty limit / limit for group of connected counterparties exceeded by the bank, inter-bank participation with risk sharing.

- **Details of exposure to real estate sector**

Exposure is higher of limits sanctioned or the amounts outstanding as at the year end.

(₹ crore)

Category	March 31, 2024	March 31, 2023
a) Direct exposure	**876,824.68**	**167,749.12**
(i) Residential mortgages*		
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits	702,597.72	102,267.97
(of which housing loans eligible for inclusion in priority sector advances)	(146,562.96)	(31,189.22)

(₹ crore)

Category	March 31, 2024	March 31, 2023
(ii) Commercial real estate Lending secured by mortgages on Commercial Real Estates (office building, retail space, multipurpose commercial premises, multifamily residential buildings, multi tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development, and construction etc.) Exposures would also include non-fund based (NFB) limits.	174,132.07	65,344.78
(iii) Investments in Mortgage Backed Securities (MBS) and other securitised exposures:		
(a) Residential	94.89	120.24
(b) Commercial real estate	-	16.13
b) Indirect exposure	**59,118.88**	**45,756.48**
Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	59,118.88	45,756.48
Total exposure to real estate sector	**935,943.56**	**213,505.60**

*Includes loans purchased under the direct loan assignment route.

- **Details of capital market exposure**

Exposure is higher of limits sanctioned or the amounts outstanding as at the year end.

(₹ crore)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
(i)	Direct investments made in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	3,055.85	5,699.34
(ii)	Advances against shares, bonds, debentures or other securities or on clean basis to individuals for investment in shares (including IPO's / ESOP's), convertible bonds, convertible debentures and units of equity oriented mutual funds	3,030.91	2,893.07
(iii)	Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	7,586.44	4,934.43
(iv)	Advances for any other purposes to the extent secured by collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances	1,406.52	843.14
(v)	Secured and unsecured advances to stock brokers and guarantees issued on behalf of stock brokers and market makers	27,973.84	21,079.95
(vi)	Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	3,069.32	3,253.90
(vii)	Bridge loans to companies against expected equity flows / issues	-	-
(viii)	Underwriting commitments taken up in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(ix)	Financing to stock brokers for margin trading	-	-
(x)	All exposures to venture capital funds (both registered and unregistered)	1,150.39	22.76
	Total exposure to capital market	**47,273.27**	**38,726.59**

- **Details of risk category wise country exposure**

(₹ crore)

Risk Category	March 31, 2024		March 31, 2023	
	Exposure (net)	Provision held	Exposure (net)	Provision held
Insignificant	33,981.65	-	35,221.89	-
Low	21,794.76	-	17,059.11	-
Moderately low	2,304.76	-	1,072.61	-
Moderate	95.74	-	282.52	-
Moderately high	698.91	-	465.92	-
High	88.66	-	123.30	-
Very high	171.31	-	207.61	-
Total	**59,135.79**	-	**54,432.96**	-

- **Unsecured advances**

Advances for which intangible collaterals such as rights, licenses, authority, trademarks, patents, etc. are charged in favour of the Bank in respect of projects financed by the Bank, are reckoned as unsecured advances under Schedule 9 of the Balance Sheet in line with the extant RBI guidelines. There are no such advances outstanding as at March 31, 2024 (previous year: Nil).

- **Details of factoring exposure**

The factoring exposure of the Bank as at March 31, 2024 is ₹ 23,793.06 crore (previous year: ₹ 12,748.75 crore).

- **Intra-Group exposure**

Intra-Group exposures in accordance with the RBI guidelines are as follows:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Total amount of intra-group exposures	34,176.68	15,239.68
Total amount of top 20 intra-group exposures	34,176.68	15,239.68
Percentage of intra-group exposures to total exposure of the Bank on borrowers / customers	0.87%	0.57%
Details of breach of limits on intra-group exposures and regulatory action thereon, if any	Nil	Nil

- **Unhedged foreign currency exposure**

The Bank has in place a policy and process for managing currency induced credit risk. The credit appraisal memorandum prepared at the time of origination and review of a credit facility is required to discuss the exchange risk that the customer is exposed to from all sources, including trade related, foreign currency borrowings and external commercial borrowings. It could cover the natural hedge available to the customer as well as other hedging methods adopted by the customer to mitigate exchange risk. For foreign currency loans granted by the Bank beyond a defined threshold the customer is encouraged to enter into appropriate risk hedging mechanisms with the Bank. Alternatively, the Bank satisfies itself that the customer has the financial capacity to bear the exchange risk in the normal course of its business and / or has other mitigants to reduce the risk. On a periodic basis, the Bank reviews information on the unhedged portion of foreign currency exposures of customers, whose total foreign currency exposure with the Bank exceeds a defined threshold. A Board approved credit risk rating linked limit on unhedged foreign currency position of customers is applicable when extending credit facilities to a customer. The compliance with the limit is assessed by estimating the extent of drop in a customer's annual Earnings Before Interest and Depreciation ('EBID') due to a potentially large adverse movement in exchange rate impacting the unhedged foreign currency exposure of the customer. Where a breach is observed in such a simulation, the customer is suitably advised to review and manage its unhedged exposure, where deemed necessary.

The Bank holds standard asset provisions of ₹ 392.13 crore (previous year: ₹ 263.00 crore) and maintains capital (including CCB & D-SIB) of ₹ 1,692.53 crore (previous year: ₹ 973.84 crore) as at March 31,2024, in respect of the unhedged foreign currency exposure of its customers.

- **Details of Single Counterparty Limit / Limit for Group of Connected Counterparties exceeded by the Bank.**

  The RBI has prescribed limits linked to a bank's eligible capital base in respect of exposures to single counterparty and group of connected counterparties. During the years ended March 31, 2024 and March 31, 2023 the Bank was within the limits prescribed by the RBI.

- **Inter-bank Participation with risk sharing**

  The aggregate amount of participation issued by the Bank and reduced from advances as per regulatory guidelines as at March 31, 2024 was ₹ 62,920.05 crore (previous year: ₹ 57,213.15 crore).

- **Concentration of deposits, advances, exposures and NPAs**

a) Concentration of deposits

(₹ crore, except percentages)

Particulars	March 31, 2024	March 31, 2023
Total deposits of twenty largest depositors	79,156.47	85,628.53
Percentage of deposits of twenty largest depositors to total deposits of the Bank	3.33%	4.55%

b) Concentration of advances*

(₹ crore, except percentages)

Particulars	March 31, 2024	March 31, 2023
Total advances to twenty largest borrowers	424,945.96	363,225.92
Percentage of advances of twenty largest borrowers to total advances of the Bank	10.96%	13.94%

*Advances comprise credit exposure (funded and non-funded credit limits) including derivative transactions computed as per current exposure method in accordance with RBI guidelines.

c) Concentration of exposure**

(₹ crore, except percentages)

Particulars	March 31, 2024	March 31, 2023
Total exposure to twenty largest borrowers / customers	434,591.97	385,175.03
Percentage of exposure of twenty largest borrowers / customers to total exposure of the Bank on borrowers / customers	11.04%	14.34%

**Exposures comprise credit exposure (funded and non-funded credit limits) including derivative transactions and investment exposure in accordance with RBI guidelines.

d) Concentration of NPAs

(₹ crore, except percentages)

Particulars	March 31, 2024	March 31, 2023
Total gross exposure to top twenty NPA accounts	8,628.04	2,385.78
Percentage of exposures to the twenty largest NPA exposure to total Gross NPAs.	27.68%	13.24%

11. Derivatives

- **Forward Rate Agreements (FRA) / Interest Rate Swaps (IRS)***

(₹ crore)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
i)	The total notional principal of swap agreements	800,195.47	611,147.47
ii)	Total losses which would be incurred if counter parties failed to fulfill their obligations under the agreements	5,414.44	4,294.12
iii)	Collateral required by the Bank upon entering into swaps**	-	-
iv)	Concentration of credit risk arising from swaps (%)#	73.18%	46.62%
v)	Concentration of credit risk arising from swaps (Amount)#	3,962.40	2,001.81
vi)	The fair value of the swap book	(1,325.55)	590.44

* Interest Rate Swaps are comprised of INR Interest Rate Swaps and FCY Interest Rate Swaps.

** Represents outstanding amount of net margin received from customers as at March 31, 2024 and March 31, 2023.

Concentration of credit risk arising from swaps is with banks as at March 31, 2024 and March 31, 2023.

The nature and terms of Rupee IRS outstanding as at March 31, 2024 are set out below:

(₹ crore, except numbers)

Nature	Nos.	Notional principal	Benchmark	Terms
Trading	2	600.00	INCMT	Floating receivable v/s fixed payable
Trading	4,051	212,130.40	OIS	Fixed receivable v/s floating payable
Trading	4,615	230,906.21	OIS	Floating receivable v/s fixed payable
Hedging	419	174,570.00	OIS	Fixed receivable v/s floating payable
Trading	2	95.78	MIOIS	Fixed receivable v/s floating payable
Hedging	7	2,700.00	MIOIS	Fixed receivable v/s floating payable
Trading	523	33,400.36	MOD MIFOR	Fixed receivable v/s floating payable
Trading	288	19,260.22	MOD MIFOR	Floating receivable v/s fixed payable
Hedging	52	21,975.00	T-BILL Linked	Fixed receivable v/s floating payable
Total		**695,637.96**		

The nature and terms of foreign currency IRS as at March 31, 2024 are set out below:

(₹ crore, except numbers)

Nature	Nos.	Notional principal	Benchmark	Terms
Trading	4	213.78	EURIBOR	Fixed receivable v/s floating payable
Trading	7	483.41	EURIBOR	Floating receivable v/s fixed payable
Trading	4	179.75	EUR ESTR	Fixed receivable v/s floating payable
Trading	9	921.24	EUR ESTR	Floating receivable v/s fixed payable
Trading	49	9,818.69	USD SOFR	Fixed receivable v/s floating payable
Trading	159	23,240.41	USD SOFR	Floating receivable v/s fixed payable
Hedging	18	3,227.77	USD SOFR	Fixed receivable v/s floating payable
Hedging	10	17,765.27	USD SOFR	Floating receivable v/s fixed payable
Trading	2	1,292.78	USD TERM SOFR	Floating receivable v/s fixed payable
Hedging	34	28,774.73	USD TERM SOFR	Floating receivable v/s fixed payable
Total		**85,917.83**		

The nature and terms of Forward Rate Agreement as at March 31, 2024 are set out below:

(₹ crore, except numbers)

Nature	Nos.	Notional principal	Benchmark	Terms
Trading	678	18,639.68	Bond Yield	Sell FRA
Total		**18,639.68**		

The nature and terms of Rupee IRS outstanding as at March 31, 2023 are set out below:

(₹ crore, except numbers)

Nature	Nos.	Notional principal	Benchmark	Terms
Trading	2	600.00	INCMT	Floating receivable v/s fixed payable
Trading	3,532	230,000.53	OIS	Fixed receivable v/s floating payable
Trading	4,325	250,780.11	OIS	Floating receivable v/s fixed payable
Hedging	19	23,075.00	OIS	Fixed receivable v/s floating payable
Trading	2	1,000.00	MIOIS	Floating receivable v/s fixed payable
Trading	265	17,788.46	MIFOR	Fixed receivable v/s floating payable
Trading	60	2,760.22	MIFOR	Floating receivable v/s fixed payable
Trading	226	13,965.00	MOD MIFOR	Fixed receivable v/s floating payable
Trading	148	9,210.00	MOD MIFOR	Floating receivable v/s fixed payable
Total		**549,179.32**		

The nature and terms of foreign currency IRS as at March 31, 2023 are set out below:

(₹ crore, except numbers)

Nature	Nos.	Notional principal	Benchmark	Terms
Trading	1	30.69	GBP SONIA	Fixed receivable v/s floating payable
Trading	1	30.69	GBP SONIA	Floating receivable v/s fixed payable
Trading	5	258.27	EURIBOR	Fixed receivable v/s floating payable
Trading	9	548.97	EURIBOR	Floating receivable v/s fixed payable
Trading	36	6,530.26	USD LIBOR	Fixed receivable v/s floating payable
Trading	153	19,267.24	USD LIBOR	Floating receivable v/s fixed payable
Trading	23	3,656.57	USD SOFR	Fixed receivable v/s floating payable
Trading	60	9,367.38	USD SOFR	Floating receivable v/s fixed payable
Hedging	18	2,456.88	USD SOFR	Fixed receivable v/s floating payable
Hedging	4	5,751.90	USD TERM SOFR	Floating receivable v/s fixed payable
Total		**47,898.85**		

The nature and terms of Forward Rate Agreement as at March 31, 2023 are set out below:

(₹ crore, except numbers)

Nature	Nos.	Notional principal	Benchmark	Terms
Trading	515	14,069.30	Bond Yield	Sell FRA
Total		**14,069.30**		

- **Exchange traded interest rate derivatives**

(₹ crore)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
i)	The total notional principal amount of exchange traded interest rate derivatives undertaken during the years reported	Nil	Nil
ii)	The total notional principal amount of exchange traded interest rate derivatives outstanding	Nil	Nil
iii)	The notional principal amount of exchange traded interest rate derivatives outstanding and not 'highly effective'	N.A.	N.A.
iv)	Mark to market value of exchange traded interest rate derivatives outstanding and not 'highly effective'	N.A.	N.A.

- **Qualitative disclosures on risk exposure in derivatives**

Overview of business and processes

Derivatives are financial instruments whose characteristics are derived from underlying assets, or from interest rates, exchange rates or indices. These include forwards, swaps, futures and options. The notional amounts of financial instruments such as foreign exchange contracts and derivatives provide a basis for comparison with the instruments recognised on the Balance Sheet but do not necessarily indicate the amounts of future cash flows involved or the current fair value of the instruments and, therefore, do not indicate the Bank's exposure to credit or price risks. The following sections outline the nature and terms of the derivative transactions generally undertaken by the Bank.

Interest rate contracts

Forward rate agreements give the buyer the ability to determine the underlying rate of interest for a specified period commencing on a specified future date (the settlement date). The underlying rate of interest could be an interest rate curve, interest rate index or bond yield. There is no exchange of principal and settlement is effected on the settlement date. The settlement amount is the difference between the contracted rate and the market rate prevailing on the settlement date discounted for the interest period of the agreement.

Interest rate swaps involve the exchange of interest obligations with the counterparty for a specified period without exchanging the underlying (or notional) principal.

Interest rate caps and floors give the buyer the ability to fix the maximum or minimum rate of interest. The writer of the contract pays the amount by which the market rate exceeds or is less than the cap rate or the floor rate respectively. A combination of interest rate caps and floors can create structures such as interest rate collar, cap spreads and floor spreads.

Interest rate futures are standardised interest rate derivative contracts traded on a recognised stock exchange to buy or sell a notional security or any other interest bearing instrument or an index of such instruments or interest rates at a specified future date, at a price determined at the time of the contract.

Exchange rate contracts

Forward foreign exchange contracts are agreements to buy or sell fixed amounts of currency at an agreed exchange rate on a future date. These instruments are carried at fair value, determined based on either FEDAI rates or market quotations.

Cross currency swaps are agreements to exchange principal amounts denominated in different currencies. Cross currency swaps may also involve the exchange of interest payments on one specified currency for interest payments in another specified currency for a specified period.

Currency options (including Exchange Traded Currency Option) give the buyer, on payment of a premium, the right but not an obligation, to buy or sell specified amounts of currency at an agreed exchange rate on or before a specified future date.

Currency futures contract is a standardised contract traded on an exchange, to buy or sell a certain underlying currency on a certain date in the future, at a specified price. The contract specifies the rate of exchange between one unit of currency with another.

The Bank's derivative transactions relate to sales and trading activities. Sale activities include the structuring and marketing of derivatives to customers to enable them to hedge their market risks (both interest rate and exchange risks), within the regulatory framework as applicable from time to time. The Bank deals in derivatives on its own account (trading activity) principally for the purpose of generating a profit from short term fluctuations in price yields or implied volatility. The Bank also deals in derivatives to hedge the risk embedded in some of its Balance Sheet assets or liabilities.

Constituents involved in derivative business

The Treasury front-office enters into derivative transactions with customers and inter-bank counterparties. The Bank has an independent back-office and mid-office as per regulatory guidelines. The Bank has credit risk and market risk departments, as part of the Risk Management Group, that assesses counterparty credit risk and market risk limits, within the risk architecture and processes of the Bank.

Derivative policy

The Bank has in place a Derivative policy which covers various aspects that apply to the functioning of the derivative business. The derivative business is administered through various market risk limits such as position limits, tenor limits, sensitivity limits, scenario based profit and loss limit for option portfolio, stop loss trigger levels and value-at-risk limits that are recommended by the Risk Policy and Monitoring Committee ('RPMC') to the Board of Directors for approval. All methodologies that are used to assess market and credit risks for derivative transactions are specified by the market risk and credit risk units. Limits are monitored on a daily basis by the mid-office.

The Bank has a Board approved policy on Customer Suitability & Appropriateness, which forms part of the Derivative policy, to ensure that derivative transactions entered into are appropriate and suitable to the customer's nature of business / operations. Before entering into a derivative deal with a customer, the Bank scores the customer on various risk parameters and based on the overall score level it determines the kind of product that best suits its risk appetite and the customer's requirements.

Classification of derivatives book

The derivative book is classified into trading and hedging book. Classification of the derivative book is made on the basis of the definitions of the trading and hedging specified in the RBI guidelines. The trading book is managed within the trading limits recommended by the RPMC and approved by the Board of Directors.

Hedging policy

For derivative contracts designated as hedging instruments, the Bank documents, at inception of the hedge, the relationship between the hedging instrument and the hedged item, the risk management objective for undertaking the hedge and the methods used to assess the hedge effectiveness. Hedge effectiveness is ascertained at the time of inception of the hedge and periodically thereafter. Hedge effectiveness is measured by the degree to which changes in the fair value or cash flows of the hedged item that are attributable to a hedged risk are offset by changes in the fair value or cash flows of the hedging instrument using various qualitative and quantitative methods.

The hedging book consists of transactions to hedge Balance Sheet assets or liabilities. The tenor of hedging instrument may be less than or equal to the tenor of underlying hedged asset or liability. The Bank as part of its risk management strategy, makes use of derivative instruments, including foreign exchange forward contracts, for hedging the risk embedded in some of its financial assets or liabilities recognised on the Balance Sheet. In case of a fair value hedge, the changes in the fair value of the hedging instruments and hedged items are recognised in the Profit and Loss Account and in case of cash flow hedges other than for foreign exchange forward contracts and principal only swaps, the changes in fair value of effective portion are recognised in Reserves and Surplus under 'Cash flow hedge reserve' and ineffective portion of an effective hedging relationship, if any, is recognised in the Profit and Loss Account. The accumulated balance in the cash flow hedge reserve, in an effective hedging relationship, is recycled in the Profit and Loss Account at the same time that the impact from the hedged item is recognised in the Profit and Loss Account. Foreign exchange forward contracts and principal only swaps not intended for trading, that are entered into to establish the amount of reporting currency required or available at the settlement date of a transaction, and are outstanding at the Balance Sheet date, are accounted in accordance with AS 11. Accordingly, such contracts are not marked to market and only translated at spot rate. The premia or discount arising at the inception of such forward exchange contract is amortised as expense or income over the life of the contract. The interest income / expense on such POS transaction is accounted on accrual basis.

- **Provisioning, collateral and credit risk mitigation**

  The Bank enters into derivative transactions with counterparties based on their business ranking and financial position. The Bank sets up appropriate appetite / limits upon evaluating the ability of the counterparty to honour its obligations in the event of crystallisation of the exposure. Appropriate credit covenants are stipulated where required, as trigger events to call for collaterals or terminate a transaction and contain the risk. Further, to mitigate the current exposure in non-centrally cleared forex and derivative transactions, Bank has entered into Credit Support Annex ('CSA') agreements with some of the major international counterparty banks and few Indian financial institutions.

The Bank, at the minimum, conforms to the RBI guidelines with regard to provisioning requirements. Overdue receivables representing crystallised positive mark to market value of a derivative contract are transferred to the account of the borrower and treated as non-performing assets, if these remain unpaid for 90 days or more. Full provision is made for the entire amount of overdue and future receivables relating to positive marked to market value of non-performing derivative contracts.

Quantitative disclosure on risk exposure in derivatives

(₹ crore)

Sr. No.	Particulars	Currency derivatives		Forward contracts		Interest rate derivatives	
		March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
1	Derivatives (notional principal amount)						
	a) Hedging	28,357.70	13,968.90	60,802.25	5,546.47	249,012.76	31,283.78
	b) Trading	41,318.47	47,274.28	1,151,750.54	899,675.67	551,311.15	580,187.44
2	Marked to market positions #						
	a) Asset (+)	1,005.98	1,469.40	3,245.63	5,567.71	2,674.59	4,066.14
	b) Liability (-)	(513.27)	(845.98)	(3,234.51)	(5,274.23)	(2,932.43)	(3,683.22)
	c) Net	492.70	623.42	11.12	293.48	(257.83)	382.92
3	Credit exposure	4,855.47	5,012.02	29,639.07	23,856.61	13,325.22	8,774.40
4	Likely impact of one percentage change in interest rate (100*PV01)**						
	a) On hedging derivatives	199.56	3.44	3.91	0.21	5,335.83	522.87
	b) On trading derivatives	8.08	26.58	0.06	3.55	2,215.16	1,564.80
5	Maximum of 100*PV01 observed during the year**						
	a) On hedging*	275.06	6.16	5.64	0.21	6,214.97	731.61
	b) On trading	45.77	45.32	3.07	6.42	2,322.16	1,564.80
6	Minimum of 100*PV01 observed during the year**						
	a) On hedging*	0.67	3.40	0.52	0.21	492.08	148.26
	b) On trading	8.08	26.58	0.06	0.38	1,968.46	494.31

For trading derivatives including accrued interest.

* Computed for the month end dates where hedge deals were outstanding.

**Amounts given are absolute values on a net basis, excluding currency options.

- ✓ The notional principal amounts of derivatives reflect the volume of transactions outstanding as at the Balance Sheet date and do not represent the amounts at risk.

- ✓ For the purpose of this disclosure; currency derivatives include currency options purchased and sold and cross currency swaps; forward contracts include foreign exchange spot, forward and swap contracts; interest rate derivatives include interest rate swaps, forward rate agreements and interest rate caps and floors.

- ✓ The Bank has computed the maximum and minimum of PV01 for the year based on the balances as at the end of every month.

- ✓ In respect of derivative contracts, the Bank has computed the exposure under the Current Exposure Method for counterparty credit risk capital computation based on the guidelines issued by RBI on “Bilateral Netting of Qualified Financial Contracts - Amendments to Prudential Guidelines” dated March 30, 2021 and any related amendments thereafter. However, for the purpose of calculating product-wise derivative exposure as mentioned in point number 3 in table above, bank has calculated using Current Exposure Method (‘CEM’) without the impact of Bilateral Netting.

- **Credit default swaps**

  The Bank has not transacted in credit default swaps during the year ended March 31, 2024 (previous year: Nil).

12. Securitized assets as per books of SPEs sponsored by the Bank:

- **The outstanding amount of securitised assets as per books of the SPEs and total amount of exposures retained by the originator as on the date of balance sheet to comply with the MRR.**

(₹ in crore except number of accounts)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
1.	No of SPEs holding assets for securitisation transactions originated by the originator*	1	-
2.	Total amount of securitised assets as per books of the SPEs	204.59	-
3.	Total amount of exposures retained by the originator to comply with MRR as on the date of balance sheet	71.54	-
	a) Off-balance sheet exposures		
	First loss	65.20	-
	Others	-	-
	b) On-balance sheet exposures		
	First loss	6.34	-
	Others	-	-
4.	Amount of exposures to securitisation transactions other than MRR	-	-
	a) Off-balance sheet exposures		
	i) Exposure to own securitisations		
	First loss	-	-
	Others	-	-
	ii) Exposure to third party securitisations		
	First loss	-	-
	Others	-	-

(₹ in crore except number of accounts)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
	b) On-balance sheet exposures		
	i) Exposure to own securitisations		
	First loss	-	-
	Others	-	-
	ii) Exposure to third party securitisations		
	First loss	-	-
	Others	-	-
5.	Sale consideration received for the securitised assets and gain / loss on sale on account of securitisation	-	-
6.	Form and quantum (outstanding value) of services provided by way of, liquidity support, post-securitisation asset servicing, etc Services Provided: Post Securitisation Assets Servicing; Type of service: Servicing Agent	No of Transaction: 1; Outstanding Value: 204.59	-
7.	Performance of facility provided. (Please provide separately for each facility viz. Credit enhancement, liquidity support, servicing agent etc. Mention percent in bracket as of total value of facility provided.)	Credit Enhancement	-
	Amount paid	-	-
	Repayment received	-	-
	Outstanding amount	65.20 (31.87% of current pool outstanding)	-
8.	Average default rate of portfolios observed in the past. (Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc #)	-	-
9.	Amount and number of additional / top up loan given on same underlying asset. (Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc)	Number of additional / top up loan: 1,009 Amount O/s as on 31-Mar-24: 62.67	-
10.	Investor complaints (a) Directly / Indirectly received and; (b) Complaints outstanding	-	-

* Two SPEs were added on amalgamation of which, one has been closed during the year.

basis non utilisation of Credit enhancement.

13. Off-Balance Sheet SPVs

There are no Off-Balance Sheet SPVs sponsored by the Bank, which need to be consolidated as per accounting norms.

14. Transfers to Depositor Education and Awareness Fund (DEAF)

The details of amount transferred during the respective year to DEAF are as under:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance of amounts transferred to DEAF	1,090.05	931.00
Add: Amounts transferred to DEAF during the year	233.36	170.02
Less: Amounts reimbursed by DEAF towards claims	32.16	10.97
Closing balance of amounts transferred to DEAF	1,291.25	1,090.05

The closing balance of amount transferred to DEAF is included under 'Schedule 12 - Contingent Liabilities - Other items for which the bank is contingently liable'.

The unclaimed deposits of eHDFC Limited which did not complete the period of seven years as on the effective date of amalgamation, would be transferred to DEAF by the Bank as per the extant RBI guidelines and the Bank shall pay interest on these deposits as applicable to savings accounts with effect from July 01, 2023 (effective date of amalgamation) till the date of transfer to DEAF as advised by RBI.

15. Disclosure for complaints and grievance redress

Summary information on complaints received by the Bank from the customers and from the Office of Ombuds man.

Sr. No.	Particulars	March 31, 2024	March 31, 2023
	Complaints received by the bank from its customers		
1	Number of complaints pending at beginning of the year	13,361	6,878
1.1	Addition on amalgamation (Refer Schedule 18(1))	1,224	NA
2	Number of complaints received during the year	4,85,339	4,29,354
3	Number of complaints disposed during the year	4,85,692	4,22,871
3.1	Of which, number of complaints rejected by the bank*	1,40,646	1,08,819
4	Number of complaints pending at the end of the year	14,232	13,361

Note: Details of maintainable complaints received by the Bank from Office of Ombudsman and number of Awards unimplemented within the stipulated time are not included above, as these have not been received from Consumer Education and Protection Department, RBI till date.

*Out of total 1,40,646 cases (previous year: 1,08,819 cases) referred to IO, 127,112 cases (previous year : 1,00,562 cases) were complaints.

Overall complaints summary for the financial years:

	Description	March 31, 2024	March 31, 2023
A	Total number of complaints	7,39,759	5,60,376
B	Complaints redressed by the bank within one working day / duplicate complaints	2,54,420	1,31,022
C	**Net Reportable Complaints (A - B)**	**4,85,339**	**4,29,354**

Top five grounds of complaints received by the Bank from the customers for the year ended March 31, 2024:

Grounds of complaints (i.e. complaints relating to) 1	Number of complaints pending at the beginning of the year 2	Addition on amalg-amation (Refer Schedule 18(1)) 3	Number of complaints received during the year 4	% increase / (decrease) in the number of complaints received over the previous year 5	Number of complaints pending at the end of the year* 6	Of 6, number of complaints pending beyond 30 days 7
ATM / Debit Cards	2,955		1,44,803	(12%)	3,013	72
Credit Cards	2,207		94,755	21%	2,565	0
Internet / Mobile / Electronic Banking	3,621		1,12,279	16%	2,910	24
Loans and advances	3,168	1,208	74,491	66%	3,981	0
Account opening / difficulty in operation of accounts	247	16	24,472	46%	327	2
Others	1,163		34,539	21%	1,436	9
Total	**13,361**	**1,224**	**4,85,339**	**13%**	**14,232**	**107**

Top five grounds of complaints received by the Bank from the customers for the year ended March 31, 2023:

Grounds of complaints (i.e. complaints relating to) 1	Number of complaints pending at the beginning of the year 2	Number of complaints received during the year 3	% increase / (decrease) in the number of complaints received over the previous year 4	Number of complaints pending at the end of the year* 5	Of 5, number of complaints pending beyond 30 days 6
ATM / Debit Cards	2,299	1,64,097	12%	2,955	-
Credit Cards	731	78,586	2%	2,207	-
Internet / Mobile / Electronic Banking	2,559	96,393	41%	3,621	-
Loans and advances	625	44,858	19%	3,168	-
Account opening / difficulty in operation of accounts	146	16,760	25%	247	-
Others	518	28,660	13%	1,163	1
Total	**6,878**	**4,29,354**	**17%**	**13,361**	**1**

* All these cases were pending within the stipulated turnaround time (TAT) of the Bank.

16. Penalties levied by the RBI

During the year ended March 31,2024, RBI vide its letter dated November 30, 2023 levied a penalty of ₹10,000 on the Bank under Section 11(3) of FEMA, 1999 towards not obtaining RBI's approval for maintaining current and fixed deposit accounts of a foreign bank post cancellation of their license by RBI, which was in contravention to the para 13 of AP (DIR Series) Circular no. 67 dated May 05, 2016. The penalty was paid by the Bank on December 05, 2023.

During the year ended March 31, 2023, there were No instances of penalty levied by the RBI on the Bank.

17. Disclosures on remuneration

Qualitative Disclosures

A. Information relating to the bodies that oversee remuneration

Name and composition

The Board of Directors of the Bank has constituted the Nomination and Remuneration Committee (hereinafter, the 'NRC') for overseeing and governing the compensation policies of the Bank. The NRC is comprised of four non-executive directors as of March 31, 2024. Further, three members of the NRC are also members of the Risk Policy and Monitoring Committee (hereinafter, the 'RPMC') of the Board.

As of March 31, 2024, the NRC is comprised of Dr. Harsh Kumar Bhanwala, Mr. Sandeep Parekh, Mr. M.D. Ranganath and Mr. Atanu Chakraborty. Further, Mr. M.D. Ranganath, Mr. Sandeep Parekh and Mr. Atanu Chakraborty are also the members of the RPMC. Dr. Harsh Kumar Bhanwala is the chairperson of the NRC.

Mandate of the NRC

The primary mandate of the NRC is to oversee and review the implementation of compensation policies of the Bank. The NRC periodically reviews the overall Remuneration Policy of the Bank with a view to attract, retain and motivate employees. In this capacity it is required to review and approve the design of the total compensation framework, including compensation strategy programs and plans, on behalf of the Board of Directors. The compensation structure and pay revision for the Group Heads, Material Risk Takers, Senior Management, Risk and Control Staff, Key Management Personnel and Whole Time Directors (who are also Material Risk Takers) of the Bank is approved by the NRC and subsequently approved by the Board of Directors. The compensation of the Whole Time Directors requires the additional approval of the Reserve Bank of India. The NRC co-ordinates with the RPMC to ensure that compensation is aligned with prudent risk taking. Further the NRC also reviews the appointments of individuals at the levels of Group Heads, Key Management Personnel, Senior Management and Whole Time Directors of the Bank.

External Consultants:

The Bank engaged with the following consultants during the year ended March 31, 2024:

1. AON Consulting Private Limited - in respect of the Bank's annual salary market benchmarking exercise.
2. Deloitte Touche Tohmatsu India LLP - in respect of the Bank's benchmarking exercise pertaining to executive compensation and compensation philosophy.
3. Mercer Consulting (India) Private Limited - in the area of job evaluation.
4. ESOP Direct - in respect of Bank's benchmarking exercise pertaining to ESOP Pool Calculation.

Scope of the Bank's Remuneration Policy:

The Remuneration Policy of the Bank includes within its scope all business lines and functions, and all permanent staff in the Bank's domestic as well as international offices. The principles articulated in the compensation policy are applicable uniformly across the Bank. However, any statutory / regulatory provisions applicable in overseas locations take precedence over the Remuneration Policy of the Bank.

All permanent employees of the Bank except those covered under the long term wage agreement are covered by the said Remuneration Policy. The number of employees covered under the compensation policy was 2,13,309 as on March 31, 2024 (previous year: 1,72,998).

B. Information relating to the design and structure of remuneration processes and the key features and objectives of remuneration policy

I. Key Features and Objectives of Remuneration Policy

The Bank's Remuneration Policy (the 'Policy') is aligned to business strategy, market dynamics, internal characteristics and complexities within the Bank. The ultimate objective of the Policy is to provide a fair and transparent structure that helps in acquiring and retaining the talent pool critical to build competitive advantage and brand equity. The Policy has been designed basis the principles for sound compensation practices in accordance with regulatory requirements and provides a framework to create, modify and maintain appropriate compensation programs and processes with adequate supervision and control.

The Bank's performance management system provides a sound basis for assessing employee performance holistically. The Bank's compensation framework is aligned with the performance management system and differentiates pay appropriately amongst its employees based on degree of contribution, performance, skill, experience, grade and availability of talent owing to competitive market forces. Further, the Bank also considers compliance to processes, regulatory compliance and risk management as an integral part of its performance appraisal process. These factors are given due weightage for the purposes of the final performance rating of employees for a given performance year.

The NRC considers the aforementioned principles enunciated in the Bank's compensation policy and ensures that:

(a) the compensation is adjusted for all types of prudent risk taking;

(b) compensation outcomes are symmetric with risk outcomes;

(c) compensation payouts are sensitive to the time horizon of risk; and

(d) the mix of cash, equity and other forms of compensation are aligned with risk.

Review of Remuneration Policy of the Bank

The Remuneration Policy of the Bank was reviewed by the NRC during the year ended March 31, 2024 and changes were made to the policy in accordance with the observations of the NRC .

II. Design and Structure of Remuneration

The design and structure of remuneration in accordance with the RBI guidelines dated November 04, 2019, for the financial year ended March 31, 2024, is as follows::

a) Fixed Pay

The Remuneration Policy ensures that the fixed component of the compensation is reasonable, taking into account all relevant factors including industry practice.

Elements of Fixed Pay:

The fixed pay component of the Bank's compensation structure typically consists of elements such as base salary, allowances, perquisites and retirement benefits. Perquisites extended are in the nature of company car, company leased accommodation, club membership and such other benefits or allowances in lieu of such perquisites / benefits. Retirement benefits include contributions to Provident Fund, Superannuation Fund (for employees above certain job bands), National Pension Scheme and Gratuity. The Bank also provides pension to certain employees of the erstwhile Lord Krishna Bank (eLKB) under the Indian Banks' Association ('IBA') structure.

Determinants of Fixed Pay:

The fixed pay is primarily determined by taking into account factors such as the job size, performance, experience, location, market competitiveness of pay and is designed to meet the following key objectives of:

(a) fair compensation given the role complexity and size;

(b) fair compensation given the individual's skill, competence, experience and market pay position;

(c) contribution to post retirement benefits; and

(d) compliance with all statutory obligations.

The quantum of fixed pay for the Senior Management i.e. Employees in Executive Vice President and above grades, Material Risk Takers other than Wholetime Directors, Risk and Control Staff and Key Management Personnel are approved by the NRC and the Board.

The quantum of fixed pay for Whole Time Directors is approved by the NRC and the Board, and is subject to the approval of the RBI.

b) Variable Pay - For Senior Management and Material Risk Takers

The performance management system forms the basis for variable pay allocation of the Bank. The Remuneration Policy of the Bank ensures that the performance management system is comprehensive and considers both, quantitative and qualitative performance measures.

(i) Composition of Variable pay

The variable pay will be in the form of share linked instruments or a mix of cash and share linked instruments. The share linked instrument used in the financial year 2023-24 was the Employee Stock Options. All plans for grant of options are framed in accordance with the SEBI guidelines, 1999 as amended from time to time and are approved by the shareholders of the Bank. These plans provide for the grant of options post approval by the NRC. For Wholetime Directors the variable pay is approved by the NRC, Board and the Reserve Bank of India.

The Bank will ensure that there is a proper balance between Fixed Pay and Variable Pay. In cases where compensation by way of share-linked instruments is not permitted by law / regulations, the entire variable pay will be in cash.

(ii) Limits on Variable pay

A substantial portion of compensation i.e. at least 50% will be variable and paid on the basis of individual, business-unit and organization performance. This will be in line with the principle that, at higher levels of responsibility, the proportion of variable pay will be higher. The total variable pay shall be limited to a maximum of 300% of the fixed pay (for the relative performance period)

In case the variable pay is upto 200% of the fixed pay, a minimum of 50% of the variable pay; and in case the variable pay is above 200%, a minimum of 67% of the variable pay shall be via non-cash instruments. The non-cash component in 2023-24 comprised of Employee Stock Options.

In the event that the employee is barred by statute or regulation from grant of share-linked instruments, his / her variable pay will be capped at 150% of fixed pay but shall not be less than 50% of the fixed pay.

(iii) Deferral of Variable pay

For senior management including Wholetime Directors (WTDs) and Material Risk Takers (MRTs), deferral arrangements exists for the variable pay. A minimum of 60% of total variable pay is under deferral arrangements. If cash component is a part of the variable pay, at least 50% of the cash bonus is deferred. In cases where cash component of the bonus is under Rs 25 lakh, deferral arrangements is not necessary.

The deferral period is a minimum of three years and is applicable to both cash and non-cash components of variable pay. The deferral period for share linked instruments / ESOPs is governed by the ESOP Scheme Rules which is approved by the NRC and the Board. In 2023-24, the deferment of cash variable pay, where applicable, was 3 years in the case of cash variable pay and 4 years (vesting period) in the case of Employee Stock Options.

(iv) Vesting of Variable pay

The deferred portion of the remuneration vests at the end of deferral period and is spread out over the course of the deferral period. The first vesting is not before one year from the commencement of the deferral period. The vesting is no faster than on a pro rata basis and the frequency of the vesting is more than a year in order to ensure appropriate assessment of risk.

(v) Malus / Clawback Arrangement:

The Bank believes in sustained business performance in tandem with prudent risk taking. The Bank, therefore, has devised appropriate deterrents in order to institutionalize the aforementioned commitment.

Malus Arrangement: The provision of a Malus arrangement would entail cancellation of payout for the deferred portion of reward (cash variable pay / long term incentive (LTI) i.e. any Share Linked Instrument). The RBI guidelines define malus thus "A **malus** arrangement permits the bank to prevent vesting of all or part of the amount of a deferred remuneration. Malus arrangement does not reverse vesting after it has already occurred."

Clawback Arrangement: The provision of Clawback arrangement would entail return of payout of reward (cash variable pay / long term incentive (LTI) i.e. any Share Linked Instrument) made in the previous years attributable to a given reference year wherein the incident has occurred. The return would be in terms of net amount. The RBI guidelines define clawback thus "A **clawback** is a contractual agreement between the employee and the bank in which the employee agrees to return previously paid or vested remuneration to the bank under certain circumstances."

The malus and clawback clause will be actioned when the employee demonstrates behaviour involving fraudulent behaviour, moral turpitude, lack of integrity, flagrant breach of company policies and statutory norms resulting in financial or non-financial losses. Manifestation of behaviour listed above is presumed to have a malafide intent. Illustrative list of conditions are enumerated below. The occurrence of any / some / all of the following conditions / events shall trigger a review by the NRC for the application of the Malus or the Clawback arrangement:

a) Substantial Financial Deterioration in profitability or risk parameters

b) Reckless, negligent or willful actions or exhibited inappropriate values and behavior

c) Fraud that requires a financial restatement

d) Reputational harm

e) Exposing the bank to substantial risk

f) Such other conditions or events, of similar nature as above, as determined by NRC for triggering review by NRC for the purpose of application of the Malus or the Clawback arrangement

In determining the causes for deterioration in financial performance under (a), the NRC may take into consideration and have due regard to the fact whether the deterioration was for factors within control or whether it was on account of conditions like global market headwinds, industry performance, changes in legal / regulatory regime, force majeure events like occurrence of natural disasters, pandemic, other socio-economic conditions etc.

While undertaking the review for the concerned person for the application of the Malus or the Clawback arrangement based on any trigger events, when determining accountability of the concerned person, the NRC shall be guided by the principles of proportionality, culpability or proximity or nexus to the event or misconduct.

In accordance with the RBI guidelines, wherever the assessed divergence in bank's provisioning for Non-Performing Assets (NPAs) or asset classification exceeds the prescribed threshold for public disclosure, the bank shall not pay the unvested portion of the variable compensation for the assessment year under 'malus' arrangement. Further, in such situations, no proposal for increase in variable pay (for the assessment year) shall be entertained. In case the bank's post assessment Gross NPAs are less than 2.0%, these restrictions will apply only if criteria for public disclosure are triggered either on account of divergence in provisioning or both provisioning and asset classification.

The NRC may decide to apply malus on part, or all of the variable pay. The time horizon for the application of malus / clawback clause shall be four years from the date of reward.

The NRC shall review the act of misconduct / incident to ascertain the degree of accountability attributable to a Wholetime Director / Material Risk Taker / Senior Management (Job Bands C1 and above) prior to applying the Malus or Clawback arrangement.

The criteria for Malus / Clawback will be reviewed by the Nomination and Remuneration Committee annually.

The NRC and Board of Directors has also approved an addendum (Addendum- B) to the compensation policy on Clawback of Incentive Compensation in view of the final rules on listing standards for the recovery of erroneously awarded compensation adopted by the Securities and Exchange Commission on October 26, 2022, applicable to companies listed on the New York Stock Exchange and NASDAQ.

This Addendum-B shall be read with, and is in addition to, the Compensation Policy formulated and approved by the Board of Directors of the Bank. The same has been formulated to comply with the requirements of Section 10D promulgated under the U.S. Securities Exchange Act of 1934, as amended ("Exchange Act"), and Section 303A.14 of the NYSE so as to recover certain compensation in the event of an accounting restatement due to any material non-compliance relating to any financial reporting requirements under the applicable U.S. securities laws, and shall be interpreted and applied consistent therewith.

(vi) Approval Process:

The Variable Pay for Senior Management, Material Risk Takers other than Wholetime Directors, Risk and control staff is approved by the NRC and the Board. For Wholetime Directors the variable pay is approved by the NRC, Board and the Reserve Bank of India.

Employees other than Senior Management, Material Risk Takers, Whole Time Directors

The Bank has formulated the following variable pay plans:

(i) Annual Bonus Plan

The quantum of variable payout is a function of the performance of the Bank, performance of the business unit, performance of the individual employee, job band of the employee and the functional category. Basis these key determinants and due adjustment for risk alignment, a payout matrix for variable pay is developed. Market trends for specific businesses / functions along with inputs from compensation surveys may also be used in finalising the payout.

Bonus pools are designed to meet specific business needs therefore resulting in differentiation in both the quantum and the method of payout across functions.

(ii) Performance-linked Plans (PLPs)

PLPs are formulated for employees in sales, collections, customer service and relationship roles who are given business / service targets but have limited impact on risk since credit decisions are exercised independent of these functions. All PLP payouts are based on a balanced scorecard framework which factors not just quantitative, but also qualitative measures, and are subject to achievement of individual targets enumerated in the respective scorecards of the employees. A portion of the PLP payouts is deferred till the end of the financial year to provide for any unforeseen performance risks. Employees who are on the PLPs are excluded from the Annual Bonus Plan.

(iii) Employee Stock Option Plan (ESOPs)

Employees in Job Bands D4 and above also receive ESOPs as a vehicle to create a balance between short term rewards and long term sustainable value creation. ESOPs play a key role in the attraction and retention of key talent.

The NRC grants options after considering parameters such as the incumbent's grade and performance rating, and such other factors as may be deemed appropriate by the NRC.

All plans for grant of options are framed in accordance with the SEBI guidelines, 1999 as amended from time to time and are approved by the shareholders of the Bank. These plans provide for the grant of options post approval by the NRC.

The Bank grants ESOPs to eligible employees. Such ESOPs vest over four tranches spread over a period of 48 months.

In accordance with the RBI guidelines, Employee Stock Options is included as part of Variable Pay.

(iv) Restricted Stock Units (Units)

The bank granted units to employees at E3 – D3 bands (upto 10 levels below the MD). The same was approved by the NRC after considering parameters such as the employee's grade, performance rating and any other factors as may be deemed appropriate by the NRC.

All plans for grant of units are framed in accordance with the SEBI guidelines, 1999 as amended from time to time and are approved by the shareholders of the Bank. These plans provide for the grant of units post approval by the NRC.

Such units vest over four tranches spread over a period of 48 months.

Risk, Control and Compliance Staff

The Bank has separated the Risk, Control and Compliance functions from the Business functions in order to create a strong culture of checks and balances and to eliminate any possible conflict of interest between revenue generation and risk management and control. Accordingly, the overall variable pay as well as the annual salary increment of the employees in the Risk, Control and Compliance functions is based on their performance, functional objectives and goals. The Bank ensures that the mix of fixed to variable compensation for these functions is weighted in favour of fixed compensation.

Guaranteed Bonus

Guaranteed bonuses are not consistent with sound risk management or pay for performance principles of the Bank and therefore do not form an integral part of the general compensation practice.

For critical hiring for some select strategic roles, the Bank may consider granting of bonus, based on the performance rating upon confirmation, as a prudent way to avoid loading the entire cost of attraction into the fixed component of the compensation which could have a long term cost implication for the Bank. For such hiring, the said bonus is generally decided by taking into account appropriate risk factors and market conditions.

For hiring at levels of Whole Time Directors / Managing Director / Material Risk Takers and certain employees in select strategic roles, a sign-on bonus, if any, is limited to the first year only and would be in the form of Employee Stock Options or Units (All units grants are subject to individual / Business Unit / organizational performance criteria).

Severance Pay

The Bank does not grant severance pay other than accrued benefits (such as gratuity, pension) except in cases where it is mandated by any statute.

Hedging

The Bank does not provide any facility or fund or permit its Whole Time Directors and employees to insure or hedge their compensation structure to offset the risk alignment effects embedded in their compensation arrangement.

Statutory Bonus

Some employees are also paid statutory bonus as per the Payment of Bonus Act, 1965 as amended from time to time.

III. Remuneration Processes

Fitment at the time of Hire

Pay scales at the Bank are set basis the job size, experience, location and the academic and professional credentials of the incumbent.

The compensation of new hires is in line with the existing pay ranges and consistent with the compensation levels of the existing employees of the Bank at similar profiles. The pay ranges are subject to change basis market trends and the Bank's talent management priorities. While the Bank believes in the internal equity and parity as a key determinant of pay, it does acknowledge the external competitive pressures of the talent market. Accordingly, there could be certain key profiles with critical competencies which may be hired at a premium and treated as an exception to the overall pay philosophy. Any deviation from the defined pay ranges is treated as a hiring exception requiring approval with appropriate justification.

Pay Increment / Pay Revision

The Bank strives to ensure external competitiveness as well as internal equity without diluting the overall focus on optimising cost. In order to enhance the Bank's external competitiveness, it participates in an annual salary survey of the banking sector to understand key market trends as well as get insights on relative market pay position compared to peers. The Bank endeavors to ensure that most employees progress to the median of the market in terms of fixed pay over time. This coupled with key internal data indicators like performance score, job family, experience, job grade and salary budget form the basis of decision making on revisions in fixed pay.

Increments in fixed pay for majority of the employee population are generally undertaken once every financial year. However, promotions, confirmations and change in job dimensions could also lead to a change in the fixed pay during other times of the financial year.

The Bank also makes salary corrections and adjustments during the financial year for competitive pay positioning for the purpose of retention of critical skills and critical talent in the domain of Information Technology, Digital, Information Security, Data Science as well as business segments that are strategic focus areas of the bank. However, such pay revisions are done on an exception basis.

The Fixed Pay for the Material Risk Takers (other than Wholetime Directors), Senior Management, Key Management Personnel is approved by the NRC and the Board. The Fixed Pay for the Wholetime Directors is approved by the NRC, Board and the Reserve Bank of India.

C. Description of the ways in which current and future risks are taken into account in the remuneration processes, including the nature and type of the key measures used to take account of these risks

The Bank takes into account various types of risks in its remuneration processes. The Bank follows a comprehensive framework that includes within its ambit the key dimensions of remuneration such as fixed pay, variable pay and long term incentives (i.e. Employee Stock Options).

Fixed pay: The Bank conducts a comprehensive market benchmarking study to ensure that employees are competitively positioned in terms of fixed pay. The Bank follows a robust salary review process wherein revisions in fixed compensation are based on performance. The Bank also makes salary adjustments taking into consideration pay positioning of employees vis-à-vis market reference points. Through this approach the Bank endeavors to ensure that the talent risk due to attrition is mitigated. Fixed pay could be revised downwards as well, in the event of certain proven cases of misconduct by an employee.

Variable pay: The Bank has distinct types of variable pay plans as given below:

(a) Quarterly / monthly performance-linked pay (PLP) plans:

All quarterly / monthly PLP plans are based on the principle of balanced scorecard framework that includes within its ambit both quantitative and qualitative factors including key strategic objectives that ensure future competitive advantage for the Bank. PLP plans, by design, have deterrents that play a role of moderating payouts based on the non-fulfillment of established quantitative / qualitative risk factors. Deterrents also include risks arising out of non-compliance, mis-sell etc. Further, a portion of all payouts under the PLP plans is deferred till the end of the financial year to provide for any unforeseen performance risks. Employees who are part of the PLP plans are excluded from the Annual Bonus Plan.

(b) Variable Pay:

The Bank takes into consideration the fact that a portion of the Bank's profits are directly attributable to various types of risks the Bank is exposed to such as credit risk and market risk.

The framework developed by the Bank in order to arrive at the quantum of bonus pool is based on the performance of the Bank and profitability. The annual variable pay is distributed based on business unit and individual performance and job band and role of the individual for non-business functions. The business unit performance is based on factors such as growth in revenue, growth in profit, cost to income ratio and achievement vis-à-vis plans and key objectives. Bonus pay out for an individual employee in a particular grade is linked to the performance rating of the employee and subject to meeting the Bank's standards of ethical conduct.

The Bank has devised appropriate malus and claw back clauses as a risk mitigant for Whole Time Directors, Material Risk Takers, Senior Management (i.e. Employees in the job Bands of Executive Vice President and above). Under the malus clause the incumbent could forego the vesting of the deferred variable pay in full or in part. Under the claw back clause the incumbent is obligated to return all the tranches of variable pay payout pertaining to the reference performance year. The deferred variable pay is paid out post review and approval by the NRC and the Board.

D. Description of the ways in which the Bank seeks to link performance during a performance measurement period with levels of remuneration

The Bank has a robust performance management system for evaluating the performance of its Whole Time Directors. The performance appraisal system is based on a Balanced Scorecard Framework and considers qualitative as well as quantitative factors of performance which includes the following parameters:

1. **Business Performance** - This includes business growth, profitability, asset quality and shareholder value.

2. **Stakeholder Relationship** - This includes net promoter score and corporate social responsibility.

3. **Audit and Compliance** - This includes internal audit reports and compliance with the regulations and inspection reports.

4. **Digital Transformation** - This includes performance on initiatives required to run the bank and grow the bank.

5. **Organizational Excellence** - This includes succession planning and employee engagement.

While the above parameters form the core evaluation parameters for the Bank and the remuneration of its Whole Time Directors, each of the business units are measured on the following from a remuneration standpoint:

a) Growth in net revenue (%) over previous year;

b) Growth in profit before tax (%) over previous year;

c) Improvement in cost to income over the previous year;

d) Improvement in Gross NPA over the previous year and

e) Achievement of key strategic objectives.

The process by which levels of remuneration in the Bank are aligned to the performance of the Bank, business unit and individual employees is articulated below:

Fixed Pay

The Bank reviews the fixed pay portion of the compensation structure basis merit-based increments and market corrections. These are based on a combination of performance rating, job band and the functional category of the individual employee. For a given job band, the merit increment is directly related to the performance rating. The Bank strives to ensure that most employees progress to the median of the market in terms of fixed pay over time. All other things remaining equal, the correction percentage is directly related to the performance rating of the individual.

Variable Pay

Basis the performance of the business unit, individual performance and role, the Bank has formulated the following variable pay plans:

- **Variable Pay Plans:**

  For Employees in Job Bands of Sr Vice President I and Above (includes employees in Senior Management, Material Risk Takers, Wholetime Directors) the variable pay intends to reward short term as well as long term sustained performance of the bank and shareholder value creation.

  Short term Performance: Short term performance is realised in the form of cash variable pay. The cash variable pay is based on performance rating and the job band of the individual and is further enhanced or moderated by the business performance multiplier and role. The cash variable pay is computed on the gross salary.

  Long term Performance: Employee Stock Options are granted to employees based on their performance rating and job band and the value of the same is realised vide long term performance of the bank and creation of shareholder value.

  For Employees in job bands Vice President and below:

  At these levels the variable pay is primarily in the form of cash variable pay and is based on the annual performance. In FY 2023-24, the Bank granted units at E3-D3 bands based on their performance rating, grade and any other such parameter as approved by the NRC.

  The Bank's annual bonus is computed as a percentage of the gross salary for every job band. The bonus multiple is based on performance of the business unit (based on the parameters above), performance rating, job band and the functional category of the individual employee. The business performance category determines the multiplier for the bonus. All other things remaining equal, for a given job band, the bonus is directly related to the performance rating. Employees who are part of the annual cash Variable Pay plan are not part of the Performance Linked Plans mentioned below.

- **Performance-linked Plans (PLPs)**

  The Bank has formulated PLPs for its sales, collections, customer service and relationship roles who are given sales, collections and service targets basis a balanced scorecard methodology. All PLP payouts are subject to the achievement of individual targets enumerated in the respective scorecards of the employees and moderated by qualitative parameters. A portion of the PLP payouts is deferred till the end of the financial year to provide for any unforeseen performance risks. All PLPs are based on a balanced scorecard framework and, depending on the plan, could be paid out monthly or quarterly.

E. Description of the ways in which the Bank seeks to adjust remuneration to take account of the longer term performance

For employees in Senior Management, Material Risk Takers and Whole Time Directors the bank seeks to adjust remuneration to take account of the longer term performance in the following way.

(i) Limits on variable pay

A substantial portion of compensation i.e. at least 50% will be variable and paid on the basis of individual, business-unit and organization performance. This will be in line with the principle that, at higher levels of responsibility, the proportion of variable pay will be higher. The total variable pay shall be limited to a maximum of 300% of the fixed pay.

In case the variable pay is upto 200% of the fixed pay, a minimum of 50% of the variable pay; and in case the variable pay is above 200%, a minimum of 67% of the variable pay shall be via non-cash instruments. The non-cash component in 2023-24 comprised of Employee Stock Options.

In the event that the employee is barred by statute or regulation from grant of share-linked instruments, his / her variable pay will be capped at 150% of fixed pay but shall not be less than 50% of the fixed pay.

(ii) Deferral of variable pay

For senior management including Wholetime Directors (WTDs) and Material Risk Takers (MRTs), deferral arrangements will exist for the variable pay. A minimum of 60% of total variable pay will be under deferral arrangements. If cash component is a part of the variable pay, at least 50% of the cash bonus shall be deferred. In cases where cash component of the bonus is under Rs 25 lakh, deferral arrangements would not be necessary.

The deferral period would be a minimum of three years and will be applicable to both cash and non-cash components of variable pay. The deferral period for share linked instruments / ESOPs will be governed by the ESOP Scheme Rules which will be approved by the NRC and the Board. In 2023-24, the deferment of cash variable pay, where applicable, was 3 years in the case of cash variable pay and 4 years (vesting period) in the case of Employee Stock Options.

(iii) Vesting of Variable Pay

The deferred portion of the remuneration will vest at the end of deferral period and will be spread out over the course of the deferral period. The first vesting would not be before one year from the commencement of the deferral period. The vesting would be no faster than on a pro rata basis and the frequency of the vesting would be more than a year in order to ensure appropriate assessment of risk.

(iv) Malus / Clawback Arrangement:

The Bank believes in sustained business performance in tandem with prudent risk taking. The Bank, therefore, has devised appropriate deterrents in order to institutionalize the aforementioned commitment.

Malus Arrangement: The provision of a Malus arrangement would entail cancellation of payout for the deferred portion of reward (cash variable pay / long term incentive (LTI) i.e. any Share Linked Instrument). The RBI guidelines define malus thus "A **malus** arrangement permits the bank to prevent vesting of all or part of the amount of a deferred remuneration. Malus arrangement does not reverse vesting after it has already occurred."

Clawback Arrangement: The provision of Clawback arrangement would entail return of payout of reward (cash variable pay / long term incentive (LTI) i.e. any Share Linked Instrument) made in the previous years attributable to a given reference year wherein the incident has occurred. The return would be in terms of net amount. The RBI guidelines define clawback thus "A **clawback** is a contractual agreement between the employee and the bank in which the employee agrees to return previously paid or vested remuneration to the bank under certain circumstances."

The malus and clawback clause will be actioned when the employee demonstrates behaviour involving fraudulent behaviour, moral turpitude, lack of integrity, flagrant breach of company policies and statutory norms resulting in financial or non-financial losses. Manifestation of behaviour listed above is presumed to have a malafide intent. Illustrative list of conditions are enumerated below. The occurrence of any / some / all of the following conditions / events shall trigger a review by the NRC for the application of the Malus or the Clawback arrangement:

a) Substantial financial deterioration in profitability or risk parameters

b) Reckless, negligent or willful actions or exhibited inappropriate values and behavior

c) Fraud that requires a financial restatement

d) Reputational harm

e) Exposing the bank to substantial risk

f) Such other conditions or events, of similar nature as above, as determined by NRC for triggering review by NRC for the purpose of application of the Malus or the Clawback arrangement

In determining the causes for deterioration in financial performance under (a), the NRC may take into consideration and have due regard to the fact whether the deterioration was for factors within control or whether it was on account of conditions like global market headwinds, industry performance, changes in legal / regulatory regime, force majeure events like occurrence of natural disasters, pandemic, other socio-economic conditions etc.

While undertaking the review for the concerned person for the application of the Malus or the Clawback arrangement based on any trigger events, when determining accountability of the concerned person, the NRC shall be guided by the principles of proportionality, culpability or proximity or nexus to the event or misconduct.

In accordance with the RBI guidelines, wherever the assessed divergence in bank's provisioning for Non-Performing Assets (NPAs) or asset classification exceeds the prescribed threshold for public disclosure, the bank shall not pay the unvested portion of the variable compensation for the assessment year under 'malus' arrangement. Further, in such situations, no proposal for increase in variable pay (for the assessment year) shall be entertained. In case the bank's post assessment Gross NPAs are less than 2.0%, these restrictions will apply only if criteria for public disclosure are triggered either on account of divergence in provisioning or both provisioning and asset classification.

The NRC may decide to apply malus on part, or all of the unvested deferred Variable pay. The time horizon for the application of malus / clawback clause shall be four years from the date of reward.

The NRC shall review the act of misconduct / incident to ascertain the degree of accountability attributable to a Wholetime Director / Material Risk Taker / Senior Management (C1 and above) prior to applying the Malus or Clawback arrangement.

The criteria for Malus / Clawback will be reviewed by the NRC annually.

The NRC and Board of Directors has also approved an addendum (Addendum- B) to the compensation policy on Clawback of Incentive Compensation in view of the final rules on listing standards for the recovery of erroneously awarded compensation adopted by the Securities and Exchange Commission on October 26, 2022, applicable to companies listed on the New York Stock Exchange and NASDAQ.

This Addendum-B shall be read with, and is in addition to, the Compensation Policy formulated and approved by the Board of Directors of the Bank. The same has been formulated to comply with the requirements of Section 10D promulgated under the U.S. Securities Exchange Act of 1934, as amended ("Exchange Act"), and Section 303A.14 of the NYSE so as to recover certain compensation in the event of an accounting restatement due to any material non-compliance relating to any financial reporting requirements under the applicable U.S. securities laws, and shall be interpreted and applied consistent therewith.

Employees other than Wholetime Directors, Material Risk Takers and Senior Management

The Bank has formulated the following variable pay plans:

- **Annual Cash Variable Pay plan:**

  The quantum of variable payout is a function of the performance of the Bank, performance of the individual employee, job band of the employee and the functional category. Basis these key determinants and due adjustment for risk alignment, a payout matrix for variable pay is developed. Market trends for specific businesses / functions along with inputs from compensation surveys may also be used in finalising the payout.

  Bonus pools are designed to meet specific business needs therefore resulting in differentiation in both the quantum and the method of payout across functions. Typically higher levels of responsibility receive a higher proportion of variable pay vis-à-vis fixed pay.

  For Employees in Job Bands of Sr Vice President 1 and above Variable Pay intends to reward short term as well as long term sustained performance of the bank and shareholder value creation.

  Short term Performance: Short term performance is realised in the form of cash variable pay. The cash variable pay is based on performance rating and the job band of the individual and is further enhanced or moderated by the business performance multiplier and role. The cash variable pay is computed on the gross salary.

  Long term Performance: Employee Stock Options are granted to employees based on their performance rating and Job band and the value of the same is realised vide long term performance of the bank and creation of shareholder value. The vesting period for Employee Stock Option is 4 years.

  The Bank also granted Restricted Stock Units (Units) to employees at E3-D3 bands in FY23-24. The units would vest over 4 years.

- **Performance-linked Plans (PLPs)**

  The Bank has formulated PLPs for its sales, collections, customer service and relationship roles who are given sales, collections and service targets basis a balanced scorecard methodology. All PLP payouts are subject to the achievement of individual targets enumerated in the respective scorecards of the employees and moderated by qualitative parameters. A portion of the PLP payouts is deferred till the end of the financial year to provide for any unforeseen performance risks. All PLPs are based on a balanced scorecard framework and, depending on the plan, could be paid out monthly or quarterly.

F. Description of the different forms of variable remuneration (i.e. cash, shares, ESOPs and other forms) that the Bank utilises and the rationale for using these different forms

The Bank recognises the importance of variable pay in reinforcing a pay for performance culture. Variable pay stimulates employees to stretch their abilities to exceed expectations.

- **Annual Cash Variable Pay**

  These are paid to reward performance for a given financial year. This covers all employees (excluding employees under PLPs). This is based on performance of the business unit, performance rating, job band and functional category of the individual. For higher job bands the proportion of variable pay to total compensation tends to be higher. For Material Risk Takers, Senior Management and Whole Time Directors 50% of the cash variable pay is deferred over 3 years in the event the cash variable pay exceeds 25 lakhs.

- **Performance-linked Plans (PLPs)**

  The Bank has formulated PLPs for its sales, collections, customer service and relationship roles who are given sales, collections and service targets basis a balanced scorecard methodology. All PLP payouts are subject to the achievement of individual targets enumerated in the respective scorecards of the employees and moderated by qualitative parameters. A portion of the PLP payouts is deferred till the end of the financial year to provide for any unforeseen performance risks. All PLPs are based on a balanced scorecard framework and, depending on the plan, could be paid out monthly or quarterly.

- **Employee Stock Option Plan (ESOP)**

  This is to reward for contribution of employees in creating a long term, sustainable earnings and enhancing shareholder value. Only employees in a certain job band and with a specific performance rating are eligible for stock options. Performance is the key criteria for granting stock options.

- **Restricted Stock Units (Units)**

  The Bank granted Restricted Stock Units (Units) to employees at E3-D3 bands in FY23-24. The units would vest over 4 years.

Quantitative disclosures

The quantitative disclosures for the financial year ended March 31, 2024 cover the Bank's Whole Time Directors and Material Risk Takers. The material risk takers are identified in accordance with the revised guidelines on remuneration issued by the RBI on November 04, 2019. Hitherto, the quantitative disclosures would cover the Bank's Whole Time Directors and Key Risk Takers as per the erstwhile guidelines on remuneration dated January 13, 2012.

Sr. No.	Subject	March 31, 2024	March 31, 2023
(a)	Number of meetings held by the Nomination and Remuneration Committee (NRC) during the financial year and sitting fees paid to its members	Numbers of meetings: 18 Sitting Fees paid: ₹ 0.74 crore	Number of meetings: 12 Sitting fees paid: ₹ 0.59 crore
(b) (i)	Number of employees having received a variable remuneration award during the financial year	92	75
(b) (ii)	Number and total amount of sign-on awards made during the financial year	None	17,811 ESOPs granted as sign-on awards
(b) (iii)	Number and total amount of guaranteed bonuses awarded during the financial year	None	None
(b) (iv)	Details of severance pay, in addition to accrued benefits, if any	None	None
(c) (i)	Total amount of outstanding deferred remuneration, split into cash, shares and share-linked instruments and other forms	1. Deferred Cash variable pay - ₹ 34.31 crores. 2. Employee Stock Options (ESOP) - 98,70,019 Options	1. Deferred Cash variable pay - ₹ 34.13 crore 2. ^Employee Stock Options (ESOP) - 56,39,409 Options.
(c) (ii)	Total amount of deferred remuneration paid out in the financial year	₹ 10.99 crore	₹ 5.88 crore
(d)	Breakdown of amount of remuneration awards for the financial year to show fixed and variable, deferred and non-deferred	[1]₹ 151.12 crore (Fixed*) ₹ 9.42 crore (cash variable pay pertaining to financial year ended March 31, 2023, in relation to employees where there was no deferment of cash variable pay) The same category of employees were granted 14,07,710 ESOPs ₹ 30.11 crore (cash variable pay pertaining to financial year ended March 31, 2023, in relation to employees where there was a deferment of cash variable pay) of which ₹ 15.05 crore was non-deferred variable pay and ₹ 15.05 crore was deferred variable pay. The same category of employees were granted 23,45,900 ESOPs Number of stock options granted during the financial year: 37,53,610. This number includes 3,36,057 ESOPs granted to MD and DMD (erstwhile ED) for performance in F.Y. 2022 - 2023.	₹ 123.14 crore (Fixed*) ₹ 4.01 crore (cash variable pay pertaining to financial year ended March 31, 2022, in relation to employees where there was no deferment of cash variable pay). The same category of employees were granted 4,77,800 ESOPs. ₹ 40.86 crore (cash variable pay pertaining to financial year ended March 31, 2022, in relation to employees where there was a deferment of cash variable pay) of which ₹ 20.43 crore was non-deferred variable pay and ₹ 20.43 crore was deferred variable pay. The same category of employees were granted 26,52,191 ESOPs. Number of stock options granted during the financial year: 33,66,409. This number includes 17,811 ESOPs granted as sign-on awards and 2,18,607 ESOPs granted to MD and ED for performance in F.Y. 2020 - 2021

Sr. No.	Subject	March 31, 2024	March 31, 2023
		Mr. Sashidhar Jagdishan was awarded cash variable pay ₹ 5.00 crore for the performance year 2022 - 2023, 50% of which was paid out in the F.Y. 2024 basis RBI letter dated - December 21, 2023. The above amount is not included in the variable pay awarded this year as it pertains to the previous year.	Mr. Sashidhar Jagdishan was awarded cash variable pay ₹ 2.10 crore for the performance year 2020 - 2021, 50% of which was paid out in the F.Y. 2023 basis RBI letter dated - March 23, 2022. The above amount is not included in the variable pay awarded this year as it pertains to the previous year.
(e) (i)	Total amount of outstanding deferred remuneration and retained remuneration exposed to ex-post explicit and / or implicit adjustments	1. Deferred Cash variable pay - ₹ 34.31 crores. 2. Employee Stock Options (ESOP) - 98,70,019 Options	1. Deferred Cash variable pay - ₹ 34.13 crores. 2. ^Employee Stock Options (ESOP) - 56,39,409 Options
(e) (ii)	Total amount of reductions during the financial year due to ex-post explicit adjustments	Nil	Nil
(e) (iii)	Total amount of reductions during the financial year due to ex-post implicit adjustments	Nil	Nil
(f)	Number of MRTs (Material Risk Takers) identified.	92	76
(g) (i)	Number of cases where Malus has been exercised.	None	None
(g) (ii)	Number of cases where Clawback has been exercised.	None	None
(g) (iii)	Number of cases where both Malus and Clawback have been exercised.	None	None
General Quantitative Disclosure	The mean pay for the bank as a whole (excluding sub-staff) and the deviation of the pay of each of its WTDs from the mean pay.	The mean pay for the Bank as a whole is ₹ 0.077 crore as of March 31, 2024. The ratio of the fixed pay of the managing director to the mean pay of the Bank as a whole is **99:1** as of March 31, 2024. The ratio of the fixed pay of the deputy managing director to the mean pay of the Bank as a whole is **94:1** as of March 31, 2024. The ratio of the fixed pay of the executive director (Mr. Srinivasa V Rangan) to the mean pay of the Bank as a whole is **91:1** as of March 31, 2024. The ratio of the fixed pay of the executive director (Mr. Bhavesh Zaveri) to the mean pay of the Bank as a whole is **60:1** as of March 31, 2024.	The mean pay for the Bank as a whole is ₹ 0.08 crore as of March 31, 2023. The ratio of the fixed pay of the managing director to the mean pay of the Bank as a whole is 94:1 as of March 31, 2023. The ratio of the fixed pay of the other whole time director to the mean pay of the Bank as a whole is 87:1 as of March 31, 2023.

* Excludes gratuity benefits, since the same is computed at Bank level.

[1] RBI in its letter dated November 23, 2023 approved the appointment of Mr. Srinivasa V Rangan as WTD (Designated as ED) of HDFC Bank Ltd at Fixed Pay of ₹ 7.03 crore per annum which is over and above the Fixed Pay disclosed in sr. no.(d).

^ In accordance with the RBI guidelines, Employee Stock Options are to be included as part of variable pay. The number of options reported as part of deferred remuneration comprise of Employee Stock Options granted during the financial year 2023-24 (as part of non cash variable pay) and are yet to be vested.

Disclosure on remuneration to Non-Executive Directors

Remuneration by way of sitting fees to the Non-Executive Directors for attending meetings of the Board and its committees during the year ended March 31, 2024 amounted to ₹ 4.51 crore (previous year: ₹ 4.44 crore).

Further, in accordance with RBI guidelines, remuneration to all Non-Executive Directors other than the Chairperson for the year ended March 31, 2024 amounted to ₹ 1.52 crore (previous year: ₹ 1.60 crore).

18. Other Disclosures

18.1 Business ratios / information

Particulars	March 31, 2024	March 31, 2023
Interest income as a percentage to working funds[1]	8.41%	7.60%
Net interest income[2] as a percentage to working funds	3.53%	4.08%
Net interest income as a percentage to average interest earning assets	3.74%	4.33%
Non-interest income as a percentage to working funds	1.60%	1.47%
Cost of Deposits[3]	4.87%	3.80%
Operating profit[4] as a percentage to working funds	3.07%	3.31%
Return on assets (average)	1.98%	2.07%
Business[5] per employee (₹ in crore)	21.49	19.74
Profit per employee[6] (₹ in crore)	0.31	0.28
Debt-Equity Ratio[7]	1.21	0.39
Return on Equity Ratio[8]	16.09%	17.39%

Definitions of certain items in Business ratios / information:

1. Working funds is the daily average of total assets during the year.
2. Net Interest Income = Interest Income - Interest Expense.
3. Cost of Deposits is the ratio of interest expense on deposits to daily average of total deposits.
4. Operating profit is profit for the year before provisions and contingencies and profit / (loss) on sale of fixed assets (net) and other assets (net).
5. Business is the total of quarterly average of net advances and deposits (net of inter-bank deposits).
6. Productivity ratios are based on quarterly average of employee numbers.
7. Debt represents borrowings with residual maturity of more than one year.
8. Return on Equity represents net profit after tax to average equity share capital, employee stock options outstanding and reserves.

18.2 Bancassurance business

Commission income for the year ended March 31, 2024 includes fees of ₹ 3,059.31 crore (previous year: ₹ 1,899.31 crore) in respect of life insurance business and ₹ 914.68 crore (previous year: ₹ 275.70 crore) in respect of general insurance and health insurance business.

18.3 Marketing and distribution

Commission income for the year ended March 31, 2024 includes income from marketing and distribution of ₹ 2,492.82 crore (previous year: ₹ 3,866.29 crore), which comprises of income for displaying publicity materials at the Bank's branches / ATMs, commission on mutual funds, pension and other investment / saving products and sourcing and referral income.

18.4 Details of Priority Sector Lending Certificates (PSLCs)

The Bank enters into transactions for the sale or purchase of Priority Sector Lending Certificates (PSLCs). In the case of a sale transaction, the Bank sells the fulfilment of priority sector obligation and in the case of a purchase transaction the Bank buys the fulfilment of priority sector obligation through RBI trading platform. There is no transfer of risks or loan assets in such transactions. The details of purchase / sale of PSLCs during the year are as under:

(₹ crore)

Type of PSLCs	For the year ended March 31, 2024		For the year ended March 31, 2023	
	PSLCs bought during the year	PSLCs sold during the year	PSLCs bought during the year	PSLCs sold during the year
Agriculture	-	29,445.50	4.00	11,660.25
Small and Marginal farmers	81,969.75	-	69,992.50	-
Micro Enterprises	-	19,054.50	-	-
General	-	57,077.25	-	24,650.00
Total	**81,969.75**	**105,577.25**	**69,996.50**	**36,310.25**

18.5 Provisions and contingencies

The break-up of 'Provisions and contingencies' included in the Profit and Loss Account is given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Provision for income tax[1]		
- Current	12,968.40	14,596.28
- Deferred	(2,885.38)	(219.68)
Provision for NPAs[2]	10,764.66	11,783.25
Provision for diminution in value of non-performing investments	10.15	4.14
Provision for standard assets	1,146.05	422.70
Floating provisions	10,900.00	-
Other provisions and contingencies[3]	671.29	(290.43)
Total	**33,575.17**	**26,296.26**

1. Provision for income tax is net of write back of provision no longer required of ₹ 6,325.04 crore, pursuant to favourable orders received.
2. Includes loss on sale of NPAs / stressed assets.
3. Includes provisions / (write-back) for tax, legal and other contingencies ₹ (336.39) crore (previous year: ₹ (287.88) crore, provisions / (write-back) for securitised-out assets ₹ (26.81) crore (previous year: ₹ (2.55) crore) and provision towards investments in Alternate Investment Funds ₹ 1,034.49 crore (previous year: Nil).

18.6 Implementation of IFRS converged Indian Accounting Standards

The Ministry of Corporate Affairs, in its press release dated January 18, 2016, had issued a roadmap for implementation of Indian Accounting Standards (IND-AS) for scheduled commercial banks, insurers / insurance companies and non-banking financial companies, which was subsequently confirmed by the RBI through its circular dated February 11, 2016. This roadmap required these institutions to prepare IND-AS based financial statements for the accounting periods beginning April 01, 2018 with comparatives for the periods beginning April 01, 2017. The implementation of IND-AS by banks requires certain legislative changes in the format of financial statements to comply with the disclosures required under IND-AS. In April 2018, the RBI deferred the implementation of IND-AS by a year by when the necessary legislative amendments were expected. The legislative amendments recommended by the RBI are under consideration by the Government of India. Accordingly, the RBI, through its circular dated March 22, 2019, deferred the implementation of IND-AS until further notice.

Presently, the Bank prepares and submits its Ind AS Proforma information to the RBI on a half yearly basis. The Bank is well prepared for Ind AS implementation as and when it becomes applicable, with due consideration to updated regulations, accounting standards / guidance and business strategy at the date of actual transition.

The RBI vide its circular dated September 12, 2023 has revised the norms on classification, measurement and valuation of investments, in view of the significant developments in the global standards, the linkages with the capital adequacy framework as well as progress in the domestic financial markets. The Bank has adopted these revised norms which are effective April 01, 2024.

18.7 Payment of DICGC Insurance Premium

(₹ crore)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
1.	Payment of DICGC Insurance Premium (excluding GST)	2,412.30	1,921.30
2.	Arrears in payment of DICGC Premium	-	-

18.8 Disclosure of Letters of Comfort (LoCs) issued by the Bank

The Bank has not issued Letter of Comfort during the year ended March 31, 2024 and March 31, 2023 and there is no outstanding as at March 31, 2024 and March 31, 2023.

18.9 Portfolio-level information on the use of funds raised from green deposits

The Bank has not raised green deposits on or after June 01, 2023 based on the Framework for the acceptance of Green deposits issued by RBI.

19. Other liabilities

- The Bank held provisions towards standard assets amounting to ₹ 10,663.71 crore as at March 31, 2024 (previous year: ₹ 6,988.66 crore). These are included under other liabilities.

  ✓ Provision for standard assets is made @ 0.25% for direct advances to agriculture, individual housing loans and Small and Micro Enterprises (SMEs) sectors, @ 1% for advances to commercial real estate sector, @ 0.75% for advances to commercial real estate - residential housing sector, @ 5% on restructured standard advances, @ 2% until after one year from the date on which the rates are reset at higher rates for housing loans offered at a comparatively lower rate of interest in the first few years and @ 2% on all exposures to the wholly owned step down subsidiaries of the overseas subsidiaries of Indian companies, sanctioned / renewed after December 31, 2015.

  ✓ Provision is maintained at rates higher than the regulatory minimum, on standard advances based on evaluation of the risk and stress in various sectors as per the policy approved by the Board of the Bank.

  ✓ In accordance with regulatory guidelines and based on the information made available by its customers to the Bank, for exposures to customers who have not hedged their foreign currency exposures, provision for standard assets is made at levels ranging up to 0.80% depending on the likely loss the entities could incur on account of exchange rate movements.

  ✓ Provision for standard assets of overseas branches is made at higher of rates prescribed by the overseas regulator or RBI.

  ✓ For all other loans and advances including credit exposures computed as per the current marked to market values of interest rate and foreign exchange derivative contracts, provision for standard assets is made @ 0.40%.

✓ In accordance with RBI guidelines, an additional provision is made @ 3% on the incremental exposure to the "Specified Borrowers" (except NBFCs / HFCs) beyond normally permitted lending limit (NPLL) as defined by the RBI.

- Other liabilities include contingent provisions of ₹ 15,513.35 crore as at March 31, 2024 (previous year: ₹ 9,236.70 crore) in respect of advances and investments.

- The Bank has presented gross unrealised gain on foreign exchange and derivative contracts under other assets and gross unrealised loss on foreign exchange and derivative contracts under other liabilities. Accordingly, other liabilities as at March 31, 2024 include unrealised loss on foreign exchange and derivative contracts of ₹ 10,491.46 crore (previous year: ₹ 9,914.66 crore).

- There is no item under Other Liabilities and Provisions "Others (including provisions)" exceeding 1% of total assets as at March 31, 2024 and March 31, 2023.

20. Other fixed assets

Other fixed assets include amount capitalised relating to software having useful life upto five years. Details regarding the same are tabulated below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Cost		
As at March 31 of the previous year	5,305.33	4,372.72
Addition on amalgamation (Refer Schedule 18(1))	138.04	-
Additions during the year	1,212.41	1,041.36
Deductions during the year	(17.05)	(108.75)
Total (a)	**6,638.72**	**5,305.33**
Depreciation		
As at March 31 of the previous year	3,828.16	3,266.44
Addition on amalgamation (Refer Schedule 18(1))	57.88	-
Charge for the year	822.98	670.47
On deductions during the year	(17.05)	(108.75)
Total (b)	**4,691.97**	**3,828.16**
Net value (a-b)	**1,946.75**	**1,477.17**

21. Other assets

- Other assets include deferred tax asset (net) of ₹ 8,415.03 crore (previous year: ₹ 6,449.35 crore). The break-up of the same is as follows:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Deferred tax asset arising out of:		
Loan loss and contingencies	12,249.18	5,788.25
Employee benefits	1,033.77	49.83
Depreciation	57.58	82.58
Others	676.87	528.69
Total (a)	**14,017.40**	**6,449.35**

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Deferred tax liability arising out of:		
Special reserve u/s 36(1)(viii) of the Income tax act, 1961	5,385.82	-
Unrealised MTM on derivatives	216.55	-
Total (b)	**5,602.37**	**-**
Deferred tax asset (net) (a-b)	**8,415.03**	**6,449.35**

- **Key items under "Others" in Other assets are as under:**

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Deposits with NABARD / SIDBI / NHB #	118,007.02	90,592.86
Unrealised gain on foreign exchange and derivative contracts*	10,797.41	12,036.10
Deferred tax assets	8,415.03	6,449.35
Accounts receivable	7,913.14	7,028.11
Deposits & amounts paid in advance	8,443.26	4,588.20
Advances for capital assets	5,074.45	1,512.26
Residual items	4.02	4.13
Total	**158,654.33**	**122,211.01**

*The Bank has presented gross unrealised gain on foreign exchange and derivative contracts under other assets and gross unrealised loss on foreign exchange and derivative contracts under other liabilities.

Deposits with NABARD / SIDBI / NHB exceeded 1% of total asset.

- **Non-banking assets acquired in satisfaction of claims (NBA)**

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance	63.06	63.06
Addition on amalgamation (Refer Schedule 18(1))	1,224.70	-
Additions during the year	17.93	-
Reductions during the year	56.77	-
Closing balance	**1,248.92**	**63.06**
Provision held at the beginning of the year	16.60	11.83
Addition on amalgamation (Refer Schedule 18(1))	92.03	-
Provision made during the year	-	4.77
Provision reversed during the year	0.27	-
Provision held at the end of the year	**108.36**	**16.60**

22. Interest earned

Interest income under the sub-head Income on investments includes dividend on units of mutual funds and equity and preference shares received during the year ended March 31, 2024 amounting to ₹ 1,191.48 crore (previous year: ₹ 412.08 crore).

23. Other income

- **Commission, exchange and brokerage income**

  Commission, exchange and brokerage income is presented net of related commission expenses.

- **Profit on sale of investment**

  During the current year, in order to comply with the condition imposed by the RBI in relation to the Scheme, the Bank sold 14,01,72,180 equity shares of HDFC Credila Financial Services Ltd ('HDFC Credila'), for a consideration of ₹ 9,552.73 crore, resulting in a gain of ₹ 7,341.42 crore. Consequent to the aforesaid sale, HDFC Credila has ceased to be a subsidiary of the Bank with effect from March 19, 2024.

- **Miscellaneous income**

  Miscellaneous income includes recoveries from written-off accounts amounting to ₹ 3,441.30 crore (previous year: ₹ 3,382.41 crore) exceeding 1% of the total income of the Bank.

24. Other expenditure

Other expenditure includes commission to sales agents amounting to ₹ 5,284.53 crore (previous year: ₹ 4,610.13 crore), exceeding 1% of the total income of the Bank.

25. Employee benefits

Gratuity

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Reconciliation of opening and closing balance of the present value of the defined benefit obligation		
Present value of obligation as at April 1	**994.09**	**910.43**
Liabilities assumed on amalgamation (Refer Schedule 18(1))	337.79	-
Interest cost	69.70	64.51
Current service cost	186.28	121.30
Benefits paid	(104.33)	(77.25)
Actuarial (gain) / loss on obligation:		
Experience adjustment	(31.29)	(7.81)
Assumption change	21.57	(17.09)
Present value of obligation as at March 31	**1,473.81**	**994.09**
Reconciliation of opening and closing balance of the fair value of the plan assets		
Fair value of plan assets as at April 1	**991.18**	**895.44**
Assets assumed on amalgamation (Refer Schedule 18(1))	343.36	-
Expected return on plan assets	86.50	61.32
Contributions	65.00	148.57
Benefits paid	(104.33)	(77.25)
Actuarial gain / (loss) on plan assets:		
Experience adjustment	288.49	(36.90)
Assumption change	-	-
Fair value of plan assets as at March 31	**1,670.20**	**991.18**
Amount recognised in Balance Sheet		
Fair value of plan assets as at March 31	1,670.20	991.18
Present value of obligation as at March 31	(1,473.81)	(994.09)
Amount not recognised as an asset (limit in Para 59(b) of AS 15 on 'Employee Benefits')	-	-
Asset / (liability) as at March 31	**196.39**	**(2.91)**
Expenses recognised in Profit and Loss Account		
Interest cost	69.70	64.51
Current service cost	186.28	121.30
Expected return on plan assets	(86.50)	(61.32)
Net actuarial (gain) / loss recognised in the year	(298.21)	12.00
Effect of the limit in para 59(b) of AS 15 on 'Employee Benefits'	-	-
Net cost	**(128.73)**	**136.49**
Actual return on plan assets	374.98	24.42
Estimated contribution for the next year	77.71	153.63
Assumptions		
Discount rate	7.20% per annum	7.40% per annum
Expected return on plan assets	6.50% per annum	6.50% per annum
Salary escalation rate	7.00% per annum	7.00% per annum (Other than IBA employees), 10.00% per annum (IBA employees)

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

Expected rate of return on investments is determined based on the assessment made by the Bank at the beginning of the year with regard to its existing portfolio. Major categories of plan assets as a percentage of fair value of total plan assets are given below:

Category of plan assets	% of fair value to total plan assets as at	
	March 31, 2024	March 31, 2023
Government securities	45.55%	36.39%
Debenture and bonds	15.57%	16.77%
Equity shares	34.37%	39.94%
Others	4.51%	6.90%
Total	**100.00%**	**100.00%**

Experience adjustment

(₹ crore)

Particulars	Years ended March 31,				
	2024	2023	2022	2021	2020
Plan assets	1,670.20	991.18	895.44	743.24	514.93
Defined benefit obligation	1,473.81	994.09	910.43	857.58	725.87
Amount not recognised as an asset (limit in Para 59(b) of AS 15 on 'Employee Benefits')	-	-	-	-	-
Surplus / (deficit)	196.39	(2.91)	(14.99)	(114.34)	(210.94)
Experience adjustment gain / (loss) on plan assets	288.49	(36.90)	21.96	105.74	(64.41)
Experience adjustment (gain) / loss on plan liabilities	(31.29)	(7.81)	(65.14)	26.48	(8.46)

Pension

(₹ crore)

Particulars	**March 31, 2024**	March 31, 2023
Reconciliation of opening and closing balance of the present value of the defined benefit obligation		
Present value of obligation as at April 1	107.82	88.02
Interest cost	7.61	6.07
Current service cost	1.83	1.54
Past service cost	-	-
Benefits paid	(9.85)	(12.01)
Actuarial (gain) / loss on obligation:		
Experience adjustment	16.83	3.32
Assumption change	(20.77)	20.88
Present value of obligation as at March 31	**103.47**	**107.82**
Reconciliation of opening and closing balance of the fair value of the plan assets		
Fair value of plan assets as at April 1	**0.31**	**0.88**
Expected return on plan assets	0.53	0.04
Contributions	24.18	11.18

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Benefits paid	(9.85)	(12.01)
Actuarial gain / (loss) on plan assets:		
Experience adjustment	0.99	0.22
Assumption change	-	-
Fair value of plan assets as at March 31	**16.16**	**0.31**
Amount recognised in Balance Sheet		
Fair value of plan assets as at March 31	16.16	0.31
Present value of obligation as at March 31	(103.47)	(107.82)
Asset / (liability) as at March 31	**(87.31)**	**(107.51)**
Expenses recognised in Profit and Loss Account		
Interest cost	7.61	6.07
Current service cost	1.83	1.54
Past service cost	-	-
Expected return on plan assets	(0.53)	(0.04)
Net actuarial (gain) / loss recognised in the year	(4.94)	23.98
Net cost	**3.97**	**31.55**
Actual return on plan assets	1.53	0.26
Estimated contribution for the next year	7.78	22.95
Assumptions		
Discount rate	7.20% per annum	7.40% per annum
Expected return on plan assets	6.50% per annum	6.50% per annum
Salary escalation rate	7.00% per annum	10.00% per annum

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

Expected rate of return on investments is determined based on the assessment made by the Bank at the beginning of the year with regard to its existing portfolio. Major categories of plan assets as a percentage of fair value of total plan assets are given below:

Category of plan assets	% of fair value to total plan assets as at	
	March 31, 2024	March 31, 2023
Government securities	8.81%	36.54%
Debenture and bonds	1.02%	4.07%
Others	90.17%	59.39%
Total	**100.00%**	**100.00%**

Experience adjustment

(₹ crore)

Particulars	Years ended March 31,				
	2024	2023	2022	2021	2020
Plan assets	16.16	0.31	0.88	0.33	9.51
Defined benefit obligation	103.47	107.82	88.02	89.99	64.15
Surplus / (deficit)	(87.31)	(107.51)	(87.14)	(89.66)	(54.64)
Experience adjustment gain / (loss) on plan assets	0.99	0.22	0.39	(0.20)	0.28
Experience adjustment (gain) / loss on plan liabilities	16.83	3.32	6.44	31.41	9.06

Provident fund

The guidance note on AS-15, Employee Benefits, states that employer established provident funds, where interest is guaranteed are to be considered as defined benefit plans and the liability has to be valued. The Institute of Actuaries of India (IAI) has issued a guidance note on valuation of interest rate guarantees on exempt provident funds. The actuary has accordingly valued the same and the Bank held a provision of Nil as at March 31, 2024 (previous year: Nil), towards the present value of the guaranteed interest benefit obligation. The actuary has followed the deterministic approach as prescribed by the guidance note.

Assumptions

Particulars	March 31, 2024	March 31, 2023
Discount rate (GOI security yield)	7.20% per annum	7.40% per annum
Expected guaranteed interest rate	8.25% per annum	8.10% per annum

The Bank does not have any unfunded defined benefit plan. The Bank contributed ₹ 677.64 crore (previous year: ₹ 531.39 crore) to the provident fund, ₹ 10.65 crore (previous year: ₹ 7.80 crore) to the National Pension Scheme (for employees who opted) and ₹ 92.05 crore (previous year: ₹ 80.33 crore) to the superannuation plan.

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. The effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are not yet issued. The Bank will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

26. Segment reporting

Business segments

Business segments have been identified and reported taking into account, the target customer profile, the nature of products and services, the differing risks and returns, the organisation structure, the internal business reporting system and the guidelines prescribed by RBI. The Bank operates in the following segments:

a) Treasury

The treasury segment primarily consists of net interest earnings from the Bank's investment portfolio, money market borrowing and lending, gains or losses on investment operations and on account of trading in foreign exchange and derivative contracts.

b) Retail banking

i. Digital banking

The digital banking segment represents business by Digital Banking Units (DBUs) of the Bank. The said DBUs serves retail customers through the Bank's digital network and other online channels. This segment raises deposits from customers and provides loans and other services to customers.

Revenues of the DBUs are derived from interest earned on retail loans, fees from services rendered, etc. Expenses of this segment primarily comprise of interest expense on deposits, infrastructure and premises expenses for operating the DBUs, other direct overheads and allocated expenses of specialist product groups.

ii. Other retail banking

The retail banking segment serves retail customers through the Bank's branch network and other channels. This segment raises deposits from customers and provides loans and other services to customers with the help of specialist product groups. Exposures are classified under retail banking taking into account the status of the borrower (orientation criterion), the nature of product, granularity of the exposure and the quantum thereof.

Revenues of the retail banking segment are derived from interest earned on retail loans, interest earned from other segments for surplus funds placed with those segments, subvention received from dealers and manufacturers, fees from services rendered, foreign exchange earnings on retail products etc. Expenses of this segment primarily comprise interest expense on deposits, commission paid to retail assets sales agents, infrastructure and premises expenses for operating the branch network and other delivery channels, personnel costs, other direct overheads and allocated expenses of specialist product groups, processing units and support groups.

c) Wholesale banking

The wholesale banking segment provides loans, non-fund facilities and transaction services to large corporates, emerging corporates, public sector units, government bodies, financial institutions and medium scale enterprises. Revenues of the wholesale banking segment consist of interest earned on loans made to customers, interest / fees earned on the cash float arising from transaction services, earnings from trade services and other non-fund facilities and also earnings from foreign exchange and derivative transactions on behalf of customers. The principal expenses of the segment consist of interest expense on funds borrowed from external sources and other internal segments, premises expenses, personnel costs, other direct overheads and allocated expenses of delivery channels, specialist product groups, processing units and support groups.

d) Other banking Business

This segment includes income from parabanking activities such as credit cards, debit cards, third party product distribution, primary dealership business and the associated costs.

e) Unallocated

All items which are reckoned at an enterprise level are classified under this segment. This includes capital and reserves, debt classified as Tier 1 or Tier 2 capital and other unallocable assets and liabilities such as deferred tax, etc.

Segment revenue includes earnings from external customers plus earnings from funds transferred to other segments. Segment result includes revenue less interest expense less operating expense and provisions, if any, for that segment. Segment-wise income and expenses include certain allocations. Interest income is charged by a segment that provides funding to another segment, based on yields benchmarked to an internally approved yield curve or at a certain agreed transfer price rate. Transaction charges are levied by the retail banking segment to the wholesale banking segment for the use by its customers of the retail banking segment's branch network or other delivery channels. Segment capital employed represents the net assets in that segment.

Geographic segments

The geographic segments of the Bank are categorised as domestic operations and foreign operations. Domestic operations comprise branches in India and foreign operations comprise branches outside India.

Segment reporting for the year ended March 31, 2024 is given below:

Business segments:

(₹ crore)

Sr. No.	Particulars	Treasury	Retail banking		Wholesale banking	Other banking business	Total
			Digital banking #	Other Retail Banking			
1	Segment revenue	61,653.66	3.37	233,634.50	175,520.23	30,050.38	500,862.14
2	Unallocated revenue						-
3	Less: Inter-segment revenue						193,280.57
4	Income from operations (1) + (2) - (3)						307,581.57
5	Segment results$	14,190.10	(1.23)	15,661.14	32,280.98	11,104.00	73,234.99
6	Unallocated expenses						2,339.68
7	Income tax expense (including deferred tax)						10,083.03
8	Net profit (5) - (6) - (7)						60,812.28
9	Segment assets	822,926.80	51.34	1,395,037.69	1,274,899.43	97,097.23	3,590,012.49
10	Unallocated assets						27,610.60
11	Total assets (9) + (10)						3,617,623.09
12	Segment liabilities$	94,557.67	56.18	2,046,617.47	973,987.85	8,212.98	3,123,432.15
13	Unallocated liabilities						53,945.13
14	Total liabilities (12) + (13)						3,177,377.28
15	Capital employed (9) - (12) (Segment assets - Segment liabilities)						466,580.34
16	Unallocated (10) - (13)						(26,334.53)
17	Total (15) + (16)						440,245.81
18	Capital expenditure	31.45	-	4,168.78	49.06	532.55	4,781.84
19	Depreciation	26.01	-	2,343.71	204.67	235.71	2,810.10
20	Provisions for non - performing assets / others*	-	-	13,644.00	5,935.15	3,913.00	23,492.15
21	Unallocated other provisions*						-

Information about Digital Banking Segment reported as a sub-segment of Retail Banking Segment is related to Digital Banking Units of the Bank.

$ Segment Results and Liabilities are after considering the impact of Floating Provisions in the respective segments.

*Represents material non-cash charge other than depreciation and taxation.

Geographic segments:

(₹ crore)

Particulars	Domestic	International	Total
Revenue	302,942.78	4,638.77	307,581.55
Assets	3,542,043.24	75,579.82	3,617,623.06
Capital expenditure	4,780.51	1.33	4,781.84

Segment reporting for the year ended March 31, 2023 is given below:

Business segments:

(₹ crore)

Sr. No.	Particulars	Treasury	Retail banking		Wholesale banking	Other banking business	Total
			Digital banking #	Other retail banking			
1	Segment revenue	34,322.91	0.64	142,272.51	91,817.32	25,979.31	294,392.69
2	Unallocated revenue						2,548.75
3	Less: Inter-segment revenue						104,141.08
4	Income from operations (1) + (2) - (3)						192,800.36
5	Segment results	2,096.49	(0.85)	14,164.39	33,641.99	9,684.53	59,586.55
6	Unallocated expenses						1,101.25
7	Income tax expense (including deferred tax)						14,376.60
8	Net profit (5) - (6) - (7)						44,108.70
9	Segment assets	641,108.56	40.22	756,028.55	973,689.82	80,748.70	2,451,615.85
10	Unallocated assets						14,465.62
11	Total assets (9) + (10)						2,466,081.47
12	Segment liabilities	73,308.77	41.66	1,590,690.86	464,552.76	7,018.64	2,135,612.69
13	Unallocated liabilities						50,269.77
14	Total liabilities (12) + (13)						2,185,882.46
15	Capital employed (9) - (12) (Segment assets - Segment liabilities)						316,003.35
16	Unallocated (10) - (13)						(35,804.34)
17	Total (15) + (16)						280,199.01
18	Capital expenditure	28.52	-	3,071.71	832.78	275.51	4,208.52
19	Depreciation	40.09	-	1,855.64	198.20	148.55	2,242.48
20	Provisions for non - performing assets / others*	(5.00)	-	6,738.00	685.66	4,501.00	11,919.66
21	Unallocated other provisions*						-

* Represents material non-cash charge other than depreciation and taxation.

\# Vide its circular dated April 07, 2022 on establishment of Digital Banking Units (DBUs), the RBI has prescribed reporting of Digital Banking Segment as a sub-segment of Retail Banking Segment. During the year ended March 31, 2023, the Bank has commenced operations at four DBUs and the segment information disclosed above is related to the said DBUs.

Geographic segments:

(₹ crore)

Particulars	Domestic	International	Total
Revenue	190,495.35	2,305.01	192,800.36
Assets	2,402,944.66	63,136.81	2,466,081.47
Capital expenditure	4,204.72	3.80	4,208.52

27. Related party disclosures

As per AS-18, Related Party Disclosures read with RBI Master Direction on Financial Statements - Presentation and Disclosures, the Bank's related parties are disclosed below:

Promoter

Erstwhile Housing Development Finance Corporation Limited (amalgamated with and into the Bank with effect from July 01, 2023)

Subsidiaries

HDFC Securities Limited

HDB Financial Services Limited

Pursuant to the amalgamation of eHDFC Limited with and into the Bank, following entities became subsidiaries of the Bank with effect from July 01, 2023

HDFC Life Insurance Company Limited

HDFC Pension Management Company Limited (Subsidiary of HDFC Life Insurance Company Limited)

HDFC International Life and Re Company Limited (Subsidiary of HDFC Life Insurance Company Limited)

HDFC Asset Management Company Limited

HDFC AMC International (IFSC) Limited (Subsidiary of HDFC Asset Management Company Limited)

HDFC ERGO General Insurance Company Limited

HDFC Credila Financial Services Limited (ceased to be a related party with effect from March 19, 2024)

HDFC Capital Advisors Limited

HDFC Trustee Company Limited

HDFC Sales Private Limited

HDFC Education and Development Services Private Limited

Griha Investments

Griha Pte Limited

Welfare Trust of the Bank

HDB Employees Welfare Trust

Key management personnel

Sashidhar Jagdishan, Managing Director and Chief Executive Officer

Kaizad Bharucha, Deputy Managing Director

Bhavesh Zaveri, Executive Director (appointed with effect from April 19, 2023)

V. Srinivasa Rangan, Executive Director (appointed with effect from November 23, 2023)

Relatives of key management personnel and their interested entities

Nagsri Sashidhar, Dhruv Sashidhar, Jagdishan Chandrasekharan, Mythra Mahesh, Mahesh Babu Ramamurthy, Nagsri - Creating Special Memories, Havovi Bharucha, Huzaan Bharucha, Danesh Bharucha, Darius Bharucha, Dilnaaz D Bharucha

With effect from April 19, 2023 - Mala B. Zaveri, Bhakti Zaveri, Akash Metawala, Niharika Zaveri, Dev Metawala, Paresh Zaveri, Kavita Zaveri, Hitesh Zaveri, Aurionpro Solutions Limited, Trejhara Solutions Limited

With effect from November 23, 2023 - S. Anuradha, V. Jayam, S. Abinaya Rangan

The significant transactions between the Bank and related parties for year ended March 31, 2024 are given below. A specific related party transaction is a significant transaction wherever it exceeds 10% of all related party transactions in that category:

- Interest paid: HDFC Life Insurance Company Limited ₹ 298.78 crore; HDB Financial Services Limited ₹ 53.55 crore
- Interest received: HDB Financial Services Limited ₹ 773.69 crore; HDFC Credila Financial Services Limited ₹ 197.69 crore
- Rendering of services: HDFC Life Insurance Company Limited ₹ 2,626.48 crore; HDFC ERGO General Insurance Company Limited ₹ 346.20 crore
- Receiving of services: HDB Financial Services Limited ₹ 2,250.82 crore; HDFC Sales Private Limited ₹ 936.27 crore
- Dividend paid: Kaizad Bharucha ₹ 4.25 crore; Sashidhar Jagdishan ₹ 2.90 crore; Mala B. Zaveri ₹1.09 crore
- Dividend received: HDFC Securities Limited ₹ 774.69 crore; HDB Financial Services Limited ₹ 232.68 crore; HDFC Life Insurance Company Limited ₹ 198.69 crore
- Fixed Assets purchased from: Aurionpro Solutions Limited ₹ 12.53 crore

The Bank's related party balances and transactions for the year ended March 31, 2024 are summarised as follows:

(₹ crore)

Items / Related party	Promoter	Subsidiaries	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Deposits taken	-	3,084.99	8.54	37.65	3,131.18
	(6,503.24)	(3,084.99)	(20.56)	(37.65)	(9,646.44)
Deposits placed	-	10.93	0.02	0.02	10.97
	(0.49)	(10.93)	(0.02)	(0.02)	(11.46)
Borrowings	-	6,285.90	-	-	6,285.90
	-	(6,285.90)	-	-	(6,285.90)
Advances given	-	9,730.59	2.42	0.43	9,733.44
	-	(12,094.13)	(2.67)	(1.03)	(12,097.83)
Fixed assets purchased from	-	-	-	13.13	13.13
Fixed assets sold to	-	-	-	-	-
Interest paid to	3.06	391.63	0.44	0.99	396.12
Interest received from	-	971.38	0.29	0.03	971.70
Income from services rendered to	161.15	3,112.17	0.01	0.05	3,273.38

(₹ crore)

Items / Related party	Promoter	Subsidiaries	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Expenses for receiving services from	236.64	3,769.80	0.12	13.86	4,020.42
Equity investments	-	12,639.62	-	-	12,639.62
	-	(15,074.59)	-	#	(15,074.59)
Other investments	-	824.77	-	-	824.77
	-	(3,834.69)	-	-	(3,834.69)
Dividend paid to	-	-	7.41	1.13	8.54
Dividend received from	-	1,332.39	-	0.01	1,332.40
Receivable from / Advances paid	-	717.42	-	-	717.42
	(0.58)	(887.45)	-	-	(888.03)
Payable to	-	136.72	-	-	136.72
	(81.70)	(136.72)	-	-	(218.42)
Guarantees given	-	0.26	-	68.43	68.69
	(0.02)	(0.51)	-	(68.43)	(68.96)
Remuneration paid	-	-	27.18	-	27.18
Loans purchased from	11,632.00	-	-	-	11,632.00

# Denotes amount less than ₹ 1 lakh.

- Figures in bracket indicate maximum balance outstanding during the year based on comparison of the total outstanding balances at each quarter-end.
- Remuneration paid is ₹ 9.91 crore to Mr. Sashidhar Jagdishan, ₹ 9.92 crore to Mr. Kaizad Bharucha, ₹ 5.05 crore to Mr. Bhavesh Zaveri and ₹ 2.30 crore to Mr. V. Srinivasa Rangan.

  (above excludes value of employee stock options exercised during the year).
- Bonus and retiral benefits for key managerial personnel are accrued as a part of an overall pool and are not allocated against the key managerial personnel. These will be paid based on approval from RBI. As of March 31, 2024, approved unpaid deferred bonus in respect of earlier years was ₹ 10.87 crore.

During the year ended March 31, 2024, the Bank purchased ₹ 198.93 crore debt securities from HDB Financial Services Limited issued by it. The Bank also purchased Non SLR securities of ₹ 52.28 crore from HDFC Life Insurance Company Limited.

During the year ended March 31, 2024, the Bank sold SLR securities of ₹ 96.69 crore to HDFC Life Insurance Company Limited. The Bank also sold Non SLR securities of ₹ 721.42 crore and ₹ 705.81 crore to HDFC Life Insurance Company Limited and HDFC ERGO General Insurance Company Limited respectively.

The deposit outstanding from HDB Employees Welfare Trust as at March 31, 2024 was ₹ 3.57 crore and interest on deposit aggregating to ₹ 0.10 crore.

The Bank's related party balances and transactions for the year ended March 31, 2023 are summarised as follows:

The significant transactions between the Bank and related parties for year ended March 31, 2023 are given below

- Interest paid: Housing Development Finance Corporation Limited ₹ 9.53 crore; HDFC Securities Limited ₹ 4.77 crore; HDB Financial Services Limited ₹ 2.71 crore.
- Interest received: HDB Financial Services Limited ₹ 677.81 crore.

- Rendering of services: Housing Development Finance Corporation Limited ₹ 588.82 crore.
- Receiving of services: Housing Development Finance Corporation Limited ₹ 864.67 crore; HDB Financial Services Limited ₹ 3,062.02 crore.
- Dividend paid: Housing Development Finance Corporation Limited ₹ 1,340.15 crore.
- Dividend received: HDFC Securities Limited ₹ 668.36 crore; HDB Financial Services Limited ₹ 142.61 crore.

(₹ crore)

Items / Related party	Promoter	Subsidiaries	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Deposits taken	2,739.28	731.33	22.20	3.82	3,496.63
	(4,505.30)	(2,539.20)	(22.20)	(3.86)	(7,070.56)
Deposits placed	0.32	10.93	-	-	11.25
	(0.32)	(10.93)	-	-	(11.25)
Advances given	-	7,086.61	0.56	#	7,087.17
	-	(7,086.61)	(0.61)	#	(7,087.22)
Fixed assets purchased from	-	-	-	-	-
Fixed assets sold to	-	-	-	-	-
Interest paid to	9.53	7.48	0.51	0.10	17.62
Interest received from	-	677.81	0.01	-	677.82
Income from services rendered to	588.82	78.59	#	#	667.41
Expenses for receiving services from	864.67	3,090.95	-	-	3,955.62
Equity investments	-	3,826.49	-	-	3,826.49
	-	(3,826.49)	-	-	(3,826.49)
Other investments	-	4,162.44	-	-	4,162.44
	-	(5,105.62)	-	-	(5,105.62)
Dividend paid to	1,340.15	-	6.64	#	1,346.79
Dividend received from	-	810.98	-	-	810.98
Receivable from	74.48	16.94	-	-	91.42
	(97.35)	(19.11)	-	-	(116.46)
Payable to	77.35	16.77	-	-	94.12
	(77.35)	(152.99)	-	-	(230.34)
Guarantees given	0.35	-	-	-	0.35
	(0.35)	-	-	-	(0.35)
Remuneration paid	-	-	20.58	-	20.58
Loans purchased from	36,910.13	-	-	-	36,910.13

# Denotes amount less than ₹ 1 lakh.

- Figures in bracket indicate maximum balance outstanding during the year based on comparison of the total outstanding balances at each quarter-end.
- Remuneration paid is ₹ 10.55 crore to Mr. Sashidhar Jagdishan and ₹ 10.03 crore to Mr. Kaizad Bharucha (excluding value of employee stock options exercised during the year).
- Bonus and retiral benefits for key managerial personnel are accrued as a part of an overall pool and are not allocated against the key managerial personnel. These will be paid based on approval from RBI. As of March 31, 2023, approved unpaid deferred bonus in respect of earlier years was ₹ 7.25 crore.

The Bank being an authorised dealer, deals in foreign exchange and derivative transactions with parties which include its promoter. The foreign exchange and derivative transactions are undertaken in line with the RBI guidelines. The notional principal amount of foreign exchange and derivative contracts transacted with the promoter that were outstanding as on March 31, 2023 is ₹ 9,445.12 crore. The contingent credit exposure pertaining to these contracts computed in line with the extant RBI guidelines on exposure norms was ₹ 317.02 crore.

During the year ended March 31, 2023, the Bank sold SLR securities of ₹ 578.89 crore to HDFC Securities Limited.

The deposit outstanding from HDB Employees Welfare Trust as at March 31, 2023 was ₹ 1.59 crore. The Bank also paid interest on deposit from HDB Employees Welfare Trust aggregating to ₹ 0.80 crore.

28. Leases

Operating leases primarily comprise office premises, staff residences and Automated Teller Machines ('ATM's), which are renewable at the option of the Bank.

Lease Payments

The details of maturity profile of future operating lease payments are given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Not later than one year	1,925.37	1,437.80
Later than one year and not later than five years	7,242.50	5,370.51
Later than five years	9,813.79	6,829.01
Total	**18,981.66**	**13,637.32**
Total of minimum lease payments recognised in the Profit and Loss Account for the year	2,193.37	1,706.38
Total of future minimum sub-lease payments expected to be received under non-cancellable sub-leases	14.28	21.73
Sub-lease amounts recognised in the Profit and Loss Account for the year	6.01	6.54
Contingent (usage based) lease payments recognised in the Profit and Loss Account for the year	470.37	373.70

The Bank has sub-leased certain of its properties taken on lease.

The terms of renewal and escalation clauses are those normally prevalent in similar agreements. There are no undue restrictions or onerous clauses in the agreements.

Lease Income

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Gross carrying amount of the assets	137.83	28.74
Accumulated depreciation of the assets	31.18	6.62
Total depreciation recognised in the Profit and loss account for the year	3.70	0.48

Future minimum lease rentals receivable under non-cancellable operating leases as at the end of the year.

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Not later than one year	28.13	5.01
Later than one year and not later than five years	20.83	19.16
Later than five years	-	-
Total	**48.96**	**24.17**

29. Earnings per equity share

Basic and diluted earnings per equity share of the Bank have been calculated based on the net profit after tax of ₹ 60,812.28 crore (previous year: ₹ 44,108.70 crore) and the weighted average number of equity shares outstanding during the year of 7,08,48,07,443 (previous year: 5,56,57,14,265). The dilutive impact is on account of stock options / units granted to employees by the Bank. There is no impact of dilution on the profits in the current year and previous year.

Following is the reconciliation between the basic and diluted earnings per equity share:

Particulars	For the years ended	
	March 31, 2024	March 31, 2023
Nominal value per share (₹)	1.00	1.00
Basic earnings per share (₹)	85.83	79.25
Effect of potential equity shares (per share) (₹)	(0.39)	(0.36)
Diluted earnings per share (₹)	85.44	78.89

Following is the reconciliation of the weighted average number of equity shares used in the computation of basic and diluted earnings per share:

Particulars	For the years ended	
	March 31, 2024	March 31, 2023
Weighted average number of equity shares used in computing basic earnings per equity share	7,08,48,07,443	5,56,57,14,265
Effect of potential equity shares outstanding	3,24,45,707	2,54,69,391
Weighted average number of equity shares used in computing diluted earnings per equity share	7,11,72,53,150	5,59,11,83,656

Equity shares issued as consideration under the Scheme are included in the weighted average number of shares with effect from appointed and effective date of the amalgamation.

30. Provisions and contingent liabilities

Given below is the movement in provisions and a brief description of the nature of contingent liabilities recognised by the Bank.

a) Provision for credit card and debit card reward points

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening provision for reward points	696.31	635.91
Provision for reward points made during the year	792.11	553.73
Utilisation / write-back of provision for reward points	(624.88)	(493.33)
Closing provision for reward points	863.54	696.31

b) Provision for legal and other contingencies

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening provision	542.34	536.09
Movement during the year (net)	27.80	6.25
Closing provision	570.14	542.34

c) Description of contingent liabilities

Sr. No.	Contingent liability*	Brief description
1	Claims against the Bank not acknowledged as debts - taxation	The Bank is a party to various taxation matters in respect of which appeals are pending. The Bank expects the outcome of the appeals to be favorable based on decisions on similar issues in the previous years by the appellate authorities, based on the facts of the case and taxation laws.
2	Claims against the Bank not acknowledged as debts - others	The Bank is a party to various legal proceedings in the normal course of business. The Bank does not expect the outcome of these proceedings to have a material adverse effect on the Bank's financial conditions, results of operations or cash flows.
3	Partly paid investments	This represents amount remaining unpaid towards liability for partly paid investments.
4	Liability on account of forward exchange and derivative contracts	The Bank enters into foreign exchange contracts, currency options, forward rate agreements, currency swaps and interest rate swaps with inter-bank participants on its own account and for customers. Forward exchange contracts are commitments to buy or sell foreign currency at a future date at the contracted rate. Currency swaps are commitments to exchange cash flows by way of interest / principal in one currency against another, based on predetermined rates. Interest rate swaps are commitments to exchange fixed and floating interest rate cash flows. The notional amounts of financial instruments such as foreign exchange contracts and derivatives provide a basis for comparison with instruments recognised on the Balance Sheet but do not necessarily indicate the amounts of future cash flows involved or the current fair value of the instruments and, therefore, do not indicate the Bank's exposure to credit or price risks. The derivative instruments become favorable (assets) or unfavorable (liabilities) as a result of fluctuations in market rates or prices relative to their terms.
5	Guarantees given on behalf of constituents, acceptances, endorsements and other obligations	As a part of its commercial banking activities, the Bank issues documentary credit and guarantees on behalf of its customers. Documentary credits such as letters of credit enhance the credit standing of the Bank's customers. Guarantees generally represent irrevocable assurances that the Bank will make payments in the event of the customer failing to fulfill its financial or performance obligations.
6	Other items for which the Bank is contingently liable	These include: a) Credit enhancements in respect of securitised-out loans; b) Bills rediscounted by the Bank; c) Capital commitments; d) Underwriting commitments; e) Investment purchases pending settlement; f) Amount transferred to the RBI under the Depositor Education and Awareness Fund (DEAF).

*Also refer Schedule 12 - Contingent liabilities

31. Small and micro industries

Under the Micro, Small and Medium Enterprises Development Act, 2006 which came into force from October 02, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. There have been no reported cases of delays in payments to micro and small enterprises or of interest payments due to delays in such payments during the years ended March 31, 2024 and March 31, 2023. The above is based on the information available with the Bank which has been relied upon by the auditors.

32. Corporate social responsibility

The details of Corporate Social Responsibility (CSR) activities carried out in line with the CSR Policy of the Bank are given below:

(₹ crore)

Sr. No.	Particulars	March 31, 2024	March 31, 2023
1	Amount required to be spent by the Bank during the year	950.28	823.30
2	Amount of expenditure incurred*	945.06	821.49
3	Amount available for set off from preceding financial years	6.24	9.20
4	Amount required to be setoff for the financial year	5.22	2.96
5	Shortfall at the end of the year	-	-
6	Details of unspent CSR amount for the preceding three financial years	-	-
7	Reason for shortfall	-	-
8	Nature of CSR activities	- Education - Livelihood and Skill development - Rural Development - Health and Sanitation - Financial literacy & Inclusion - Natural Resource Management	- Rural Development - Promotion of Education - Skill Training & Livelihood Enhancement - Financial Literacy & Inclusion - Healthcare & Hygiene
9	Details of related party transactions, e.g. contribution to a trust controlled by the Bank in relation to CSR expenditure as per relevant Accounting Standard	-	-
10	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	-	-

* Indicates the amount disbursed by the bank during the financial year.

33. Investor education and protection fund

There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Bank during the year ended March 31, 2024 and March 31, 2023.

34. Disclosure under Rule 11 (e) of the Companies (Audit and Auditors) Rules, 2014

The Bank, as part of its normal banking business, grants loans and advances to its constituents including foreign entities with permission to lend / invest / provide guarantee or security or the like in other entities identified by such constituents. Similarly, the Bank accepts deposits from its constituents, who may instruct the Bank to lend / invest / provide guarantee or security or the like against such deposit in other entities identified by such constituents.

These transactions are part of Bank's normal banking business, which is conducted after exercising proper due diligence including adherence to "Know Your Customer" guidelines as applicable in respective jurisdiction.

Other than the nature of transactions described above, the Bank has not advanced / lent / invested / provided guarantee or security to or in any other person with an understanding to lend / invest / provide guarantee or security or the like to or in any other person. Similarly, other than the nature of transactions described above, the Bank has not received any funds from any other person with an understanding that the Bank shall lend or invest or provide guarantee or security or the like to or in any other person.

35. Audit trail

As per the requirements of rule 3(1) of the Companies (Accounts) Rules 2014 the Bank uses only such accounting software for maintaining its books of account that have a feature of recording audit trail of each and every transaction creating an edit log of each change made in the books of account along with the date when such changes were made within such accounting software. This feature of recording audit trail has operated throughout the year and was not tampered with during the year. In respect of certain masters in two accounting softwares and for databases the audit trail feature was not enabled during the year. The Bank has established and maintained an adequate internal control framework and based on its assessment, believes that this was effective as of March 31, 2024.

36. Comparative figures

The financial statements for the year ended March 31, 2024 include the operations of eHDFC Limited, eHDFC Investments and eHDFC Holdings for the period from July 01, 2023 onwards and hence the figures for the year are not comparable with those of the previous year. Figures for the previous year have been regrouped and reclassified wherever necessary to conform to the current year's presentation.

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577

For Price Waterhouse LLP
Chartered Accountants
ICAI Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119

Mumbai, April 20, 2024

For and on behalf of the Board

Atanu Chakraborty
Part-time Chairman of the Board

Sashidhar Jagdishan
Managing Director & CEO

Kaizad Bharucha
Deputy Managing Director

Sandeep Parekh
Independent Director

Sunita Maheshwari
Independent Director

Lily Vadera
Independent Director

Harsh Kumar Bhanwala
Independent Director

Bhavesh Zaveri
Executive Director

V. S. Rangan
Executive Director

Renu Karnad
Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

BASEL III - PILLAR 3 DISCLOSURES

As at March 31, 2024

The Reserve Bank of India (RBI) requires banks to make Pillar 3 disclosures including leverage ratio, liquidity coverage ratio and net stable funding ratio under the Basel III Framework. These disclosures are available on HDFC Bank's website under the 'Regulatory Disclosures' section. The link to this section is given below:

https://www.hdfcbank.com/personal/resources/regulatory-disclosures

The Regulatory Disclosures section contains the following disclosures:

- Qualitative and quantitative Pillar 3 disclosures:
  - Scope of application
  - Capital adequacy
  - Credit risk
  - Credit risk: Portfolios subject to the standardised approach
  - Credit risk mitigation: Disclosures for standardised approach
  - Securitisation exposures
  - Market risk in trading book
  - Operational risk
  - Asset Liability Management ('ALM') risk management
  - General disclosures for exposures related to counterparty credit risk
  - Equities: Disclosure for banking book positions
- Composition of capital and reconciliation requirements
- Main features and full terms and conditions of regulatory capital instruments
- Leverage ratio disclosures
- Liquidity coverage ratio disclosure
- Net stable funding ratio disclosure

To the Members of HDFC Bank Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have jointly audited the accompanying consolidated financial statements of HDFC Bank Limited (hereinafter referred to as the "Bank" or the "Parent") and its subsidiaries (Parent and its subsidiaries together referred to as "the Group") and Employee Welfare Trust, which comprise the Consolidated Balance Sheet as at March 31, 2024, and the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Banking Regulation Act, 1949 as well as the Companies Act, 2013 ("the Act") in the manner so required for banking companies and are in conformity with accounting principles generally accepted in India and give a true and fair view of the consolidated state of affairs of the Group and Employee Welfare Trust as at March 31, 2024, of consolidated profit and its consolidated cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group and Employee Welfare Trust, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraphs 19 to 21 of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Identification and Provisioning of Non-performing Advances (NPA):
Total NPA as at March 31, 2024: 31,056.65 Crores
Provision for NPA as at March 31, 2024: 22,966.09 Crores
(Refer Schedule 9 and Schedule 17 D(3))

Key Audit Matter	How our audit addressed the key audit matter
The Bank is required to comply with the Master Circular dated April 01, 2023 issued by the Reserve Bank of India ("RBI") on "Prudential Norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances" (the "IRAC norms") and amendments thereto, which prescribe the guidelines for identification and classification of Non-performing Advances and the minimum provision required for such assets. The Bank is also required to apply its judgement to determine the identification and provision required against Non-performing Advances considering various quantitative as well as qualitative factors. The identification of Non-performing Advances is also affected by factors like stress and liquidity concerns in certain sectors. The provision for identified Non-performing Advances is estimated based on ageing and classification of Non-performing Advances, nature of product, value of security etc., and is also subject to the minimum provisioning norms specified by RBI. Since the identification of Non-performing Advances and provisioning for Non-performing Advances requires considerable level of management estimation, application of various regulatory requirements and in view of its significance to the overall audit, we have identified this as a key audit matter.	Our audit procedures included the following: ➢ Understood the process and controls, and tested the design and operating effectiveness of key controls, including Information Technology based controls, and focused on the following: • Monitoring of credit quality which amongst other things includes the monitoring of overdue loan accounts and drawing power; • Identification and classification of Non-performing Advances in accordance with IRAC norms, other regulatory guidelines issued by the RBI and consideration of qualitative aspects; and • Testing of application controls including testing of automated controls and reports. ➢ Evaluated the governance process and controls over calculations of provision for Non-performing Advances and tested that the basis of provisioning is in accordance with the Board of Directors approved policy and IRAC norms. ➢ With respect to classification of Non-performing Advances, verified the date of Non-performing Advances and recomputed the Days Past Due on a sample basis. ➢ On a test check basis, verified the classification of accounts reported by the Bank as Special Mention Accounts ('SMA') in RBI's Central Repository of Information on Large Credits ('CRILC'). ➢ With respect to provisions recognised towards Non-performing Advances, provision calculations on a sample basis taking into consideration the value of security, where applicable, the IRAC norms and the policy of the Bank, and compared our outcome to that prepared by the management and tested relevant assumptions and judgements which were used by the management.

Appropriateness of accounting for amalgamation of erstwhile Housing Development Finance Corporation Limited ("erstwhile HDFC Limited") with the Bank, the related adjustments [including adjustments to and integration of Information Technology (IT) systems] and communications with RBI relating to the amalgamation
(Refer Schedule 18 Note 1)

Key Audit Matter	How our audit addressed the key audit matter
The composite scheme for the amalgamation of (i) erstwhile HDFC Investments Limited and erstwhile HDFC Holdings Limited into and with erstwhile HDFC Limited and (ii) erstwhile HDFC Limited into and with the Bank, (the "Scheme") has been given effect to in the Consolidated Financial statements with effect from July 1, 2023 (i.e., the appointed and effective date for the Scheme), in accordance with the 'pooling of interests' method as prescribed in AS-14 "Accounting for Amalgamations". The amalgamation entailed transfer of various IT systems of the erstwhile HDFC Limited to the Bank, including integration of some systems with the financial reporting system and other related applications of the Bank; and transfer of underlying financial data of the erstwhile HDFC Limited's business. Further, the Bank had sought certain forbearances from the RBI. The RBI has granted certain forbearances and provided clarifications to the Bank through various communications. Considering the magnitude of the amounts involved, complexity of the transaction and the related adjustments (including those related to IT systems impacting financial reporting) impacting Consolidated Financial Statements, and in view of its significance to the overall financial statements, we have determined the accounting for the amalgamation and the related adjustments (including those to IT systems impacting financial reporting) and communication with RBI relating to the amalgamation, to be a key audit matter.	Our audit procedures included the following: ➢ Understood the process and controls, and tested the design and operating effectiveness of key controls, including Information Technology general and application controls relating to accounting for amalgamations, and integration of IT Systems (impacting financial reporting) of erstwhile HDFC Limited; ➢ Perused the NCLT approved Scheme of Amalgamation for the appropriateness of determination of the effective date of the scheme and the accounting treatment as prescribed in the Scheme; ➢ Traced the assets and liabilities of erstwhile HDFC Limited recognised on amalgamation to the special purpose financial information as at the appointed and effective date of the Scheme, audited by other auditors; ➢ Tested the share swap and amalgamation adjustments for appropriate recording of the resultant impact on the standalone reserves of the Bank; ➢ Tested on a sample basis the underlying financial data of erstwhile HDFC Limited transferred to the Bank and its integration with the financial information of the Bank as on the effective date; ➢ Read communications of the Bank with the RBI seeking certain forbearances relating to the operations of the Bank post the amalgamation, having an impact on the financial reporting and assessed their impact on the Consolidated Financial Statements; ➢ Assessed the adequacy and appropriateness of the disclosures relating to the amalgamation made in the Consolidated Financial Statements.

<table>
<tr><th colspan="2">Information Technology ("IT") Systems and Controls impacting Financial Reporting</th></tr>
<tr><th>Key Audit Matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>
The IT environment of the Bank is complex and involves a large number of independent and interdependent IT systems used in the operations of the Bank for processing and recording a large volume of transactions.
As a result, there is a high degree of reliance and dependency on such IT systems for the financial reporting process of the Bank.
Appropriate IT general controls and IT application controls are required to ensure that such IT systems are able to process the data as required, completely, accurately, and consistently for reliable financial reporting.
We have identified certain key IT systems ("in-scope" IT systems) which have an impact on the financial reporting process and the related controls testing as a key audit matter because of the high level of automation, significant number of systems being used by the Bank for processing financial transactions, the complexity of the IT architecture and its impact on the financial records and financial reporting process of the Bank.
</td><td>
Our procedures with respect to this matter included the following:
➢ In assessing the controls over the IT systems of the Bank, we involved our technology specialists to obtain an understanding of the IT environment, IT infrastructure and IT systems. We evaluated and tested relevant IT general controls over the "in-scope" IT systems and IT dependencies identified as relevant for our audit of the consolidated financial statements and financial reporting process of the Bank. On such "in-scope" IT systems, we tested key IT general controls with respect to the following domains:

Program change management, which includes that program changes are moved to the production environment as per defined procedures and relevant segregation of environment is ensured.
User access management, which includes user access provisioning, de-provisioning, access review, password management, sensitive access rights and segregation of duties to ensure that privilege access to applications, operating systems and databases in the production environment were granted only to authorized personnel.
Program development, which includes controls over IT application development or implementation and related infrastructure, which are relied upon for financial reporting.
IT operations, which includes job scheduling, monitoring and backup and recovery.

➢ We also evaluated the design and tested the operating effectiveness of relevant key IT dependencies within the key business process, which included testing automated controls, automated calculations / accounting procedures, interfaces, segregation of duties and system generated reports, as applicable.
➢ We communicated with those charged with governance and management and tested a combination of compensating controls or remediated controls and / or performed alternative audit procedures, where necessary.
</td></tr>
</table>

5. The following Key Audit Matters were included in the audit report dated April 19, 2024, containing an unmodified audit opinion on the special purpose consolidated financial statements of HDFC Life Insurance Company Limited ('HDFC Life/ the Holding Company' referred to in its report), a subsidiary of the Parent issued by Price Waterhouse Chartered Accountants LLP and G. M. Kapadia & Co., independent firm of Chartered Accountants reproduced by us as under:

Key Audit Matter	How our audit addressed the key audit matter
Appropriateness of the Timing of Revenue Recognition in the proper period Refer Schedule 14 of the Special purpose consolidated financial statement and for accounting policy, refer Schedule 17 (8) of the Special purpose consolidated financial Statement. During the period, the Holding Company has recognised premium revenue of R 23,768 crores towards new business (first year premium and single premium). Out of the total revenue recognised, R 9,532 crores were recognised during the last quarter. This area was considered a key audit matter because of the significant concentration of revenue during the last quarter of financial period (including cut-off at the Balance sheet date). Due to the nature of the industry, revenue is skewed towards the balance sheet date. Hence, there is possibility that policy sales of the next financial year are accounted in the current period.	Our procedures included the following: • Understood and evaluated the design and tested the operating effectiveness of process and controls relating to recognition of revenue (including testing of key controls for verifying that the revenue has been accrued in the correct accounting period). • Tested on a sample basis the policies at the period end to confirm if related procedural compliances with regard to acceptability of the terms of policy were completed before or after the period end to verify appropriate accounting of revenue. • Verified on a sample basis to verify that policy sales of the next financial year are not accounted for in the current period. • Tested on a sample basis, the unallocated premium to corroborate that there were no policies where risk commenced prior to balance sheet but revenue was not recognized. • Tested the manual accounting journal entries relating to revenue on a sample basis so as to identify unusual or irregular items. We agreed the journal entries tested to supporting evidence. • Tested on a sample basis cheques receipt with the time stamp in case of products like Unit Linked Insurance Plan to confirm the recognition of the revenue in correct accounting period. Based on the work carried out, we did not come across any material exception which suggests that the revenue recognition is not accounted in the correct period

Schedule 14 and Schedule 17 (8), as described in the above paragraph, are included in the Schedule 14 and Schedule 17 D (11), respectively of the Consolidated Financial Statements.

Key Audit Matter	How our audit addressed the key audit matter
Appropriateness of the classification and valuation of Investments Refer Schedule 7 and 8 of the Special purpose consolidated financial statement. For accounting policy, refer Schedule 17 D(1) and D(17) to the special purpose consolidated financial statements. The Holding Company holds investments against policy holders' liabilities, linked liabilities and shareholders' funds. A significant portion of the assets of the Holding Company is in the form of investments (total investments as at March 31, 2024 is R 292,220 crore). As prescribed by IRDAI all investments including derivative instruments, should be made and managed in accordance with the Insurance Regulatory and Development Authority of India (Investment) Regulations, 2016 (the "Investment Regulations") and policies approved by Board of Directors of the Holding Company. Further, investments including derivative instruments (which involves complex calculations to value such instruments) should be valued as prescribed in the Investment Regulations which state the valuation methodology to be used for each class of investment. This area was considered as a key audit matter as the valuation of unlisted or not frequently traded investment involves management judgement. Also, due to events affecting the investee company's rating, there could be a need to reclassify investment and assess its valuation / impairment per the requirements of the Investment Regulations and / or Holding Company's internal policies.	Our procedures included the following: • Understood Management's process and controls to ensure proper classification and valuation / impairment of Investment. • Evaluated the design and tested operating effectiveness of the related controls implemented by the management. • Testing of key controls over investment classification and valuation / impairment • Tested on a sample basis, the correct recording of investments (including derivative instruments), classification and compliance with Investment Regulations and policies approved by the Board of Directors. • Tested on a sample basis the valuation of securities which have been valued in accordance with the Investment Regulations and the Holding Company's accounting policies. We verified the calculations made by management to assess the value of derivative instruments by involving auditor's independent experts. • Tested on a sample basis impairment of securities (including reversal of impairment) which have been impaired / impairment recognised earlier has been (reversed) in accordance with the Investment Regulations and Holding Company's impairment policies. • For unlisted and not frequently traded investments, we evaluated management's valuation model and assumptions and corroborated these with regulatory requirements and the Holding Company's internal policies including impairment. • For an event specific reclassification and valuation, we corroborated management's assessment with the regulatory requirements and the Holding Company's internal policies. Based on the work carried out, we did not come across any material exception which suggests that the investments were not properly classified or valued.

Schedule 7 and 8, Schedule 17 D(1) and D(17), as described in the above paragraph, are included in the Schedule 7 and 8, Schedule 17 D(1) and 17 D(26), respectively of the Consolidated Financial Statements.

Key Audit Matter	How our audit addressed the key audit matter
Recognition of provisions and disclosures of Contingencies relating to certain matters pertaining to Goods and service tax (GST) and Income tax Refer Schedule 19 note 7 of special purpose consolidated financial statement and For accounting policy, refer Schedule note 17 no. 16 to the Consolidated Financial Statements. The Holding Company has received various demands and show cause notices (SCN) (mostly industry specific) from the tax authorities in respect of matters relating to GST and income tax. In relation to GST the matters were mainly towards short reversal of Input Tax Credit (ITC), wrong availment and utilisation of ITC on expenses, excess claim of ITC, reverse chargeability of GST on Agency mentor, service tax on policy fees, switch fees, interest on revival charges, reimbursement of sales promotion and marketing expenses etc. The income tax the matter was mainly towards disallowance of expenses. The Holding Company's Management with the help of its experts, external advisors and counsel (together Holding Company's management expert), where applicable, have made judgments relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability. This area is considered as a key audit matter, as evaluation of these matters requires Management judgement, estimation and assessment, interpretation of laws and regulations and application of relevant judicial precedents to determine the probability of outcome of ongoing proceedings and outflow of economic resources, if any, and the recognition of provisions, disclosure of contingent liabilities and related disclosures to be made in the Consolidated Financial Statements.	Our audit procedures included the following: • Understood Management's process and control for determining tax litigations and its appropriate accounting and disclosure. • Evaluating the design and testing operating effectiveness of controls over the recognition, measurement, presentation and disclosure made in the Consolidated Financial Statements in respect of these matters. Testing key controls implemented by the Holding Company's Management with respect to tax litigations. • Examining orders / SCN from tax authorities and Holding Company's management responses thereto. • Where applicable, examining external legal opinions obtained by the Holding Company's Management. • Evaluating competence and capabilities of the Holding Company's Management's experts. • Inquired pending matters with the Holding Company's Management. • Assessed the Holding Company's Management's conclusions which included involvement of auditors' experts, as applicable, to gain an understanding of the current status of the tax cases and monitoring of changes in disputes to establish that the tax provisions / contingencies reflect the latest external developments and discussed with those charged with governance. • Assessing the adequacy of disclosures related to these matters in the Consolidated Financial Statements. Based on the above procedures in respect of certain matters pertaining to GST and Income Tax we determined that the extent of provisioning and disclosure of contingent liabilities and related disclosures as at March 31, 2024 is reasonable.

Schedule 19 note 7 and Schedule note 17 no. 16, as described in the above paragraph, are included in the Schedule 18(9) and Schedule 17 D (25), respectively of the Consolidated Financial Statements.

6. The following Key Audit Matters were included in the audit report dated April 12, 2024, containing an unmodified audit opinion on the special purpose financial information of HDB Financial Services Limited ('HDB Financial Services/ the 'Company' referred to in its report), a subsidiary of the Parent issued by B. K. Khare & Co. and KKC & Associates LLP, independent firm of Chartered Accountants reproduced by us as under:

Sr No	Key Audit Matter	How our audit addressed the key audit matter
1	Provisioning based on Income Recognition, Asset Classification & Provisioning ('IRACP') norms of Reserve Bank of India and testing of Impairment of assets, more particularly the Loan Book of the Company	
Refer to the accounting policies in 'Note 2.3 of Schedule 18 to the Special purpose financial information: Advances' and 'Note 2.9 of Schedule 18 to the Special purpose financial information: Revenue Recognition'		
	Subjective estimates: Provisions in respect of non-performing and restructured advances are made by the management basis its assessment of the degree of impairment of the advances and / or increase of significant credit risks subject to the minimum provisioning levels prescribed under the Prudential Norms on Income Recognition, Asset Classification & Provisioning ('IRACP'), prescribed by the RBI from time to time. The provision on non-performing assets (NPAs) are also based on the existence and valuation of the security available. In case of restructured accounts, provision is ascertained in the light of regulatory requirements and the RBI guidelines. The aforesaid is identified as Key Audit Matter considering significance of the management's judgement involved in determining the credit risk and adequacy of the provision, more particularly in view of the fact that ascertained provisions are in excess of the prescribed regulatory norms contained in IRACP.	**Our key audit procedures included:** Review of policy / procedures & design/controls ➢ Minutely going through the Board approved Policy and approach concerning the assessment of credit and other risks and ascertainment / ageing of default by the borrowers and procedures in relation to stages and NPA computation. ➢ Assessing the design, implementation and operating effectiveness of key internal financial controls including monitoring process of overdue loans (and those which became overdue after the reporting date), measurement of provision, identification of NPA accounts, assessing the reliability of management information, which included overdue reports. ➢ Understanding management's approach, interpretation, systems and control implemented in relation to probability of default and stage-wise bifurcation of product-wise portfolios for timely ascertainment of stress and early warning signals. ➢ Testing of review controls over measurement of provisions and disclosures in Special purpose financial information. ➢ Involvement of Information system resource to obtain comfort over data integrity and process of report generation through interface of various systems. Substantive verification ➢ Test of details over of calculation of NPA provisions, including provisions on restructured loans, as at the year-end for assessing the completeness, accuracy and relevance of data and to ensure that the same is in compliance with the Prudential and IRACP Norms. ➢ Obtaining adequate understanding of regulatory updates pertaining to IRACP and allied matters and verifying the Company's endeavours for the compliance thereof.

Note 2.3 of Schedule 18 and Note 2.9 of Schedule 18, as described in the above paragraph, are included in the Schedule 17 D(3) and Schedule 17 D(11), respectively of the Consolidated Financial Statements.

Sr No	Key Audit Matter	How our audit addressed the key audit matter
2	**Information Technology**	
	IT systems and controls The Company's financial reporting processes are dependent on technology considering significant number of transactions that are processed daily across multiple and discrete Information Technology ('IT') systems. The Financial accounting system of the Company is interfaced with several other IT systems including Loan Management & Originating systems and several other systemic workflows. IT general and application controls are critical to ensure that changes to applications and underlying data are made in an appropriate manner. Adequate controls contribute to mitigating the risk of potential fraud or errors as a result of changes to the applications and data. These includes implementation of preventive and detective controls across critical applications and infrastructure. Due to the pervasive nature of role of information technology systems in financial reporting, in our preliminary risk assessment, we planned our audit by assessing the risk of a material misstatement arising from the technology as significant for the audit, hence the Key Audit Matter.	In course of audit, our focus was on user access management, change management, segregation of duties, system reconciliation controls and system application controls over key financial accounting and reporting systems. We performed a range of audit procedures, which included: ➢ Review of the report of is Audit carried in earlier year(s) by an independent firm of Chartered Accountants pertaining to IT systems general controls including access rights over applications, operating systems and databases relied upon for financial reporting. ➢ Deployed our internal experts to carry out IT general Controls testing and identifying gaps, if any. ➢ Our other processes include: • Selectively recomputing interest calculations and maturity dates; • Selectively re-evaluating masters updation, interface with resultant reports; • Selective testing of the interface of INFOR with other IT systems like LMS and other workflows. • Testing of the system generated reports and accounting entries manually for core financial reporting matters (i.e. verification around the computer system) • Evaluating the design, implementation and operating effectiveness of the significant accounts-related IT automated controls which are relevant to the accuracy of system calculation, and the consistency of data transmission. • Other areas that were independently assessed included password policies, system configurations, system interface controls, controls over changes to applications and databases.

7. The following Key Audit Matters were reported to us by the joint auditors, G. M. Kapadia & Co. and B S R & Co. LLP, of HDFC ERGO General Insurance Company Limited, a subsidiary of the Parent vide their communication dated April 16, 2024 which are reproduced by us as under:

Information Technology (IT) Systems	
Key Audit Matter	**How the matter was addressed in our audit**
The Company is highly dependent on data from various information technology systems including automated controls to process and record large volume of transactions, such that there exists a risk that gaps in the IT control environment could result in the financial accounting and reporting records being materially misstated. Due to the pervasive nature, complexity and importance of the impact of the IT systems and related control environment on the Company's financial statements, we have identified testing of such IT systems and related control environment as a key audit matter for the current year audit.	Our audit procedures included the following: • We involved our IT specialists for assessment of the IT systems and controls over financial reporting; • Understood General IT Controls (GITC) over key financial accounting and reporting systems (referred to as "in-scope systems") which covered access controls, program / system changes, program development and computer operations; • Understood the IT infrastructure i.e. operating systems and databases and related data security controls; • Tested controls over IT infrastructure covering user access including privilege users and system changes; • Evaluated design and operating effectiveness for in-scope systems and application controls which covered segregation of duties, system interfaces, completeness and accuracy of data feeds and system reconciliation controls; and • Evaluated policies and strategies adopted by the Company in relation to operational security of key information infrastructure, data and client information management and monitoring and crisis management.

Valuation and impairment determination of Investments

Refer Schedule 8 of the Special Purpose Financial Information

Key Audit Matter	How the matter was addressed in our audit
The Company's investment portfolio has been bifurcated into Policyholders investments and Shareholders investments in terms of IRDAI guidelines. Total investments represent 87.38 percent of the Company's total assets as at 31 March 2024. Investments amounting to INR 25,354.97 Crores are valued as per the Group Accounting Policy, based on which: • the listed equity shares, additional Tier I bonds and mutual fund units have been valued at fair value; and • debt securities and unlisted equity shares are valued at historical cost. Investments in listed equity shares, additional Tier I bonds and mutual funds does not represent higher risk of material misstatement, however, is considered to be a key audit matter due to its materiality to the special purpose financial information. Further, investments in debt securities and unlisted equity shares are assessed for impairment as per the Company's investment policy which involves significant management judgement. There is increased economic stress on account of external factors, which may impact the determination of impairment of these investments. Accordingly, valuation of investments (including impairment assessment) was considered to be one of the areas which required significant auditor attention and was one of the matters of most significance in the special purpose financial information.	Our audit procedures included the following: • Understood the Company's process and tested the controls on the valuation of investments; • Evaluated design, implementation and operating effectiveness of key controls over the valuation process including impairment, including management's review and approval of the estimates and assumptions used for the valuation including key authorization and data input controls; • Evaluated appropriateness of valuation methodologies with reference to the Valuation Policy; • Performed independent price-verification for samples using external quoted prices and by agreeing the management's observable inputs used in valuation techniques to external data for listed and unlisted investments on test check basis; • For selected samples of investments measured at historical cost, we have tested the Company's assessment of impairment and evaluated whether the same was in accordance with the Company's impairment policy; and • Evaluated appropriateness and reasonableness of methodology, assumptions and judgements used by management with reference to the Company's investment valuation and impairment assessment as per policy.

Schedule 8, as described in the above paragraph, is included in the Schedule 8 of the Consolidated Financial Statements.

8. The following Key Audit Matter was included in the audit report dated April 12, 2024, containing an unmodified audit opinion on the Fit for Consolidation Pack of HDFC Securities Limited ('HDFC Securities Limited/ the Company' referred to in its report), a subsidiary of the Parent issued by S. R. Batliboi & Co. LLP, an independent firm of Chartered Accountants reproduced by us as under:

Key Audit Matter	How our audit addressed the key audit matter
1. IT Systems and controls	
The financial accounting and reporting systems of the Company are fundamentally reliant on IT systems and IT controls to process significant transaction volumes. Automated accounting procedures and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required to be designed and to operate effectively to ensure accurate financial reporting. Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and the application controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.	We performed the following procedures assisted by specialized IT auditors on the IT infrastructure and applications relevant to financial reporting: • Tested the design and operating effectiveness of IT access controls, including audit trail, -over the information systems that are relevant to financial reporting and relevant interfaces, configuration and other identified application controls. • Tested IT general controls (logical access, change management and aspects of IT operational controls). This included testing that requests for access and changes of access to systems were appropriately reviewed, authorized. • Tested the Company's periodic review of access rights. • We also tested requests of changes to systems for approval and authorization. • Tested the design and operating effectiveness of compensating manual controls in case deficiencies were identified and, where necessary, extended the scope of our substantive audit procedures.

9. The following Key Audit Matter was reported to us by the auditors, B S R & Co. LLP, of HDFC Asset Management Company Limited ('HDFC Asset Management Company Limited'/ the Company' referred to in its report), a subsidiary of the Parent, vide their communication dated April 19, 2024 which is reproduced by us as under:

Key Audit Matter	How the audit was addressed in our audit
Investment Management Fee is a significant account balance in the Consolidated Statement of Profit and Loss. Investment management fees from the Mutual fund consists of fees from various schemes which invest in different categories of securities in the market like Equity, Debt etc. We have identified revenue from investment management service as a key audit matter since: 1. The calculation of investment management fees is a percentage of the assets under management ('AUM') managed by the Company. There is a process wherein approved fee rates is a manual input in the system for computation of Investment Management Fee income. AUM is calculated by the system on a daily basis for each scheme. 2. Multiple schemes of HDFC Mutual Fund require effective monitoring over key financial terms and conditions being captured and applied accurately. Any discrepancy in such computations could result in misstatement of investment management fee recognised in the consolidated financial statements.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: Testing of Design and Operating Effectiveness of controls:- i. Understood and evaluated the design and implementation of authorisation controls and other key controls relating to recognition of investment management fee; ii. Test checked the operating effectiveness of authorisation controls, and other key controls over recognition of investment management fee. Substantive tests: iii. Evaluated the appropriateness of revenue recognition in respect of investment management fee income based on the requirements of AS 9; iv. Obtained and tested arithmetical accuracy of investment management fee calculations and reconciled investment management fee to amounts included in the consolidated financial statements for completeness of income recognition; v. Test checked that investment management fee rates were approved by authorised personnel before being manually entered in the system; vi. Obtained and read the investment management fee certification reports, issued by the statutory auditors of mutual fund schemes for such work and reconciled the certified amounts with the accounting records; vii. Test checked the investment management fee invoices and reconciled with the accounting records; viii. Test checked the receipts of money of Investment Management fee income in the bank statements; Evaluated the adequacy of disclosures relating to the investment management fee earned by the Company.

Other Information

10. The Bank's Board of Directors is responsible for the other information. The other information comprises the information included in Annual report but does not include the Standalone Financial Statements and Consolidated Financial Statements and our and other auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Consolidated Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

11. The Bank's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including the Employee Welfare Trust in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, and the provisions of Section 29 of the Banking Regulations Act, 1949 and circulars and guidelines issued by the Reserve Bank of India ("RBI") from time to time. The respective Board of Directors of the companies included in the Group and the trustees of the Employee Welfare Trust are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and the Employee Welfare Trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Board of Directors of the Bank, as aforesaid.

12. In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and the trustees of Employee Welfare Trust are responsible for assessing the ability of the Group and the Employee Welfare Trust to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and the Employee Welfare Trust to cease operations, or has no realistic alternative but to do so.

13. The respective Board of Directors of the companies included in the Group and the trustees of the Employee Welfare Trust are responsible for overseeing the financial reporting process of the Group and the Employee Welfare Trust.

Auditor's Responsibilities for the audit of the Consolidated Financial Statements

14. Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

15. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Bank has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.

    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and the Employee Welfare Trust to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Employee Welfare Trust to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and the Employee Welfare Trust to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

16. We communicate with those charged with governance of the Bank and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

17. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

18. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

19. We did not audit the financial information of 2 subsidiaries and Employee Welfare Trust whose financial information reflect total assets of R 1,08,464.64 crore and net assets of R 16,270.52 crore as at March 31, 2024, total revenues of R 18,620.83 crore, total net profit after tax of R 3,375.20 crore and net cash flows amounting to R 1,837.48 crore for the year ended on that date, as considered in the Consolidated Financial Statements. These financial information have been audited by other auditors whose reports and other communications have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and the Employee Welfare Trust, and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries and Employee Welfare Trust, is based solely on the reports and other communications of the other auditors.

20. We did not audit the financial information of 7 subsidiaries whose financial information reflect total assets of R 36,064.32 crore and net assets of R 10,998.90 crore as at March 31, 2024, total revenue of R 12,313.45 crore, total net profit after tax of R 1,459.65 crore and net cash flows amounting to R 164.34 crore for the period from July 1, 2023 to

March 31, 2024, as considered in the Consolidated Financial Statements. These financial information have been audited by other auditors whose reports and other communications have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries, is based solely on the reports and other Communications of the other auditors.

21. We did not audit the financial information of 1 subsidiary whose financial information reflect total assets of ₹ 3,02,768.19 crore and net assets of ₹ 14,666.39 crore as at March 31, 2024, total revenue of ₹ 78,409.16 crore, total net profit after tax of ₹ 1,099.42 crore and net cash flows amounting to ₹ 383.52 crore for the period from July 1, 2023 to March 31, 2024, as considered in the Consolidated Financial Statements. These financial information have been jointly audited by a network audit firm of one of the joint auditor of the Bank along with the other joint auditor of the subsidiary, whose report and other communication have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiary, is based solely on the report and other communication of the other auditors.

22. The special purpose financial information of erstwhile HDFC Limited as at the day beginning of July 1, 2023 (i.e. the appointed and effective date for the Scheme) considered to give effect to the Scheme as on that date was audited by other auditors, whose report expressing an unmodified opinion thereon, has been furnished to us by the Management.

    Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters stated in paragraphs 19 to 22 with respect to our reliance on the work done and the reports of the other auditors.

23. The following other matter paragraph has been included in the audit report on the special purpose consolidated financial information of HDFC Life Insurance Company Limited ('HDFC Life / the Parent Company' referred to in its report), a subsidiary of the Bank, issued by their auditors, vide their report dated April 19, 2024:

    "The actuarial valuation of liabilities for life policies in-force and policies where premium is discontinued but liabilities exist, is the responsibility of the Holding Company's Appointed Actuary (the "Appointed Actuary"). The actuarial valuation of these liabilities as at March 31, 2024 has been duly certified by the Appointed Actuary and in her opinion, the assumptions for such valuation are in accordance with the guidelines and norms issued by the Insurance Regulatory and Development Authority of India ("IRDAI") and the Institute of Actuaries of India in concurrence with the Authority. We have relied upon the Appointed Actuary's certificate in this regard for forming our opinion on the valuation of liabilities for life policies in force and for policies in respect of which premium has been discontinued but liability exists, as contained in the special purpose consolidated financial statements."

24. The following other matter paragraph has been included in the audit report on the special purpose financial information of HDFC ERGO General Insurance Company Limited ('the Company' as referred to in its report), a subsidiary of the Bank, issued by their auditors, vide their report dated April 16, 2024:

    "The actuarial valuation of liabilities for non-life policies is the responsibility of the Company's Appointed Actuary (the "Appointed Actuary"). The actuarial valuation of the outstanding claims reserves that are estimated using statistical methods, Premium Deficiency Reserve (the "PDR"), Incurred but Not Reported ("IBNR") including Incurred but Not Enough Reported ("IBNER") as at 31 March 2024 has been duly certified by the Appointed Actuary and in his opinion, the assumptions for such valuation are in accordance with the guidelines and norms issued by IRDAI and the Institute of Actuaries of India in concurrence with the Authority. We have relied upon the Appointed Actuary's certificate in this regard for forming our opinion on the valuation of liabilities for outstanding claims reserves that are estimated using statistical methods, PDR, IBNR (including IBNER) reserves, as contained in the special purpose financial information of the Company."

    Our opinion is not modified in respect of the matters stated in paragraph 23 and 24 above.

Report on other legal and regulatory requirements

25. In our opinion, the Consolidated Balance Sheet and the Consolidated Profit and Loss Account have been drawn up in accordance with the provisions of Section 29 of the Banking Regulation Act, 1949 and Section 133 of the Act.

26. As required by sub-section (3) of Section 30 of the Banking Regulation Act, 1949, we report that:

    (a) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit and have found them to be satisfactory;

    (b) The transactions of the Bank which have come to our notice have been within the powers of the Bank, other than those relating to leasing of immovable properties acquired on amalgamation of the erstwhile HDFC Limited with the Bank, as disclosed in Note 18 (1) to the Consolidated Financial Statements; and

    (c) During the course of our audit, we have visited 90 branches to examine the books of accounts and other records maintained at the branch and performed other relevant audit procedures. Since the key operations of the Bank are automated with the key applications integrated to the core banking system, the audit is carried out centrally at the Bank's Head office located in Mumbai as all the necessary records and data required for the purposes of our audit are available there.

27. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports and other communications of the other auditors, except for the matters stated in paragraph 27(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules");

    (c) The Consolidated Balance Sheet, the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement dealt with by this report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements;

    (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, to the extent they are not inconsistent with the accounting policies prescribed by RBI;

    (e) On the basis of the written representations received from the directors of the Bank as on March 31, 2024 taken on record by the Board of Directors of the Bank and the reports and other communications of the statutory auditors of its subsidiary companies, incorporated in India, none of the directors of the Group companies, is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act;

    (f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 27(b) above on reporting under section 143(3)(b) and paragraph 27(h)(vi) below on reporting under Rule 11(g) of the Rules, by us with respect to Bank and based on the reports and other communications of the statutory auditors of its subsidiary companies, incorporated in India.

    (g) With respect to the adequacy of internal financial controls with reference to Consolidated Financial Statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Consolidated Financial Statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group and the Employee Welfare Trust - Refer Schedule 12(I) and 12(II), Schedule 17 D(25), Schedule 18 note 9 and note 20(b) to the Consolidated Financial Statements.

ii. Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts as at March 31, 2024 - Schedule 17 D(10) and 17 D(25), Schedule 18 note 9 and note 20(b) to the Consolidated Financial Statements in respect of such items as it relates to the Group and the Employee Welfare Trust.

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Bank and its subsidiary companies incorporated in India.

iv. (a) The respective Managements of the Bank and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries, respectively, that to the best of their knowledge and belief, other than as disclosed in the Schedule 18 note 23, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Bank or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Bank or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Bank and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, other than as disclosed in the Schedule 18 note 23, no funds (which are material either individually or in the aggregate) have been received by the Bank or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Bank or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. The dividend declared and paid during the year by the Bank and its subsidiary companies incorporated in India, is in compliance with Section 123 of the Act.

vi. Based on our examination, which included test checks, and that performed by the respective auditors of the subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below in respect of the Bank and five subsidiaries, the Bank and subsidiaries have used accounting software for maintaining books of account which have a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of performing the procedures, we, and the respective auditors of subsidiaries, did not notice any instance of the audit trail feature being tampered with.

Description of Instances	Number of instances
Instances of migration to an upgraded version of software and inability of the auditor to comment on the old version of software in the absence of comprehensive information.	One
Instances of inability of the auditor to comment on certain software in the absence of comprehensive information.	One
Instances where either the audit trail feature is not enabled, or where the feature is enabled but audit trail is not maintained for some software / applications / database used for maintaining records relating to certain transactions.	Four
Instances where the audit trail feature is either not enabled, or feature is enabled but not operated for some applications used for maintaining records relating to certain transactions for part of the year.	Two
Instances where the audit log of modification does not capture the pre-modified values.	One

28. In our opinion and to the best of our information and according to the explanations given to us, the provisions of Section 197 of the Act are not applicable to the Bank by virtue of Section 35B(2A) of the Banking Regulation Act, 1949. Accordingly, the reporting under Section 197(16) of the Act regarding payment / provision for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act, is not applicable.

Based on the consideration of reports and other communications of the statutory auditors of HDFC Life Insurance Company Limited and HDFC ERGO General Insurance Company Limited, the subsidiary companies, the remuneration paid / provided for managerial renumeration was in accordance with the provisions of section 197 of the Act, read with section 34A of the Insurance Act, 1938. Further, based on the consideration of reports and other communications of the statutory auditors of other subsidiaries incorporated in India, the remuneration paid / provided for managerial renumeration was in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Act.

For M M Nissim & Co LLP
Chartered Accountants
Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577
UDIN:24044577BKFGRZ6669

Place: Mumbai
Date: April 20, 2024

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119
UDIN: 24101119BKFOAO7120

Place: Mumbai
Date: April 20, 2024

Annexure A to Independent Auditor's Report

Referred to in paragraph 27(g) of the Independent Auditor's Report of even date to the members of HDFC Bank Limited on the Consolidated Financial Statements for the year ended March 31, 2024

Independent Auditor's Report on the Internal Financial Controls with reference to Consolidated Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the Consolidated Financial Statements of the HDFC Bank Limited (the 'Bank' or the 'Parent') as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Bank and its subsidiary companies , which are companies incorporated in India, as of that date (the Bank and its subsidiaries together referred to as the "Group").

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the companies included in the Group, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to Consolidated Financial statements is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Group's internal financial controls with reference to Consolidated Financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system with reference to Consolidated Financial Statements.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

6. A Bank's internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A Bank's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Group; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Group are being made only in accordance with authorisations of management and directors of the Group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Group's assets that could have a material effect on the Consolidated Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Group, has, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial statements and such internal financial controls with reference to Consolidated Financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements insofar as it relates to 8 subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the other auditors.

   Our opinion is not modified in respect of this matter.

10. The following other matter paragraph has been included in the Annexure ‘A’ to the audit report on special purpose consolidated financial statement of HDFC Life Insurance Company Limited (‘HDFC Life/ the Parent Company’ referred to in its report), the subsidiary of the Bank, issued by the joint auditors of HDFC Life Insurance Company Limited vide their report dated April 19, 2024, reproduced by us as under:

    “The actuarial valuation of liabilities for life policies in force and policies where premium is discontinued but liability exists as at March 31, 2024 is required to be certified by the Holding Company’s Appointed Actuary as per the regulations, and has been relied upon by us, as mentioned in Para 11 of our audit report on the special purpose consolidate financial statements for the period ended March 31, 2024. Accordingly, our opinion on the internal financial controls with reference to special purpose consolidated financial statements does not include reporting on the operating effectiveness of the management’s internal controls over the valuation and accuracy of the aforesaid actuarial valuation.”

    Our opinion above is not modified in respect of this matter.

For M M Nissim & Co LLP
Chartered Accountants
Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577
UDIN:24044577BKFGRZ6669

Place: Mumbai
Date: April 20, 2024

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119
UDIN: 24101119BKFOAO7120

Place: Mumbai
Date: April 20, 2024

CONSOLIDATED BALANCE SHEET

As at March 31, 2024

₹ in crore

	Schedule	As at March 31, 2024	As at March 31, 2023
CAPITAL AND LIABILITIES			
Capital	1	759.69	557.97
Employees stock options outstanding	18 (4)	2,652.72	1,117.20
Reserves and surplus	2	452,982.84	287,762.33
Minority interest	2A	13,383.40	860.26
Deposits	3	2,376,887.28	1,882,663.25
Borrowings	4	730,615.46	256,548.66
Other liabilities and provisions	5	174,832.07	100,922.77
Policyholders' funds		278,080.80	-
Total		**4,030,194.26**	**2,530,432.44**
ASSETS			
Cash and balances with Reserve Bank of India	6	178,718.67	117,189.28
Balances with banks and money at call and short notice	7	50,115.84	79,958.53
Investments	8	1,005,681.63	511,581.71
Advances	9	2,565,891.41	1,661,949.29
Fixed assets	10	12,603.76	8,282.56
Other assets	11	217,182.95	151,322.28
Goodwill on Consolidation		-	148.79
Total		**4,030,194.26**	**2,530,432.44**
Contingent liabilities	12	2,344,487.73	1,750,953.81
Bills for collection		65,332.87	71,439.54
Significant accounting policies and notes to the Consolidated Financial Statements The schedules referred to above form an integral part of the Consolidated Balance Sheet.	17 & 18		

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577

For Price Waterhouse LLP
Chartered Accountants
ICAI Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119

For and on behalf of the Board

Atanu Chakraborty
Part-time Chairman of the Board

Sashidhar Jagdishan
Managing Director & CEO

Kaizad Bharucha
Deputy Managing Director

Sandeep Parekh
Independent Director

Sunita Maheshwari
Independent Director

Lily Vadera
Independent Director

Harsh Kumar Bhanwala
Independent Director

Bhavesh Zaveri
Executive Director

V. S. Rangan
Executive Director

Renu Karnad
Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

Mumbai, April 20, 2024

CONSOLIDATED PROFIT AND LOSS ACCOUNT

For the year ended March 31, 2024

₹ in crore

	Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I INCOME			
Interest earned	13	283,649.02	170,754.05
Other income	14	124,345.75	33,912.05
Total		**407,994.77**	**204,666.10**
II EXPENDITURE			
Interest expended	15	154,138.55	77,779.94
Operating expenses	16	152,269.34	51,533.69
Provisions and contingencies	18 (9)	36,140.38	29,203.77
Total		**342,548.27**	**158,517.40**
III PROFIT			
Consolidated Net Profit for the year before minorities' interest		65,446.50	46,148.70
Less: Minority Interest		1,384.46	151.59
Consolidated Net Profit for the year attributable to the group		64,062.04	45,997.11
Brought forward consolidated profit attributable to the group		120,369.35	99,062.77
Addition on amalgamation	18 (1)	3,570.10	-
Total		**188,001.49**	**145,059.88**
IV APPROPRIATIONS			
Transfer to Statutory Reserve		15,684.72	11,445.96
Transfer to General Reserve		6,081.23	4,410.87
Transfer to Special Reserve		3,000.00	500.00
Transfer to Capital Reserve		4,166.41	4.62
Transfer to / (from) Investment Reserve Account (net)		529.42	(294.79)
Transfer to / (from) Investment Fluctuation Reserve		378.00	82.00
Dividend pertaining to previous year paid during the year		8,404.42	8,604.52
Transfer to / (from) Minority Interest (opening adjustment)		(288.28)	(62.65)
Balance carried over to consolidated balance sheet		150,045.57	120,369.35
Total		**188,001.49**	**145,059.88**
V EARNINGS PER EQUITY SHARE (FACE VALUE ₹ 1 PER SHARE)	18 (19)	₹	₹
Basic		90.42	82.64
Diluted		90.01	82.27
Significant accounting policies and notes to the Consolidated Financial Statements The schedules referred to above form an integral part of the Consolidated Profit and Loss Account.	17 & 18		

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number: 107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577

For Price Waterhouse LLP
Chartered Accountants
ICAI Firm Registration Number: 301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119

Mumbai, April 20, 2024

For and on behalf of the Board

Atanu Chakraborty
Part-time Chairman of the Board

Sashidhar Jagdishan
Managing Director & CEO

Kaizad Bharucha
Deputy Managing Director

Sandeep Parekh
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Renu Karnad
Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT

For the year ended March 31, 2024

₹ in crore

	Year ended March 31, 2024	Year ended March 31, 2023
Cash flows from operating activities:		
Consolidated profit before income tax and after minority interest	75,184.14	61,346.80
Adjustments for:		
Depreciation on fixed assets	3,092.08	2,345.47
(Profit) / loss on revaluation of investments	(6,957.14)	545.82
Amortisation of premium on held to maturity investments	966.09	851.20
Profit on sale of fixed assets	(75.36)	(8.05)
Profit on sale of investment in subsidiary	(7,341.42)	-
Provision / charge for non performing assets	12,540.05	13,561.19
Floating provisions	10,900.00	-
Provision for standard assets and contingencies	1,578.23	292.89
Employee stock options / units expense	1,731.73	787.06
	91,618.40	**79,722.38**
Adjustments for:		
Increase in investments	(88,411.63)	(64,182.03)
Increase in advances	(309,210.70)	(254,569.45)
Increase in deposits	336,964.81	324,660.22
Increase in other assets	(31,197.26)	(58,909.79)
Increase in other liabilities and provisions	6,420.40	10,459.86
Increase in policyholders' funds	35,728.16	-
	41,912.18	**37,181.19**
Direct taxes paid (net of refunds)	(22,842.84)	(16,367.49)
Net cash flows from operating activities	**19,069.34**	**20,813.70**
Cash flows from investing activities:		
Purchase of fixed assets	(4,286.72)	(3,466.57)
Proceeds from sale of fixed assets	99.82	42.68
Proceeds from sale of investment in subsidiary (net)	9,500.67	-
Net cash flow from / (used) in investing activities	**5,313.77**	**(3,423.89)**
Cash flows from financing activities:		
Increase in minority interest	1,201.66	198.96
Proceeds from exercise of convertible equity warrants	3,192.81	-
Proceeds from issue of share capital other than warrants	5,249.73	3,415.83

CONSOLIDATED CASH FLOW STATEMENT

For the year ended March 31, 2024

₹ in crore

	Year ended March 31, 2024	Year ended March 31, 2023
Proceeds from issue of Tier 1 and Tier 2 capital instruments	2,350.00	23,000.00
Redemption of Tier 1 and Tier 2 capital instruments	(230.00)	(12,077.00)
(Decrease) / Increase in other borrowings	(7,342.84)	18,007.29
Dividend paid during the year	(8,404.42)	(8,604.52)
Net cash flow (used) / from financing activities	**(3,983.06)**	**23,940.56**
Effect of fluctuation in foreign currency translation reserve	104.94	431.71
Net increase in cash and cash equivalents	**20,504.99**	**41,762.08**
Cash and cash equivalents at the beginning of the year	**197,147.81**	**155,385.73**
Cash and cash equivalents acquired on amalgamation	**11,181.71**	**-**
Cash and cash equivalents at the end of the year	**228,834.51**	**197,147.81**

Cash and cash equivalents include Cash and balances with Reserve Bank of India and Balances with banks and money at call and short notice (Refer Schedule 6 and Schedule 7).

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
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Mumbai, April 20, 2024

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Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

SCHEDULE 1 - CAPITAL

₹ in crore

	Schedule	As at March 31, 2024	As at March 31, 2023
Authorised capital			
11,90,61,00,000 (31 March, 2023: 6,50,00,00,000) Equity Shares of ₹1/- each		1,190.61	650.00
Issued, subscribed and paid-up capital			
7,59,69,10,662 (31 March, 2023: 5,57,97,42,786) Equity Shares of ₹1/- each		759.69	557.97
Total		**759.69**	**557.97**

SCHEDULE 2 - RESERVES AND SURPLUS

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	**Statutory Reserve**			
	Opening balance		64,373.87	52,927.91
	Additions during the year	18 (5)	15,684.72	11,445.96
	Addition on amalgamation	18 (1)	8,055.73	-
	Total		**88,114.32**	**64,373.87**
II	**General Reserve**			
	Opening balance		24,892.80	20,481.93
	Additions during the year	18 (5)	6,082.57	4,410.87
	Addition on amalgamation	18 (1)	22,902.33	-
	Total		**53,877.70**	**24,892.80**
III	**Balance in profit and loss account**		**150,045.57**	**120,369.35**
IV	**Share Premium**			
	Opening balance		66,539.42	63,119.16
	Additions during the year		8,785.02	3,420.26
	Addition on amalgamation		51,728.83	-
	Total	18 (1)	**127,053.27**	**66,539.42**
V	**Special Reserve**			
	Opening balance		500.00	-
	Additions during the year	18 (5)	3,000.00	500.00
	Addition on amalgamation	18 (1)	22,768.18	-
	Total		**26,268.18**	**500.00**
VI	**Amalgamation Reserve - I**			
	Opening balance		1,063.56	1,063.56
	Addition on amalgamation		-	-
	Total	18 (5)	**1,063.56**	**1,063.56**

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
VII	**Amalgamation Reserve - II**			
	Opening balance		-	-
	Additions / (deductions) on amalgamation	18 (5)	(13,947.06)	-
	Total	18 (1)	**(13,947.06)**	**-**
VIII	**Capital Reserve**			
	Opening balance		5,627.54	5,622.92
	Additions during the year	18 (5)	4,166.60	4.62
	Addition on amalgamation	18 (1)	0.04	-
	Total		**9,794.18**	**5,627.54**
IX	**Investment Reserve Account**			
	Opening balance		-	294.79
	Additions during the year	18 (5)	718.18	107.73
	Deductions during the year		(188.75)	(402.52)
	Total		**529.43**	**-**
X	**Investment Fluctuation Reserve**			
	Opening balance		3,701.00	3,619.00
	Additions during the year	18 (5)	378.00	82.00
	Addition on amalgamation	18 (1)	953.00	-
	Total		**5,032.00**	**3,701.00**
XI	**Foreign Currency Translation Reserve**			
	Opening balance		778.85	347.15
	Additions during the year		104.94	431.70
	Total	18 (5)	**883.79**	**778.85**
XII	**Cash Flow Hedge Reserve**			
	Opening balance		(84.06)	(108.09)
	Additions / (deductions) during the year		(20.69)	24.03
	Addition on amalgamation	18 (1)	937.05	-
	Total	18 (5)	**832.30**	**(84.06)**
XIII	**Other Reserves**			
	Opening balance		-	-
	Additions during the year	18 (5)	145.57	-
	Total		**145.57**	**-**
XIV	**Capital reserve on consolidation (net of goodwill)**	18 (5)	**3,290.03**	**-**
	Total		**452,982.84**	**287,762.33**

SCHEDULE 2A - MINORITY INTEREST

₹ in crore

Schedule	As at March 31, 2024	As at March 31, 2023
Minority interest at the date on which parent subsidiary relationship came into existence	27.60	27.60
Addition on amalgamation	11,232.85	-
Subsequent increase	2,122.95	832.66
Minority interest on the date of balance sheet	**13,383.40**	**860.26**

SCHEDULE 3 - DEPOSITS

₹ in crore

			Schedule	As at March 31, 2024	As at March 31, 2023
A	**I**	**Demand deposits**			
		(i)	From banks	3,704.74	3,097.86
		(ii)	From others	304,071.93	269,819.77
	Total			**307,776.67**	**272,917.63**
	II	**Savings bank deposits**		**598,743.72**	**562,491.14**
	III	**Term deposits**			
		(i)	From banks	17,767.08	24,091.11
		(ii)	From others	1,452,599.81	1,023,163.37
	Total			**1,470,366.89**	**1,047,254.48**
	Total			**2,376,887.28**	**1,882,663.25**
B	**I**	**Deposits of branches in India**		2,354,694.75	1,865,420.25
	II	**Deposits of branches outside India**		22,192.53	17,243.00
	Total			**2,376,887.28**	**1,882,663.25**

SCHEDULE 4 - BORROWINGS

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	**Borrowings in India**			
	(i)	Reserve Bank of India	4,556.00	9,020.00
	(ii)	Other banks	138,414.60	17,538.29
	(iii)	Other institutions and agencies	148,410.04	95,782.45
	(iv)	Tier 1 and Tier 2 capital instruments	30,583.32	28,550.00
	(v)	Other bonds and debentures	299,626.91	46,619.58
	Total		**621,590.87**	**197,510.32**
II	**Borrowings outside India**		**109,024.59**	**59,038.34**
	Total		**730,615.46**	**256,548.66**

Secured borrowings included in I & II above: ₹ 68,131.87 crore (previous year: ₹ 40,658.85 crore) except borrowings of ₹ 5,654.13 crore (previous year: ₹ 9,020.00 crore) under repurchase transactions (including tri-party repo) and transactions under Liquidity Adjustment Facility.

SCHEDULE 5 - OTHER LIABILITIES AND PROVISIONS

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Bills payable		13,932.56	11,790.76
II	Interest accrued		23,853.43	11,393.84
III	Contingent provisions against standard assets		11,005.15	7,252.06
IV	Others (including provisions)		126,040.93	70,486.11
	Total		**174,832.07**	**100,922.77**

SCHEDULE 6 - CASH AND BALANCES WITH RESERVE BANK OF INDIA

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Cash in hand (including foreign currency notes)		13,060.08	13,271.35
II	Balances with Reserve Bank of India:			
	(a) In current accounts		131,892.59	94,391.93
	(b) In other accounts		33,766.00	9,526.00
	Total		**165,658.59**	**103,917.93**
	Total		**178,718.67**	**117,189.28**

SCHEDULE 7 - BALANCES WITH BANKS AND MONEY AT CALL AND SHORT NOTICE

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	**In India**			
	(i) Balances with banks:			
	(a) In current accounts		1,036.55	933.34
	(b) In other deposit accounts		5,247.91	4,100.75
	Total		**6,284.46**	**5,034.09**
	(ii) Money at call and short notice:			
	(a) With banks		200.00	-
	(b) With other institutions		3,819.32	45,527.54
	Total		**4,019.32**	**45,527.54**
	Total		**10,303.78**	**50,561.63**
II	**Outside India**			
	(i) In current accounts		10,324.23	13,552.76
	(ii) In other deposit accounts		11,933.99	3,890.26
	(iii) Money at call and short notice		17,553.84	11,953.88
	Total		**39,812.06**	**29,396.90**
	Total		**50,115.84**	**79,958.53**

SCHEDULE 8 - INVESTMENTS

₹ in crore

			Schedule	As at March 31, 2024	As at March 31, 2023
A	**Investments in India in**				
	(i)	Government securities		654,866.87	438,861.82
	(ii)	Other approved securities		-	-
	(iii)	Shares		5,116.10	522.53
	(iv)	Debentures and bonds		20,395.38	54,125.99
	(v)	Investments - Policyholders		293,986.13	-
	(vi)	Subsidiaries / joint ventures		200.00	-
	(vii)	Others (Units of Mutual funds / AIFs / REITs, CDs, CPs, PTCs and security receipts)		29,044.34	16,570.37
	Total			**1,003,608.82**	**510,080.71**
B	**Investments outside India in**				
	(i)	Government securities (including local authorities)		248.04	79.72
	(ii)	Other investments			
		(a) Shares		21.53	2.64
		(b) Debentures and bonds		1,627.48	1,418.64
	(iii)	Investments - Policyholders		175.76	-
	Total			**2,072.81**	**1,501.00**
	Total			**1,005,681.63**	**511,581.71**
C	**Investments**				
	I	**Investments in India**			
		(i) Gross value of investments		999,371.75	511,392.67
		(ii) Aggregate of provisions for (depreciation) / appreciation		4,237.07	(1,311.96)
		(iii) Net investments		1,003,608.82	510,080.71
	II	**Investments outside India**			
		(i) Gross value of investments		2,079.98	1,601.89
		(ii) Aggregate of provisions for (depreciation) / appreciation		(7.17)	(100.89)
		(iii) Net investments		2,072.81	1,501.00
	Total			**1,005,681.63**	**511,581.71**

SCHEDULE 9 - ADVANCES

₹ in crore

			Schedule	As at March 31, 2024	As at March 31, 2023
A	(i)	Bills purchased and discounted		24,032.92	20,720.04
	(ii)	Cash credits, overdrafts and loans repayable on demand		627,239.54	557,132.92
	(iii)	Term loans		1,914,618.95	1,084,096.33
	Total			**2,565,891.41**	**1,661,949.29**
B	(i)	Secured by tangible assets*		1,973,108.03	1,119,882.71
	(ii)	Covered by bank / government guarantees		41,598.52	45,453.63
	(iii)	Unsecured		551,184.86	496,612.95
	Total			**2,565,891.41**	**1,661,949.29**
	* Including advances against book debts				
C	I	Advances in India:			
		(i) Priority sector		780,715.25	534,388.32
		(ii) Public sector		140,554.70	135,907.74
		(iii) Banks		2,567.12	6,403.88
		(iv) Others		1,603,405.20	943,500.41
	Total			**2,527,242.27**	**1,620,200.35**
C	II	Advances outside India:			
		(i) Due from banks		2,756.16	2,296.29
		(ii) Due from others:			
		(a) Bills purchased and discounted		714.86	604.09
		(b) Syndicated loans		1,180.49	1,988.24
		(c) Others		33,997.62	36,860.32
	Total			**38,649.13**	**41,748.94**
	Total			**2,565,891.41**	**1,661,949.29**

(Advances are net of provisions)

SCHEDULE 10 - FIXED ASSETS

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
A	**Premises** *(including land)*			
	Gross block			
	At cost on 31st March of the preceding year		2,462.70	2,209.47
	Additions during the year		399.31	279.98
	Additions on amalgamation		2,218.19	-
	Deductions during the year		(25.58)	(26.75)
	Total		**5,054.62**	**2,462.70**
	Depreciation			
	As at 31st March of the preceding year		820.30	755.51

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
	Charge for the year		99.56	85.47
	Additions on amalgamation		631.54	-
	On deductions during the year		(20.76)	(20.68)
	Total		**1,530.64**	**820.30**
	Net block		**3,523.98**	**1,642.40**
B	**Other fixed assets** *(including furniture and fixtures)*			
	Gross block			
	At cost on 31st March of the preceding year		18,756.18	15,319.05
	Additions during the year		4,934.43	4,095.99
	Additions on amalgamation		2,152.97	-
	Deductions during the year		(670.78)	(658.86)
	Total		**25,172.80**	**18,756.18**
	Depreciation			
	As at 31st March of the preceding year		12,116.02	10,489.73
	Charge for the year		2,994.24	2,257.93
	Additions on amalgamation		1,531.52	-
	On deductions during the year		(546.01)	(631.64)
	Total		**16,095.77**	**12,116.02**
	Net block		**9,077.03**	**6,640.16**
C	**Assets on lease** *(plant and machinery)*			
	Gross block			
	At cost on 31st March of the preceding year		454.69	454.69
	Additions during the year		2.05	-
	Additions on amalgamation		43.97	-
	Deductions during the year		(461.80)	-
	Total		**38.91**	**454.69**
	Depreciation			
	As at 31st March of the preceding year		410.45	410.45
	Additions on amalgamation		42.18	-
	Charge for the year		0.87	-
	On deductions during the year		(417.34)	-
	Total		**36.16**	**410.45**
	Lease adjustment account			
	As at 31st March of the preceding year		44.24	44.24
	On deductions during the year		(44.24)	-
	Total		**-**	**44.24**
	Unamortised cost of assets on lease		2.75	-
	Total		**12,603.76**	**8,282.56**

SCHEDULE 11 - OTHER ASSETS

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Interest accrued		25,472.97	18,690.52
II	Advance tax / tax deducted at source (net of provisions)		17,438.99	5,201.11
III	Stationery and stamps		64.73	42.79
IV	Non banking assets acquired in satisfaction of claims		1,140.56	46.45
V	Security deposit for commercial and residential property		982.49	672.53
VI	Deferred Tax Assets		9,301.96	7,292.26
VII	Others		162,781.25	119,376.62
	Total		**217,182.95**	**151,322.28**

SCHEDULE 12 - CONTINGENT LIABILITIES

₹ in crore

		Schedule	As at March 31, 2024	As at March 31, 2023
I	Claims against the bank not acknowledged as debts - taxation		6,313.40	1,364.73
II	Claims against the bank not acknowledged as debts - others		242.49	231.71
III	Liability for partly paid investments		729.97	-
IV	Liability on account of outstanding forward exchange contracts		1,212,552.79	905,222.14
V	Liability on account of outstanding derivative contracts		914,436.99	674,604.31
VI	Guarantees given on behalf of constituents - in India		126,031.26	100,987.55
	- outside India		287.53	264.34
VII	Acceptances, endorsements and other obligations		71,008.38	61,455.55
VIII	Other items for which the Bank is contingently liable		12,884.92	6,823.48
	Total		**2,344,487.73**	**1,750,953.81**

SCHEDULE 13 - INTEREST EARNED

₹ in crore

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Interest / discount on advances / bills		217,979.34	135,767.33
II	Income on investments		57,524.80	31,173.30
III	Interest on balance with RBI and other inter-bank funds		2,634.63	1,149.25
IV	Others		5,510.25	2,664.17
	Total		**283,649.02**	**170,754.05**

SCHEDULE 14 - OTHER INCOME

₹ in crore

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Commission, exchange and brokerage		30,621.36	26,263.21
II	Profit / (loss) on sale of investments (net)		20,095.80	(485.59)
III	Profit / (loss) on revaluation of investments (net)		6,957.14	(545.82)
IV	Profit / (loss) on sale of building and other assets (net)		199.85	93.38
V	Profit / (loss) on exchange / derivative transactions (net)		3,870.27	4,081.85
VI	Premium and other operating income from insurance business		57,858.60	-
VII	Miscellaneous income		4,742.73	4,505.02
	Total		**124,345.75**	**33,912.05**

SCHEDULE 15 - INTEREST EXPENDED

₹ in crore

		Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Interest on deposits		99,401.50	61,509.59
II	Interest on RBI / inter-bank borrowings		50,244.76	12,796.49
III	Other interest		4,492.29	3,473.86
	Total		**154,138.55**	**77,779.94**

SCHEDULE 16 - OPERATING EXPENSES

₹ in crore

	Schedule	Year ended March 31, 2024	Year ended March 31, 2023
I	Payments to and provisions for employees	31,023.00	20,016.85
II	Rent, taxes and lighting	3,023.34	2,244.52
III	Printing and stationery	1,021.67	732.84
IV	Advertisement and publicity	1,259.35	269.95
V	Depreciation on bank's property	3,092.08	2,345.47
VI	Directors' fees / remuneration, allowances and expenses	27.07	14.51
VII	Auditors' fees and expenses	26.11	9.72
VIII	Law charges	398.68	348.89
IX	Postage, telegram, telephone etc.	1,050.67	724.08
X	Repairs and maintenance	3,255.75	2,176.50
XI	Insurance	2,486.77	2,250.00
XII	Claims and benefits paid pertaining to insurance business	38,159.35	-
XIII	Other expenses pertaining to insurance business^	40,154.11	-
XIV	Other expenditure*	27,291.39	20,400.36
	Total	**152,269.34**	**51,533.69**

^Includes commission expenses and change in valuation of liability in respect of insurance policies.

**Includes professional fees, commission to sales agents, card and merchant acquiring expenses and system management fees.*

Schedule 17 - Significant accounting policies appended to and forming part of the consolidated financial statements for the year ended March 31, 2024

A BACKGROUND

HDFC Bank Limited ('HDFC Bank' or 'the Bank' or 'the Holding Company'), incorporated in Mumbai, India is a publicly held banking company. The Bank is governed by the Banking Regulation Act, 1949 and the Companies Act, 2013. The Bank together with its subsidiaries is engaged in providing a range of banking and financial services, including retail banking, wholesale banking, treasury operations, insurance, asset management, stock broking and other financial services business. The Bank has overseas branch operations in Bahrain, Hong Kong, Dubai and Offshore Banking Unit at International Financial Service Centre (IFSC), GIFT City, India. These consolidated financial statements have been prepared by giving effect to the Scheme referred to in Schedule 18(1) from July 01, 2023 onwards.

B PRINCIPLES OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Bank and its subsidiaries constituting the 'Group'. The Bank consolidates its subsidiaries in accordance with Accounting Standard ('AS') 21, Consolidated Financial Statements, specified under Section 133 of the Companies Act, 2013, on a line-by-line basis by adding together the like items of assets, liabilities, income and expenditure, after elimination of intra-group transactions and intra-group balances, except for equity investment held in group entities through policyholder's funds. Capital reserve / goodwill on consolidation represent the difference between the Group's share in the net worth of the subsidiary and the cost of acquisition at the time of making the investment in / acquisition of the subsidiary. Minority interest representing the part of net results of operations and of the net assets of subsidiary, attributable to interests not owned directly or indirectly through subsidiaries, is presented separately from liabilities and equity.

The Group does not consolidate entities where the control / significant influence is intended to be temporary or entities which operate under severe long term restrictions that impair their ability to transfer funds to parent / investing entity or where the objective of control is not to obtain economic benefit from their activities. For certain investments, even though the shareholding may be below 20%, the Group may be eligible for nominee directors in the investee company. Such investments are considered to be at par with other companies where investment may be bought and sold depending upon market condition. Right to appoint nominee director in the investee companies with protective rights, as such does not result in control or significant influence on such companies.

The consolidated financial statements present the accounts of HDFC Bank Limited with its following subsidiaries:

Name	Relation	Country of incorporation	Ownership interest %	
			March 31, 2024	March 31, 2023
HDFC Life Insurance Company Limited (HLIC)	Subsidiary	India	50.37%	-
HDFC Pension Management Company Limited	HLIC's subsidiary	India	100.00%	-
HDFC International Life and Re Company Limited	HLIC's subsidiary	Dubai	100.00%	-
HDFC Asset Management Company Limited (AMC)	Subsidiary	India	52.55%	-
HDFC AMC International (IFSC) Limited	AMC's Subsidiary	India	100.00%	-
HDFC Trustee Company Limited	Subsidiary	India	100.00%	-
HDFC Sales Private Limited	Subsidiary	India	100.00%	-
HDFC Capital Advisors Limited	Subsidiary	India	89.00%	-
HDFC ERGO General Insurance Company Limited	Subsidiary	India	50.48%	-
Griha Investments	Subsidiary	Mauritius	100.00%	-

Name	Relation	Country of incorporation	Ownership interest %	
			March 31, 2024	March 31, 2023
Griha Pte Limited	Subsidiary	Singapore	100.00%	-
HDFC Securities Limited	Subsidiary	India	95.13%	95.57%
HDB Financial Services Limited	Subsidiary	India	94.64%	94.84%
HDB Employee Welfare Trust	*	India	*	*

* HDB Employee Welfare Trust, a trust established for providing general welfare measures such as medical relief and educational assistance to the employees of the Bank and their dependents has been consolidated.

The financial statements of certain subsidiaries are prepared in accordance with notified Indian Accounting Standards ('Ind-AS') or applicable local generally accepted accounting principles. The financial statements of such subsidiaries used for consolidation are special purpose financial information prepared in accordance with Generally Accepted Accounting Principles in India ('GAAP') specified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021.

The Bank has not consolidated its subsidiaries viz HDFC Credila Financial Services Ltd ('HDFC Credila') and HDFC Education and Development Services Pvt Ltd under AS 21 as the control of these subsidiaries is intended to be temporary (as directed by RBI) on the date of their acquisition. Subsequently, the Bank has diluted its holding in HDFC Credila to 9.99% as on the Balance sheet date.

The audited special purpose financial information of foreign subsidiaries used in consolidation are drawn up to the same reporting date as that of the Group.

C ACCOUNTING METHODOLOGY

The consolidated financial statements have been prepared and presented under the historical cost convention and accrual basis of accounting, unless otherwise stated and are in accordance with Generally Accepted Accounting Principles in India ('Indian GAAP'), statutory requirements prescribed under the Third Schedule of the Banking Regulation Act, 1949, directions, circular, notifications and the guidelines issued by the Reserve Bank of India (RBI) ('RBI Guidelines'), Securities and Exchange Board of India ('SEBI'), Insurance Regulatory and Development Authority of India ('IRDAI') from time to time, Accounting Standards ('AS') specified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021, as applicable to relevant entities and practices generally prevalent in the banking industry in India. In case the accounting policies followed by a subsidiary is different from those followed by the Bank, the same have been disclosed separately.

Use of estimates

The preparation of consolidated financial statements in conformity with Indian GAAP requires the management to make estimates and necessary assumptions in the reported amounts of assets and liabilities (including contingent liabilities) as at the date of the consolidated financial statements and the reported income and expenses for the reporting year. Management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable. Actual results could differ from these estimates. The impact of any revision in the accounting estimates is recognised prospectively from the period of change.

D SIGNIFICANT ACCOUNTING POLICIES

1. Investments

Bank

Classification:

In accordance with the RBI guidelines, investments are classified on the date of purchase into "Held for Trading" ('HFT'), "Available for Sale" ('AFS') and "Held to Maturity" ('HTM') categories (hereinafter called "categories"). Subsequent shifting amongst the categories is done in accordance with the RBI guidelines. Under each of these categories, investments are further classified under six groups (hereinafter called "groups") - Government Securities, Other Approved Securities, Shares, Debentures and Bonds, Investments in Subsidiaries / Joint Ventures and Other Investments.

Purchase and sale transactions in securities are accounted on settlement date except in the case of equity shares which are accounted on trade date.

Basis of classification:

Investments that are held for resale within 90 days from the date of purchase are classified under HFT category. Investments which the Bank intends to hold till maturity are classified under HTM category. Investments in the equity of subsidiaries / joint ventures are classified under HTM category. Investments which are not classified in either of the above categories are classified under AFS category.

Acquisition cost:

Costs, including brokerage and commission paid at the time of acquisition of investments and broken period interest on debt instruments, are recognised in the Consolidated Profit and Loss Account and are not included in the cost of acquisition.

Disposal of investments:

Profit / loss on sale of investments under the aforesaid three categories is recognised in the Consolidated Profit and Loss Account. Cost of investments is determined based on the weighted average cost method. The profit from sale of investment under HTM category, net of taxes and transfer to statutory reserve is appropriated from the Consolidated Profit and Loss Account to “Capital Reserve”, in accordance with RBI guidelines.

Short sale:

The Bank undertakes short sale transactions in Central Government dated securities in accordance with the RBI guidelines. The short position is categorised under HFT category and netted off from investments in government securities. The short position along with other government securities under HFT portfolio is marked to market and the resultant loss, if any, is charged to the Consolidated Profit and Loss Account while gain, if any, is ignored. Profit / Loss on short sale is recognised on settlement date.

Valuation:

Investments classified under AFS and HFT categories are marked to market individually, and depreciation / appreciation is aggregated for each group. Net depreciation, if any, compared to the acquisition cost, in any of the six groups is charged to the Consolidated Profit and Loss Account. The net appreciation, if any, in any of the six groups is not recognised except to the extent of depreciation provided earlier. The book value of individual securities is not changed on such revaluation of investments.

Quoted investments are valued based on the trades / quotes on the recognised stock exchanges or prices published by Financial Benchmarks India Pvt Ltd. (FBIL) or Fixed Income Money Market and Derivatives Association (FIMMDA). Investments denominated in foreign currencies are valued based on the prices provided by market information providers such as Bloomberg, Refinitiv, etc.

Unquoted Government of India securities, state government securities and special bonds such as oil bonds, fertilizer bonds etc. issued by the Government of India, are valued as per the prices published by FBIL.

The valuation of other unquoted fixed income securities (viz. other approved securities and bonds and debentures), and preference shares, is done with appropriate mark-up, i.e., applicable FIMMDA published credit spread over the Yield to Maturity (YTM) rates for Government of India securities as published by FBIL.

Unquoted equity shares are valued at the break-up value ascertained from the company’s latest balance sheet. The date as on which the latest balance sheet is drawn up shall not precede the date of valuation by more than 18 months. In case the latest audited balance sheet is not available or is more than 18 months old, the shares shall be valued at ₹ 1 per company. Units of mutual funds are valued at the latest Net Asset Value (NAV) declared by the mutual fund. Treasury bills, commercial papers and certificate of deposits being discounted instruments, are valued at carrying cost.

Investments in Security Receipts (SRs) and unquoted units of Infrastructure Investment Trust (InvIT) are valued as per the net asset value provided by the issuing Asset Reconstruction Company and InvIT trust respectively.

Investments in unquoted units of Alternative Investment Fund (AIF) are categorised, at the discretion of the Bank, under HTM category for an initial period of three years and valued at cost during this period. Such investments are transferred to the AFS category after the said period of three years. Investments in AFS category are valued at NAV provided by the AIF based on its financial statements. At least once in a year, units are valued based on the latest audited financials (not older than 18 months) of the AIF, if available, or at ₹ 1 per AIF as per the RBI guidelines. Provision on investments in the units of AIFs is made in accordance with the RBI guidelines.

Pass Through Certificates (PTCs) including Priority Sector-PTCs are valued by using FIMMDA credit spread as applicable for the NBFC category, based on the credit rating of the respective PTC over the YTM rates for Government of India securities published by FBIL.

Investments classified under HTM category are carried at their acquisition cost and not marked to market. Any premium on acquisition is amortised over the remaining maturity period of the security on a constant yield-to-maturity basis. Such amortisation of premium is adjusted against interest income from investments. Any diminution, other than temporary, in the value of investments in HTM category is provided for.

Non-performing investments are identified, and provision are made thereon based on the RBI guidelines. The provision on such non-performing investments is not set off against the appreciation in respect of other performing investments. Interest on non-performing investments is not recognised until received.

Life Insurance

Investments are made in accordance with the Insurance Act, 1938 (amended by the Insurance Laws (Amendment) Act, 2015), the IRDAI (Investment) Regulations, 2016, and various other circulars / notifications issued by the IRDAI in this context from time to time. Investments are recognised at cost on the date of purchase, which include brokerage and taxes, if any, but exclude interest accrued (i.e. since the previous coupon date) as on the date of purchase.

Classification and valuation of investment (other than linked business) is done on the following basis.

Investments are classified under six groups (hereinafter called “groups”) – Government Securities, Other Approved Securities, Shares, Debentures and Bonds, Investments in Subsidiaries / Joint Ventures and Other Investments. Purchase and sale transactions in securities are accounted on trade date. Securities lent under the Securities Lending and Borrowing scheme (SLB) continue to be recognised as investments since all the associated risks and rewards of these securities are retained.

a) Debt securities

Debt securities, including Government Securities are considered as “held to maturity” and accordingly valued at historical cost, subject to amortisation of premium or accretion of discount, if any, over the period of maturity / holding on a straight-line basis.

Money market instruments like Commercial Papers, Certificate of Deposit, Treasury Bills (T-Bills) and –Tri-Party Repo (TREPS) are valued at historical cost, subject to amortisation of premium or accretion of discount over the period of maturity / holding on a straight-line basis. Fixed Deposits and Reverse Repo are valued at cost.

Investments in Alternative Investment Fund (AIF) and Security Receipts are valued at cost, subject to provision for diminution, if any, in the value of such investments determined separately for each individual investment.

b) Equity shares, Equity Exchange Traded Funds (ETFs), Infrastructure Investment Trusts (InvITs), Real Estate Investment Trusts (REITs) and Additional Tier I Bonds (AT1 Bonds).

Listed equity shares, equity ETFs, InvITs and REITs are valued at fair value, being the last quoted closing price on the primary exchange as at the Balance Sheet date. In case, the equity shares and equity ETFs, InvITs and REITs are not traded on the primary exchange on the Balance Sheet date, the closing price on the secondary exchange is considered. If the equity shares are not traded on any exchange on the Balance Sheet date, then the price at which the equity shares are traded on the earliest previous day is considered for valuation, provided such previous day price is not more than 30 days prior to the Balance Sheet date.

In case the equity ETFs, InvITs and REITs are not traded either on the primary or the secondary exchange on the Balance Sheet date, then the equity ETFs are valued at the latest available Net Asset Value (NAV) and in case of InvITs and REITs where the market quote is not available for the last 30 days, the InvITs and REITs are valued at the latest NAV (not more than 6 months old) as published by the Infrastructure Investment Trust / Real Estate Trusts.

The AT1 Bonds are valued at market value, using applicable market yields published by SEBI registered rating agency Credit Rating Information Services of India Limited (‘CRISIL’), using Bond Valuer at deemed maturity date of 100 years from the date of issue.

Unrealised gains or losses arising due to changes in fair value are recognised under the head 'Reserves and Surplus' under "Other reserves" in the Consolidated Balance Sheet. Such reserve will not be available for distribution.

Unlisted equity shares listed equity shares and unlisted equity warrants that are not regularly traded in active markets and which are classified as "thinly traded" as per the SEBI guidelines governing mutual funds for valuation of thinly traded securities are valued at historical cost, subject to provision for diminution, if any, in the value of such investments determined separately for each individual investment. Listed equity ETFs that are not regularly traded in the active markets, and which are classified as "thinly traded" as per the aforesaid SEBI guidelines are valued at the latest available NAV.

Bonus entitlements are recognised as investments on the 'ex-bonus date'. Right entitlements are accrued and recognised on the date the original share (on which the right entitlement accrues) are traded on the stock exchange on an 'ex-rights date'.

c) Preference Shares

Redeemable preference shares are considered as "held to maturity" and accordingly valued at historical cost, subject to amortisation of premium or accretion of discount.

Listed preference shares other than redeemable preference shares are valued at fair value, being the last quoted closing price on the primary exchange at the Balance Sheet date. In case, the preference shares are not traded on the primary exchange on the Balance Sheet date, the closing price on the secondary exchange is considered.

If preference shares are not traded either on any exchange on the Balance Sheet date, then the price at which the preference shares are traded on the earliest previous day is considered for valuation, provided such previous day price is not more than 30 days prior to the Balance Sheet date.

Unrealised gains or losses arising due to changes in fair value are recognised under the head 'Reserves and Surplus' under "Other reserves" in the Consolidated Balance Sheet.

Unlisted preference shares (other than redeemable preference shares) and listed preference (other than redeemable preference) shares that are not regularly traded in active markets and which are classified as "thinly traded" as per the aforesaid SEBI guidelines are valued at historical cost, subject to provision for diminution in the value, if any, of such investments determined separately for each individual investment.

d) Mutual fund

Mutual fund units held at the Balance Sheet date are valued at previous business day's Net Asset Value (NAV) per unit. Unrealised gains or losses arising due to changes in the fair value of mutual fund units are recognised under the head 'Reserves and Surplus' under "Other reserves" in the Consolidated Balance Sheet.

Classification and valuation of investment (linked business) is done on the following basis.

a) Debt Securities

Debt securities, including Government Securities are valued at market value, using CRISIL Bond Valuer / CRISIL Gilt Prices, as applicable.

Money market instruments like Commercial Papers, Certificate of Deposits, Treasury Bills (T-Bills) and Tri-Party Repo (TREPS) are valued at historical cost, subject to amortisation of premium or accretion of discount over the period of maturity/holding on a straight-line basis.

Fixed Deposits and investment in Reverse Repo are valued at cost.

Unrealised gains or losses arising on valuation of debt securities are accounted for in the Consolidated Profit and Loss Account.

Securities with call options are valued at the lower of the values as obtained by valuing the security to the final maturity date or to the call option date by using the benchmark rate based on the matrix released by CRISIL on daily basis. In case there are multiple call options, the security is valued at the lowest value obtained by valuing the security to the various call dates or to the final maturity date. Securities with put options are valued at the higher of the value as obtained by valuing the security to the final maturity date or to the put option date by using the benchmark rate based on the matrix released by CRISIL on daily basis. In case there are multiple put options, the security is valued at the highest value obtained by valuing the security to the various put option dates or to the final maturity date. Tier II Bonds are valued at their maturity date through bond valuer.

Securities with both put and call options on the same day are deemed to mature on the put and call option day and would be valued on a yield to maturity basis, by using the benchmark rate based on the matrix released by CRISIL on daily basis.

b) Equity shares, Equity Exchange Traded Funds (ETFs), Infrastructure Investment Trusts (InvITs), Real Estate Investment Trusts (REITs), Additional Tier I Bonds (AT1 Bonds) and Preference shares.

Listed equity shares, equity ETFs, preference shares, Infrastructure Investment Trusts (InvITs) and Real Estate Investment Trusts (REITs) are valued and stated at fair value, being the last quoted closing price on the primary exchange at the Balance Sheet date. In case, the equity shares, equity ETFs, InvITs and REITs are not traded on the primary exchange on the Balance Sheet date, the closing price on the secondary exchange is considered.

If equity shares / preference shares are not traded either on NSE or BSE on the Balance Sheet date, then the price at which the equity shares / preference shares are traded on the earliest previous day is considered for valuation, provided such previous day price is not more than 30 days prior to the Balance Sheet date.

In case the equity ETFs, InvITs and REITs are not traded either on NSE or BSE on the Balance Sheet date, then the equity ETFs are valued at the latest available NAV. In case of InvITs and REITs where the market quote is not available for the last 30 days, the InvITs and REITs shall be valued at the latest NAV (not more than 6 months old) as published by the Infrastructure Investment Trust / Real Estate Trusts.

Unrealised gains or losses arising on such valuations are accounted for in the Consolidated Profit and Loss Account.

Listed equity shares that are not regularly traded in active markets, and which are classified as "thinly traded" as per the guidelines governing mutual funds for valuation of thinly traded securities laid down by SEBI, are valued at historical cost, subject to provision for diminution, if any, in the value of such investment determined separately for each individual investment.

Listed equity ETFs, InvITs and REITs that are not regularly traded in the active markets and which are classified as "thinly traded" as per the guidelines governing Mutual Funds for valuation of thinly traded securities laid down by SEBI, are valued at the latest available NAV.

Bonus entitlements are recognised as investments on the 'ex-bonus date'. Right entitlements are accrued and recognised on the date the original shares (on which the right entitlement accrues) are traded on the stock exchange on the 'ex-rights date'.

All unlisted redeemable preference shares are considered as held to maturity and stated at historical cost.

c) Mutual funds

Mutual fund units held at the Balance Sheet date are valued at previous business day's NAV per unit. Unrealised gains or losses arising due to change in the fair value of mutual fund units are recognised in the Consolidated Profit and Loss Account.

Impairment of Investments:

The life insurance entity periodically assesses at each Balance Sheet date whether there is any indication of impairment of investments or reversal of impairment loss earlier recognised. An impairment loss is accounted for as an expense in the Consolidated Profit and Loss Account to the extent of the difference between the re-measured fair value of the investments and its weighted acquisition cost as reduced by any earlier impairment loss accounted for as an expense in the Consolidated Profit and Loss Account. Any reversal of impairment loss earlier recognised in Consolidated Profit and Loss Account, is accounted in the Consolidated Profit and Loss Account.

Purchase and sale transactions between unit linked funds:

The purchase and sale of equity, preference shares, ETFs, InvITs, REITs and Government Securities between unit linked funds is accounted for at the prevailing market price on the date of purchase or sale of investments, if prevailing market price of any security is not available on the date of transfer of investment, then the last available price is considered. In case of debt securities other than Government Securities, transfer of investments is accounted at previous day valuation price in accordance with IRDAI (Investment) Regulations, 2016.

General Insurance

Classification:

Investments are classified under six groups (hereinafter called “groups”) - Government Securities, Other Approved Securities, Shares, Debentures and Bonds, Investments in Subsidiaries / Joint Ventures and Other Investments. Purchase and sale transactions in securities are accounted on trade date. Investments are recorded at cost, which include brokerage, taxes, if any, stamp duty and excludes broken period interest.

Valuation:

Investments are made and accounted in accordance with the Insurance Act, 1938, as amended by Insurance Laws (Amendment) Act, 2015, the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, Insurance Regulatory and Development Authority of India (Investment) Regulations, 2016 as amended and various other circulars / notifications issued by the IRDAI in this context from time to time.

All debt securities excluding AT I Bonds, and non-convertible preference shares are stated at historical cost subject to amortisation of premium or accretion of discount on constant yield to maturity basis in the Consolidated Profit and Loss Account over the period of maturity / holding.

All mutual fund investments are valued at NAV as at reporting date.

Equity shares actively traded and convertible preference shares as at the reporting date are stated at fair value, being the last quoted closing price on the primary exchange i.e. NSE. However, in case of any stock not being listed on NSE, the same is valued based on the last quoted closing price on BSE. Investment in unlisted shares is stated at historical cost. AT I Bond Investments are fair valued at market yield rates published by rating agency registered with SEBI.

Any unrealized gains / losses arising due to change in fair value of mutual fund investments, listed equity shares and AT I Bonds are accounted in “Other reserves” and carried forward in the Consolidated Balance Sheet and is not available for distribution.

Pursuant to the provisions of IRDAI Circular, the Investment made by the general insurance entity, and fair value change account are bifurcated into Policyholders and Shareholders funds on notional basis.

The general insurance entity assesses whether any impairment has occurred on its investments at each reporting date. If any such indication exists, then carrying value of such investment is reduced to its recoverable amount / market value on the reporting date and the impairment loss is recognised in the Consolidated Profit and Loss Account. If at the reporting date, there is any indication that a previously assessed impairment loss no longer exists, then impairment loss earlier recognised in Consolidated Profit and Loss Account is reversed in Consolidated Profit and Loss account and the investment is restated to that extent.

Other Subsidiaries

Classification:

Investments are classified into long term and current investments in accordance with Accounting Standard 13 (AS-13) “Accounting for Investments”. Investments, that are intended to be held for more than one year from the date on which the investments are made, are classified as long term investments and investments, which are intended to be held for less than one year from the date on which the investments are made, are classified as current investments. Purchase and sale transactions in securities are accounted on settlement date except in the case of equity shares which are accounted on trade date.

Valuation:

The cost of an investment includes acquisition charges such as brokerage, fees and duties. Long term investments are valued at cost of acquisition or at amortised cost, if acquired at a premium over face value. Premium over face value is amortised over the remaining period to maturity on a straight-line basis. Provision for diminution is recognised for a decline, if any, which is other than temporary in the value of long term investments. Current investments are valued at cost or market / fair value whichever is lower.

2. Repurchase and reverse repurchase transactions:

Repurchase (Repo) and reverse repurchase (Reverse Repo) transactions are reported as borrowing and lending (lending above 14 days' tenor reported as advances) respectively.

Borrowing cost on repo transactions is accounted as interest expense and revenue on reverse repo transactions is accounted as interest income.

3. Advances

Bank

Classification:

Advances are classified as performing and non-performing based on the RBI guidelines and are stated net of bills rediscounted, inter-bank participation with risk, specific loan loss provision, interest suspense for non-performing advances, claims received from credit guarantors, provision for funded interest term loan and provision for diminution in the fair value of restructured assets.

Provisioning:

The Bank classifies its loans and investments, including at overseas branches and overdues from crystallised derivative contracts, into performing and non-performing in accordance with RBI guidelines. Further the NPAs are classified into sub-standard, doubtful and loss assets based on the RBI guidelines. Non-performing assets are upgraded into standard as per the extant RBI guidelines.

Specific loan loss provision in respect of non-performing advances is made based on management's assessment of the degree of impairment of advances, subject to the minimum provisioning prescribed by the RBI.

The specific loan loss provision for retail non-performing advances is also made based on the nature of product and delinquency levels.

Non-performing advances are written-off in accordance with the Bank's policy. Recoveries from bad debts written-off are included under other income.

Loans reported as frauds are classified as loss assets and fully provided for immediately without considering the value of security.

The Bank maintains general provision for standard assets including credit exposures computed as per the current marked to market values of interest rate and foreign exchange derivative contracts and gold. The Bank also maintains general provision for unhedged foreign currency exposures of borrowers, provision on loans to specific borrowers in specific stressed sectors, provision on exposures to step-down subsidiaries of Indian companies and provision on specified borrowers as prescribed by RBI. In the case of overseas branches, general provision on standard assets is maintained at the higher of the levels stipulated by the respective overseas regulator or RBI. The provision for standard assets is included under other liabilities.

In addition to the above, the Bank on a prudent basis makes provision on advances or exposures which are not NPAs but has reasons to believe on the basis of the extant environment or specific information or basis regulatory guidance / instructions, of a possible slippage of a specific advance or a group of advances or exposures or potential exposures. These are classified as contingent provisions and included under other liabilities.

Provision made in addition to the Bank's policy for specific loan loss provision for non-performing assets, possible slippage of specific exposures and regulatory general provision is categorised as floating provision. Creation of floating provision is considered by the Bank up to a level approved by the Board of Directors. Floating provisions are used only for contingencies under extraordinary circumstances and for making specific provisions for non-performing accounts. Floating provisions are included under other liabilities.

Further to the provisions required to be held according to the asset classification status, provision is held for individual country exposures (other than for home country exposure). Countries are categorised into risk categories as per Export Credit Guarantee Corporation of India Ltd. ('ECGC') guidelines and provisioning is made in respect of that country where the net funded exposure is one percent or more of the Bank's total assets. Provision for country risk is included under other liabilities.

In accordance with the RBI guidelines on the prudential framework for resolution of stressed assets and the resolution frameworks for COVID-19 related stress and its Board approved policy, the Bank has implemented resolution plans for eligible borrowers. The asset classification and necessary provision thereon is made in accordance with the said RBI guidelines. The restructured loans are upgraded into standard category as per the extant RBI guidelines. Further, in respect of restructuring of loans pertaining to projects under implementation, the asset classification and necessary provision thereon is made in accordance with the said RBI guidelines.

Non Banking finance companies

Classification:

Advances are classified as standard, sub-standard and doubtful assets as per the policy approved by the Board of the respective entity and as per RBI guidelines. The rates applied for making provisions on non-performing assets (NPA) are higher than those prescribed by the relevant RBI guidelines. Interest on non-performing assets is transferred to an interest suspense account and not recognised in the Consolidated Profit and Loss Account until received. Advances are recognised on disbursement of loan and in case of new asset financing on the transfer of ownership. The non-banking finance entity provides 0.40% on standard assets as stipulated by RBI guidelines. The NBFCs assesses all advances for their recoverability and accordingly recognises provision for non-performing and doubtful assets as per approved policies and guidelines. The non-banking finance entity ensures provisions made are not lower than as stipulated by RBI guidelines.

Loan origination costs:

Brokerage, commission, incentive to employee, etc. paid at the time of acquisition of loans are charged to expenses.

Life Insurance

Classification:

Advances are classified as performing and non-performing and are valued at historical cost and are stated net of loan loss provision.

Provisioning:

All assets where the interest and / or instalment of principal repayment remain overdue for more than 90 days at the Balance Sheet date are classified as non-performing assets (NPA) and provided for in the manner required by the IRDAI regulations on this behalf. In line with the guidelines on prudential norms for income recognition, asset classification, provisioning, and other related matters in respect of debt portfolio, life insurance entity has provided minimum percentage on the value of the standard assets. The provision for standard assets is included under other liabilities.

Non-performing advances are written-off in accordance with the policy as approved by the Board of life insurance entity. Recoveries from bad debts written-off are included under other income.

4. Securitisation and transfer of assets

Assets transferred through securitisation and direct assignment of cash flows are de-recognised in the Consolidated Balance Sheet when they are sold (true sale criteria being fully met with) and consideration is received. Sales / transfers that do not meet true sale criteria are accounted for as borrowings. For a securitisation or direct assignment transaction, the Group recognises profit upon receipt of the funds and loss is recognised at the time of sale.

On sale of stressed assets, if the sale is at a price below the net book value (i.e., funded outstanding less specific provisions held), the shortfall is charged to the Consolidated Profit and Loss Account and if the sale is for a value higher than the net book value, the excess provision is credited to the Consolidated Profit and Loss Account in the year when the sum of cash received by way of initial consideration and / or redemption or transfer of security receipts issued by Securitisation Company ('SC') / Reconstruction Company ('RC') exceeds the net book value of the loan at the time of transfer.

In respect of stressed assets sold under an asset securitisation, where the investment by the Group in SRs issued against the assets transferred by it is more than 10 percent of such SRs, provisions held against outstanding SRs are higher of the provisions required in terms of net asset value declared by the SC / RC and provisions as per the extant norms applicable to the underlying loans, notionally treating the book value of these SRs as the corresponding stressed loans assuming the loans remained in the books of the Group.

The Group invests in PTCs issued by Special Purpose Vehicles (SPVs). These are accounted at acquisition cost and are classified as investments. The Group also buys loans through the direct assignment route which are classified as advances. These are carried at acquisition cost unless it is more than the face value, in which case the premium is amortised based on effective interest rate method.

The Bank transfers advances through inter-bank participation with and without risk. In the case of participation with risk, the aggregate amount of the participation issued by the Bank is reduced from advances. In case where the Bank is assuming risk by participation, the aggregate amount of the participation is classified under advances. In the case of issue of participation certificate without risk, the aggregate amount of participation issued by the Bank is classified under borrowings and where the Bank is acquiring participation certificate, the aggregate amount of participation acquired is shown as due from banks under advances.

5. Fixed assets and depreciation

Fixed assets are stated at cost less accumulated depreciation as adjusted for impairment, if any. Cost includes cost of purchase and all expenditure like site preparation, installation costs and professional fees incurred on the asset before it is ready to use. Cost of an intangible asset includes purchase price, non-refundable taxes and duties and any other directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure incurred on assets put to use is capitalised only when it increases the future benefit / functioning capability from / of such assets.

Depreciation is charged over the estimated useful life of the fixed asset on a straight-line basis except for freehold land. The management believes that the useful life of assets assessed by the Group, pursuant to Part C of Schedule II to the Companies Act, 2013, taking into account changes in environment, changes in technology, the utility and efficacy of the asset in use, fairly reflects its estimate of useful lives of the fixed assets. The estimated useful lives of key fixed assets are given below:

Asset	Estimated useful life as assessed by the Group
Owned Premises	50 to 60 years
Automated Teller Machines (ATMs)	10 years
Electrical equipment and installations	6 to 10 years
Office equipment	3 to 10 years
Computers	2 to 5 years
Modems, routers, switches, servers, network and related IT equipment	3 to 6 years
Motor cars	4 to 8 years
Safe deposit lockers	21 years
Furniture and fittings	3 to 16 years
Salvaged vehicles	5 years
Computer software licenses	3 to 5 years
Electronic trading platform (Website)	5 years
Bombay Stock Exchange card	10 years

- Lease hold land is depreciated over the period of lease.
- Improvements to lease hold premises are amortised over the remaining period of lease for other than Asset Management entity. In case of Asset Management entity, amortisation is made over the lease term or 5 years, whichever is less.
- Software and system development expenditure is amortised over a period upto 5 years.
- Point of Sales (PoS) terminals (including sound box) are depreciated over a period of 4 years.
- For assets purchased and sold during the year, depreciation is provided on pro-rata basis.
- Whenever there is a revision of the estimated useful life of an asset, the unamortised depreciable amount is charged over the revised remaining useful life of the said asset.
- Profit on sale of immovable property net of taxes and transfer to statutory reserve, are transferred to capital reserve by the Bank.
- Assets (other than PoS terminals) costing less than ₹ 5,000 individually are fully depreciated in the year of purchase except general insurance entity.
- Goodwill generated through amalgamation / acquisition of rights to operate, administer and manage the mutual fund schemes has been amortised equally over a period 10 years by Asset Management entity.

6. Non-Banking Assets

Non-Banking Assets (NBAs) acquired in satisfaction of claims are carried at lower of net book value or net realizable value.

7. Impairment of assets

The Group assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. Impairment loss, if any, is provided to the extent the carrying amount of assets exceeds their estimated recoverable amount.

8. Unclaimed amount of policyholders

Life Insurance

Assets held for unclaimed amount of policyholders are created and maintained in accordance with the requirement of Master circular on Unclaimed Amount of Policyholders and Investment Regulations, 2016 as amended from time to time.

a) Unclaimed amount of policyholder's liability is determined on the basis of NAV of the units outstanding as at the valuation date and is disclosed in "Other liabilities and provisions" in the Consolidated Balance Sheet.

b) The life insurance entity maintains a single segregated fund to manage all unclaimed amounts and the sum of such fund is invested in money market instruments, liquid mutual funds and / or fixed deposits of scheduled banks which is valued at historical cost, subject to amortisation of premium or accretion of discount over the period of maturity / holding on a straight line basis. Such assets of unclaimed amount of policyholders is disclosed in "Other assets" in Consolidated Balance Sheet.

c) Income on unclaimed amount of policyholders is accreted to respective unclaimed fund and is accounted for on an accrual basis, net of fund management charges.

d) Amounts remaining unclaimed for a period of 10 years as on 30th September every year along with all respective accretions to the fund are deposited into the Senior Citizen Welfare Fund (SCWF) as per requirement of IRDAI regulations.

General insurance

Unclaimed amounts may arise in respect of premium due for refund and indemnity claims. Income earned on unclaimed amounts is accreted and accounted on an accrual basis. After 10 years, the unclaimed amounts and their accretions are deposited into the Senior Citizen Welfare Fund as per IRDAI regulations.

9. Translation of foreign currency items

Foreign currency income and expenditure items of domestic operations are translated at the exchange rates prevailing on the date of the transaction. Income and expenditure items of integral foreign operations (representative offices) are translated at the weekly average closing rates and of non-integral foreign operations (foreign branches and offshore banking units) and foreign subsidiaries at the average closing rates.

Outstanding foreign currency monetary assets and liabilities of domestic and integral foreign operations are translated at the closing exchange rates notified by Foreign Exchange Dealers' Association of India (FEDAI) and RBI in case of Bank and subsidiaries, respectively, as at the Balance Sheet date and the resulting net revaluation profit or loss is recognised in the Consolidated Profit and Loss Account.

Both monetary and non-monetary foreign currency assets and liabilities of non-integral foreign operations / subsidiaries are translated at closing exchange rates at the Balance Sheet date and the resulting profit / loss arising from exchange differences are accumulated in the Foreign Currency Translation Reserve until disposal of the non-integral foreign operations in accordance with AS-11, The Effects of Changes in Foreign Exchange Rates and the extant RBI guidelines.

Foreign currency denominated contingent liabilities on account of foreign exchange and derivative contracts, guarantees, letters of credit, acceptances and endorsements are translated at closing rates of exchange notified by FEDAI and RBI in case of Bank and subsidiaries, respectively, as at the Balance Sheet date.

10. Foreign exchange and derivative contracts

Foreign exchange spot and forward contracts, outstanding as at the Balance Sheet date and held for trading, are revalued at the closing spot and forward rates respectively as notified by FEDAI and at interpolated rates for contracts of interim maturities. The USD-INR exchange rate for valuation of contracts having longer maturities i.e., greater than one year, is derived using the USD-INR spot rate as well as relevant INR yield curve and USD yield curve. For other currency pairs and non-deliverable contracts, the forward points (for rates / tenors not published by FEDAI) are obtained / derived basis data published by Refinitiv or Bloomberg for valuation of the contracts. Valuation is considered on present value basis. For this purpose, the forward profit or loss on the contracts are discounted to the valuation date using the discounting yields. The resulting profit or loss on valuation is recognised in the Consolidated Profit and Loss Account. Marked to market value of foreign exchange contracts are classified as assets when the fair value is positive or as liabilities when the fair value is negative.

The Group recognises all derivative contracts at fair value, on the date on which such derivative contracts are entered into and are re-measured at fair value as at the Balance Sheet date. Marked to market values of such derivatives are classified as assets when the fair value is positive or as liabilities when the fair value is negative.

The Group as part of its risk management strategy, makes use of derivative instruments, including foreign exchange forward contracts, interest rate derivative contract for hedging the risk embedded in some of its financial assets or liabilities recognised on the Consolidated Balance Sheet. The Group identifies the hedged item (asset or liability) at the inception of the transaction itself. Hedge effectiveness is ascertained at the time of the inception of the hedge and at the reporting date thereafter.

Foreign exchange forward contracts and Principal only swaps (POS) not intended for trading, that are entered into to establish the amount of reporting currency required or available at the settlement date of a transaction, and are outstanding at the Balance Sheet date, are accounted in accordance with AS-11. Accordingly, such contracts are not marked to market and only translated at spot rate. The premium or discount arising at the inception of such forward exchange contract is amortised on a straight line basis as expense or income over the life of the contract. The interest income / expense on such POS transaction is accounted on accrual basis.

In case of a fair value hedge, the changes in the fair value of the hedging instruments and hedged items are recognised in the Consolidated Profit and Loss Account and in case of cash flow hedges, the changes in fair value of effective portion are recognised in Reserves and Surplus under ‘Cash flow hedge reserve’ and ineffective portion of an effective hedging relationship, if any, is recognised in the Consolidated Profit and Loss Account. The accumulated balance in the cash flow hedge reserve, in an effective hedging relationship, is recycled in the Consolidated Profit and Loss Account at the same time that the impact from the hedged item is recognised in Consolidated the Profit and Loss Account.

In relation to derivative contracts with non-performing borrowers, the Group makes provision for the entire amount of overdue and future receivables relating to positive marked to market value of the said derivative contracts.

Further, in addition to above, the Life Insurance entity accounts the Interest rate derivative contracts for hedging of highly probable forecasted transactions on insurance contracts and investment cash flows in life, pension and annuity business, in the manner specified in accordance with ‘Guidance Note on Accounting for Derivative Contracts (Revised 2021)’ issued by the ICAI and IRDAI Investment Master Circular.

11. Revenue recognition

a. Banking

- Interest income is recognised in the Consolidated Profit and Loss Account on an accrual basis, except in the case of non-performing assets which is recognised when realised.
- Interest income on investments in PTCs and loans bought out through the direct assignment route is recognised at their effective interest rate.
- Income on non-coupon bearing discounted instruments is recognised over the tenor of the instrument on a constant yield basis.
- Dividend on equity shares and preference shares is recognised as income when the right to receive the dividend is established.
- Income from units of mutual funds / AIF is recognised on cash basis.
- Loan processing fee is recognised as income when due. Syndication / Arranger fee is recognised as income when a significant act / milestone is completed.
- Gain / loss on sell down of loans is recognised in line with the extant RBI guidelines.
- Guarantee commission, commission on letter of credit, annual locker rent fees and annual fees for credit cards are recognised on a straight-line basis over the period of contract. Other fees and commission income are recognised when due, where the Bank is reasonably certain of ultimate collection.
- Fees paid / received for priority sector lending certificates (PSLC) is recognised on straight-line basis over the period of the certificate.

b. Life Insurance:

- Premium income from non-linked business including rider premium (net of Goods & Services Tax) is accounted for when due from the policyholders.

In case of linked business, premium income is accounted for when the associated units are created. Premium on lapsed policies is accounted for as income when such policies are reinstated. Premium for products having regular premium paying plans with limited and / or predetermined policy term is considered as regular premium. Premium on products other than as mentioned above is considered as single premium. Top up premium is considered as single premium.

- Gross reinsurance premium written comprise the total premiums receivable for the whole period of cover provided by contracts entered into during the year and are recognised on the date on which the cover commences in the Consolidated Profit and Loss Account. Premiums include any adjustments arising in the year for premiums receivable in respect of business written in prior years.

- Income from linked policies, which includes fund management charges, policy administration charges, mortality charges and other charges, wherever applicable, is recovered from the linked funds in accordance with the terms and conditions of the policies and is accounted for as income when due.

- Interest income on policy reinstatement is accounted for on received basis. Interest income on investments and policy loans is accounted for on an accrual basis. Amortisation of premium or accretion of discount computed at the time of purchase of debt securities is recognised over the remaining period of maturity / holding on a straight-line basis.

- Fees received on lending of equity shares under Securities Lending and Borrowing scheme (SLB) is recognised as income over the period of the lending on a straight-line basis.

- Profit or loss on sale / redemption of equity shares / Equity Exchange Traded funds (ETFs), Infrastructure Investment Trusts (InvITs), Real Estate Investments Trusts (REITs), preference shares and units of mutual fund is calculated as the difference between sale proceeds / redemption proceeds net of sale expenses and the weighted average book value as on date of sale. In case of other than linked business, profit or loss on sale / redemption of equity shares / equity ETFs, InvITs, REITs, preference shares, AT I Bonds and units of mutual fund includes the accumulated changes in the fair value previously recognised under “other reserves” in the Consolidated Balance Sheet.

- In case of linked business, profit or loss on sale / redemption of debt securities is calculated as the difference between net sale proceeds / redemption proceeds and the weighted average book cost. In case of other than linked business, profit or loss on sale / redemption of debt securities is calculated as the difference between sales proceeds / redemption proceeds net of sale expenses and the weighted average amortised cost.

- Dividend income is accounted for on “ex-dividend” date in case of listed equity and preference shares and in case of unlisted equity and preference shares, when the right to receive dividend is established.

c. General insurance:

- Premium including reinsurance accepted (net of Goods & Services Tax) is recognised as income over the contract period or period of risk, as appropriate, after adjusting for unearned premium (unexpired risk). Any subsequent revisions to or cancellations of premiums are accounted for in the period in which they occur. Instalment cases are recorded on instalment due dates. In case of long term motor insurance policies, premium is recognised on a yearly basis as mandated by guidelines.

- Commission on reinsurance ceded is recognised as income on ceding of reinsurance premium. Profit commission under reinsurance treaties, wherever applicable, is recognised in the year of final determination of the profits and as intimated by the Reinsurer.

- Interest income from investments is recognised on an accrual basis. Accretion of discount and amortisation of premium relating to debt securities is recognised over the holding / maturity period on a constant yield to maturity basis.

- The net realised gains or losses on the debt securities are the difference between the net sale consideration and the amortised cost, which is computed on a weighted average basis, as on the date of sale. In case of listed equity shares / mutual fund units, the profit or loss on sale of investment includes the accumulated changes in the fair value previously recognised under "Other reserves". The difference between the acquisition price and the maturity value of treasury bills is recognised as income in the Consolidated Profit and Loss account, as the case, may be, over the remaining term of these instruments on a yield to maturity basis. Sale consideration for the purpose of realised gain / loss is net of brokerage and taxes, if any, and excludes interest received on sale.

- Dividend on equity and preference shares is recognised as income when the right to receive the dividend is established.

d. Asset Management:

- Investment management fees, portfolio management fees and other advisory fees are recognised on an accrual basis.
- Interest income (net of amortised premium / accreted discount, if any) is recognised on a time proportion basis.
- Gains / losses on sale of investments are recognised in the Consolidated Profit and Loss Account. Profit / loss on sale of investments is determined on a weighted average cost basis.
- Income from Investment in VCF / AIF is recognised on the basis of income distribution by the respective VCF / AIF.
- Dividend is recognised as income when the right to receive the dividend is established.

e. Stock Broking:

- Income from services rendered as a broker is recognised upon rendering of the services.
- Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract.
- Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be, issue of the insurance policy to the applicant.
- Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.
- Dividend income is recognised when the right to receive the dividend is established.

f. Others:

- Commission, brokerage, trusteeship, management, consultancy fees and other service charges are recognised on an accrual basis upon rendering of services to the extent that it is probable that the economic benefits will flow to the Group and that the revenue can be reliably measured regardless of when the payment is being made.
- Dividend income is accounted for when the right to receive the income is established. Dividends from units of mutual funds, where received, are accounted on receipt of such amounts.
- Interest income (net of amortised premium / accreted discount, if any) is recognised on a time proportion basis.
- Gains / losses on sale of investments are recognised in the Consolidated Profit and Loss Account.
- Gains or losses arising from disposal of fixed assets are measured as the difference between the net disposal proceeds and carrying amount of the asset and is recognised in the Consolidated Profit and Loss Account when the asset is disposed.
- In case of pension business, point of presence income includes account opening fees, contribution processing fees, persistency income and exit charges Account opening fees are due and recognised on generation of Permanent Retirement Account Number (PRAN). Contribution processing fees are recognised on receipt of contribution from the customer. Persistency income is recognised on subscriber accounts active for more than six months. Exit charges are recognised on processing of exit of the member from NPS.

12. Employee benefits

Stock based Employee Compensation:

The Employee Stock Option Scheme / Employee Stock Incentive Master Scheme formulated by Holding or subsidiary companies provides for the grant of options / Restricted Stock Units (units) to eligible employees and whole-time directors to acquire equity shares of the entities they belong to. The options / units granted shall vest as per their vesting schedule and these may be exercised within a specified period.

The Group followed the intrinsic value method to account for its stock-based employee compensation plans in respect of options granted up to March 31, 2021. Compensation cost was measured by the excess, if any, of the market price of the underlying stock over the exercise price as determined under the option plan. The market price is the closing price on the stock exchange where there is highest trading volume on the working day immediately preceding the date of grant. In case of unlisted subsidiaries, the fair value is considered in absence of market price.

Effective April 01, 2021, the fair value of share-linked instruments on the date of grant for all instruments granted after March 31, 2021, is recognised as an expense in accordance with the RBI guidelines on Compensation of Whole-Time Directors / Chief Executive Officers / Material Risk Takers and Control Function staff. The fair value of the stock-based employee compensation is estimated on the date of grant using Black-Scholes model.

The compensation cost is amortised on a straight-line basis over the vesting period after adjusting estimated forfeiture as applicable. Ultimately, the cost for all instruments that vest is recognised. The compensation expense is recognised in the Consolidated Profit and Loss Account with a corresponding credit to Employee Stock Options Outstanding. On exercise of the stock options, corresponding balance in Employee Stock Options Outstanding is transferred to Share Premium. In respect of the options which expire unexercised, the balance standing to the credit of Employee Stock Options Outstanding is transferred to General Reserve.

Gratuity:

The Group has an obligation towards gratuity, a defined benefit retirement plan covering all eligible employees. The plan benefit vests upon completion of minimum prescribed period of continuous service in accordance with the Payment of Gratuity Act, 1972 and is in the form of lump sum amount, without an upper limit, equivalent to 15 days'* basic salary payable for each completed year of service to all eligible employees on resignation, retirement or death while in employment or on termination of employment. The Group makes contributions to a recognised Gratuity Trust administered by trustees and whose funds are managed by insurance companies. In respect of erstwhile Lord Krishna Bank (eLKB) employees, the Bank makes contribution to a fund set up by eLKB and administered by the Board of Trustees.

* one month basic salary to eHDFC Limited employees for each completed year of service till the effective date of amalgamation, one month basic salary to employees of HDFC Capital Advisors Limited for each completed year of service or part of the year in excess of 6 months and 15 days' basic salary to employees of General Insurance entity payable for each completed year of service if the service is less than or equal to 9 years and one-month basic salary payable for each completed year of service if the service is greater than or equal to 10 years on resignation, retirement, death while in employment or on termination of employment.

The defined gratuity benefit plans are valued by an independent actuary as at the Balance Sheet date using the projected unit credit method as per the requirement of AS-15, Employee Benefits, to determine the present value of the defined benefit obligation and the related service costs. The actuarial calculations entail assumptions about demographics, early retirement, salary increases and interest rates. Actuarial gain or loss is recognised in the Consolidated Profit and Loss Account.

Superannuation:

Bank

The Bank has a superannuation plan under which employees of the Bank, above a prescribed grade, are entitled to receive retirement benefits either through salary or under a defined contribution plan. For those opting for a defined contribution plan, the Bank contributes a sum equivalent to 13% of the employee's eligible annual basic salary (15% for the whole-time directors and for certain eligible employees of the erstwhile Centurion Bank of Punjab (eCBoP staff) to a Trust administered by trustees and whose funds are managed by insurance companies. The Bank has no liability towards future superannuation fund benefits other than its contribution and recognises such contribution as an expense in the year incurred.

Other subsidiaries

Obligations for contributions to superannuation fund are recognised as an employee benefit expense in the Consolidated Profit and Loss Account in the periods during which the related services are rendered by employees.

Provident fund:

Bank

The Bank is covered under the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and accordingly all employees of the Bank are entitled to receive benefits under the provident fund. The Bank contributes an amount, on a monthly basis, at a determined rate (currently 12% of employee's basic salary). Of this, the Bank contributes an amount equal to 8.33% of employee's basic salary up to a maximum salary level of ₹ 15,000/- per month, to the Pension Scheme administered by the Regional Provident Fund Office. The balance amount out of the 12% Bank's share is contributed to an exempted Trust set up by the Bank and administered by the Board of Trustees. The Bank recognises such contributions as an expense in the year in which it is incurred.

Interest payable to the members of the exempted trust shall not be lower than the statutory rate of interest declared by the Central Government under the Employees Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, shall be made good by the Bank.

The guidance note on implementing AS-15, Employee Benefits, states that benefits involving employer established provident funds, which require interest shortfalls to be provided, are to be considered as defined benefit plan. Actuarial valuation of this Provident Fund interest shortfall is done as per the guidance note issued in this respect by The Institute of Actuaries of India (IAI) and provision towards this liability is made.

The overseas branches of the Bank make contribution to the respective applicable government social security scheme calculated as a percentage of the employees' salaries. The Bank's obligations are limited to these contributions, which are expensed when due, as such contribution is in the nature of defined contribution.

Other Subsidiaries

The employees of subsidiary companies which are covered under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 are entitled to receive benefits under the provident fund.

Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the Consolidated Profit and Loss Account in the periods during which the related services are rendered by employees.

Pension:

In respect of pension payable to certain eLKB employees under the Lord Krishna Bank (Employees) Pension Scheme, which is a defined benefit scheme, the Bank contributes 10% of basic salary to a pension trust set up by the Bank and administered by the Board of Trustees and an additional amount towards the liability shortfall based on an independent actuarial valuation as at the Balance Sheet date, which includes assumptions about demographics, early retirement, salary increases and interest rates.

In respect of certain eLKB employees who had moved to a Cost to Company (CTC) based compensation structure and had completed less than 15 years of service, the contribution which was made until then, is maintained as a fund and will be converted into annuity on separation after a lock-in-period of two years. For this category of employees, liability stands frozen and no additional provision is required except for interest as applicable to Provident Fund, which is provided for.

In respect of certain eLKB employees who moved to a CTC structure and had completed service of more than 15 years, pension would be paid on separation based on salary applicable as on the date of movement to CTC structure. Provision thereto is made based on an independent actuarial valuation as at the Balance Sheet date.

National Pension Scheme (NPS):

In respect of employees who opt for contribution to the NPS, the Group contribute certain percentage of the basic salary of employees to the aforesaid scheme, a defined contribution plan, which is managed and administered by pension fund management companies. The Group have no liability other than its contribution and recognises such contributions as an expense in the year incurred.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid, if the Group have a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Other long term employee benefits

Other long term employee benefits include accumulated long term compensated absences and long term incentive plans which can be carried to future periods and are expected to be availed / encashed in more than twelve months immediately following the year in which the employee has rendered service / Balance Sheet date, as the case may be. The Group's liability is accrued and provided for on the basis of an actuarial valuation using the Projected Unit Credit Method at the end of the reporting period. Actuarial gains or losses, if any, due to experience adjustments and the effects of changes in actuarial assumptions are accounted for in the Consolidated Profit and Loss Account, as the case may be, in the period in which they arise.

13. Debit and credit cards reward points

The Bank estimates the probable redemption of debit and credit card reward points and cost per point using an actuarial method by employing an independent actuary, which includes assumptions such as discount rate, block, withdrawal, cost per reward point, mortality, redemption and spends. Provisions for liabilities on the outstanding reward points are made based on an independent actuarial valuation as at the Balance Sheet date and included in other liabilities and provisions.

14. Bullion

The Bank imports bullion including precious metal bars on a consignment basis. The imports are typically on a back-to-back basis and are priced to the customer based on the price quoted by the supplier. The difference between the price recovered from customers and cost of bullion is accounted at the time of sale to the customers and reported as "Other Income".

The Bank also deals in bullion on a borrowing and lending basis and the interest thereon is accounted as interest expense / income respectively.

15. Lease accounting

Lease payments including cost escalation for assets taken on operating lease are recognised as an expense in the Consolidated Profit and Loss Account over the lease term on a straight-line basis in accordance with the AS-19, Leases. Rental income from assets given on operating lease is recognised as income in the Consolidated Profit and Loss Account on a straight-line basis over the lease term in accordance with the AS-19, Leases.

Finance lease is a lease which confers substantially all the risks and rewards of the leased assets on the lessee. Assets given under a finance lease are recorded as a receivable at an amount equal to the net investment in the lease. Finance lease income is based on a pattern reflecting a constant periodic rate of return on the net investment of the lessor outstanding in respect of the finance lease.

Asset taken under finance lease are capitalised at the lower of the fair value of the asset and present value of the minimum lease payments at the inception of the lease term and are disclosed as leased assets. Lease payments are apportioned between the finance charges and the corresponding liability to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to the Consolidated Profit and Loss Accounts. Leased assets capitalised under finance lease are depreciated on a straight-line basis over the lease term.

16. Reserve for unexpired risk

General insurance

Reserve for unexpired risk represents that part of the net premium written which is attributable to and allocated to the succeeding accounting period. Reserve for unexpired risk is calculated on the basis of 1/365th method in all segments subject to a minimum of 100% in case of marine hull business.

17. Policyholders' funds

Life Insurance

The actuarial liabilities, for all in force policies and policies where premiums are discontinued but a liability exists as at the valuation date, are calculated in accordance with the generally accepted actuarial principles and practices, requirements of Insurance Act, 1938 as amended from time to time including amendment brought by the

Insurance Laws (Amendment) Act, 2015, regulations notified by the IRDAI and Actuarial Practice Standard (APS) issued by the Institute of Actuaries of India with the concurrence of the IRDAI. These liabilities are presented as a part of Policyholders Funds on liability side of the Consolidated Balance Sheet.

The specific principles adopted for the valuation of policy liabilities are set out as per the IRDAI (Assets, Liabilities and Solvency Margin of Life Insurance Business) Regulations, 2016 and the APS2 & APS7 issued by the Institute of Actuaries of India.

A brief of the methodology used is as given below:

1. The policy liabilities are valued on policy by policy basis, i.e., each policy is valued separately.

2. The reserves for linked business (individual and group) comprise unit reserves and non-unit reserves. The unit reserves are determined on the basis of NAV of the units outstanding as at the valuation date and non-unit reserves are calculated using gross premium valuation method.

3. The liabilities for individual non-linked non-participating and participating business are calculated using gross premium valuation method and are subject to the minimum floor of surrender value. Additionally, individual non-linked participating policies also have a reference to the asset share of policies at valuation date.

4. The liabilities for one year renewable group protection business are calculated on the unexpired risk premium basis. For other than one year renewable group protection business, the liabilities are calculated using gross premium valuation method.

5. The liabilities for the group non-linked savings products are determined as the higher of policy account balances (including accrued interest / bonuses) and reserves calculated by gross premium valuation method.

6. The liabilities in respect of rider benefits are determined as the higher of unexpired premium reserves and reserves calculated by gross premium valuation method.

7. Additional reserves are determined to:

a. allow for the claims that may have occurred already but not yet reported (Incurred but Not Reported).

b. allow for the servicing of existing policies if Life Insurance were to close the new business one year from the valuation date (Closure to New Business).

c. meet the expected liabilities that would arise on the revival of lapsed policies, on the basis of the proportion of the policies expected to be revived based on the revival experience of Life Insurance (Revival Reserve).

d. allow for the additional amount required to be paid on account of cancellation of policies due to look in, on the basis of the proportion of the policies expected to exercise the look-in option based on the experience Life Insurance (Look-in Reserve).

e. allow for the cost of guarantees, wherever applicable.

The Funds for Future Appropriations (FFA), in the participating segment, represents the surplus, which is not allocated to policyholders or shareholders as at the Balance Sheet date. Transfers to and from the fund reflect the excess or deficit of income over expenses respectively and appropriations in each accounting period arising in the Policyholders' Fund. Any allocation to the par policyholders would also give rise to a transfer to Consolidated Profit and Loss Account in the required proportion.

18. Reinsurance premium ceded

Life Insurance

Reinsurance premium ceded is accounted for on due basis in accordance with the terms and conditions of the reinsurance treaties. Profit commission on reinsurance ceded (if applicable) is netted off against premium ceded on reinsurance.

General Insurance

Reinsurance premium ceded is accounted in the year in which the risk commences and over the period of risk in accordance with the treaty arrangements with the reinsurers. Reinsurance premium ceded on unearned premium is carried forward to the period of risk and is set off against related unearned premium. Any subsequent revisions to or cancellations of premiums are accounted for in the year in which they occur. Premium on excess of loss reinsurance cover is accounted as per the terms of the reinsurance arrangements.

19. Claims paid and other expenses pertaining to insurance business

I. Benefits paid

Life Insurance

Benefits paid consist of policy benefit amounts and claim settlement costs, where applicable.

Non-linked business:

Death and rider claims are accounted for on receipt of intimation. Annuity benefits, periodical benefit and maturity claims are accounted for when due. Surrenders are accounted for on the receipt of consent from the insured to the quote provided by the life insurance entity.

Linked business:

Death and rider claims are accounted for on receipt of intimation. Maturity claims are accounted for on due basis when the associated units are cancelled. Surrenders and withdrawals are accounted for on receipt of intimation when associated units are cancelled. Amount payable on lapsed / discontinued policies are accounted for on expiry of lock in period of these policies. Surrenders, withdrawals and lapsation are disclosed at net of charges recoverable.

Claims receivable from reinsurance companies are accounted for in the period in which the concerned claims are intimated and netted off against the benefits paid.

Repudiated claims and other claims disputed before judicial authorities are provided for on prudent basis as considered appropriate by management.

II. Claims incurred

General insurance

Claims incurred comprises of claims paid (net of salvage and other recoveries), change in estimated liability for outstanding claims made following a loss occurrence reported, change in estimated liability for claims incurred but not reported (IBNR) and claims incurred but not enough reported (IBNER) and specific settlement costs comprising survey, legal and other directly attributable expenses. IBNR and IBNER is classified as part of policyholders' funds in the financial statements. Provision is made for estimated value of outstanding claims at the reporting date net of reinsurance, salvage and other recoveries. Such provision is made on the basis of the ultimate amounts that are likely to be paid on each claim, established by the management in light of past experience and progressively modified for changes as appropriate, on availability of further information and include claim settlement costs likely to be incurred to settle outstanding claims. Claims (net of amounts receivable from reinsurers / co-insurers) are recognised on the date of intimation based on estimates from surveyors / insured. The estimated liability for IBNR and IBNER has been estimated by the Appointed Actuary in compliance with guidelines issued by IRDAI and applicable provisions of the Institute of Actuaries of India. The Appointed Actuary has used generally accepted actuarial methods for each product category as considered appropriate depending upon the availability of past data as well as appropriateness of the different methods to the different lines of businesses. The above elements of estimates of liability for claims are periodically reviewed by the Appointed Actuary and adjusted based on recent experience and emerging trends.

Premium Deficiency

Premium deficiency is recognised as a whole on an annual basis. Premium deficiency is recognised if the sum of the expected claim costs, related expenses and maintenance cost (related to claims handling) exceeds related reserve for unexpired risk. The expected claim costs are calculated and duly certified by an appointed actuary.

III. Acquisition costs

Acquisition costs are the costs that vary with and are primarily related to the acquisition of new and renewal insurance contracts and consist of costs like commission to insurance intermediaries, rewards and incentives, sales staff costs, branch office rent, medical examination costs, policy printing expenses, stamp duty and other related expenses. These costs are expensed in the period in which they are incurred. Commission, remuneration, reward and distribution fees for new long term private car and two-wheeler motor policies at the prescribed rates is accounted in the year in which the corresponding premium is recognised.

20. Contribution to Pool Funds

General Insurance

In accordance with the requirements of IRDAI, the general insurance entity, together with other insurance companies, participates in the Terrorism Pool, Marine Cargo Pool for Excluded Territories – Russia, Ukraine, Belarus ("MCPET"). This pool is managed by the General Insurance Corporation of India ("GIC"). Amounts collected as terrorism premium in accordance with the requirements of the Tariff Advisory Committee ("TAC") are ceded at 100% of the terrorism premium collected to the Terrorism Pool and Amounts collected as MCPET premium in accordance with the requirements of the MCPET Agreement, are ceded at 96% to the MCPET Pool, after utilising the obligatory cession. The reinsurance accepted on account of these pool have been recorded in accordance with the last statement received from GIC. The general insurance entity has ensured that it has created liability, to the extent of premium retroceded to the entity, through reserve for unexpired risks, classified as part of other liabilities.

The entity also provides for contribution to Solatium Fund established by the Central Government as a percentage of gross written premium for all motor policies written during that year, till the year ended March 31, 2010. Further, General Insurance Council in its meeting held on April 01, 2010, recommended that the contribution should be a percentage of gross written third party premiums.

21. Scheme Expenses & Commission

The scheme expenses and commission were charged under the respective expense heads in the Consolidated Profit and Loss Account in accordance with guidelines and circulars issued by SEBI and Association of Mutual Funds in India (AMFI). Pursuant to SEBI circulars issued w.e.f October 22, 2018, such expenses, subject to certain permitted exceptions, are being borne by the respective schemes. New Fund Offer (NFO) expenses on the launch of mutual fund schemes are borne by the Asset Management entity and recognised in the Consolidated Profit and Loss Account as and when incurred. Any other brokerage or commission paid by the Asset Management entity in line with the applicable regulations is being amortised over the contractual period.

22. Income tax

Income tax expense comprises current tax provision and the net change in the deferred tax asset or liability during the year. Current tax provision includes the amount of tax for the period determined in accordance with the Income Tax Act, 1961, the rules framed there under and considering the material principles set out in Income Computation and Disclosure Standards, tax expenses relating to overseas subsidiaries in accordance with the tax laws applicable in countries where such subsidiaries are domiciled.

Deferred tax assets and liabilities are recognised for the future tax consequences of timing differences between the carrying values of assets and liabilities and their respective tax bases, and operating loss carried forward, if any. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates as at the Balance Sheet date.

Current tax assets and liabilities and deferred tax assets and liabilities are off-set when they relate to income taxes levied by the same taxation authority, when the entity has a legal right to off-set and when the entity intends to settle on a net basis.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future. In case of unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and appropriately adjusted to reflect the amount that is reasonably / virtually certain to be realised.

Deferred tax assets and liabilities are computed at an individual entity level and aggregated for consolidated reporting.

23. Segment information

The disclosure relating to segment information is in accordance with AS-17, Segment Reporting and as per guidelines issued by RBI.

24. Earnings per share

The Group reports basic and diluted earnings per equity share in accordance with AS-20, Earnings per Share. Basic earnings per equity share has been computed by dividing net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding for the period. Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted to equity during the year. Diluted earnings per equity share are computed using the weighted average number of equity shares and the dilutive potential equity shares outstanding during the period except where the results are anti-dilutive.

25. Accounting for provisions, contingent liabilities and contingent assets

In accordance with AS-29, Provisions, Contingent Liabilities and Contingent Assets, the Group recognises provisions when it has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Provisions are determined based on management estimate required to settle the obligation at the Balance Sheet date, supplemented by experience of similar transactions. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

A disclosure of contingent liability is made when there is:

- a possible obligation arising from a past event, the existence of which will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not within the control of the Group; or
- a present obligation arising from a past event which is not recognised as it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets, if any, are not recognised in the financial statements since this may result in the recognition of income that may never be realised.

26. Cash and cash equivalents

Cash and cash equivalents include cash, gold in hand, rupee digital currency with RBI, balances with RBI, balances with other banks and money at call and short notice.

27. Share issue expenses

Share issue expenses are adjusted against Share Premium Account in terms of Section 52 of the Companies Act, 2013.

28. Corporate social responsibility

Expenditure towards corporate social responsibility, in accordance with Companies Act, 2013, is recognised in the Consolidated Profit and Loss Account.

SCHEDULE 18 - Schedules forming part of the consolidated financial statements for the year ended March 31, 2024

Amounts in notes forming part of the consolidated financial statements for the year ended March 31, 2024 are denominated in rupee crore to conform to extant RBI guidelines, except where stated otherwise.

1. Amalgamation of HDFC Limited

The Board of Directors at its meeting held on April 04, 2022, approved a composite Scheme of amalgamation ("Scheme"), for the amalgamation of: (i) erstwhile HDFC Investments Limited ("eHDFC Investments") and erstwhile HDFC Holdings Limited ("eHDFC Holdings"), with and into erstwhile Housing Development Finance Corporation Limited ("eHDFC Limited"); and thereafter (ii) eHDFC Limited into HDFC Bank Limited ("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 was approved by the shareholders at the National Company Law Tribunal ("NCLT") convened meeting of the shareholders of the Bank held on November 25, 2022. The NCLT, in accordance with Sections 230 to 232 of the Companies Act, 2013 and rules thereunder, vide its order dated March 17, 2023 sanctioned the Scheme. Upon receipt of all requisite approvals, the Bank filed form INC 28 with Registrar of Companies on July 01, 2023 and accordingly, the Scheme became effective on July 01, 2023. As per the Scheme, the appointed date for the amalgamation of eHDFC Limited with and into the Bank is the same as effective date of the Scheme i.e. July 01, 2023. The Consolidated Profit and Loss Account for the year ended March 31, 2024 include the operations of eHDFC Limited, eHDFC Investments, eHDFC Holdings and their subsidiaries for the period from July 01, 2023 to March 31, 2024 and the Consolidated Balance Sheet as at March 31,2024 includes the balances transferred from eHDFC Limited and their subsidiaries and hence are not comparable with the previous year.

The amalgamation has been accounted under the 'pooling of interest' method as prescribed in Accounting Standard-14 "Accounting for amalgamation" ("AS-14"). Outstanding balances between eHDFC Limited and the Bank were eliminated as on July 01, 2023. All assets and liabilities of eHDFC Limited have been recognised by the Bank at their carrying amounts as on that date except for adjustments to bring about uniformity of accounting policies as required under AS-14. The share capital of ₹ 311.04 crore issued by the Bank as consideration pursuant to the Scheme has been adjusted against the corresponding share capital of eHDFC Limited of ₹ 370.29 crore and the difference has been adjusted to Amalgamation Reserve. Further, excess of cost over face value of investment in shares of the Bank by eHDFC Limited of ₹ 14,006.31 crore has been adjusted to Amalgamation Reserve. Consequently, the Bank has recognised a debit balance of ₹ 13,947.06 crore in the Amalgamation Reserve as a result of these adjustments. The Bank has sought approval from the RBI to set-off the debit balance in Amalgamation Reserve by appropriating profit for the financial year ended March 31, 2024.

Summarized values of assets and liabilities taken over as at July 01, 2023 in accordance with the terms of the Scheme is as detailed below:

Particulars	(₹ crore)
Assets taken over	
Balances with banks and money at call and short notice	5,408.87
Investments	146,773.54
Advances	605,664.86
Fixed assets	1,442.60
Other assets	14,338.34
Total Assets (A)	**773,628.21**
Liabilities, reserves and surplus taken over	
Equity share warrants	265.64
Employees stock options outstanding	123.81
Reserves and surplus	111,005.85

Particulars	(₹ crore)
Deposits	157,259.22
Borrowings	477,539.07
Other liabilities and provisions	27,064.33
Total Liabilities, reserves and surplus (B)	**773,257.92**
Net Assets C= (A-B)	**370.29**

Consequent upon amalgamation becoming effective, the authorised share capital of the Bank stood increased to ₹ 1,190.61 crore (11,90,61,00,000 shares of ₹ 1/- each) on account of transfer to and amalgamation / combination of authorised share capital of eHDFC Limited with the authorised capital of the Bank. In terms of the Scheme, the Bank has issued and allotted 3,11,03,96,492 equity shares to the shareholders of eHDFC Limited as on July 13, 2023, being the record date fixed by the Board of Directors as per the Scheme, in accordance with the share exchange ratio i.e. 42 equity shares of face value of ₹ 1/- each of the Bank for every 25 equity shares of face value of ₹ 2/- each of eHDFC Limited. Accordingly, the paid-up share capital of the Bank increased from ₹ 559.18 crore consisting of 5,59,17,98,806 equity shares of ₹ 1/- each to ₹ 753.76 crore consisting of 7,53,75,69,464 equity shares of ₹ 1/- each, post cancellation of 1,16,46,25,834 equity shares held by eHDFC Limited in the Bank on that date in accordance with the provisions of the Scheme.

In relation to the Scheme, the Bank had made applications to the RBI seeking certain forbearances / glidepath to commence from the effective date of the amalgamation. The applications were submitted to the RBI keeping in mind that the merged entity including its subsidiaries would require to comply with the extant RBI regulations with the expectation of facilitating minimal disruption to the existing customers of the merged entity, providing smooth glidepath and enabling the merged entity to continue with the incremental flow of credit in the economy including priority sector. The RBI has granted certain forbearances / glidepath and provided clarifications to the Bank by subsequent communications, the effect of which has been incorporated in the consolidated financial statements for the year ended March 31, 2024. The Bank continues to engage with the RBI in this regard.

As part of the Scheme, certain leased out immovable properties of eHDFC Limited were transferred to the Bank on amalgamation. The Bank has initiated necessary steps to foreclose these leases.

Upon Scheme becoming effective from July 01, 2023, the following entities (subsidiaries of eHDFC Limited) became the subsidiaries of the Bank. Consequently, the opening balances as on July 01, 2023 are shown as "Addition on amalgamation."

Name of the Entity	Relationship
HDFC Life Insurance Company Limited	Direct Subsidiary
HDFC International Life and Re Company Limited	Indirect Subsidiary
HDFC Pension Management Company Limited	Indirect Subsidiary
HDFC Asset Management Company Limited	Direct Subsidiary
HDFC AMC International (IFSC) Limited	Indirect Subsidiary
HDFC ERGO General Insurance Company Limited	Direct Subsidiary
HDFC Sales Private Limited	Direct Subsidiary
HDFC Capital Advisors Limited	Direct Subsidiary
HDFC Trustee Company Limited	Direct Subsidiary
HDFC Credila Financial Services Limited ('HDFC Credila') (up to March 19, 2024)	Direct Subsidiary
HDFC Education and Development Services Private Limited ('HDFC Edu')	Direct Subsidiary
Griha Pte Limited	Direct Subsidiary
Griha Investments	Direct Subsidiary

The Bank has not consolidated, HDFC Credila and HDFC Edu, its subsidiaries, as the control of these subsidiaries are held exclusively with a view to dispose off in the near future (as directed by RBI). Subsequently, the Bank has diluted its holding in HDFC Credila to 9.99% as on the Balance sheet date.

2. Proposed dividend

The Board of Directors at its meeting held on April 20, 2024, proposed a dividend of ₹ 19.50 per equity share (previous year: ₹ 19.00 per equity share) aggregating to ₹ 14,813.98 crore subject to the approval of shareholders at the ensuing Annual General Meeting. During the year ended March 31, 2024, the dividend paid by the Bank in respect of the previous year ended March 31, 2023 was ₹ 8,404.42 crore. No dividend was paid in respect of equity shares that were cancelled upon the Scheme becoming effective. In terms of the AS-4 "Contingencies and events occurring after the balance sheet date" the Bank has not appropriated the proposed dividend from the Profit and Loss Account and the same will be recognised in the year of actual payout post approval. However, effect of the proposed dividend has been reckoned in determining capital funds in computation of the capital adequacy ratio.

3. Capital Infusion

In terms of the Scheme, the Bank has issued and allotted 3,11,03,96,492 equity shares to the shareholders of eHDFC Limited as on July 13, 2023, being the record date fixed by the Board of Directors as per the Scheme, in accordance with the share exchange ratio i.e. 42 equity shares of face value of ₹ 1/- each of the Bank for every 25 equity shares of face value of ₹ 2/- each of eHDFC Limited. Accordingly, the paid-up share capital of the Bank increased from ₹ 559.18 crore consisting of 5,59,17,98,806 equity shares of ₹ 1/- each to ₹ 753.76 crore consisting of 7,53,75,69,464 equity shares of ₹ 1/- each, post cancellation of 1,16,46,25,834 equity shares held by eHDFC Limited in the Bank on that date in accordance with the provisions of the Scheme. Further, share premium increased by ₹ 51,728.83 crore on amalgamation of eHDFC Limited.

During the year ended March 31, 2024, the Bank has allotted 4,66,21,586 equity shares (previous year: 3,42,01,810 equity shares) aggregating to face value of ₹ 4.66 crore (previous year: ₹ 3.42 crore) on exercise of stock options / units. Accordingly, the share capital increased by ₹ 4.66 crore (previous year: ₹ 3.42 crore) and the share premium increased by ₹ 5,245.07 crore (previous year: ₹ 3,420.26 crore).

During the year, the Bank allotted 2,47,75,632 equity shares pursuant to exercise of convertible share warrants issued by eHDFC Limited. Accordingly, the share capital and share premium of the Bank has increased by ₹ 2.48 crore and ₹ 3,455.79 crore respectively, including money received by eHDFC Limited at the time of allotment of share warrants.

The details of the movement in the paid-up equity share capital of the Bank are given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening balance	557.97	554.55
Addition pursuant to stock options / units / warrants exercised	7.14	3.42
Addition pursuant to amalgamation (net of cancellation) (Refer Schedule 18(1))	194.58	-
Closing balance	759.69	557.97

4. Employees stock options outstanding

During the year ended March 31, 2024, the Group has recognised employee stock options / units expense of ₹ 1,731.73 crore (previous year: ₹ 797.32 crore) being fair valuation of share-linked instruments, with a corresponding credit in Employees stock options outstanding. In addition, the Bank pursuant to the Scheme has taken over ₹ 123.81 crore (previous year: Nil) as Employees stock options outstanding on the appointed and effective date. Further, an amount of ₹ 84.18 crore (previous year: ₹ 7.85 crore) and ₹ 234.51 crore (previous year: ₹ 12.79 crore) is transferred from Employees stock options outstanding to share premium and minority interest respectively and on lapses of share-linked instruments, an amount of ₹ 1.34 crore (previous year: Nil) is transferred to General Reserve.

Accounting for employee share based payments

HDFC Bank

The shareholders of the Bank approved the grant of equity stock options under Plan “C” in June 2005, Plan “D” in June 2007, Plan “E” in June 2010, Plan “F” in June 2013 and Plan “G” in July 2016. The Bank also approved the Employee Stock Incentive Master Scheme in May 2022. Under the terms of each of these plans, the Bank may issue to its employees and Whole Time Directors, Equity Stock Options (‘ESOPs’) or Restricted Stock Units (‘Units’) each of which is convertible into one equity share. Further, pursuant to the amalgamation of eHDFC Limited with and into Bank effective from July 01, 2023, the existing ESOP Schemes of the eHDFC Limited comprising of eHDFC 2007, eHDFC 2008, eHDFC 2014, eHDFC 2017 and eHDFC 2020 were taken over by Bank.

All the plans were framed in accordance with the SEBI (Employee Stock Option Scheme & Employee Stock Purchase Scheme) Guidelines, 1999 as amended from time to time and as applicable at the time of the grant. The accounting for the stock options has been in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and RBI guidelines to the extent applicable.

The plans provide for the issuance of options at the recommendation of the Nomination and Remuneration Committee of the Board (‘NRC’) at the closing price on the working day immediately preceding the date when options are granted. This closing price is the closing price of the Bank’s equity share on an Indian stock exchange with the highest trading volume as of the working day preceding the date of grant. Further, the Units are issued at the face value of the equity share of ₹ 1/- each. The vesting conditions applicable to the options / units are at the discretion of the NRC. These options / units are exercisable on vesting, for a period as set forth by the NRC at the time of the grant. The period in which the options and units may be exercised cannot exceed five years and one year respectively from the date of expiry of vesting period.

Movement in the options / units outstanding under the Employee Stock Option Plans / Restricted Stock Units

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024 and March 31, 2023:

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	March 31, 2024	**March 31, 2024**	March 31, 2023	March 31, 2023
Options outstanding at the beginning of the year	15,16,82,461	1,264.86	15,81,06,016	1,175.65
Addition on amalgamation (Refer Schedule 18 (1))	4,85,59,681	1,124.77	-	-
Granted during the year	2,43,84,690	1,611.84	3,04,80,145	1,425.69
Exercised during the year	4,63,04,966	1,133.72	3,42,01,810	998.73
Forfeited / lapsed during the year	26,62,442	1,096.34	27,01,890	1,227.62
Options outstanding at the end of the year	17,56,59,424	1,307.93	15,16,82,461	1,264.86
Options exercisable	9,88,29,856	1,201.65	6,51,24,916	1,162.96

- Movement in the Units outstanding under the Employees' Stock Incentive Master Scheme as at March 31, 2024 and March 31, 2023:

Particulars	Number of Units	Weighted average exercise price (₹)	Number of Units	Weighted average exercise price (₹)
	March 31, 2024	**March 31, 2024**	March 31, 2023	March 31, 2023
Units outstanding at the beginning of the year	28,91,000	1.00	-	-
Granted during the year	93,54,224	1.00	28,91,000	1.00
Exercised during the year	3,16,620	1.00	-	-
Forfeited / lapsed during the year	2,06,800	1.00	-	-
Units outstanding at the end of the year	1,17,21,804	1.00	28,91,000	1.00
Units exercisable	3,76,070	1.00	-	-

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
Plan E	50,75,360	1,636.90	5.92	1,636.90
Plan F	1,55,51,708	716.60 to 1,636.90	4.84	1,458.30
Plan G	11,54,13,810	882.85 to 1,673.10	2.66	1,333.78
e-HDFC 2007	44,411	255.83	-	255.83
e-HDFC 2008	40,942	160.79	-	160.79
e-HDFC 2014	12,483	603.95	-	603.95
e-HDFC 2017	6,13,926	934.44 to 1,242.15	1.84	1,070.72
e-HDFC 2020	3,89,06,784	1,076.64 to 1,535.27	3.51	1,134.61

- The following table summarises the information about Units outstanding as at March 31, 2024:

Plan	Number of shares arising out of units	Range of exercise price (₹)	Weighted average life of units (in years)	Weighted average exercise price (₹)
ESIS-2022	1,17,21,804	1.00	2.65	1.00

- The following table summarises the information about stock options outstanding as at March 31, 2023:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
Plan F	74,49,626	716.60	0.83	716.60
Plan G	14,42,32,835	882.85 to 1,673.10	2.87	1,293.18

The following table summarises the information about Units outstanding as at March 31, 2023:

Plan	Number of shares arising out of Units	Range of exercise price (₹)	Weighted average life of Units (in years)	Weighted average exercise price (₹)
ESIS-2022	28,91,000	1.00	3.02	1.00

The assumptions considered in the model for valuing the ESOPs granted during the year ended March 31, 2024 and March 31, 2023 are given below:

Particulars	March 31, 2024	March 31, 2023
Dividend yield	0.65% to 0.91%	0.22% to 0.97%
Expected volatility	22.01% to 29.45%	24.63% to 34.21%
Risk-free interest rate	7.17% to 7.54%	5.58% to 7.59%
Expected life of the options	1 to 8 Years	1 to 8 Years

The assumptions considered in the model for valuing the Units granted during the year ended March 31, 2024 and March 31, 2023 are given below:

Particulars	March 31, 2024	March 31, 2023
Dividend yield	0.59% to 1.85%	0.63% to 1.08%
Expected volatility	17.68% to 27.50%	24.08% to 30.20%
Risk-free interest rate	7.18% to 7.50%	7.02% to 7.53%
Expected life of the Units	1 to 5 Years	1 to 5 Years

HDFC Securities Limited (HSL)

On 21 June 2019, 14 December 2020, 16 September 2021, 13 January 2022, 13 October 2022, 30 August 2023 and 12 January 2024, HSL has granted share options that entitles the employees and the key management personnel (KMP) to purchase the shares in HSL. Holders of the vested stock options are entitled to purchase shares at the exercise price of the shares.

Movement in the options outstanding under the Employee Stock Option Plans of HSL

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024 and as at March 31, 2023:

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	March 31, 2024	March 31, 2024	March 31, 2023	March 31, 2023
Options outstanding at the beginning of the year	2,95,625	6,456.00	2,53,500	5,979.00
Granted during the year	3,75,700	5,909.00	1,18,300	6,918.00
Exercised during the year	73,820	6,137.00	65,625	5,418.00
Forfeited / lapsed during the year	35,575	6,693.00	10,550	6,639.00
Options outstanding at the end of the year	5,61,930	6,117.00	2,95,625	6,456.00
Options exercisable	46,875	6,412.00	32,250	6,105.00

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
Company Options	5,61,930	4,844 – 8,051	6.20	6,117

- The following table summarises the information about stock options outstanding as at March 31, 2023:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
Company Options	2,95,625	4,844 – 8,051	5.27	6,456

The assumptions considered in the model for valuing the ESOPs granted during the year ended March 31, 2024 and March 31, 2023 are given below:

Particulars	March 31, 2024	March 31, 2023
Dividend yield	7.45%	7.91%
Expected volatility	40.12% to 46.54%	44.87% to 49.25%
Risk-free interest rate	7.02% to 7.04%	7.05% to 7.33%
Expected life of the options	3 to 5 Years	3 to 5 Years

HDB Financial Services Limited (HDBFS)

In accordance with resolution approved by the shareholders, HDBFS has reserved shares, for issue to employees through Employee Stock Option Scheme (ESOP). On the approval of Nomination and Remuneration Committee (NRC), each ESOP is issued. The NRC has approved ESOP-10 on October 13, 2017, ESOP-11 on January 15, 2019, ESOP-12 on October 05, 2020, ESOP-13 on January 14, 2021, ESOP-13A on August 31, 2021, ESOP-14 on October 27, 2021, ESOP-15A on May 18, 2022, ESOP-15B on October 31, 2022, ESOP-16A on June 12, 2023, ESOP-16B on October 23, 2023 and ESOP-16C on October 23, 2023. Under the term of the ESOP, HDBFS may issue stock options to employees and directors of HDBFS, each of which is convertible into one equity share.

Such options vest at a definitive date, save for specific incidents, prescribed in the scheme as framed / approved by the NRC. Such options are exercisable for a period following vesting at the discretion of the NRC, subject to a maximum of four years from the date of vesting.

Movement in the options outstanding under the Employee Stock Option Plans of HDBFS

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024 and March 31, 2023:

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	March 31, 2024	**March 31, 2024**	March 31, 2023	March 31, 2023
Options outstanding at the beginning of the year	75,79,538	456.57	40,69,315	383.81
Granted during the year	32,45,570	486.66	47,64,630	496.09
Exercised during the year	16,75,483	426.48	9,59,052	353.71
Forfeited / lapsed during the year	4,20,827	479.42	2,95,355	425.60
Options outstanding at the end of the year	87,28,798	472.43	75,79,538	456.57
Options exercisable	16,76,263	423.28	10,01,301	352.60

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
ESOP – 10	42,000	213.00	0.59	213.00
ESOP – 11	16,150	274.00	1.84	274.00
ESOP – 12	1,57,517	300.00	2.59	300.00
ESOP – 13	3,22,595	348.00	3.84	348.00
ESOP – 13A	23,000	409.00	4.42	409.00
ESOP – 14	12,10,134	433.00	4.59	433.00
ESOP – 15A	10,35,390	457.00	5.17	457.00
ESOP – 15B	27,30,822	509.00	5.59	509.00
ESOP – 16A	13,44,770	424.00	9.25	424.00
ESOP – 16B	4,27,020	533.00	9.59	533.00
ESOP – 16C	14,19,400	533.00	9.59	533.00

- The following table summarises the information about stock options outstanding as at March 31, 2023:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
ESOP – 10	42,000	213.00	1.53	213.00
ESOP – 11	74,020	274.00	2.79	274.00
ESOP – 12	2,78,090	300.00	3.52	300.00
ESOP – 13	6,67,395	348.00	4.64	348.00
ESOP – 13A	37,000	409.00	5.42	409.00
ESOP – 14	17,99,723	433.00	5.58	433.00
ESOP – 15A	11,83,140	457.00	6.13	457.00
ESOP – 15B	34,98,170	509.00	6.59	509.00

The fair value of options have been estimated on the dates of each grant using the Black-Scholes model. The shares of HDBFS are not listed on any stock exchange. Accordingly, HDBFS had considered the volatility of the Company's stock price based on historical volatility of similar listed enterprises. The various assumptions considered in the pricing model for the stock options granted by the HDBFS are:

The assumptions considered in the model for valuing the ESOPs granted during the year ended March 31, 2024 and March 31, 2023 are given below:

Particulars	March 31, 2024	March 31, 2023
Dividend yield	0.21% - 0.38%	0.20% - 0.22%
Expected volatility	38.75% - 45.70%	40.92% - 52.59%
Risk-free interest rate	6.83% - 7.26%	6.10% - 6.82%
Expected life of the options	3.46 - 3.49 Years	2.30 - 2.33 Years

HDFC ERGO General Insurance Company Limited (HDFC ERGO)

HDFC ERGO had introduced an Employee Stock Option Plan 2009 (as amended) ("ESOP 2009") in financial year 2009-10. ESOP 2009 provides that eligible employees are granted options to acquire equity shares of HDFC ERGO that vest in graded manner. The options will vest over a period of two to four or five years as per the terms of the respective tranches from the date of grant and are exercisable over a period of five years from the respective dates of vesting. During the period, options vested aggregated to 812,522.

Movement in the options outstanding under the Employee Stock Option Plans of HDFC ERGO

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024:

Particulars	Number of options	Weighted average exercise price (₹)
Options outstanding as at July 01, 2023	86,81,867	490.07
Granted during the period	-	-
Exercised during the period	3,55,101	363.28
Forfeited / lapsed during the period	2,18,282	513.36
Options outstanding at the end of the year	81,08,484	495.00
Options exercisable	81,08,484	495.00

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
ESOP 2009	81,08,484	151 - 539	4-7 years	495.00

HDFC Capital Advisors Limited (HDFC Capital)

The Shareholders of HDFC Capital at the extra-ordinary general meeting held on December 22, 2021 approved issuance of 3,52,528 equity shares of ₹ 10 each of HDFC Capital under ESOP-2021 to eligible employees as defined thereunder. Out of the total options approved under ESOP-2021, the Board of Directors of HDFC Capital at its meeting held on December 23, 2021 granted 2,82,020 stock options to eligible employees and reserved the remaining for future employees of HDFC Capital.

The Board of Directors at its meeting held on December 15, 2022 approved certain amendments to the ESOP-2021 to inter alia amend the definition of holding company in view of the amalgamation of eHDFC Limited with and into HDFC Bank, the vesting schedule / conditions and annual purchase obligation of the holding company to align the same with the revised vesting schedule / conditions, subject to the approval of the Shareholders of HDFC Capital. The remaining terms and conditions including procedure of grant, appraisal process, exercise price, exercise period etc. remained the same. The shareholders of HDFC Capital at the extra-ordinary general meeting held on December 19, 2022 approved the aforesaid amendments to the ESOP–2021.

Subject to fulfilling the conditions specified in ESOP-2021 and in terms of the revised vesting schedule 50% of the options granted shall vest on the completion of 1 (one) year from the grant date, 25% of the options granted shall vest on the completion of 2 (two) years from the grant date and remaining 25% of the options granted shall vest on the completion of 3 (three) years.

Estimating fair value for share-based payment transactions requires use of an appropriate valuation model. HDFC Capital measures the cost of equity-settled transactions with Option holders using Black-Scholes-Merton formula to determine the fair value of the options on the grant date. Inputs into the valuation model, includes assumption such as the expected term of the share option, volatility, dividend yield and discount rate.

The fair value of the options determined at grant date is accounted as employee compensation cost over the vesting period, based on the plan.

Movement in the options outstanding under the Employee Stock Option Plans of HDFC Capital

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024:

Particulars	Number of options	Weighted average exercise price (₹)
Options outstanding as at July 01, 2023	1,41,008	928.86
Granted during the period	-	-
Exercised during the period	-	-
Forfeited / lapsed during the period	-	-
Options outstanding at the end of the year	1,41,008	928.86
Options exercisable	1,41,008	928.86

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
ESOS 21	1,41,008	928.86	7.02 years	928.86

HDFC Life Insurance Company Limited (HDFC Life)

HDFC Life has granted options to its employees under the ESOS 2014, ESOS 2015, ESOS 2016, ESOS 2017, ESOS 2018, ESOS 2019 and ESOS 2022 schemes. The said schemes are directly administered by HDFC Life. For all the grants, the mode of settlement is through equity shares. All the grants have graded vesting. The exercise price of ESOS 2014, ESOS 2015 and of ESOS 2016 schemes is based on the fair market value as determined by the Category I Merchant Banker registered with SEBI. The exercise price, of the options granted under ESOS 2017, ESOS 2018, ESOS 2019 and ESOS 2022 is based on the market price of the shares of HDFC Life, as defined in the respective ESOS scheme.

The fair value of options has been calculated using the Black-Scholes model.

Movement in the options outstanding under the Employee Stock Option Plans

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024:

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2016 (01-10-2016)		ESOS 2017 (14-03-2018)	
Options outstanding as at July 01, 2023	28,270	190.00	2,19,685	441.95
Granted during the period	-	-	-	-
Exercised during the period	8,070	190.00	94,800	441.95
Forfeited / lapsed during the period	-	-	141	441.95
Options outstanding at the end of the year	20,200	190.00	1,24,744	441.95
Options exercisable	20,200	190.00	1,24,744	441.95

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2017 (Trust) (14-03-2018)		ESOS 2018 (01-10-2018)	
Options outstanding as at July 01, 2023	2,07,634	441.95	2,34,668	391.60
Granted during the period	-	-	-	-
Exercised during the period	-	-	47,565	391.60
Forfeited / lapsed during the period	37,678	441.95	-	-
Options outstanding at the end of the year	1,69,956	441.95	1,87,103	391.60
Options exercisable	1,69,956	441.95	1,87,103	391.60

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2019 (19-09-2019)		ESOS 2019 (19-10-2020)	
Options outstanding as at July 01, 2023	34,82,239	539.10	1,84,000	561.15
Granted during the period	-	-	-	-
Exercised during the period	6,10,460	539.10	11,250	561.15
Forfeited / lapsed during the period	50,000	539.10	7,000	561.15
Options outstanding at the end of the year	28,21,779	539.10	1,65,750	561.15
Options exercisable	28,21,779	539.10	1,65,750	561.15

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2019 (17-03-2021)		ESOS 2019 (22-10-2021)	
Options outstanding as at July 01, 2023	2,38,966	703.05	4,17,233	694.55
Granted during the period	-	-	-	-
Exercised during the period	-	-	-	-
Forfeited / lapsed during the period	-	-	20,362	694.55
Options outstanding at the end of the year	2,38,966	703.05	3,96,871	694.55
Options exercisable	2,38,966	703.05	3,17,086	694.55

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2019 (15-03-2022)		ESOS 2022 (20-10-2022)	
Options outstanding as at July 01, 2023	2,94,313	512.45	1,03,74,109	531.55
Granted during the period	-	-	-	-
Exercised during the period	-	-	4,71,699	531.55
Forfeited / lapsed during the period	-	-	1,85,000	531.55
Options outstanding at the end of the year	2,94,313	512.45	97,17,410	531.55
Options exercisable	2,94,313	512.45	25,55,034	531.55

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2022 (20-01-2023)		ESOS 2019 (04-10-2023)	
Options outstanding as at July 01, 2023	5,38,000	605.25	-	-
Granted during the period	-	-	1,20,000	633.55
Exercised during the period	-	-	-	-
Forfeited / lapsed during the period	12,000	605.25	-	-
Options outstanding at the end of the year	5,26,000	605.25	1,20,000	633.55
Options exercisable	40,800	605.25	-	-

Particulars	Number of options	Weighted average exercise price (₹)	Number of options	Weighted average exercise price (₹)
	ESOS 2022 (04-10-2023)		ESOS 2019 (14-03-2024)	
Options outstanding as at July 01, 2023	-	-	-	-
Granted during the period	11,20,881	633.55	1,70,000	610.05
Exercised during the period	-	-	-	-
Forfeited / lapsed during the period	-	-	-	-
Options outstanding at the end of the year	11,20,881	633.55	1,70,000	610.05
Options exercisable	-	-	-	-

Particulars	Number of options	Weighted average exercise price (₹)
	ESOS 2022 (14-03-2024)	
Options outstanding as at July 01, 2023	-	-
Granted during the period	42,000	610.05
Exercised during the period	-	-
Forfeited / lapsed during the period	-	-
Options outstanding at the end of the year	42,000	610.05
Options exercisable	42,000	610.05

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
ESOS 2016	20,200	190.00	0.50	190.00
ESOS 2017	1,24,744	441.95	1.95	441.95
ESOS (Trust) 2017	1,69,956	441.95	1.95	441.95
ESOS 2018	1,87,103	391.60	2.09	391.60
ESOS 2019	23,14,305	539.10	2.58	539.10
ESOS 2019	5,07,474	539.10	5.50	539.10
ESOS 2019	1,65,750	561.15	2.58	561.15
ESOS 2019	2,38,966	703.05	2.58	703.05
ESOS 2019	3,17,086	694.55	2.58	694.55
ESOS 2019	79,785	694.55	5.50	694.55
ESOS 2019	2,94,313	512.45	2.58	512.45
ESOS 2022	96,17,410	531.55	5.81	531.55
ESOS 2022	1,00,000	531.55	7.86	531.55
ESOS 2022	1,36,000	605.25	5.81	605.25
ESOS 2022	3,90,000	605.25	7.86	605.25
ESOS 2022	11,20,881	633.55	5.81	633.55
ESOS 2019	1,20,000	633.55	5.50	633.55
ESOS 2022	42,000	610.05	5.81	610.05
ESOS 2019	1,70,000	610.05	5.50	610.05

The assumptions considered in the model for valuing the ESOPs granted during the year ended March 31, 2024 are given below:

Particulars	ESOP 2012	ESOP 2014	ESOP 2015
Dividend yield	0.00%	1.06%	1.04%
Expected volatility*	30.44% - 36.53%	33.23% - 37.15%	34.21% - 38.38%
Risk-free interest rate	8.19% - 8.74%	7.73% - 8.28%	7.41% - 7.58%
Expected life of the options	1.37 - 3.45 years	1.75 - 3.75 years	1.75 - 3.75 years

Particulars	ESOP 2016	ESOP 2017	ESOP (Trust) 2017
Dividend yield	0.88%	0.74%	0.74%
Expected volatility*	10%	28.96%	28.96%
Risk-free interest rate	6.57% - 6.80%	6.76% - 7.27%	6.76% - 7.27%
Expected life of the options	1.75 - 3.75 years	1.75 - 3.75 years	1.75 - 3.75 years

Particulars	ESOP 2018	ESOP 2019	ESOP 2022
Dividend yield	0.40%	0.23% to 0.41%	0.28% to 0.32%
Expected volatility*	29.09%	29.12% - 39.73%	27.75% - 33.47%
Risk-free interest rate	8.02% - 8.15%	4.43% - 6.34%	7.13% - 7.53%
Expected life of the options	1.74 - 3.74 years	1.68 - 5.27 years	2.07 - 5.07 years

*Volatility of share price of a matured enterprise in the industry which is listed on BSE Limited till the date of listing and volatility of share price of HDFC ERGO from the date of listing have been used as a basis for estimation of expected volatility of options. In the case of ESOS 2016, the expected volatility has been assumed at the rate of 10% since HDFC ERGO was unlisted as on the date of the grant.

HDFC Asset Management Company Limited (HDFC AMC)

Under Employees Stock Option Scheme 2020 (ESOS 2020) of HDFC AMC, the options shall vest in three tranches. Each of these tranches consisting of 1/3 of the options granted shall vest on the completion of the 1st, 2nd and 3rd year from the date of the grant respectively. Any fractional residue shall be settled in the 3rd tranche. The options can be exercised over a period of five years from the date of respective vesting.

Movement in the options outstanding under the Employee Stock Option Plans

- Movement in the options outstanding under the various employee stock option plans as at March 31, 2024:

Particulars	Number of options	Weighted average exercise price (₹)
Options outstanding as at July 01, 2023	23,60,420	2,342.71
Granted during the period	38,800	3,415.25
Exercised during the period	14,520	669.13
Forfeited / lapsed during the period	68,500	1,777.65
Options outstanding at the end of the year	23,16,200	2,387.88
Options exercisable	12,03,001	2,863.25

- The following table summarises the information about stock options outstanding as at March 31, 2024:

Plan	Number of shares arising out of options	Range of exercise price (₹)	Weighted average life of options (in years)	Weighted average exercise price (₹)
ESOS 2020	23,16,200	1,780.90 - 3,415.25	3.90 – 6.78	2,387.88

The assumptions considered in the model for valuing the ESOPs granted during the year ended March 31, 2024 are given below:

Particulars	March 31, 2024
Dividend yield	0.84% to 2.48%
Expected volatility	27.75% to 37.08%
Risk-free interest rate	5.04% to 6.96%
Expected life of the options	3.5 to 5.5 Years

Note: The assumptions include grants prior to April 01, 2021.

5. Reserves and Surplus

During the year ended March 31, 2024, the Bank and HDBFS have made an appropriation of ₹ 15,684.72 crore (previous year: ₹ 11,445.96 crore) out of profits for the year to the Statutory Reserve pursuant to the requirements of Section 17 of the Banking Regulation Act, 1949 read with RBI guidelines and 45 IC of the RBI Act, 1934 respectively.

General Reserve

During the year ended March 31, 2024, the Bank has made an appropriation of ₹ 6,081.23 crore (previous year: ₹ 4,410.87 crore) out of profits for the year to the General Reserve. Further, the Bank has transferred ₹ 1.34 crore (previous year: Nil) from employees stock options outstanding to General reserve on lapses of share-linked instruments.

Special Reserve

During the year ended March 31,2024, the Bank has made an appropriation of ₹ 3,000.00 crore (previous year: ₹ 500.00 crore) to the Special Reserve as per Section 36(1)(viii) of the Income-tax Act, 1961.

Amalgamation Reserve I

The balance of ₹ 1,063.56 crore represents excess of net assets taken over the paid-up value of equity shares issued as consideration with respect to amalgamation of Times Bank Limited during FY 2000 and Centurion Bank of Punjab Limited during FY 2009 with the Bank.

Amalgamation Reserve II

The share capital of ₹ 311.04 crore issued by the Bank as consideration pursuant to the Scheme has been adjusted against the corresponding share capital of eHDFC Limited of ₹ 370.29 crore and the difference has been adjusted to Amalgamation Reserve. Further, excess of cost over face value of investment in shares of the Bank by eHDFC Limited of ₹ 14,006.31 crore has been adjusted to Amalgamation Reserve. Consequently, the Bank has recognised a debit balance of ₹ 13,947.06 crore in the Amalgamation Reserve as a result of these adjustments.

Capital Reserve

During the year ended March 31, 2024, the Bank appropriated ₹ 4,166.42 crore (previous year: ₹ 4.62 crore), being the profit on sale of investments under HTM category and profit on sale of immovable properties, net of taxes and transfer to statutory reserve, from the Profit and Loss Account to the Capital Reserve. Further, the Bank has transferred money received by eHDFC Limited in respect of warrants that remained unexercised amounting to ₹ 0.18 crore (previous year: Nil) to Capital Reserve.

Investment Reserve Account

During the year ended March 31, 2024, the Bank has appropriated ₹ 529.42 crore (net) from the Profit and Loss Account to the Investment Reserve Account as per the RBI guidelines. In the previous year, the Bank had transferred ₹ 294.79 crore (net) from the Investment Reserve Account to the Profit and Loss Account as per the RBI guidelines.

Investment Fluctuation Reserve

During the year ended March 31, 2024, the Bank has appropriated ₹ 378.00 crore (previous year: ₹ 82.00 crore) to Investment Fluctuation Reserve (IFR). As per RBI guidelines, banks are required to maintain an IFR equivalent to 2.00% of their HFT and AFS investment portfolios. The balance in the IFR as at March 31, 2024 is 3.48 % (previous year: 2.24%) of the Bank's HFT and AFS investment portfolios.

Foreign Currency Translation Reserve

As at March 31, 2024, the Group has recognised ₹ 883.79 crore (previous year: ₹ 778.85 crore) as Foreign Currency Translation Reserve on account of translation of foreign currency assets and liabilities of non-integral foreign operations.

Cash Flow Hedge Reserve

As at March 31, 2024, the Group has recognised ₹ 832.30 crore (previous year: debit of ₹ 84.06 crore) as Cash Flow Hedge Reserve on derivative contracts designated as cash flow hedge.

Other Reserve

During the year ended March 31, 2024, insurance entities have recognised ₹ 145.57 crore (previous year: Nil) towards fair value change account under Other Reserve.

Capital reserve on consolidation (net of goodwill)

Upon the Scheme becoming effective as referred to in Schedule 18(1), the Bank has incrementally consolidated 11 entities and in total 14 entities have been consolidated. Consequently, on consolidation the Group has recognised aggregate goodwill of ₹ 340.18 crore and aggregate capital reserve of ₹ 3,779.00 crore. In accordance with RBI guidelines, net capital reserve is disclosed in Schedule-2.

Movement of goodwill / capital reserve on consolidation	(₹ crore)
Goodwill on consolidation as on March 31, 2023	(148.79)
Aggregate goodwill on consolidation of incremental entities	(340.18)
Aggregate capital reserve on consolidation of incremental entities	3,779.00
Capital reserve on consolidation (net of goodwill)	**3,290.03**

6. Deposit under lien and Securities kept as margin:

Balances with banks in other deposit accounts under Schedule 7 include ₹ 4,402.62 crore (previous year ₹ 3,222.05 crore) which are under lien.

The details of securities under Schedule 8 that are kept as margin:

(₹ crore)

Sr. No.	**Particulars**		Face value as at March 31	
			2024	2023
I.	Securities kept as margin with Clearing Corporation of India towards:			
	a)	Collateral and funds management - Securities segment	9,547.00	9,100.00
	b)	Collateral and funds management - Tri-party Repo	39,053.00	79,729.85
	c)	Default fund - Forex Forward segment	247.10	247.10
	d)	Default fund - Forex Settlement segment	51.05	51.05
	e)	Default fund - Rupee Derivatives (Guaranteed Settlement) segment	199.15	199.15
	f)	Default fund - Securities segment	263.00	75.00
	g)	Default fund - Tri-party repo segment	59.00	55.00
II.	Securities kept as margin with the RBI towards:			
	a)	Real Time Gross Settlement (RTGS)	64,687.48	48,469.64
	b)	Repo transactions	65,172.27	71,636.59
III.	Securities kept as margin with National Securities Clearing Corporation of India (NSCCIL) towards NSE Currency Derivatives segment.		-	107.72
IV.	Securities kept as margin with Indian Clearing Corporation Limited towards BSE Currency Derivatives segment.		358.72	251.00

(₹ crore)

Sr. No.	Particulars	Face value as at March 31	
		2024	2023
V.	Securities kept as margin with National Securities Clearing Corporation of India (NSCCIL) towards Capital market.	2,116.11	1,716.11
VI.	Mutual funds marked as lien with stock exchange for margin requirement.	-	400.00

7. Details of derivatives contracts for Group

The Group enters into various types of currency / interest rate derivative contracts which include forwards, swaps, futures, and options. The notional amounts of financial instruments such as foreign exchange contracts and derivatives provide a basis for comparison with the instruments recognised on the Balance Sheet but do not necessarily indicate the amounts of future cash flows involved or the current fair value of the instruments and, therefore, do not indicate the Group's exposure to credit or price risks. The notional principal amounts outstanding for such derivatives contracts are as under:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023	Purpose
Interest rate derivative	551,311.15	580,187.44	Trading
Interest rate derivative	250,762.76	31,283.78	Hedging
Forward contracts	1,151,750.54	899,675.67	Trading
Forward contracts	60,802.25	5,546.47	Hedging
Currency derivative	41,318.47	47,274.28	Trading
Currency derivative	30,442.83	15,858.81	Hedging
Forward rate agreement	40,601.77	-	Hedging

8. Penalties levied by the RBI

During the year ended March 31, 2024, RBI vide its letter dated November 30, 2023 levied a penalty of ₹ 10,000 on the Bank under Section 11(3) of FEMA, 1999 towards not obtaining RBI's approval for maintaining current and fixed deposit accounts of a foreign bank post cancellation of their license by RBI, which was in contravention to the para 13 of AP (DIR Series) Circular no. 67 dated May 05, 2016. The penalty was paid by the Bank on December 05, 2023.

During the year ended March 31, 2023, there were no instances of penalty levied by the RBI on the Bank.

9. Provisions and contingencies

The break-up of 'Provisions and contingencies' included in the Consolidated Profit and Loss Account is given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Provision for income tax[1]		
- Current	13,948.91	15,498.13
- Deferred	(2,826.81)	(148.44)
Provision for NPAs[2]	12,532.49	13,558.03
Provision for diminution in value of non-performing investments	7.56	3.17
Provision for standard assets	1,215.10	457.43
Floating provisions	10,900.00	-
Other provisions and contingencies[3]	363.13	(164.55)
Total	**36,140.38**	**29,203.77**

1. *Provision for income tax is net of write back of provision no longer required of ₹ 6,325.04 crore, pursuant to favourable orders received by the Bank.*
2. *Includes loss on sale of NPAs / stressed assets.*
3. *Includes write back of provision for tax, legal and other contingencies ₹ 644.55 crore (previous year: ₹ 162.00 crore), write back of securitised-out assets ₹ 26.81 crore (previous year: ₹ 2.55 crore) and provision against investment in Alternate Investment Funds ₹ 1,034.49 crore (previous year: Nil).*

10. Other liabilities

The Group has presented gross unrealised gain on foreign exchange and derivative contracts under other assets and gross unrealised loss on foreign exchange and derivative contracts under other liabilities. Accordingly, other liabilities as at March 31, 2024 include unrealised loss on foreign exchange and derivative contracts of ₹ 10,513.94 crore (previous year: ₹ 9,914.66 crore).

11. Other fixed assets

Other fixed assets include amount capitalised relating to software, licenses, Bombay Stock Exchange card and electronic trading platform etc. Details regarding the same are tabulated below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Cost		
As at March 31 of the previous year	5,474.26	4,503.79
Addition on amalgamation (Refer Schedule 18(1))	1,003.14	-
Additions during the year	1,346.83	1,079.23
Deductions during the year	(22.62)	(108.76)
Total (a)	**7,801.61**	**5,474.26**
Depreciation		
As at March 31 of the previous year	3,947.61	3,365.83
Addition on amalgamation (Refer Schedule 18(1))	696.35	-
Charge for the year	922.86	690.54
On deductions during the year	(22.62)	(108.76)
Total (b)	**5,544.19**	**3,947.61**
Net value (a-b)	**2,257.42**	**1,526.65**

12. Other assets

Other assets includes deposits placed with NABARD / SIDBI / NHB on account of shortfall in lending to priority sector of ₹ 118,007.02 crore (previous year: ₹ 90,592.86 crore).

The Group has presented gross unrealised gain on foreign exchange and derivative contracts under other assets and gross unrealised loss on foreign exchange and derivative contracts under other liabilities. Accordingly, other assets as at March 31, 2024 include unrealised gain on foreign exchange and derivative contracts of ₹ 11,789.89 crore (previous year: ₹ 12,202.27 crore).

Other assets include deferred tax asset (net) of ₹ 9,301.96 crore (previous year: ₹ 7,292.26 crore). The break-up of the same is as follows:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Deferred tax asset arising out of:		
Loan loss and contingencies	12,951.90	6,568.58
Employee benefits	1,096.90	73.19
Depreciation	101.42	103.20
Others	784.00	547.29
Total (a)	**14,934.22**	**7,292.26**
Deferred tax liability arising out of:		
Special reserve u/s 36(1)(viii) of the Income tax Act, 1961	5,385.82	-
Unrealised MTM on derivatives	216.55	-
Depreciation	25.14	-
Others	4.75	-
Total (b)	**5,632.26**	**-**
Deferred tax asset (net) (a-b)	**9,301.96**	**7,292.26**

13. Other income

Commission, exchange and brokerage income

Commission, exchange and brokerage income is presented net of related commission expenses for the Bank.

Profit on sale on investments

During the current year, in order to comply with condition imposed by the RBI in relation to the Scheme, the Bank sold 14,01,72,180 equity shares of HDFC Credila for a consideration of ₹ 9,552.73 crore, resulting in a gain of ₹ 7,341.42 crore (net of tax ₹ 5,526.26 crore).

Miscellaneous income

Miscellaneous income includes recoveries from written-off accounts amounting to ₹ 4,380.01 crore (previous year: ₹ 4,401.00 crore) exceeding 1% of the total income of the Group.

14. Other expenditure

Other expenditure includes commission paid to sales agents amounting to ₹ 4,124.48 crore (previous year: ₹ 3,342.15 crore) exceeding 1% of the total income of the Group.

15. Employee benefits

Gratuity

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Reconciliation of opening and closing balance of the present value of the defined benefit obligation		
Present value of obligation as at April 1	**1,175.17**	**1,090.59**
Liabilities assumed on amalgamation (Refer Schedule 18(1))	618.83	-
Interest cost	98.40	73.27
Current service cost	236.88	142.38
Benefits paid	(201.56)	(111.67)
Actuarial (gain) / loss on obligation:		
Experience adjustment	(27.36)	8.44
Assumption change	20.34	(27.84)
Present value of obligation as at March 31	**1,920.70**	**1,175.17**
Reconciliation of opening and closing balance of the fair value of the plan assets		
Fair value of plan assets as at April 1	**1,091.61**	**1,001.91**
Assets assumed on amalgamation (Refer Schedule 18(1))	573.67	-
Expected return on plan assets	106.43	66.54
Contributions	82.96	173.53
Benefits paid	(178.05)	(111.67)
Actuarial gain / (loss) on plan assets:		
Experience adjustment	290.93	(38.70)
Fair value of plan assets as at March 31	**1,967.55**	**1,091.61**
Amount recognised in Balance Sheet		
Fair value of plan assets as at March 31	1,967.55	1,091.61
Present value of obligation as at March 31	(1,920.70)	(1,175.17)
Asset / (liability) as at March 31	**46.85**	**(83.56)**
Expenses recognised in Consolidated Profit and Loss Account		
Interest cost	96.35	73.27
Current service cost	236.88	142.38
Expected return on plan assets	(104.38)	(66.54)
Net actuarial (gain) / loss recognised in the year	(297.96)	19.30
Net cost	**(69.11)**	**168.41**
Actual return on plan assets	397.36	27.84
Estimated contribution for the next year	165.92	194.83
Assumptions		
Discount rate	7.15%-7.21% p.a.	7.20%-7.42% p.a.
Expected return on plan assets	6.50%-7.21% p.a.	6.50%-7.42% p.a.
Salary escalation rate	3.00%-15.00% p.a.	3.00%-10.00% p.a.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

Expected rate of return on investments is determined based on the assessment made by the Group at the beginning of the year with regard to its existing portfolio. Major categories of plan assets as a percentage of fair value of total plan assets are given below.

Category of plan assets	% of fair value to total plan assets as at	
	March 31, 2024	March 31, 2023
Government securities	47.62%	37.47%
Debenture and bonds	17.59%	18.98%
Equity shares	30.34%	36.64%
Others	4.45%	6.91%
Total	**100.00%**	**100.00%**

Experience adjustment

(₹ crore)

Particulars	Years ended March 31,				
	2024	2023	2022	2021	2020
Plan assets	1,967.55	1,091.61	1,001.91	834.44	577.97
Defined benefit obligation	1,920.70	1,175.17	1,090.59	1,017.22	851.66
Surplus / (deficit)	46.85	(83.56)	(88.68)	(182.78)	(273.69)
Experience adjustment gain / (loss) on plan assets	290.93	(38.70)	22.14	107.65	(59.42)
Experience adjustment (gain) / loss on plan liabilities	(27.36)	8.44	(51.23)	41.30	16.69

Pension

(₹ crore)

Particulars	**March 31, 2024**	March 31, 2023
Reconciliation of opening and closing balance of the present value of the defined benefit obligation		
Present value of obligation as at April 1	**107.82**	**88.02**
Interest cost	7.61	6.07
Current service cost	1.83	1.54
Past service cost	-	-
Benefits paid	(9.85)	(12.01)
Actuarial (gain) / loss on obligation:		
Experience adjustment	16.83	3.32
Assumption change	(20.77)	20.88
Present value of obligation as at March 31	**103.47**	**107.82**
Reconciliation of opening and closing balance of the fair value of the plan assets		
Fair value of plan assets as at April 1	**0.31**	**0.88**
Expected return on plan assets	0.53	0.04
Contributions	24.18	11.18
Benefits paid	(9.85)	(12.01)

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Actuarial gain / (loss) on plan assets:		
Experience adjustment	0.99	0.22
Assumption change	-	-
Fair value of plan assets as at March 31	**16.16**	**0.31**
Amount recognised in Balance Sheet		
Fair value of plan assets as at March 31	16.16	0.31
Present value of obligation as at March 31	(103.47)	(107.82)
Asset / (liability) as at March 31	**(87.31)**	**(107.51)**
Expenses recognised in Consolidated Profit and Loss Account		
Interest cost	7.61	6.07
Current service cost	1.83	1.54
Past service cost	-	-
Expected return on plan assets	(0.53)	(0.04)
Net actuarial (gain) / loss recognised in the year	(4.94)	23.98
Net cost	**3.97**	**31.55**
Actual return on plan assets	1.53	2.59
Estimated contribution for the next year	7.78	22.95
Assumptions		
Discount rate	7.20% p.a.	7.40% p.a.
Expected return on plan assets	6.50% p.a.	6.50% p.a.
Salary escalation rate	7.00% p.a.	10.00% p.a.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

Expected rate of return on investments is determined based on the assessment made by the Group at the beginning of the year with regard to its existing portfolio. Major categories of plan assets as a percentage of fair value of total plan assets are given below.

Category of plan assets	% of fair value to total plan assets as at	
	March 31, 2024	March 31, 2023
Government securities	8.81%	36.54%
Debenture and bonds	1.02%	4.07%
Others	90.17%	59.39%
Total	**100.00%**	**100.00%**

Experience adjustment

(₹ crore)

Particulars	Years ended March 31,				
	2024	2023	2022	2021	2020
Plan assets	16.16	0.31	0.88	0.33	9.51
Defined benefit obligation	103.47	107.82	88.02	89.99	64.15
Surplus / (deficit)	(87.31)	(107.51)	(87.14)	(89.66)	(54.64)
Experience adjustment gain / (loss) on plan assets	0.99	0.22	0.39	(0.20)	0.28
Experience adjustment (gain) / loss on plan liabilities	16.83	3.32	6.44	31.41	9.06

Provident fund

The guidance note on AS-15, Employee Benefits, states that employer established provident funds, where interest is guaranteed are to be considered as defined benefit plans and the liability has to be valued. The Institute of Actuaries of India (IAI) has issued a guidance note on valuation of interest rate guarantees on exempt provident funds. The actuary has accordingly valued the same and as at March 31, 2024, no provision is required (previous year: Nil), towards the present value of the guaranteed interest benefit obligation. The actuary has followed the deterministic approach as prescribed by the guidance note.

Assumptions

Particulars	March 31, 2024	March 31, 2023
Discount rate (GOI security yield)	7.20% p.a.	7.40% p.a.
Expected guaranteed interest rate	8.25% p.a.	8.10% p.a.

The Group contributed ₹ 990.58 crore (previous year: ₹ 766.98 crore) to the provident fund, ₹ 18.80 crore (previous year: ₹ 8.33 crore) to the National Pension Scheme (for employees who opted) and ₹ 92.70 crore (previous year: ₹ 80.33 crore) to the superannuation plan.

Compensated absences

The actuarial liability of compensated absences of accumulated privileged and sick leaves of the employees of the Group is given below

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Privileged leave	129.38	7.88
Sick leave	10.69	1.46
Total actuarial liability	**140.07**	**9.34**
Assumptions		
Discount rate	5.20% to 7.21% p.a.	7.20% p.a.
Salary escalation rate	4.00% to 10.48% p.a.	10.78% p.a.

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. The effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are not yet issued.

The Group will assess the impact of the Code and will give appropriate impact in the consolidated financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

16. Segment reporting

Business segments

Business segments have been identified and reported taking into account, the target customer profile, the nature of products and services, the differing risks and returns, the organisation structure, the internal business reporting system and the guidelines prescribed by RBI. The Group operates in the following segments:

a) Treasury

The treasury segment primarily consists of net interest earnings from the Bank's investment portfolio, money market borrowing and lending, gains or losses on investment operations and on account of trading in foreign exchange and derivative contracts.

b) Retail banking

i. Digital banking

The digital banking segment represents business by Digital Banking Units (DBUs) of the Bank. The said DBUs serves retail customers through the Bank's digital network and other online channels. This segment raises deposits from customers and provides loans and other services to customers.

Revenues of the DBUs are derived from interest earned on retail loans, fees from services rendered, etc. Expenses of this segment primarily comprise of interest expense on deposits, infrastructure and premises expenses for operating the DBUs, other direct overheads and allocated expenses of specialist product groups.

ii. Other retail banking

The retail banking segment serves retail customers through the Bank's branch network and other channels. This segment raises deposits from customers and provides loans and other services to customers with the help of specialist product groups. Exposures are classified under retail banking taking into account the status of the borrower (orientation criterion), the nature of product, granularity of the exposure and the quantum thereof.

Revenues of the retail banking segment are derived from interest earned on retail loans, interest earned from other segments for surplus funds placed with those segments, subvention received from dealers and manufacturers, fees from services rendered, foreign exchange earnings on retail products etc. Expenses of this segment primarily comprise interest expense on deposits, commission paid to retail assets sales agents, infrastructure and premises expenses for operating the branch network and other delivery channels, personnel costs, other direct overheads and allocated expenses of specialist product groups, processing units and support groups.

c) Wholesale banking

The wholesale banking segment provides loans, non-fund facilities and transaction services to large corporates, emerging corporates, public sector units, government bodies, financial institutions and medium scale enterprises. Revenues of the wholesale banking segment consist of interest earned on loans made to customers, interest / fees earned on the cash float arising from transaction services, earnings from trade services and other non-fund facilities and also earnings from foreign exchange and derivative transactions on behalf of customers. The principal expenses of the segment consist of interest expense on funds borrowed from external sources and other internal segments, premises expenses, personnel costs, other direct overheads and allocated expenses of delivery channels, specialist product groups, processing units and support groups.

d) Other banking business

This segment includes income from parabanking activities such as credit cards, debit cards, third party product distribution, primary dealership business and the associated costs.

e) Insurance business

This segment includes the operations of HDFC Life Insurance Company Limited (consolidated) and HDFC ERGO General Life Insurance Company Limited.

f) Others

Includes the operations of consolidated entities of the Bank, not covered in any of the above segments.

g) Unallocated

All items which are reckoned at an enterprise level are classified under this segment. This includes capital and reserves, debt classified as Tier 1 or Tier 2 capital and other unallocable assets and liabilities such as deferred tax, etc.

Segment revenue includes earnings from external customers plus earnings from funds transferred to other segments. Segment result includes revenue less interest expense less operating expense and provisions, if any, for that segment. Segment-wise income and expenses include certain allocations. Interest income is charged by a segment that provides funding to another segment, based on yields benchmarked to an internally approved yield curve or at a certain agreed transfer price rate. Transaction charges are levied by the retail banking segment to the wholesale banking segment for the use by its customers of the retail banking segment's branch network or other delivery channels. Segment capital employed represents the net assets in that segment.

Geographic segments

The geographic segments of the Bank are categorised as domestic operations. Domestic operations comprise branches in India and foreign operations comprise branches outside India.

Segment reporting for the year ended March 31, 2024 is given below:

Business segments:

(₹ crore)

Sr. No.	Particulars	Treasury	Retail banking		Wholesale banking	Other banking business	Insurance business	Other	Total
			Digital banking #	Other retail banking					
1	Segment revenue	61,653.66	3.37	233,634.50	175,520.23	30,050.38	86,877.22	13,536.00	601,275.36
2	Unallocated revenue								-
3	Less: Inter-segment revenue								193,280.59
4	Income from operations (1) + (2) - (3)								407,994.77
5	Segment results**	14,190.10	(1.23)	15,661.14	32,280.98	11,104.00	3,321.30	2,352.00	78,908.29
6	Unallocated expenses								2,339.69
7	Income tax expense (including deferred tax)								11,122.10
8	Net profit (5)-(6)-(7)								65,446.50
9	Segment assets	822,926.80	51.34	1,395,037.69	1,274,899.43	97,097.23	322,984.00	89,587.20	4,002,583.69
10	Unallocated assets								27,610.57
11	Total assets (9)+(10)								4,030,194.26
12	Segment liabilities**	94,557.67	56.18	2,046,617.47	973,987.85	8,212.98	311,998.00	71,040.35	3,506,470.50
13	Unallocated liabilities								53,945.11

(₹ crore)

Sr. No.	Particulars	Treasury	Retail banking		Wholesale banking	Other banking business	Insurance business	Other	Total
			Digital banking #	Other retail banking					
14	Total liabilities (12) + (13)								3,560,415.61
15	Capital employed (9) - (12) (Segment assets - Segment liabilities)								496,113.19
16	Unallocated (10) - (13)								(26,334.54)
17	Total (15) + (16)								469,778.65
18	Capital expenditure	31.45	-	4,168.78	49.06	532.55	313.99	239.96	5,335.79
19	Depreciation	26.01	-	2,343.71	204.67	235.71	125.77	156.21	3,092.08
20	Provisions for non - performing assets / others*	-	-	12,798.00	6,781.15	3,913.00	(56.01)	1,582.14	25,018.28
21	Unallocated other provisions*								-

* *Represents material non-cash charge other than depreciation and taxation.*

** *Segment Results and Liabilities are after considering the impact of Floating Provisions in the respective segments.*

\# *Vide its circular dated April 07, 2022 on establishment of Digital Banking Units (DBUs), the RBI has prescribed reporting of Digital Banking Segment as a sub-segment of Retail Banking Segment.*

Geographic segments:

(₹ crore)

Particulars	Domestic	International	Total
Revenue	4,03,356.00	4,638.77	4,07,994.77
Assets	39,54,614.44	75,579.82	40,30,194.26
Capital expenditure	5,334.46	1.33	5,335.79

Segment reporting for the year ended March 31, 2023 is given below:

Business segments:

(₹ crore)

Sr. No.	Particulars	Treasury	Retail banking		Wholesale banking	Other banking business	Other	Total
			Digital banking #	Other retail banking				
1	Segment revenue	34,322.91	0.64	142,272.51	94,366.08	25,979.29	11,865.74	308,807.17
2	Unallocated revenue							-
3	Less: Inter-segment revenue							104,141.07
4	Income from operations (1) + (2) - (3)							204,666.10
5	Segment results	2,096.49	(0.85)	14,164.39	33,641.99	9,684.51	3,013.10	62,599.63
6	Unallocated expenses							1,101.24
7	Income tax expense (including deferred tax)							15,349.69
8	Net profit (5)-(6)-(7)							46,148.70

(₹ crore)

Sr. No.	Particulars	Treasury	Retail banking		Wholesale banking	Other banking business	Other	Total
			Digital banking #	Other retail banking				
9	Segment assets	641,108.56	40.22	756,028.55	973,689.82	80,748.69	64,350.96	2,515,966.80
10	Unallocated assets							14,465.63
11	Total assets (9)+(10)							2,530,432.43
12	Segment liabilities	73,308.77	41.66	1,590,690.86	464,552.76	7,018.63	54,252.20	2,189,864.88
13	Unallocated liabilities							50,269.77
14	Total liabilities (12) + (13)							2,240,134.65
15	Capital employed (9) - (12) (Segment assets - Segment liabilities)							326,101.92
16	Unallocated (10) - (13)							(35,804.14)
17	Total (15) + (16)							290,297.78
18	Capital expenditure	28.52	-	3,071.71	832.78	275.51	167.45	4,375.97
19	Depreciation	40.09	-	1,855.64	198.20	148.55	102.99	2,345.47
20	Provisions for non - performing assets / others*	(5.00)	-	6,738.00	685.66	4,501.00	1,934.42	13,854.08
21	Unallocated other provisions*							-

* *Represents material non-cash charge other than depreciation and taxation.*

\# *Vide its circular dated April 07, 2022 on establishment of Digital Banking Units (DBUs), the RBI has prescribed reporting of Digital Banking Segment as a sub-segment of Retail Banking Segment. During the year ended March 31, 2023, the Bank has commenced operations at four DBUs and the segment information disclosed above is related to the said DBUs.*

Geographic segments:

(₹ crore)

Particulars	Domestic	International	Total
Revenue	202,361.09	2,305.01	204,666.10
Assets	2,467,295.62	63,136.81	2,530,432.43
Capital expenditure	4,372.17	3.80	4,375.97

17. Related party disclosures

As per AS-18, Related Party Disclosures read with RBI Master Direction on Financial Statements – Presentation and Disclosures, the Group's related parties are disclosed below:

Promoter

Erstwhile Housing Development Finance Corporation Limited (amalgamated with and into the Bank with effect from July 01, 2023)

Subsidiaries (which are not consolidated)

Pursuant to the amalgamation of eHDFC Limited with and into the Bank, following entities became subsidiaries of the Bank with effect from July 01, 2023

HDFC Credila Financial Services Limited (ceased to be a related party with effect from March 19, 2024)

HDFC Education and Development Services Private Limited

Key management personnel

Sashidhar Jagdishan, Managing Director and Chief Executive Officer

Kaizad Bharucha, Deputy Managing Director

Bhavesh Zaveri, Executive Director (appointed with effect from April 19, 2023)

V. Srinivasa Rangan, Executive Director (appointed with effect from November 23, 2023)

Relatives of key management personnel and their interested entities

Nagsri Sashidhar, Dhruv Sashidhar, Jagdishan Chandrasekharan, Mythra Mahesh, Mahesh Babu Ramamurthy, Nagsri - Creating Special Memories, Havovi Bharucha, Huzaan Bharucha, Danesh Bharucha, Darius Bharucha, Dilnaaz D Bharucha

With effect from April 19, 2023 - Mala B. Zaveri, Bhakti Zaveri, Akash Metawala, Niharika Zaveri, Dev Metawala, Paresh Zaveri, Kavita Zaveri, Hitesh Zaveri, Aurionpro Solutions Limited, Trejhara Solutions Limited

With effect from November 23, 2023 - S. Anuradha, V. Jayam, S. Abinaya Rangan

A specific related party transaction is a significant transaction wherever it exceeds 10% of all related party transactions in that category.

- Interest paid: HDFC Credila Financial Services Limited ₹ 7.70 crore, Housing Development Finance Corporation Limited ₹ 3.06 crore
- Interest received: HDFC Credila Financial Services Limited ₹ 200.31 crore
- Rendering of services: Housing Development Finance Corporation Limited ₹ 161.72 crore, HDFC Credila Financial Services Limited ₹ 37.28 crore
- Receiving of services: Housing Development Finance Corporation Limited ₹ 236.64 crore, HDFC Credila Financial Services Limited ₹ 42.14 crore
- Dividend paid: Kaizad Bharucha ₹ 4.25 crore; Sashidhar Jagdishan ₹ 2.90 crore; Mala B. Zaveri ₹ 1.09 crore.
- Dividend received: Aurionpro Solutions Limited ₹ 0.01 crore.
- Fixed Assets purchased from: Aurionpro Solutions Limited ₹ 12.53 crore

The Group's related party balances and transactions for the year ended March 31, 2024 are summarised as follows:

(₹ crore)

Items / Related party	Promoter	Subsidiaries*	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Deposits taken	-	22.89	8.54	37.65	69.08
	(6,503.24)	(377.56)	(20.56)	(37.65)	(6,939.01)
Deposits placed	-	-	0.02	0.02	0.04
	(0.49)	-	(0.02)	(0.02)	(0.53)
Advances given	-	-	2.42	0.43	2.85
	-	(3,399.05)	(2.77)	(1.03)	(3,402.85)
Fixed assets purchased from	-	-	-	13.13	13.13
Interest paid to	3.06	8.52	0.44	0.99	13.01
Interest received from	-	200.31	0.29	0.03	200.63
Income from services rendered to	161.72	37.43	0.25	0.49	199.89
Expenses for receiving services from	236.64	42.14	0.12	13.86	292.76

(₹ crore)

Items / Related party	Promoter	Subsidiaries*	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Equity investments	-	200.00	-	-	200.00
	-	(2,634.97)	-	#	(2,634.97)
Other investments	-	-	-	-	-
	-	(49.26)	-	-	(49.26)
Dividend paid to	-	-	7.78	1.41	9.19
Dividend received from	-	-	-	0.01	0.01
Receivable from / Advance paid	-	0.03	-	-	0.03
	(0.58)	(18.89)	-	-	(19.47)
Payable to	-	-	-	-	-
	(81.70)	(16.41)	-	-	(98.11)
Guarantees given	-	-	-	68.43	68.43
	(0.02)	-	-	(68.43)	(68.45)
Remuneration paid	-	-	27.18	-	27.18
Loans purchased from	11,632.00	-	-	-	11,632.00

* *Subsidiaries which are not consolidated.*

\# *Denotes amount less than ₹ 1 lakh.*

- *Figures in bracket indicate maximum balance outstanding during the year based on comparison of the total outstanding balances at each quarter-end.*
- *Remuneration paid is ₹ 9.91 crore to Mr. Sashidhar Jagdishan, ₹ 9.92 crore to Mr. Kaizad Bharucha, ₹ 5.05 crore to Mr. Bhavesh Zaveri and ₹ 2.30 crore to Mr. V. Srinivasa Rangan (excluding value of employee stock options exercised during the year).*
- *Bonus and retiral benefits for key managerial personnel are accrued as a part of an overall pool and are not allocated against the key managerial personnel. These will be paid based on approval from RBI. As of March 31, 2024, approved unpaid deferred bonus in respect of earlier years was ₹ 10.87 crore.*

The Group's related party balances and transactions for the year ended March 31, 2023 are summarised as follows:

A specific related party transaction is a significant transaction wherever it exceeds 10% of all related party transactions in that category. Transactions between the Bank and Housing Development Finance Corporation Limited exceed 10% of all related party transactions in that category.

(₹ crore)

Items / Related party	Promoter	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Deposits taken	2,739.28	22.20	3.82	2,765.30
	(4,505.30)	(22.20)	(3.86)	(4,531.36)
Deposits placed	0.32	-	-	0.32
	(0.32)	-	-	(0.32)
Advances given	-	0.56	#	0.56
	-	(0.61)	#	(0.61)
Interest paid to	9.53	0.51	0.10	10.14
Interest received from		0.01	-	0.01
Income from services rendered to	588.82	#	#	588.82
Expenses for receiving services from	864.67	-	-	864.67

(₹ crore)

Items / Related party	Promoter	Key management personnel (KMP)	Relatives of KMP & their interested entities	Total
Dividend paid to	1,340.15	6.64	#	1,346.79
Receivable from	74.48	-	-	74.48
	(97.35)	-	-	(97.35)
Payable to	77.35	-	-	77.35
	(77.35)	-	-	(77.35)
Guarantees given	0.35	-	-	0.35
	(0.35)	-	-	(0.35)
Remuneration paid	-	20.58	-	20.58
Loans purchased from	36,910.13	-	-	36,910.13

Denotes amount less than ₹ 1 lakh.

- *Figures in bracket indicate maximum balance outstanding during the year based on comparison of the total outstanding balances at each quarter end.*
- *Remuneration paid is ₹ 10.55 crore to Mr. Sashidhar Jagdishan and ₹ 10.03 crore to Mr. Kaizad Bharucha (excluding value of employee stock options exercised during the year).*
- *Bonus and retiral benefits for key managerial personnel are accrued as a part of an overall pool and are not allocated against the key managerial personnel. These will be paid based on approval from RBI. As of March 31, 2023, approved unpaid deferred bonus in respect of earlier years was ₹ 7.25 crore.*

The Bank being an authorised dealer, deals in foreign exchange and derivative transactions with parties which include its promoter. The foreign exchange and derivative transactions are undertaken in line with the RBI guidelines. The notional principal amount of foreign exchange and derivative contracts transacted with the promoter that were outstanding as on March 31, 2023 is ₹ 9,445.12 crore. The contingent credit exposure pertaining to these contracts computed in line with the extant RBI guidelines on exposure norms was ₹ 317.02 crore.

18. Leases

Operating Lease

Operating leases primarily comprise office premises, staff residences and Automated Teller Machines ('ATM's), which are renewable at the option of the Group.

Lease Payments

The details of maturity profile of future operating lease payments are given below:

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Not later than one year	2,121.60	1,519.61
Later than one year and not later than five years	7,773.98	5,589.15
Later than five years	9,974.32	6,923.57
Total	**19,869.90**	**14,032.33**
Total of minimum lease payments recognised in the Consolidated Profit and Loss Account for the year	2,446.08	1,814.68
Total of future minimum sub-lease payments expected to be received under non-cancellable sub-leases	14.28	22.13
Sub-lease amounts recognised in the Consolidated Profit and Loss Account for the year	6.01	6.64
Contingent (usage based) lease payments recognised in the Consolidated Profit and Loss Account for the year	470.37	373.70

The Bank has sub-leased certain of its properties taken on lease.

Lease Income

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Gross carrying amount of the assets	43.29	-
Accumulated depreciation of the assets	1.32	-
Accumulated impairment loss of the assets	-	-
Total depreciation recognised in the Consolidated Profit and loss account for the year	0.23	-
Total impairment losses recognised in the Consolidated Profit and loss account for the year	-	-
Total impairment losses reversed in the Consolidated Profit and loss account for the year	-	-
Contingent lease income recognised in the Consolidated Profit and Loss Account for the year	-	-

Future minimum lease rentals receivable under non-cancellable operating leases as at the end of the year

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Not later than one year	4.11	-
Later than one year and not later than five years	6.54	-
Later than five years	-	-
Total	**10.65**	**-**

19. Earnings per equity share

Basic and diluted earnings per equity share have been calculated based on the consolidated net profit after tax attributable to the Group of ₹ 64,062.04 crore (previous year: ₹ 45,997.11 crore) and the weighted average number of equity shares outstanding during the year of 7,08,48,07,443 (previous year: 5,56,57,14,265). The dilutive impact is on account of stock options / units granted to employees by the Bank. There is no impact of dilution on the profits in the current year and previous year.

Following is the reconciliation between the basic and diluted earnings per equity share:

Particulars	For the years ended	
	March 31, 2024	March 31, 2023
Nominal value per share (₹)	1.00	1.00
Basic earnings per share (₹)	90.42	82.64
Effect of potential equity shares (per share) (₹)	(0.41)	(0.37)
Diluted earnings per share (₹)	90.01	82.27

Following is the reconciliation of the weighted average number of equity shares used in the computation of basic and diluted earnings per share:

Particulars	For the years ended	
	March 31, 2024	March 31, 2023
Weighted average number of equity shares used in computing basic earnings per equity share	7,08,48,07,443	5,56,57,14,265
Effect of potential equity shares outstanding	3,24,45,707	2,54,69,391
Weighted average number of equity shares used in computing diluted earnings per equity share	7,11,72,53,150	5,59,11,83,656

Equity shares issued as consideration under the Scheme are included in the weighted average number of shares with effect from appointed and effective date of the amalgamation.

20. Provisions and contingent liabilities

Given below is the movement in provisions and a brief description of the nature of contingent liabilities recognised by the Group

a) Provision for credit card and debit card reward points

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening provision for reward points	696.31	635.91
Provision for reward points made during the year	792.11	553.73
Utilisation / write-back of provision for reward points	(624.88)	(493.33)
Closing provision for reward points	863.54	696.31

b) Provision for legal and other contingencies

(₹ crore)

Particulars	March 31, 2024	March 31, 2023
Opening provision	553.22	549.66
Additions on amalgamation	429.46	-
Movement during the year (net)	76.70	3.56
Closing provision	1,059.38	553.22

c) Description of contingent liabilities

Sr. No.	Contingent liability*	Brief description
1	Claims against the Bank not acknowledged as debts - taxation	The Group is a party to various taxation matters in respect of which appeals are pending. The Group expects the outcome of the appeals to be favorable based on decisions on similar issues in the previous years by the appellate authorities, based on the facts of the case and taxation laws.
2	Claims against the Bank not acknowledged as debts - others	The Group is a party to various legal proceedings in the normal course of business. The Group does not expect the outcome of these proceedings to have a material adverse effect on the Group's financial conditions, results of operations or cash flows.
3	Partly paid investments	This represents amount remaining unpaid towards liability for partly paid investments.
4	Liability on account of forward exchange and derivative contracts	The Group enters into foreign exchange contracts, currency options, forward rate agreements, currency swaps and interest rate swaps with inter-bank participants on its own account and for customers. Forward exchange contracts are commitments to buy or sell foreign currency at a future date at the contracted rate. Currency swaps are commitments to exchange cash flows by way of interest / principal in one currency against another, based on predetermined rates. Interest rate swaps are commitments to exchange fixed and floating interest rate cash flows. The notional amounts of financial instruments such as foreign exchange contracts and derivatives provide a basis for comparison with instruments recognised on the Balance Sheet but do not necessarily indicate the amounts of future cash flows involved or the current fair value of the instruments and, therefore, do not indicate the Group's exposure to credit or price risks. The derivative instruments become favorable (assets) or unfavorable (liabilities) as a result of fluctuations in market rates or prices relative to their terms.
5	Guarantees given on behalf of constituents, acceptances, endorsements and other obligations	As a part of its commercial banking activities, the Bank issues documentary credit and guarantees on behalf of its customers. Documentary credits such as letters of credit enhance the credit standing of the Bank's customers. Guarantees generally represent irrevocable assurances that the Bank will make payments in the event of the customer failing to fulfill its financial or performance obligations.
6	Other items for which the Bank is contingently liable	These include: a) Credit enhancements in respect of securitised-out loans; b) Bills rediscounted by the Bank; c) Capital commitments; d) Underwriting commitments; e) Investment purchases pending settlement; f) Amount transferred to the RBI under the Depositor Education and Awareness Fund (DEAF); g) Bank guarantees taken.

* Also refer Schedule 12 - Contingent liabilities

21. Additional information pursuant to Schedule III of the Companies Act, 2013

(₹ crore)

Name of entity	Net assets as of March 31, 2024		Profit or (loss) for the year ended March 31, 2024	
	As % of consolidated net assets**	Amount	As % of consolidated profit or loss	Amount
Parent:				
HDFC Bank Limited	93.71%	440,245.80	92.92%	60,812.27
Subsidiaries:				
HDB Financial Services Limited*	3.01%	14,128.12	3.68%	2,408.26
HDFC Securities Limited*	0.42%	1,970.86	1.48%	967.44
HDFC Asset Management Company Limited (Consolidated)*#	1.28%	5,996.80	1.76%	1,153.05
HDFC Trustee Company Limited*	0.00%	3.07	0.00%	0.24
HDFC Life Insurance Company Limited (Consolidated)*#	3.12%	14,666.39	1.68%	1,099.42
HDFC ERGO General Insurance Company Limited*	0.94%	4,448.02	0.33%	217.31
HDFC Sales Private Limited*	0.04%	202.19	0.06%	39.45
Griha Investments	0.00%	10.65	(0.03%)	(19.53)
Griha Pte Limited	0.02%	76.41	(0.01%)	(7.00)
HDFC Capital Advisors Limited*	0.06%	261.77	0.12%	76.13
Entity over which control is exercised:				
HDB Employee Welfare Trust*	0.04%	171.56	0.00%	(0.49)
Minority Interest	2.85%	13,383.40	2.11%	1,384.46
Inter-company adjustments	(5.49%)	(25,786.39)	(4.10%)	(2,684.51)
Total	**100.00%**	**469,778.65**	**100.00%**	**65,446.50**

* *The subsidiaries are Indian entities.*

** *Consolidated net assets are total assets minus total liabilities.*

\# *HDFC Life Insurance Company Limited (Consolidated) includes details of its wholly owned Indian subsidiary - HDFC Pension Management Company Limited and wholly owned foreign subsidiary HDFC International Life and Re Company Limited, HDFC Asset Management Company Limited (Consolidated) includes details of its wholly owned Indian subsidiary - HDFC AMC International (IFSC) Limited.*

(₹ crore)

Name of entity	Net assets as of March 31, 2023		Profit or (loss) for the year ended March 31, 2023	
	As % of consolidated net assets**	Amount	As % of consolidated profit or loss	Amount
Parent:				
HDFC Bank Limited	96.52%	280,199.01	95.58%	44,108.71
Subsidiaries:				
HDB Financial Services Limited*	4.08%	11,857.72	4.54%	2,093.94
HDFC Securities Limited*	0.60%	1,745.23	1.62%	748.86
Entity over which control is exercised:				
HDB Employee Welfare Trust*	0.06%	172.05	0.02%	10.46
Minority Interest	0.30%	860.26	0.33%	151.59
Inter-company adjustments	(1.56%)	(4,536.51)	(2.09%)	(964.86)
Total	**100.00%**	**290,297.76**	**100.00%**	**46,148.70**

* *The subsidiaries are Indian entities.*

** *Consolidated net assets are total assets minus total liabilities.*

22. Additional Disclosure

Additional statutory information disclosed in the separate financial statements of the Bank and its Subsidiaries have no material bearing on the true and fair view of the Consolidated Financial Statements and the information pertaining to such items which are not material have not been disclosed in the Consolidated Financial Statements.

23. Disclosure under Rule 11 (e) of the Companies (Audit and Auditors) Rules, 2014

The Bank, as part of its normal banking business, grants loans and advances to its constituents including foreign entities with permission to lend / invest / provide guarantee or security or the like in other entities identified by such constituents. Similarly, the Bank accepts deposits from its constituents, who may instruct the Bank to lend / invest / provide guarantee or security or the like against such deposit in other entities identified by such constituents.

These transactions are part of Bank's normal banking business, which is conducted after exercising proper due diligence including adherence to "Know Your Customer" guidelines as applicable in respective jurisdiction.

Other than the nature of transactions described above, the Banks and subsidiaries incorporated in India have not advanced / lent / invested / provided guarantee or security to or in any other person with an understanding to lend / invest / provide guarantee or security or the like to or in any other person Similarly, other than the nature of transactions described above, the Bank and subsidiaries incorporated in India has not received any funds from any other person with an understanding that the Bank shall lend or invest or provide guarantee or security or the like to or in any other person.

24. Implementation of Indian Accounting Standards ('Ind-AS')

The Ministry of Corporate Affairs, in its press release dated January 18, 2016, had issued a roadmap for implementation of Ind-AS for scheduled commercial banks, insurers / insurance companies and non-banking financial companies. However, the RBI and IRDAI have deferred implementation of Ind-AS for banks and insurance companies till further notice. The Bank is well prepared for Ind-AS implementation as and when it becomes applicable, with due consideration to updated regulations, accounting standards / guidance and business strategy at the date of actual transition.

Further, in view of the significant developments in the global standards and linkages in the capital adequacy framework, the RBI vide its circular dated September 12, 2023 has revised the norms on classification, measurement and valuation of investments with effect from April 01, 2024. The revised framework updates the regulatory guidelines with global standards and best practices and introduced symmetric treatment of fair value gains and losses.

Also, the insurance companies in the Group has set up internal steering committee and appointed external partner to study and assess impact of implementation of Ind-AS Standards. Such initial assessment is submitted to IRDAI in case of life insurance entity and is in advanced stages of conclusion in case of general insurance entity.

25. Comparative figures

The consolidated financial statements for the year ended March 31, 2024 include the operations of eHDFC Limited and its subsidiaries for the period from July 01, 2023 onwards and hence the figures for the year are not comparable with those of the previous year. Figures for the previous year have been regrouped and reclassified wherever necessary to conform to the current year's presentation.

As per our report of even date

For M M Nissim & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
107122W/W100672

Sanjay Khemani
Partner
Membership Number: 044577

For Price Waterhouse LLP
Chartered Accountants
ICAI Firm Registration Number:
301112E/E300264

Sharad Vasant
Partner
Membership Number: 101119

For and on behalf of the Board

Atanu Chakraborty
Part-time Chairman of the Board

Sashidhar Jagdishan
Managing Director & CEO

Kaizad Bharucha
Deputy Managing Director

Sandeep Parekh
Independent Director

Sunita Maheshwari
Independent Director

Lily Vadera
Independent Director

Harsh Kumar Bhanwala
Independent Director

Bhavesh Zaveri
Executive Director

V. S. Rangan
Executive Director

Renu Karnad
Non-Executive Director

Keki Mistry
Non-Executive Director

Srinivasan Vaidyanathan
Chief Financial Officer

Santosh Haldankar
Company Secretary

Mumbai, April 20, 2024

Form AOC – 1: Pursuant to the first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules, 2014

Statement containing salient features of the financial statement of subsidiaries, associate companies and joint ventures

Part A: Subsidiaries

(As at / for the year ended March 31, 2024)

(₹ crore)

Sr. No.	Name of the subsidiary	HDB Financial Services Limited	HDFC Securities Limited	HDFC Asset Management Company Limited	HDFC AMC International (IFSC) Limited[4]	HDFC Life Insurance Company Limited	HDFC Pension Management Company Limited[5]	HDFC International Life and Re Company Limited [5,6]	HDFC ERGO General Insurance Company Limited	HDFC Capital Advisors Limited	HDFC Sales Private Limited	HDFC Trustee Company Limited	Griha Investments[6]	Griha Pte Limited[7]	HDFC Education and Development Services Pvt. Ltd[8]
1	The date since when subsidiaries was acquired	August 31, 2007	September 28, 2005	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]	July 01, 2023[1]
2	Share capital	793.10	15.97	106.74	34.00	2,150.94	54.00	246.04	714.97	2.14	122.00	0.10	0.33	6.91	200.00
3	Reserves & surplus	12,949.60	2,013.27	6,972.33	(4.07)	12,500.80	8.22	(24.21)	3,733.07	277.45	75.64	3.21	10.29	69.49	(7.61)
4	Total assets	92,556.50	14,103.07	7,557.55	30.29	2,93,729.32	79.53	361.34	5,523.04	336.44	498.09	3.98	10.96	77.50	197.05
5	Total Liabilities	78,813.80	12,073.83	478.48	0.36	2,79,077.58	17.31	139.51	1,075.00	56.85	300.45	0.67	0.34	1.10	4.65
6	Investments	3,380.30	1,005.33	7,190.03	-	2,92,220.08	65.51	253.00	25,761.88	180.17	-	2.54	-	-	-
7	Turnover	14,171.10	2,660.73	3,162.43	0.96	1,01,789.50	50.31	197.57	11,231.70	197.37	1,081.12	3.19	0.65	7.96	18.18
8	Profit before taxation	3,304.70	1,271.43	2,478.19	(3.15)	971.45	2.42	11.23	578.35	135.64	60.52	0.51	(25.95)	(3.86)	8.20
9	Provision for taxation	843.90	320.54	532.31	0.01	(597.41)	0.61	-	140.68	34.39	16.19	0.10	-	0.01	1.07
10	Profit after taxation	2,460.80	950.89	1,945.88	(3.16)	1,568.86	1.81	11.23	437.67	101.25	44.33	0.41	(25.95)	(3.87)	7.13
11	Dividend Paid	245.40	812.46	1,024.65	-	477.09	-	-	250.15	-	25.01	-	-	-	-
12	% of shareholding	94.64%	95.13%	52.55%	100.00%	50.37%	100.00%	100.00%	50.48%	89.00%	100.00%	100.00%	100.00%	100.00%	100.00%

Notes:

1 As per the Scheme of Amalgamation, erstwhile Housing Development Finance Corporation Ltd ("eHDFC Limited") amalgamated with and into the HDFC Bank Ltd ("Bank") with effect from July 01, 2023. Accordingly, upon Scheme becoming effective from July 01, 2023, the subsidiaries of eHDFC Limited became the subsidiaries of the Bank.

2 The audited financial statements of the above subsidiaries have been drawn up to the same reporting date as that of the Bank, i.e. March 31, 2024.

3 The financial information is extracted from the audited financial statements prepared in accordance with the accounting standards / regulations as applicable to the respective subsidiaries.

4 HDFC AMC International (IFSC) Limited is a wholly-owned subsidiary of HDFC Asset Management Company Limited.

5 HDFC Pension Management Company Limited and HDFC International Life and Re Company Limited ("HILRCL") are wholly-owned subsidiaries of HDFC Life Insurance Company Limited.

6 The financial information of HILRCL and Griha Investments is translated into Indian Rupees using the closing exchange rate as at March 31, 2024 of 1 USD = ₹ 83.405.

7 The financial information of Griha Pte Limited is translated into Indian Rupees using the closing exchange rate as at March 31, 2024 of 1 SGD = ₹ 61.735.

8 The Bank has not consolidated its subsidiary HDFC Education and Development Services Pvt. Ltd as its control is intended to be temporary (as directed by the RBI) on the date of acquisition.

9 Names of subsidiaries which are yet to commence operations: None.

10 Names of subsidiaries which have been liquidated or sold during the year: HDFC Credila Financial Services Limited (“”HDFC Credila””)

During the year, the Bank has sold 14,01,72,180 equity shares of HDFC Credila; consequent to which it ceased to be subsidiary of the Bank.

Part B: Associate Companies and Joint Ventures

Not Applicable

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
HDFC Bank Limited,
HDFC Bank House,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013.

We, BNP & Associates have examined all relevant records of **HDFC Bank Limited** (hereinafter referred as the "**Bank**") as provided through the virtual data room for the purpose of certifying the compliance ensured by the Bank for disclosure requirements and corporate governance norms as prescribed under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**"), for the financial year ended March 31, 2024. We have obtained all the information and explanations, which, to the best of our knowledge and belief, necessary for the purpose of this certification.

We state that the compliance requirements of Corporate Governance are the responsibility of the management of the Bank and our examination is limited to procedures and implementation thereof as adopted by the Bank for ensuring the compliance. It is neither an audit nor an expression of opinion on the financial statements of the Bank.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Bank has complied with the conditions of Corporate Governance as specified in the LODR for F.Y. 2023-24.

We further state that the above certification is neither an assurance as to the future viability of the Bank nor the efficiency or effectiveness with which the management has conducted the affairs of the Bank during the financial year.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400
PR No. 637/2019

Avinash Bagul
Partner
FCS No. 5578
CP No. 19862
UDIN: F005578F000592692

Date: June 20, 2024
Place: Mumbai

To,
The Members,
HDFC Bank Limited,
HDFC Bank House,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **HDFC Bank Limited [CIN.: L65920MH1994PLC080618]** (hereinafter called the "**Bank**") having its Registered Office at HDFC Bank House, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400013 and also the information provided by the Bank, its officers and the authorised representatives for the purpose of issuance of the Certificate, in accordance with Regulation 34 (3) read with Schedule V Para-C Sub clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015 (**LODR**), as amended from time to time.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Bank and its officers, we hereby certify that none of the Directors on the Board of the Bank as stated below for the Financial Year ended on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of the Bank by Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.

S. No.	Name of the Director	DIN	Date of Appointment in the Company*
1.	Mr. Atanu Chakraborty	01469375	05/05/2021
2.	Mr. M. D. Ranganath [1]	07565125	31/01/2019
3.	Mr. Sandeep Parekh [2]	03268043	19/01/2019
4.	Dr. (Mrs.) Sunita Maheshwari	01641411	30/03/2021
5.	Mrs. Lily Vadera	09400410	26/11/2021
6.	Dr. (Mr.) Harsh Kumar Bhanwala [3]	06417704	25/01/2024
7.	Mr. Keki Mistry [4]	00008886	30/06/2023
8.	Mrs. Renu Karnad [5]	00008064	03/03/2020
9.	Mr. Sashidhar Jagdishan [6]	08614396	27/10/2020
10.	Mr. Kaizad Bharucha [7]	02490648	24/12/2013
11.	Mr. Bhavesh Zaveri [8]	01550468	19/04/2023
12.	Mr. V Srinivasa Rangan [9]	00030248	23/11/2023
13.	Mr. Sanjiv Sachar [10]	02013812	21/07/2018
14.	Mr. Umesh Chandra Sarangi [11]	02040436	01/03/2016

*Date of appointment is taken from MCA.

1. Mr. M. D. Ranganath was re-appointed as an Independent Director of the Bank for a period of three (3) years from January 31, 2024 up to January 30, 2027 (both days inclusive), not liable to retire by rotation;
2. Mr. Sandeep Parekh was re-appointed as an Independent Director of the Bank for a period of three (3) years from January 19, 2024 up to January 18, 2027 (both days inclusive), not liable to retire by rotation;
3. Dr. (Mr.) Harsh Kumar Bhanwala was appointed as an Independent Director of the Bank for a period of three (3) from January 25, 2024 up to January 24, 2027 (both days inclusive), not liable to retire by rotation;
4. Mr. Keki Mistry was appointed as a Non-Executive (Non- Independent) Director of the Bank from June 30, 2023 up to November 6, 2029 (both days inclusive), liable to retire by rotation;
5. Mrs. Renu Karnad formerly a Non-Executive Director (Nominee of erstwhile Housing Development Finance Corporation Limited), was appointed as a Non-Executive (Non-Independent) Director of the Bank, from July 01, 2023 up to September 2, 2027 (both days inclusive), liable to retire by rotation;
6. Mr. Sashidhar Jagdishan was re-appointed as the Managing Director & Chief Executive Officer of the Bank for a period of three (3) years from October 27, 2023 up to October 26, 2026 (both days inclusive), not liable to retire by rotation;
7. Mr. Kaizad Bharucha formerly an Executive Director of the Bank, has been appointed as the Deputy Managing Director of the Bank for a period of three (3) years from April 19, 2023 up to April 18, 2026 (both days inclusive) liable to retire by rotation;
8. Mr. Bhavesh Zaveri was appointed as an Executive Director of the Bank for a period of three (3) years from April 19, 2023 up to April 18, 2026 (both days inclusive), liable to retire by rotation;
9. Mr. V. Srinivasa Rangan was appointed as an Executive Director of the Bank for a period of three (3) years from November 23, 2023 up to November 22, 2026 (both days inclusive), liable to retire by rotation;
10. Mr. Sanjiv Sachar ceased to be an Independent Director on the Board of the Bank with effect from the close of business hours on July 20, 2023 on account of completion of his term as an Independent Director of the Bank;
11. Mr. Umesh Chandra Sarangi ceased to be an Independent Director on the Board of the Bank with effect from the close of business hours on February 29, 2024 on account of completion of his term as an Independent Director of the Bank.

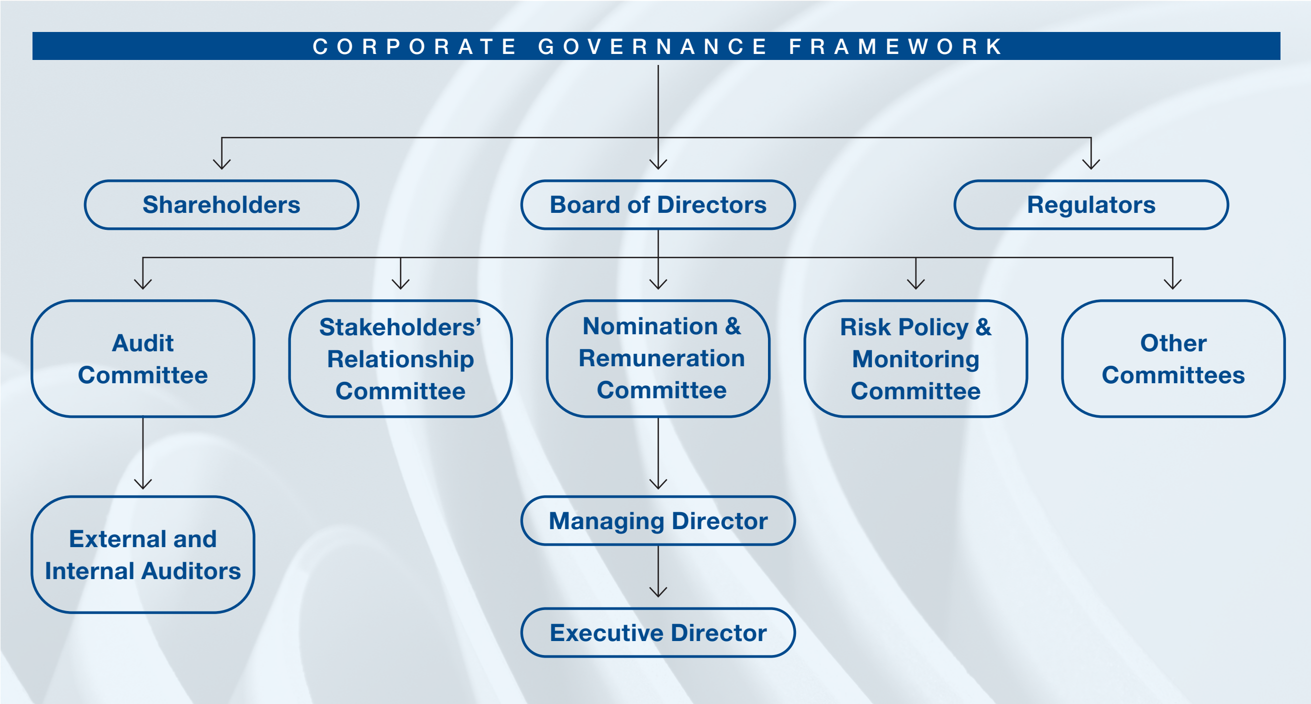
Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Bank. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Bank nor of the efficiency or effectiveness with which the management has conducted the affairs of the Bank.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
PR No. 637/2019

Avinash Bagul
Partner
FCS No. 5578
CP No. 19862
UDIN: F005578F000592714

Date: June 20, 2024
Place: Mumbai

[Report on Corporate Governance pursuant to the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {the "**LODR**"} and forming a part of the report of the Board of Directors]



- The Board of Directors of the Bank are the ultimate custodians of governance.
- The Board of Directors are accountable to various stakeholders such as security holders, regulatory authorities including Reserve Bank of India ("**RBI**"), Securities and Exchange Board of India ("**SEBI**"), Ministry of Corporate Affairs and others.
- The Bank has an engaged, experienced, diverse and a well-informed Board. Through the governance framework in the Bank, the Board along with its Committees, each with defined roles, undertakes its responsibilities towards all its stakeholders.
- The Joint Statutory Auditors have a reporting responsibility to the Audit Committee.
- The Managing Director and Chief Executive Officer is responsible for the overall affairs of the Bank, under the superintendence, guidance and control of the Board of Directors.
- The Executive Directors, under the guidance of the Managing Director, have over-sight over various business functions.

Philosophy on Code of Corporate Governance

The Bank believes in adopting and adhering to the best recognized corporate governance practices and continuously benchmarking itself against each such practices. The Bank understands and respects its role and responsibility towards its shareholders and strives hard to meet their expectations.

The Bank believes that best board governance practices, transparent disclosures and shareholder empowerment are necessary for creating shareholder value. The Bank has infused the philosophy of corporate governance into all its activities. The philosophy on corporate governance is an important tool for shareholder protection and maximization of their long-term values. The cardinal principles such as independence, accountability, responsibility, transparency, fair and timely disclosures, credibility, sustainability, etc. serve as the means for implementing the philosophy of corporate governance in letter and in spirit.

Board of Directors

The composition of the Board of Directors of the Bank ("**Board**") is governed by the provisions of the Companies Act, 2013, the Banking Regulation Act, 1949, LODR and other applicable laws.

As on the date of this report, the Board consists of twelve (12) Directors as follows:

Sr. No.	Category	Name of Director	Directorships on the Board of other companies*	Memberships of committees of other companies*
1.	Independent Directors	i. Mr. Atanu Chakraborty (Part Time Chairman and Independent Director)	2	-
		ii. Mr. M. D. Ranganath	-	-
		iii. Mr. Sandeep Parekh	1	-
		iv. Dr. (Mrs.) Sunita Maheshwari	6	-
		v. Mrs. Lily Vadera	-	-
		vi. Dr. (Mr.) Harsh Kumar Bhanwala	1 (1)	1
2.	Non- Executive Non-Independent Directors	i. Mr. Keki Mistry	7 (2)	7 (2)
		ii. Mrs. Renu Karnad	8 (1)	7 (2)
3.	Executive Directors	i. Mr. Sashidhar Jagdishan (Managing Director and Chief Executive Officer)	-	-
		ii. Mr. Kaizad Bharucha (Deputy Managing Director)	2	-
		iii. Mr. Bhavesh Zaveri	3 (1)	2 (1)
		iv. Mr. V. Srinivasa Rangan	3	2

** The figures in brackets indicate chairpersonships.*

Note: For the purpose of considering the limit of the directorships and limits of committees on which the directors are members / chairpersons, all public limited companies (whether listed or not), private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 have been included. Further, chairpersonships / memberships of only the Audit Committee and the Stakeholders' Relationship Committee in these companies have been considered.

Appointment / Cessation of Director(s)

Mr. Kaizad Bharucha, formerly an Executive Director of the Bank and Mr. Bhavesh Zaveri were appointed as the Deputy Managing Director and Executive Director respectively, with effect from April 19, 2023 up to April 18, 2026 (both days inclusive), liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on June 11, 2023.

Mr. Keki Mistry and Mrs. Renu Karnad, formerly Non-Executive Director (Nominee of erstwhile Housing Development Finance Corporation Limited {**e-HDFC**}) were appointed as Non-Executive (Non- Independent) Directors of the Bank, with effect from June 30, 2023 to November 06, 2029 (both days inclusive) and July 01, 2023 to September 02, 2027 (both days inclusive), respectively, liable to retire by rotation, as approved by shareholders at the 29th Annual General Meeting of the Bank held on August 11, 2023.

Mr. Sashidhar Jagdishan was re-appointed as Managing Director and Chief Executive Officer of the Bank for a period of 3 (three) years with effect from October 27, 2023 to October 26, 2026 (both days inclusive) and not liable to retire by rotation, as approved by RBI and the shareholders through Postal Ballot on January 09, 2024.

Mr. M. D. Ranganath and Mr. Sandeep Parekh were re-appointed as Independent Directors of the Bank for a period of 3 (three) years with effect from January 31, 2024 to January 30, 2027 and January 19, 2024 to January 18, 2027 (both days inclusive), respectively and not liable to retire by rotation, as approved by the shareholders through Postal Ballot on January 09, 2024.

Mr. V. Srinivasa Rangan was appointed as an Executive Director of the Bank for a period of 3 (three) years with effect from November 23, 2023 to November 22, 2026 (both days inclusive) and liable to retire by rotation as approved by RBI and the shareholders through Postal Ballot on January 09, 2024.

Dr. (Mr.) Harsh Kumar Bhanwala was appointed as an Independent Director of the Bank for a period of 3 (three) years with effect from January 25, 2024 to January 24, 2027 (both days inclusive) and not liable to retire by rotation, as approved by the shareholders of the Bank through Postal Ballot on March 29, 2024.

Mr. Atanu Chakraborty was re-appointed as the Part Time Chairman and Independent Director of the Bank for a period of 3 (three) years with effect from May 05, 2024 up to May 04, 2027 (both days inclusive) and not liable to retire by rotation pursuant to approval of the RBI and shareholders of the Bank through postal ballot on May 03, 2024, at a remuneration of ₹ 50,00,000 (Rupees Fifty Lakhs Only) per annum during FY 2024-25 on proportionate basis, in addition to sitting fees, reimbursement of expenses for attending the Board and Committee meetings and provision of car for official and personal use.

Mr. Sanjiv Sachar and Mr. Umesh Chandra Sarangi ceased to be Independent Directors with effect from the close of business hours on July 20, 2023 and February 29, 2024 respectively, upon completion of their respective terms.

The Board appreciates the contribution of the Directors who have completed their tenures and welcomes the new Directors joining the Board of the Bank.

All the Directors have made necessary disclosures regarding their directorship and committee positions occupied by them in other companies. None of the directors are related to each other. Further, the independent directors fulfill the conditions specified in the LODR and are independent of the management.

Profile of Board of Directors

The profile of the Directors of the Bank as on the date of this report are as under:

Mr. Atanu Chakraborty (DIN 01469375) [Part Time Chairman and Independent Director]

Mr. Atanu Chakraborty, aged sixty-four (64) years, served the Government of India, for a period of thirty-five (35) years, as a member of Indian Administrative Service (IAS) in Gujarat cadre. He has mainly worked in areas of Finance & Economic Policy, Infrastructure, Petroleum & Natural Gas. In the Union Government, he held various posts such as Secretary to Government of India in the Ministry of Finance (Dept. of Economic Affairs) during FY 2019-20. As Secretary (DEA), he coordinated economic policy making for all ministries/departments and managed entire process of formulation of Budget making for Union of India, including its passage in Parliament. He was responsible for fiscal management policies, policies for public debt management and development & management of financial markets. Mr. Chakraborty also handled financial stability and currency, domestic & foreign related issues as well. He managed flow of funds with multilateral and bilateral financial institutions and had multiple interfaces with them. He also headed a multi-disciplinary task force that produced the National Infrastructure Pipeline (NIP). He has also served as Secretary to the Union Government for Disinvestment (DIPAM) wherein he was responsible for both policy as well as execution of the process of disinvestment of Government of India's stake in state owned enterprises.

During the period 2002-07, Mr. Chakraborty served as Director and subsequently as Joint Secretary, Ministry of Finance (Department of Expenditure). During this period, he appraised projects in the Infrastructure sector as well as looked after subsidies of Government of India. He had also updated and modernized the Government's Financial & Procurement rules. Mr. Chakraborty has also discharged varied roles in the Gujarat State Government including heading the Finance Department as its Secretary. He had been responsible for piloting the private sector investment legislation in the State. In the State Government, he has worked on the ground in both public governance and development areas.

Mr. Chakraborty has also served on the Board of World Bank as alternate Governor as well as on the Central Board of Directors of the RBI. He was also the Chairman of National Infrastructure Investment Fund (NIIF) as also on the Board of many listed companies. Mr. Chakraborty was also the CEO / MD of the GSPC group of companies as well as Gujarat State Fertilizers and Chemicals Limited. Mr. Chakraborty had published articles in reputed journals in the areas of public finance, risk sharing in Infrastructure projects and gas infrastructure. Mr. Chakraborty graduated as a Bachelor in Engineering (Electronics & Communication) from NIT Kurukshetra. He holds a Diploma in Business Finance (ICFAI, Hyderabad) and a Master's degree in Business Administration from the University of Hull, UK.

Mr. Chakraborty is not a director in any other listed entity.

Mr. Chakraborty does not hold any shares in the Bank as on March 31, 2024.

Mr. M. D. Ranganath (DIN: 07565125) [Independent Director]

Mr. M. D. Ranganath, aged sixty-two (62) years, has over 32 years of experience in the Global IT services and financial services industry. He is currently the Chairman of Catamaran Ventures. He was Chief Financial Officer of Infosys Limited, a globally listed corporation, till November 2018.

During his tenure of 18 years at Infosys, he was an integral part of the growth and transformation of Infosys and effectively played leadership roles in a wide spectrum of areas such as Strategy, Finance, M&A, Consulting, Risk Management and Corporate Planning culminating in the role of Chief Financial Officer and worked closely with the Board of Infosys and its Committees in formulating and executing its strategic priorities. In the years 2017 and 2018, Mr. Ranganath was the recipient of the Best CFO Asia award in the technology sector by Institutional Investor publication based on a poll of buy side and sell side investor community.

Prior to Infosys, he worked at ICICI Limited and executed responsibilities in corporate credit, treasury, equity portfolio management and corporate planning.

Mr. Ranganath is a PGDM from IIM Ahmedabad. He holds Master's degree in Technology from IIT Madras and a Bachelor's degree in Engineering from the University of Mysore. He is a member of CPA, Australia.

Mr. Ranganath is on the board of Indian Institute of Management, Bangalore. He is a member of CII corporate governance council and GIFT city's advisory committee on funds management.

Mr. Ranganath is not a director in any other listed entity.

Mr. Ranganath does not hold any shares in the Bank as on March 31, 2024.

Mr. Sandeep Parekh (DIN: 03268043) [Independent Director]

Mr. Sandeep Parekh, aged fifty-two (52) years, holds an LL.M. (Securities and Financial Regulations) degree from Georgetown University and an LL.B. degree from Delhi University. He is the managing partner of Finsec Law Advisors, a financial sector law firm based in Mumbai. He was an Executive Director at the Securities & Exchange Board of India during 2006-08, heading the Enforcement and Legal Affairs departments. He is a visiting faculty at the Indian Institute of Management, Ahmedabad. He has worked for law firms in Delhi, Mumbai and Washington, D.C. Mr. Parekh focuses on securities regulations, investment regulations, private equity, corporate governance and financial regulations. He is admitted to practice law in New York. He was recognized by the World Economic Forum as a "Young Global Leader" in 2008. He was Chairman and member of various SEBI and RBI Committees and sub-Committees. He sits on the Advisory Committee of School for Regulatory Studies & Supervision (SRSS) of National Institute of Securities Market (NISM). He has published op-eds in the Financial Times and the Economic Times.

Mr. Parekh is not a director in any other listed entity.

Mr. Parekh does not hold any shares in the Bank as on March 31, 2024.

Dr. (Mrs.) Sunita Maheshwari (DIN 01641411) [Independent Director]

Dr. (Mrs.) Sunita Maheshwari, aged fifty-eight (58) years, is a US Board certified Pediatric Cardiologist, who completed her MBBS at Osmania Medical College followed by post-graduation at AIIMS, Delhi and Yale University in the US. With over thirty (30) years of experience, she has lived and worked in the US and India. In addition to being a clinician, Dr. (Mrs.) Maheshwari is a medical entrepreneur and co-founder at:

(a) Teleradiology Solutions Private Limited (India's first and largest teleradiology company that has provided over 7 million diagnostic reports to patients and hospitals globally),

(b) Telrad Tech Private Limited which builds AI enabled tele health software and

(c) RXDX Healthcare LLP - a chain of multi-specialty neighbourhood clinics in Bangalore.

She has also incubated other start-up companies in the telehealth space such as Healtheminds - a tele-counselling platform. She is active in the social arena in India where she runs 2 trust funds. 'People4people' has put up over 600 playgrounds in government schools and Telrad Foundation provides teleradiology and telemedicine services to poor areas in Asia that do not have access to high quality medical care. Her other interests include teaching - she has been running India's e-teaching program for postgraduates in Pediatric Cardiology for over a decade. She is a Mentor in Residence for the Sustainable Health Initiative of the Yale Institute for Global Health where she and her husband have instituted the Kalyanpur-Maheshwari Endowment for Global Health Innovation. She is currently the President of the Pediatric Cardiac Society of India.

She has over 200 academic presentations and publications to her credit and is an inspirational speaker having given over 200 lectures, including several TEDx talks. Dr. (Mrs.) Maheshwari is the recipient of several prestigious awards and honours including: WOW (Woman of Worth) 2019 award, Outlook Business; 50 most powerful women of India, March 2016; Amazing Indian award- Times Now 2014; Top 20 women Health care achievers in India, Modern Medicare 2009; Yale University- Outstanding Fellow Teacher of the Year Award, 1995, amongst others.

Dr. (Mrs.) Maheshwari is an Independent Director in Glaxosmithkline Pharmaceuticals Limited (Listed entity).

Dr. (Mrs.) Maheshwari does not hold any shares in the Bank as on March 31, 2024.

Mrs. Lily Vadera (DIN: 09400410) [Independent Director]

Mrs. Lily Vadera, aged sixty-three (63) years, is a M.A in International Relations. With over 33 years of experience in Central banking, she retired as Executive Director from the RBI in October 2020. As the Executive Director of the RBI, she was in-charge of the Department of Regulation (DoR) where she dealt with the regulatory framework for various entities in financial sector, covering all categories of banks and non-banking finance companies.

She was instrumental in putting in place a framework for a regulatory sandbox to provide an enabling environment for fintech players to foster innovation in financial services and played a significant role in the amalgamation of banks in stress. She represented RBI and played an important role as a member of the Insolvency Law Committee set up by the Ministry of Corporate Affairs (MCA).

Mrs. Lily Vadera is not a director in any other listed entity.

Mrs. Lily Vadera does not hold any shares in the Bank as on March 31, 2024.

Dr. (Mr.) Harsh Kumar Bhanwala (DIN: 06417704) [Independent Director]

Dr. (Mr.) Harsh Kumar Bhanwala joined as an Independent Director of the Bank on January 25, 2024.

Dr. (Mr.) Harsh Kumar Bhanwala, aged sixty-two (62) years, is a Public Interest Director and Chairman of the Multi-Commodity Exchange of India Limited (Listed entity) at present. He also holds directorships on the boards of Indian Institute of Management (IIM) - Rohtak, and Microfinance Institutions Network (MFIN- an SRO by the RBI). He is a member of the investment committee of a fund with Omnivore (a V.C. for funding Agri-tech start-up).

He was the Chairman of the National Bank for Agriculture and Rural Development (NABARD), the Apex Development Bank of the Country, from December 18, 2013, to May 27, 2020. He has been the Executive Director and later Chairman cum Managing Director of India Infrastructure Finance Company Limited (IIFCL). He has also been the Managing Director of the Delhi State Cooperative Bank. Recently, he also served as the Executive Chairman of a listed NBFC (Capital India Finance Limited).

He has a vast experience of more than 38 years in areas such as Board governance & management, Finance, Rural development, promoting & supporting sustainable agriculture, and supervision & development of Rural Cooperative Banks.

He headed the Technical Group appointed by SEBI on the Social Stock Exchange (September 2020). He was a member of the Expert Committee on the Primary (Urban) Cooperative Banks of the RBI constituted after the amendment in the Banking Regulation Act 1949.

He has board experience with Deposit Insurance & Credit Guarantee Corporation (DICGC), IRMA (Institute of Rural Management Anand), National Institute of Bank Management (NIBM, and as an Independent Director on the boards of Bayer Crop Science and Arya Collateral Warehousing Services Private Limited). He has served as Vice Chairman of the Asia-Pacific Rural and Agricultural Credit Association (APRACA).

He earned a B.Sc. in Dairy Technology from National Dairy Research Institute (NDRI), Karnal.

He is a Postgraduate in Management from IIM, Ahmedabad and holds a Ph.D. in Management. He has been awarded an honorary doctorate in Science by Tamil Nadu Agricultural University, Coimbatore, and the Indian Council of Agricultural Research-Central Institute of Fisheries Education, Mumbai.

Mr. Bhanwala holds 100 equity shares in the Bank as on March 31, 2024.

Mr. Keki Mistry (DIN: 00008886) [Non-Executive (Non-Independent) Director]

Mr. Keki Mistry, aged sixty-nine (69) years, is a Fellow Member of the Institute of Chartered Accountants of India.

Mr. Mistry was the Vice Chairman and Chief Executive Officer of e-HDFC. With the amalgamation of e-HDFC into the Bank, Mr. Mistry superannuated from e-HDFC and has been appointed as a Non-Executive (Non-Independent) Director on the Board of the Bank w.e.f. June 30, 2023.

Mr. Mistry is the Non-Executive Chairman of HDFC ERGO General Insurance Company Limited. He is also a Non-Executive Director on the Board of HDFC Life Insurance Company Limited (Listed entity) and an Independent Director on the Board of Tata Consultancy Services Limited (Listed entity) and The Great Eastern Shipping Company Limited (Listed entity). He is a Member of the Primary Market Advisory committee (PMAC) constituted by the Securities and Exchange Board of India (SEBI).

Mr. Mistry is currently a member of the Expert Committee constituted by SEBI for facilitating ease of doing business and harmonisation of the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and LODR and is the Chairman of Working Group 1 of the Expert Committee.

Mr. Mistry is also a member of Standing Committee on Primary Markets, which has been constituted by the International Financial Services Centres Authority [IFSCA].

Mr. Mistry holds 12,84,386 equity shares in the Bank as on March 31, 2024.

Mrs. Renu Karnad (DIN: 00008064) [Non-Executive (Non-Independent) Director]

Mrs. Renu Karnad, aged seventy-one (71) years was the Managing Director of e-HDFC till June 30, 2023. From July 01, 2023, she is appointed as the Non-Executive (Non-Independent) Director on the Board of Bank.

Mrs. Karnad is the Chairperson of GlaxoSmithKline Pharmaceuticals Limited (Listed entity) and a Non-Executive Director on the boards of HDFC Asset Management Company Limited (Listed entity) and HDFC ERGO General Insurance Company Limited and Independent Director of EIH Limited (Listed entity).

She holds a Master's degree in Economics from the University of Delhi and a Bachelor's degree in Law from the University of Mumbai. She is a Parvin Fellow - Woodrow Wilson School of Public and International Affairs, Princeton University, USA. Ms. Karnad has had to her credit, numerous awards, and accolades. Prominent among them being featured in list of '25 top non-banking women in finance' by U.S. Banker magazine, listed by Wall Street Journal Asia as among the 'Top Ten Powerful Women to Watch Out for in Asia', 'Outstanding Woman Business Leader' by CNBC-TV18, 25 Most Influential Women Professionals in India by India Today.

Mrs. Karnad, holds 51,62,949 equity shares in the Bank as on March 31, 2024.

Mr. Sashidhar Jagdishan (DIN: 08614396) [Managing Director and Chief Executive Officer]

Mr. Sashidhar Jagdishan, aged fifty-nine (59) years, has an overall experience of thirty (32) years. He has completed his graduation in Science with specialization in Physics, is a Chartered Accountant by profession and holds a Master's degree in Economics of Money, Banking & Finance from the University of Sheffield, United Kingdom.

Mr. Jagdishan joined the Bank in the year 1996 as a Manager in the Finance function. He became Business Head - Finance in 1999 and was appointed as Chief Financial Officer in the year 2008. He played a critical role in supporting the growth trajectory of the Bank and led the finance function with a pivotal role in aligning the organization in achieving the strategic objectives over the years.

Prior to his appointment as Managing Director and Chief Executive Officer of the Bank, he was the Group Head of the Bank in addition to overseeing the functions of Finance, Human Resources, Legal & Secretarial, Administration, Infrastructure, Corporate Communications and Corporate Social Responsibility.

Mr. Jagdishan is not a director in any other listed entity.

Mr. Jagdishan holds 17,09,143 equity shares in the Bank as on March 31, 2024.

Mr. Kaizad Bharucha (DIN: 02490648) [Deputy Managing Director]

Mr. Kaizad Bharucha, aged fifty-nine (59) years, has been appointed as Deputy Managing Director (DMD) of the Bank with effect from April 19, 2023. A career banker with more than 35 years of experience, he has been associated with the Bank since 1995. In his current position as DMD, he is responsible for Wholesale Banking covering areas of Corporate Banking, PSUs, Multinational Corporates, Capital & Commodities Markets, Financial Institutions, Custody, Mutual Funds, Global Capability Centre & Financial Sponsors coverage, Realty Business Finance, CSR & ESG.

Over the span of his tenure as the Bank's Executive Director, his portfolio has also included Corporate Banking, Emerging Corporates Group, Business Banking, Healthcare Finance, Agri lending, Tractor Financing, Commercial Vehicle Finance, Commercial Equipment Finance, Infrastructure Finance, Department for Special Operations and Inclusive Banking Initiatives Group. Prior to that, as Group Head - Credit & Market Risk, he led the risk management activities in the Bank viz. Credit Risk, Market Risk, Debt Management, Risk Intelligence and Control Functions.

Mr. Bharucha is also the Designated Director, Financial Intelligence Unit (FIU) and the Designated Director, Internal Ombudsman Committee. He represents the Bank in various interactions with regulators and government agencies.

Prior to joining HDFC Bank, he worked in SBI Commercial and International Bank.

Mr. Bharucha is a Non-Executive Director (Nominee of HDFC Bank) of HDFC Life Insurance Company Limited (Listed entity).

Mr. Bharucha holds 23,49,901 equity shares in the Bank as on March 31, 2024.

Mr. Bhavesh Zaveri (DIN: 01550468) [Executive Director]

Mr. Bhavesh Zaveri, aged fifty-eight (58) years, is the Executive Director of the Bank with effect from April 19, 2023. He heads the ATM, Operations and Administration functions.

Mr. Bhavesh Zaveri oversees Operations, Cash Management, ATM Product & Administration of HDFC Bank. In his current role, he is responsible for Business and Operations across the country and for creating and delivering a flawless operations execution capability across the diversified product suite of the Bank to the Corporate, MSME & Retail verticals including for Asset, for Liabilities and for Transaction Services of Payments & Cash Management, Trade Finance & Treasury, ATM Product & Administration. He has an overall experience of over 37 years and has headed the critical functions of Operations, Cash Management and Technology at the Bank.

Mr. Zaveri joined the Bank in 1998 in the Operations function. He became Business Head - Wholesale Banking Operations in the year 2000 and was appointed as Group Head - Operations in 2009. He assumed additional responsibilities of the Information Technology function in 2015. In his previous role as Group Head - IT, he has contributed to the Digital transformation of the Bank by embracing technology to ensure operational efficiency resulting in improved customer experience across different product offerings of the Bank.

Mr. Zaveri has also participated in RBI's Internal Payments Council Meet and was part of the Umbrella Organization for Payments Committee of 2004 that led to the formation of National Payment Corporation of India (NPCI). He is the only elected Indian from India on the SWIFT Scrl Global Board, Brussels. He has been featured twice in the "Who's Who in Treasury and Cash Management" by Global Trade Review. He has also been a member of various committees formed by the RBI and Indian Banks' Association. He also previously served on the Board of SWIFT Scrl - Brussels, Swift India Domestic Services Private Limited, The Clearing Corporation of India Limited, National Payment Corporation of India Limited, Goods & Service Tax Network Limited, HDB Financial Services Limited and HDFC Securities Limited.

Prior to joining the Bank, Mr. Zaveri worked for Oman International Bank and Barclays Bank. He holds a Master's Degree in Commerce from Mumbai University and is a Certified Associate of the Indian Institute of Bankers.

Mr. Zaveri is not a director in any other listed entity.

Mr. Zaveri holds 2,07,015 shares in the Bank as on March 31, 2024.

Mr. V. Srinivasa Rangan (DIN: 00030248) [Executive Director]

Mr. V. Srinivasa Rangan, aged sixty-four (64) years, was the Executive Director and Chief Financial Officer of e-HDFC. He holds a Bachelor's degree in Commerce from University of Delhi and is an Associate of the Institute of Chartered Accountants of India (ICAI) qualified as a rank holder.

He is an expert in finance, accountancy, audit, economics, corporate governance, legal & regulatory compliance, risk management and strategic thinking. He has vast experience in housing finance and real estate sector. Mr. Rangan has worked on international consulting assignments in housing finance in Ghana and the Maldives.

He has been a member of various committees related to financial services such as RBI's Committee on Asset Securitisation and Mortgage Backed Securitisation, Technical Group formed by National Housing Bank (NHB) for setting up of a Secondary Mortgage market Institution in India, NHB's Working Group on Covered Bonds and NHB's Working Group on Credit Enhancement Mechanism.

Mr. Rangan was conferred the "Best CFO in the Financial Sector for 2010" by ICAI. He was also honoured with "Lifetime Achievement Award" at the sixth edition of Financial Express CFO Awards 2023.

Mr. Rangan is a Non-Executive Director (Nominee of HDFC Bank) of HDFC Asset Management Company Limited (Listed entity).

Mr. Rangan holds 16,27,698 equity shares in the Bank as on March 31, 2024.

A chart or a matrix setting out the skills /expertise / competence of the Board of Directors:

The Board of Directors have identified the following core skills / expertise / competencies / special knowledge or practical experience, as required in the context of the Bank's business and sector(s) for it to function effectively. The same are in line with the relevant provisions of the Banking Regulation Act, 1949 and relevant circulars issued by the RBI from time to time:

i. Accountancy,

ii. Agriculture and Rural Economy,

iii. Banking,

iv. Co-operation,

v. Economics,

vi. Finance,

vii. Law,

viii. Small-Scale Industry,

ix. Information Technology,

x. Payment & Settlement Systems,

xi. Human Resources,

xii. Risk Management,

xiii. Business Management,

xiv. Any other matter, the special knowledge of, and practical experience in, which would, in the opinion of the RBI, be useful to the Bank's business / sectors.

Sr. No.	Name	Designation	Expertise / Competence
1	Mr. Atanu Chakraborty	Part Time Chairman and Independent Director	Finance, Economy, Public Policy, Administration and Infrastructure, Banking, Risk Management, Payment & Settlement system and Business Management
2	Mr. M. D. Ranganath	Independent Director	Finance, Accountancy, Information Technology, Risk Management, Business Management Strategy, Merger & Acquisition (M&A), Consulting and Corporate planning
3	Mr. Sandeep Parekh	Independent Director	Law (with focus on securities market and financial regulations), Payment & Settlement system and Business Management
4	Dr. (Mrs.) Sunita Maheshwari	Independent Director	Medicine, Healthcare, Entrepreneurship, General Administration, Small Scale Industries and Business Management
5	Mrs. Lily Vadera	Independent Director	Banking
6	Dr. (Mr.) Harsh Kumar Bhanwala	Independent Director	Agriculture and Rural Economy, Co-operation, Business Management and Finance
7	Mr. Keki Mistry	Non- Executive (Non-Independent) Director	Finance, Accountancy, Audit, Economics, Consumer Behaviour, Sales, Marketing, Corporate Governance, Risk Management, Housing & Real Estate and Strategic Thinking
8	Mrs. Renu Karnad	Non- Executive (Non-Independent) Director	Business Management, Finance, Economics, Human Resources, Risk Management, Housing Finance, Real Estate, Infrastructure, Accounting & Audit, Information Technology, Cyber Security, Consumer Behaviour, Sales & Marketing, Legal and Strategy Management
9	Mr. Sashidhar Jagdishan	Managing Director and Chief Executive Officer	Banking and Finance, Accountancy, Economics of Money and Business Management
10	Mr. Kaizad Bharucha	Deputy Managing Director	Banking Business, Credit & Risk Management and Business Management
11	Mr. Bhavesh Zaveri	Executive Director	Banking, Accountancy, Payment & Settlement systems and Risk Management
12	Mr. V. Srinivasa Rangan	Executive Director	Finance, Accountancy, Audit, Economics, Corporate Governance, Legal & Regulatory Compliance, Risk Management and Strategic Thinking

Board Meetings & Annual General Meeting (AGM)

The Board / Committee Meetings are convened by giving appropriate notice well in advance of the meetings. The Directors / Committee Members are provided with appropriate information in the form of agenda items in a timely manner, to enable them to deliberate on each agenda item and make informed decisions and provide appropriate directions to the Management. The Board/ Committee Members endeavor to attend and participate in all Board meetings, unless he/she is unable to attend the meeting on account of reasonable cause for which leave of absence is requested, which is considered by the Board / respective Committee for approval.

Video-conferencing facility is also provided at the Board / Committee meetings in case any director is unable to attend the meeting physically but wishes to participate through electronic mode in the meetings.

At the Board / Committee meetings, presentations and deep dive sessions are made covering important areas of the Bank such as Financial Results, Annual Plans and Strategies, Cyber Security and Information Technology, Operational and Business Continuity Measures of the Bank, Customer Grievances and Customer Services Framework, Credit Portfolio Quality, IT Strategic Initiatives, ESG & Climate Risk, Board awareness session on Cyber Security, Sustainable Livelihood (SLI), Compliance and Risk Management Strategy, Rewards Strategy, Enterprise-Wide Risk Management (ERM) Framework, Global Macro Environment and other relevant matters.

Directors are also encouraged to attend relevant programs and seminars conducted by reputed external organizations. There have been no instances wherein the Board had not accepted the recommendations of any Committee.

During the financial year under review, fourteen (14) Board meetings were held. The meetings were held on April 15, 2023; April 27, 2023; June 30, 2023; July 17, 2023; August 25, 2023; October 15, 2023; November 22, 2023; November 27, 2023; December 27, 2023; January 16, 2024; February 16, 2024; March 7, 2024; March 28, 2024 and March 29, 2024.

Details of attendance at the Board meetings held during the financial year under review and attendance at the last virtual AGM are as follows:

Name of Director	No. of Board Meetings attended v/s held during the year	Attendance at last AGM (August 11, 2023)
Independent Directors		
Mr. Atanu Chakraborty	14 / 14	Present
Mr. M. D. Ranganath	14 / 14	Present
Mr. Sandeep Parekh	13 / 14	Present
Dr. (Mrs.) Sunita Maheshwari	13 / 14	Present
Mrs. Lily Vadera	13 /14	Present
Dr. (Mr.) Harsh Kumar Bhanwala [1]	04 / 04	N.A.
Mr. Sanjiv Sachar [2]	04 / 04	N.A.
Mr. Umesh Chandra Sarangi [3]	11 / 11	Present
Non-Executive (Non-Independent) Directors		
Mr. Keki Mistry [4]	9 / 11	Present
Mrs. Renu Karnad	14 / 14	Present
Executive Directors		
Mr. Sashidhar Jagdishan	14 / 14	Present
Mr. Kaizad Bharucha	14 / 14	Present
Mr. Bhavesh Zaveri [5]	12 / 12	Present
Mr. V. Srinivasa Rangan [6]	06 / 06	N.A.

1. *Dr. (Mr.) Harsh Kumar Bhanwala was appointed as an Independent Director of the Bank with effect from January 25, 2024*
2. *Mr. Sanjiv Sachar ceased to be an Independent Director of the Bank with effect from the close of business hours on July 20, 2023 on account of completion of his term*
3. *Mr. Umesh Chandra Sarangi ceased to be an Independent Director of the Bank with effect from the close of business hours on February 29, 2024 on account of completion of his term*
4. *Mr. Keki Mistry was appointed as a Non-Executive (Non- Independent) Director of the Bank with effect from June 30, 2023*
5. *The Board at its meeting held on April 27, 2023, approved the appointment of Mr. Bhavesh Zaveri as an Executive Director of the Bank with effect from April 19, 2023*
6. *The Board at its meeting held on November 27, 2023, approved the appointment of Mr. V. Srinivasa Rangan as an Executive Director of the Bank with effect from November 23, 2023*

Composition of Committees of Directors, Terms of Reference and Attendance at the Meetings

The Board has constituted various Committees of Directors to take informed decisions in the best interest of the Bank. These Committees monitor the activities as per the scope defined in their Charter and terms of reference.

The composition and functioning of these board committees is in compliance with the applicable provisions of the Companies Act, 2013, LODR and the corporate governance directions issued by RBI as applicable.

Composition of Committees of Directors as on the date of this Report is as follows:

	Non-Executive Directors								Executive Directors			
	Atanu Chakraborty	M.D. Ranganath	Sandeep Parekh	Sunita Maheshwari	Lily Vadera	Harsh Kumar Bhanwala	Keki Mistry	Renu Karnad	Sashidhar Jagdishan	Kaizad Bharucha	Bhavesh Zaveri	V. Srinivasa Rangan
Audit		●			○	○						
Nomination and Remuneration	○	○	○			○						
Stakeholders' Relationship			○		○		●	○		○		
CSR & ESG				●				○		○		
Risk Policy and Monitoring	○	○	○		●			○	○			
Fraud Monitoring					○	●		○	○	○		
Customer Service			○	○					○	○		
Credit Approval			○					○		○		
IT Strategy*	○	○		○					○			
Wilful Defaulters Identification Review		○	○						●	○		
Non-Cooperative Borrowers Review		○	○						●	○		
Premises			○	○				●				
Investments Strategy		○	○				●					
Allotment and Transfer					●						○	

*Includes external IT consultant in addition to the above members.

Chairperson of the Committee ● Member of the Committee ○

AUDIT COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	a) Overseeing the Bank's financial reporting process and disclosure of financial information to ensure that the financial statement is correct, sufficient and credible; b) Recommending appointment and removal of external auditors and fixing of their fees; c) Reviewing with management the annual financial statements and auditor's report before submission to the Board with special emphasis on accounting policies and practices, compliance with accounting standards, disclosure of related party transactions and other legal requirements relating to financial statements; d) Reviewing the adequacy of the Audit and Compliance functions, including their policies, procedures, techniques and other regulatory requirements; and e) Any other terms of reference as may be included from time to time in the Companies Act, 2013, SEBI Listing Regulations, including any amendments / re-enactments thereof from time to time. The Charter of the Audit Committee has been formulated in accordance with certain United States regulatory standards as the Bank's American Depository Receipts are also listed on the New York Stock Exchange
Composition:	Mr. M. D. Ranganath (Chairman), Mrs. Lily Vadera and Dr. (Mr.) Harsh Kumar Bhanwala, all of whom are independent directors. Mr. M. D. Ranganath and Dr. (Mr.) Harsh Kumar Bhanwala are the members of Audit Committee having financial expertise. **Details of re-constitution:** • Mrs. Lily Vadera and Dr. (Mr.) Harsh Kumar Bhanwala were inducted as members of the Committee with effect from July 8, 2023 and February 16, 2024 respectively; • Mr. Sanjiv Sachar and Mr. Umesh Chandra Sarangi ceased to be members of the Committee with effect from close of business hours on July 20, 2023 and February 29, 2024 respectively.
Meetings:	The Committee met eighteen (18) times during the year on: April 12, 2023; June 09, 2023; June 23, 2023; June 26, 2023; June 30, 2023; July 4, 2023; July 5, 2023; July 12, 2023; July 14, 2023; August 24, 2023; September 27, 2023; October 15, 2023; November 21, 2023; December 19, 2023; January 13, 2024; February 12, 2024; February 20, 2024 and March 28, 2024.

NOMINATION & REMUNERATION COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	a) Scrutinizing the nominations of the directors with reference to their qualifications and experience, for identifying 'Fit and Proper' persons, assessing competency of the persons and reviewing compensation levels of the Bank's employees vis-à-vis other banks and the banking industry in general. The Nomination & Remuneration Committee (NRC) has formulated a Policy for Appointment and Fit and Proper Criteria of Directors, which inter-alia provides for criteria to assess the competency of the persons nominated, which includes: • Academic qualifications, • Previous experience, • Track record and • Integrity of the candidates. For assessing the integrity and suitability, features like criminal records, financial position, civil actions undertaken to pursue personal debts, refusal of admission to and expulsion from professional bodies, sanctions applied by regulators or similar bodies and previous questionable business practices are considered. b) The Committee also formulates criteria for evaluation of performance of individual directors including independent directors, the Board of Directors and its Committees. The criteria for evaluation of performance of directors (including independent directors) include personal attributes such as attendance at meetings, communication skills, leadership skills and adaptability and professional attributes such as understanding of the Bank's core business and strategic objectives, industry knowledge, independent judgment, adherence to the Bank's Code of Conduct, Ethics and Values etc. c) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

Composition:	Dr. (Mr.) Harsh Kumar Bhanwala, Mr. Atanu Chakraborty, Mr. M.D. Ranganath and Mr. Sandeep Parekh. All the members of the Committee are independent directors. Dr. (Mr.) Harsh Kumar Bhanwala Chaired the NRC Meetings held from March 28, 2024. **Details of re-constitution**: • Dr. (Mr.) Harsh Kumar Bhanwala was inducted as a member of the Committee with effect from February 16, 2024; • Mr. Sanjiv Sachar ceased to be a Chairman and Member of the Committee with effect from close of business hours on July 20, 2023; • Mr. Umesh Chandra Sarangi was appointed as a Chairman of the Committee with effect from July 28, 2023 and ceased to be a Chairman and Member of the Committee with effect from close of business hours on February 29, 2024.
Meetings:	The Committee met eighteen (18) times during the year on: April 14, 2023; April 27, 2023; June 12, 2023; June 29, 2023; July 07, 2023; July 27, 2023; August 09, 2023; September 27, 2023; October 14, 2023; October 18, 2023; November 01, 2023; November 11, 2023; November 21, 2023; November 27, 2023; December 26, 2023; January 15, 2024; February 15, 2024 and March 28, 2024.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Committee approves and monitors transmission, splitting and consolidation of shares and considers requests for dematerialization of shares. Allotment of shares to the employees on exercise of stock options granted under the various Employees Stock Option Schemes which are made in terms of the powers delegated by the Board in this regard, are placed before the Committee for ratification. The Committee also monitors redressal of grievances from shareholders relating to transfer of shares, non-receipt of Annual Report, dividends, etc. The Committee shall oversee the various aspects of interests of all stakeholders including shareholders and other security holders. The powers to approve share dematerialization requests have been delegated to executives of the Bank to avoid delays that may arise due to non-availability of the members of the Committee. Mr. Santosh Haldankar, Company Secretary of the Bank is the Compliance Officer responsible for expediting the share transmission / deletion formalities.
Composition:	Mr. Keki Mistry (Chairman), Mr. Sandeep Parekh, Mrs. Renu Karnad, Mr. Kaizad Bharucha and Mrs. Lily Vadera **Details of re-constitution:** • Mr. Keki Mistry was inducted as a Member and Chairman of the Committee with effect from July 28, 2023; • Mr. Umesh Chandra Sarangi ceased to be a Chairman with effect from July 28, 2023 and ceased to be a Member of the Committee with effect from close of business hours on February 29, 2024.
Meetings:	The Committee met four (4) times during the year on: April 13, 2023; July 15, 2023; October 14, 2023 and January 12, 2024

CSR & ESG COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The CSR & ESG Committee of the Board has been constituted to identify, execute and monitor CSR projects and assist the Board and the Bank in fulfilling its corporate social responsibility objectives and achieving the desired results. The Committee shall also ensure legal and regulatory compliance from a CSR perspective and reporting as well as communication to all the stakeholders on the Bank's CSR initiatives. The terms of reference of the Committee are: • To formulate the Bank's CSR and ESG Strategy, Policy and Goals • To identify the areas of CSR activities and recommend to the Board the amount of CSR expenditure • To monitor the Bank's CSR policy and performance • To review the CSR projects / initiatives from time to time • To ensure legal and regulatory compliance from a CSR viewpoint • To ensure reporting and communication to the Bank's stakeholders on the Bank's CSR • To monitor the Bank's ESG Framework, strategy, goals and disclosures

Composition:	Dr. (Mrs.) Sunita Maheshwari (Chairperson), Mrs. Renu Karnad and Mr. Kaizad Bharucha. **Details of re-constitution:** • Mr. Sanjiv Sachar ceased to be a Member of the Committee with effect from close of business hours on July 20, 2023.
Meetings:	The Committee met four (4) times during the year on: April 13, 2023; July 15, 2023; October 11, 2023 and January 11, 2024

RISK POLICY & MONITORING COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Risk Policy & Monitoring Committee (RPMC) has been formed as per the guidelines of RBI on Asset Liability Management / Risk Management Systems. The RPMC is a Board level committee, which supports the Board by supervising the implementation of the risk strategy. It guides the development of policies, procedures and systems for managing risk. It ensures that these are adequate and appropriate to changing business conditions, the structure and needs of the Bank and the risk appetite of the Bank. The RPMC monitors the compliance of risk parameters/aggregate exposures with the appetite set by the Board. It ensures that frameworks are established for assessing and managing various risks faced by the Bank, systems are developed to relate risk to the Bank's capital level and methods are in place for monitoring compliance with internal risk management policies and processes. The Committee ensures that the Bank has a suitable framework for Risk Management and oversees the implementation of the risk management policy. Further, the functions of the Committee also include review of the enterprise-wide risk frameworks viz. Risk Appetite framework (RAF), Internal Capital Adequacy Assessment Process (ICAAP), stress testing framework, etc. The Committee also reviews the cyber security framework in the Bank from time to time. Further, as per RBI guidelines, the Chief Risk Officer of the Bank regularly interacts with the members of the Committee without the presence of management at the meetings of the Committee.
Composition:	Mrs. Lily Vadera (Chairperson), Mr. Atanu Chakraborty, Mr. M.D. Ranganath, Mr. Sandeep Parekh, Mrs. Renu Karnad and Mr. Sashidhar Jagdishan. **Details of re-constitution:** • Mr. Sanjiv Sachar ceased to be a Member of the Committee with effect from close of business hours on July 20, 2023.
Meetings:	The Committee met ten (10) times during the year on: April 14, 2023; June 09, 2023; June 29, 2023; July 27, 2023; August 24, 2023; October 14, 2023; November 22, 2023; December 04, 2023; January 15, 2024 and March 27, 2024

FRAUD MONITORING COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	Pursuant to the directions of the RBI, the Bank has constituted a Fraud Monitoring Committee, exclusively dedicated to the monitoring and following up of cases of fraud involving amounts of ₹ 1 crore and above. The objectives of this Committee are the effective detection of frauds and immediate reporting of the frauds and actions taken against the perpetrators of frauds with the concerned regulatory and enforcement agencies. The terms of reference of the Committee are as under: a) Identify the systemic lacunae, if any, that facilitated perpetration of the fraud and put in place measures to plug the same; b) Identify the reasons for delay in detection, if any and report to top management of the Bank and RBI; c) Monitor progress of Central Bureau of Investigation / Police Investigation and recovery position; d) Ensure that staff accountability is examined at all levels in all the cases of frauds and staff side action, if required, is completed quickly without loss of time; e) Review the efficacy of the remedial action taken to prevent recurrence of frauds, such as strengthening of internal controls; and f) Put in place other measures as may be considered relevant to strengthen preventive measures against frauds.

Composition:	Dr. (Mr.) Harsh Kumar Bhanwala (Chairman), Mrs. Lily Vadera, Mrs. Renu Karnad, Mr. Sashidhar Jagdishan and Mr. Kaizad Bharucha **Details of re-constitution:** • Mrs. Lily Vadera inducted as a Member of the Committee with effect from July 8, 2023. • Mr. Sanjiv Sachar ceased to be a Member of the Committee with effect from close of business hours on July 20, 2023; • Mr. Umesh Chandra Sarangi ceased to be the Chairman and Member of the Committee with effect from on February 16, 2024; • Dr. (Mr.) Harsh Kumar Bhanwala was inducted as a Chairman and Member of the Committee with effect from February 16, 2024
Meetings:	The Committee met four (4) times during the year on: April 13, 2023; July 15, 2023; October 11, 2023 and January 16, 2024

CUSTOMER SERVICE COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Committee has been constituted to monitor and bring about continuous improvements in the quality of services rendered to the customers and also to ensure implementation of directives received from the RBI in this regard. The terms of reference of the Committee are to formulate comprehensive deposit policy incorporating the issues arising out of the demise of a depositor for operation of his account, the product approval process, annual survey of depositor satisfaction and the triennial audit of such services. The Committee is constituted to bring about continuous improvements in the quality of customer services provided by the Bank. The Committee would also oversee the functioning of the Standing Committee on Customer Service, and also bring out innovative measures for enhancing the customer experience and quality of customer service thereby enhancing the customer satisfaction level across all categories of clientele, at all times
Composition:	Mr. Sandeep Parekh, Dr. (Mrs.) Sunita Maheshwari, Mr. Sashidhar Jagdishan and Mr. Kaizad Bharucha. **Details of re-constitution:** • Mr. Umesh Chandra Sarangi ceased to be the Chairman and Member of the Committee with effect from February 16, 2024; • Mr. Atanu Chakraborty ceased to be a Member of the Committee with effect from February 16, 2024.
Meetings:	The Committee met four (4) times during the year on: June 29, 2023; August 25, 2023; November 21, 2023 and February 16, 2024

CREDIT APPROVAL COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Committee considers credit appetite proposals on the customers of the Bank within such authority as delegated to it by the Board from time to time. This facilitates quick response to the needs of the customers and timely disbursement of loans.
Composition:	Mr. Sandeep Parekh, Mrs. Renu Karnad and Mr. Kaizad Bharucha
Meetings:	The Committee met twenty-eight (28) times during the year on: April 17, 2023; May 02, 2023; May 15, 2023; May 25, 2023; June 08, 2023; June 27, 2023; June 28, 2023; July 19, 2023; July 27, 2023; August 17, 2023; September 01, 2023; September 15, 2023; September 18, 2023; September 27, 2023; September 28, 2023; October 25, 2023; October 26, 2023; November 20, 2023; December 11, 2023; December 20, 2023; December 22, 2023; January 22, 2024; January 27, 2024; February 20, 2024; February 26, 2024; March 11, 2024; March 18, 2024 and March 28, 2024

IT STRATEGY COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Bank has in place an IT Strategy Committee to look into various technology related aspects. The functions of the Committee are to formulate IT strategy and related policy documents, ensure that IT strategy is aligned with business strategy, review IT risks, etc. The terms of reference of the Committee are: • Approving IT strategy and related policy documents and reviewing the same from time to time. • Ensuring that the management has put an effective strategic planning process in place. • Approving the Bank's IT strategy and budget to ensure it aligns with the business needs. • Approving re-allocation of resources within IT to facilitate meeting priorities and business needs. • Reviewing and approving IT implementation plans. • Framing of the Bank-level strategy and action plans for achieving the target of digital transactions in an organized manner, as may be set by the Government, regulatory authorities, Indian Banks' Association, etc. from time to time. • Monitoring the progress of achievement in digital transactions in line with the Bank's strategy and action plans. • To review and explore new opportunities for increasing the digital transactions of the Bank from time to time and give the necessary directions in implementing and improving high level of digitalization in Bank. • Reviewing the Digital Banking strategy of the Bank as and when required thereby providing direction on focus areas. • Reviewing the progress made on the initiatives relating to Digital Banking covering performance initiatives as determined by the Board of Directors and Government of India from time to time. • To review the customer services rendered on digital platform from time to time. • Any other terms of reference as may be specified by the Government, regulatory authorities, Indian Banks' Association, etc. from time to time
Composition:	Dr. (Mrs.) Sunita Maheshwari, Mr. Atanu Chakraborty, Mr. M. D. Ranganath and Mr. Sashidhar Jagdishan, Prof. H. Krishnamurthy (external IT consultant).
Meetings:	The IT Strategy Committee met seven (7) times during the year on: April 14, 2023; May 17, 2023; July 27, 2023; October 14, 2023; November 21, 2023; January 15, 2024 and March 27, 2024

REVIEW COMMITTEE FOR WILFUL DEFAULTERS' IDENTIFICATION

Brief Terms of Reference / Roles and Responsibilities:	The Board has constituted a Review Committee for Wilful Defaulters' Identification to review the orders passed by the Committee of Executives for Identification of Wilful Defaulters and provide the final decision with regard to identified Wilful defaulters and any other matters as may be decided by the Board from time to time.
Composition:	Mr. Sashidhar Jagdishan (Chairman), Mr. M. D. Ranganath, Mr. Sandeep Parekh, and Mr. Kaizad Bharucha **Details of re-constitution:** • Mr. Umesh Chandra Sarangi ceased to be a Member of the Committee with effect from close of business hours on February 29, 2024.
Meetings:	No meetings of the Committee were held during the year.

REVIEW COMMITTEE FOR NON-COOPERATIVE BORROWERS

Brief Terms of Reference / Roles and Responsibilities:	The Board has constituted a Review Committee to review matters related to Non-Co-Operative Borrowers which are handled by the Internal Committee of Executives appointed for this purpose and any other related matters as may be decided by the Board from time to time.
Composition:	Mr. Sashidhar Jagdishan (Chairman), Mr. M. D. Ranganath, Mr. Sandeep Parekh, and Mr. Kaizad Bharucha **Details of re-constitution:** • Mr. Umesh Chandra Sarangi ceased to be a Member of the Committee with effect from close of business hours on February 29, 2024.
Meetings:	No meetings of the Committee were held during the year.

PREMISES COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Committee approves purchases and leasing of land parcel for proposed buildings & premises for the use of Bank's branches, back offices, ATMs, residential training centre(s), currency chests, guest house etc., (including relocation and renewals) and of residential premises for Bank employees in accordance with the guidelines laid down by the Board from time to time.
Composition:	Mrs. Renu Karnad (Chairperson), Mr. Sandeep Parekh and Dr. (Mrs.) Sunita Maheshwari
Meetings:	The Committee met five (5) times during the year on: April 13, 2023; July 15, 2023; October 11, 2023; January 11, 2024 and February 14, 2024

INVESTMENTS STRATEGY COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Investments Strategy Committee was constituted by the Board of Directors of the Bank at its meeting held on February 16, 2024. To explore and evaluate feasibility of various monetization initiatives and potential opportunities in respect of investment in the various subsidiary or group companies, including sale, divestment of equity stake, monetising investments under the process of Initial Public Offer or Further Public Offer or other strategies.
Composition:	Mr. Keki Mistry (Chairman), Mr. M. D. Ranganath and Mr. Sandeep Parekh
Meetings:	The Investments Strategy Committee met three (3) times during the year on: February 27, 2024; March 12, 2024 and March 22, 2024

ALLOTMENT AND TRANSFER COMMITTEE

Brief Terms of Reference / Roles and Responsibilities:	The Allotment and Transfer Committee was constituted by the Board of Directors of the Bank at its meeting held on June 30, 2023. To allot equity shares to the eligible shareholders of e-HDFC Limited as on the record date in accordance with the share exchange ratio. Further, the Allotment and Transfer Committee shall also allot/ transfer other securities / money marker instruments such as warrants, commercial papers and non-convertible debenture issued by e-HDFC Limited.
Composition:	Mrs. Lily Vadera (Chairperson) and Mr. Bhavesh Zaveri
Meetings:	The Allotment and Transfer Committee met three (3) times during the year on: July 08, 2023; July 13, 2023 and July 14, 2023

Meeting of the Independent Directors

The Independent Directors met five (5) times during the year on June 28, 2023, July 28, 2023, October 13, 2023, February 15, 2024 and March 06, 2024. All Independent Directors were present at all the Meetings except for Mrs. Lily Vadera and Mr. Sandeep Parekh who could not attend the Independent Director's Meeting held on February 15, 2024.

COMMITTEE MEETINGS ATTENDED / HELD DURING FY 2023-24

Sr. No	Name of the Director	Audit	Nomination and Remuneration	Stakeholder's Relationship	CSR & ESG	Risk Policy and Monitoring	Fraud Monitoring	Customer Service	Credit Approval	Premises	IT Strategy[###]	Investments Strategy[$]	Allotment and Transfer[$$]
1.	Mr. Atanu Chakraborty		16/18			10/10		4/4			7/7		
2.	Mr. M. D. Ranganath	18/18	18/18			10/10					7/7	3/3	
3.	Mr. Sandeep Parekh		17/18	4/4		9/10		4/4	28/28	5/5		3/3	
4.	Dr. (Mrs.) Sunita Maheshwari				4/4			4/4		5/5	7/7		
5.	Mrs. Lily Vadera	11/11*		4/4		10/10	3/3*						3/3
6.	Dr. (Mr.) Harsh Kumar Bhanwala	1/2**	1/1**										
7.	Mr. Sanjiv Sachar[#]	9/9	5/5		2/2	3/3	2/2						
8.	Mr. Umesh Chandra Sarangi [##]	17/17	17/17	4/4			4/4	4/4					
9.	Mr. Keki Mistry			2/2***								3/3	
10.	Mrs. Renu Karnad			4/4	4/4	9/10	4/4		27/28	5/5			
11.	Mr. Sashidhar Jagdishan					10/10	4/4	4/4			7/7		
12.	Mr. Kaizad Bharucha			4/4	4/4		4/4	4/4	28/28				
13.	Mr. Bhavesh Zaveri												3/3
14.	Mr. V. Srinivasa Rangan												

* Appointed as Member of the Audit Committee and Fraud Monitoring Committee with effect from July 08, 2023

** Appointed as a Member of Audit Committee and Nomination and Remuneration Committee with effect from February 16, 2024

*** Appointed as a Member and Chairman of the Stakeholder's Relationship Committee with effect from July 28, 2023

[#] Ceased to be an Independent Director of the Bank with effect from July 20, 2023

[##] Ceased to be an Independent Director of the Bank with effect from February 29, 2024

[###] Committee includes an external IT consultant, Prof. H. Krishnamurthy as a permanent invitee

[$] Investments Strategy Committee was constituted on February 16, 2024

[$$] Allotment and Transfer Committee was constituted on June 30, 2023

Remuneration of Directors

Executive Directors

The details of the remuneration paid to Mr. Sashidhar Jagdishan, Managing Director and Chief Executive Officer, Mr. Kaizad Bharucha, Deputy Managing Director, Mr. Bhavesh Zaveri, Executive Director and Mr. V. Srinivasa Rangan, Executive Director during the FY 2023-2024 are as under:

(Amount in ₹)

Particulars	Mr. Sashidhar Jagdishan	Mr. Kaizad Bharucha	Mr. Bhavesh Zaveri	Mr. V. Srinivasa Rangan
Basic	2,94,35,661	3,01,71,864	1,60,03,867	1,17,12,000
Allowances and Perquisites	3,32,10,228	3,45,22,712	2,11,75,376	81,23,618
Provident Fund	35,32,285	36,20,616	19,20,466	14,05,440
Superannuation	44,15,352	45,25,776	24,00,578	17,56,800
Performance Bonus	3,71,20,846	3,84,44,491	0	0
Number of stock options Granted (Number of ESOPs)*	2,09,131	1,26,926	0	0

Notes:

1. Mr. Aditya Puri former Managing Director and Chief Executive Officer of the Bank retired from the services of the Bank from the close of business hours on October 26, 2020. Mr. Aditya Puri was paid cash variable pay of ₹ 7,11,00,000 for the performance period April 01, 2020 to October 26, 2020. The same was approved by RBI vide their letter dated March 23, 2022. Basis RBI direction, 40% of the above-mentioned cash variable pay i.e. ₹ 2,84,40,000 was paid in the FY 2021-2022 and the balance 60% of the cash variable pay was to be deferred and subject to payment over a period of three years in three equal instalments. The first tranche of the aforementioned deferred amount of ₹ 4,26,60,000 i.e. ₹ 1,42,20,000 (Computed as 1/3rd of 4,26,60,000) was paid in April 2023 in line with the RBI directive. The second tranche of the aforementioned deferred amount of ₹ 4,26,60,000 i.e. 1,42,20,000 (computed as 1/3rd of ₹ 4,26,60,000 was paid on April 02, 2024 in line with the RBI directive.

2. Mr. Sashidhar Jagdishan, Managing Director and Chief Executive Officer was paid the following as part of cash variable pay. This would also include payment received as part of deferred cash variable of previous years. The total cash variable pay paid to Mr. Sashidhar Jagdishan in the FY 2023-24 is as follows.

   A) 50% of the cash variable pay for the Performance Year 2022-23 (Total cash variable pay approved by RBI was ₹ 4,99,96,662): ₹ 2,49,98,331. The same is in accordance with the RBI guidelines and was paid in February 2024.

   B) Tranche1 of the deferred cash variable pay for the Performance Year 2020-21: ₹ 35,07,222 was paid in July 2023

   C) Tranche1 of the deferred cash variable pay for the Performance Year 2021-22: ₹ 86,15,293 was paid on April 2, 2024

   Total Payout (A+B+C) = ₹ 3,71,20,846

3. Mr. Kaizad Bharucha, Deputy Managing Director (erstwhile Executive Director) was paid the following as part of cash variable pay. This would also include payment received as part of deferred cash variable of previous years. The total cash variable pay paid to Mr. Kaizad Bharucha in the FY 2023-24 is as follows.

   A) 50% of the cash variable pay for the Performance Year 2022-23 (Total cash variable pay approved by RBI was ₹ 4,10,71,864): ₹ 2,05,35,932. The same is in accordance with the RBI guidelines and was paid in February 2024

   B) Tranche1 of the deferred cash variable pay for the Performance Year 2020-21: ₹ 58,66,667 was paid in April 2023

   C) Tranche2 of the deferred cash variable pay for the Performance Year 2020-21: ₹ 58,66,667 was paid on April 02, 2024

   D) Tranche1 of the deferred cash variable pay for the Performance Year 2021-22: ₹ 61,75,225 was paid on April 02, 2024

   Total Payout (A+B+C+D) = ₹ 3,84,44,491

4. Mr. Bhavesh Zaveri and Mr. V. Srinivasa Rangan were appointed as Executive Directors of the Bank with effect from April 19, 2023, and November 23, 2023 respectively and hence were not paid any Performance Bonus for their roles as Executive Directors during the Financial year 2023-24. Please note that prior to being appointed as an Executive Director, Mr. Bhavesh Zaveri was Group Head - Operations, Cash Management & ATM Product of the Bank and was paid Performance Bonus for the said role on a proportionate basis. Accordingly, the same has been excluded from the remuneration being paid to Mr. Bhavesh Zaveri in the capacity as an Executive Director of the Bank.

*<u>**Grant of Employee Stock Options to Directors**</u>

1. Mr. Sashidhar Jagdishan:

Mr. Sashidhar Jagdishan was granted a total quantum of 2,09,131 employee stock options for the performance year 2022-23 on January 22, 2024. The same had been approved by the RBI vide their letter dated December 21, 2023.

2. Mr. Kaizad Bharucha:

Mr. Kaizad Bharucha was granted a total quantum of 1,26,926 employee stock options for the performance year 2022-23 on January 22, 2024. The same had been approved by the RBI vide their letter dated December 21, 2023.

3. Mr. Bhavesh Zaveri and Mr. V Srinivasa Rangan:

Mr. Bhavesh Zaveri, Executive Director (erstwhile Group Head) and Mr. Srinivasa Rangan, Executive Director were appointed as Executive Directors during the FY 2023-24 and hence were not granted any ESOP for the role of Executive Director during the said Financial Year. Please note that prior to being appointed as an Executive Director, Mr. Bhavesh Zaveri was Group Head - Operations, Cash Management & ATM Product of the Bank and was granted ESOP for the said role. Accordingly, the same has not been mentioned above.

The vesting schedule for the stock options is 25% of options after expiry of twelve months from date of grant, 25% options after expiry of twenty-four months from the date of grant, 25% of options after expiry of thirty-six months from the date of grant and the balance 25% options after expiry of forty-eight months from date of grant.

Remuneration details of Mr. Bhavesh Zaveri and Mr. V. Srinivasa Rangan before their appointment as Executive Directors of the Bank during the FY 2023-24 are as under:

(Amount in ₹)

Particulars	Mr. Bhavesh Zaveri	Mr. V. Srinivasa Rangan
Basic	2,67,447	1,29,93,000
Allowances and Perquisites	9,65,162	78,07,160
Provident Fund	32,094	15,59,160
Superannuation	34,768	16,89,090
Performance Bonus	90,01,136	0
Number of stock options Granted (Number of ESOPs)	89,690	0

The total cash variable pay paid to Mr. Bhavesh Zaveri in the FY 2023-24 as Group Head is as follows.

A) 50% of the cash variable pay for the Performance Year 2022-23 (Total cash variable pay of ₹ 79,78,343): ₹ 39,89,172. The same is in accordance with the RBI guidelines.

B) Tranche1 of the deferred cash variable pay for the Performance Year 2021-22: ₹ 27,58,892

C) Tranche2 of the deferred cash variable pay for the Performance Year 2020-21: ₹ 22,53,072

Total Payout (A+B+C) = ₹ 90,01,136

Mr. Bhavesh Zaveri, for his performance as Group Head, was granted a total quantum of 89,690 employee stock options for the performance year 2022-23 on September 13, 2023.

The notice period for each of them, as specified in their respective terms of appointments is three months.

Pursuant to the Banking Regulation Act, 1949, the appointment and tenure of Whole-Time Directors is subject to the approval of RBI.

The Bank provides for gratuity in the form of lump-sum payment on retirement or on death while in employment or on termination of employment of an amount equivalent to 15 (fifteen) days basic salary payable for each completed year of service.

The Bank makes annual contributions to funds administered by trustees and managed by insurance companies for amounts notified by the said insurance companies. The Bank accounts for the liability for future gratuity benefits based on an independent external actuarial valuation carried out annually.

No sitting fees were paid to Executive Directors for attending meetings of the Board and / or its Committees.

Details of Remuneration / Sitting Fees Paid to Non-Executive Directors

Criteria for remuneration/sitting fees paid to Non-Executive Director

All the non-executive directors including the independent directors and the Chairman receive sitting fees and reimbursement of out of pocket expenses for attending each meeting of the Board and its various Committees. No stock options are granted to any of the non-executive directors.

Pursuant to the provisions of the Companies Act, 2013, and as approved by the Board of Directors of the Bank, Non-Executive Directors receive sitting fees per meeting for attending Board and Committee meetings, respectively. The sitting fees payable for attending the committee meetings is as follows:

List of Committees wherein sitting fees of ₹ 1,00,000 is paid per meeting	List of Committees wherein sitting fees of ₹ 50,000 is paid per meeting
i. Audit Committee	i. Stakeholders' Relationship Committee
ii. Nomination & Remuneration Committee	ii. CSR & ESG Committee
iii. Risk Policy & Monitoring Committee	iii. Fraud Monitoring Committee
iv. Customer Service Committee	iv. Wilful Defaulters Identification Review Committee
v. Credit Approval Committee	v. Non-Cooperative Borrowers Review Committee
vi. IT Strategy Committee	vi. Premises Committee
vii. Investments Strategy Committee	vii. Allotment & Transfer Committee

Additionally, sitting fees of ₹ 1,00,000 is paid to Non-Executive Directors for attending Board Meetings and to Independent Directors for attending Independent Directors meetings.

The details of sitting fees and remuneration paid to Non-Executive Directors and Independent Directors during the FY 2023-24 is as under:

(Amount in ₹)

Director	Sitting Fees	Remuneration
Mr. Atanu Chakraborty	56,00,000	35,00,000.00
Mr. M. D. Ranganath	75,00,000	21,23,626.37
Mr. Sandeep Parekh	82,50,000	21,23,626.37
Dr. (Mrs.) Sunita Maheshwari	33,50,000	21,23,626.37
Mrs. Lily Vadera	43,00,000	21,23,626.37
Dr. (Mr.) Harsh Kumar Bhanwala [1]	8,00,000	4,91,758.24
Mr. Keki Mistry [2]	13,00,000	16,23,626.37
Mrs. Renu Karnad	58,50,000	21,23,626.37
Mr. Sanjiv Sachar [3]	24,00,000	6,08,695.00
Mr. Umesh Chandra Sarangi [4]	57,00,000	18,68,131.87
Total	**4,50,50,000**	**1,87,10,343.33**

[1] Dr. (Mr.) Harsh Kumar Bhanwala was appointed as an Independent Director of the Bank with effect from January 25, 2024.

[2] Mr. Keki Mistry was appointed as a Non-Executive (Non-Independent) Director of the Bank with effect from June 30, 2023.

[3] Mr. Sanjiv Sachar ceased to be Independent Director on the Board of the Bank with effect from the close of business hours on July 20, 2023, on account of completion of his term.

[4] Mr. Umesh Chandra Sarangi ceased to be Independent Director on the Board of the Bank with effect from the close of business hours on February 29, 2024, on account of completion of his term.

Note:

Pursuant to the circular issued by the RBI on "Review of Fixed Remuneration Granted to Non- Executive Directors" dated February 09, 2024 read with the RBI circular on "Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board" dated April 26, 2021 and subsequent resolution passed by the shareholders of the Bank through Postal ballot on March 29, 2024, the remuneration paid to Non-Executive Directors except the Part Time Chairman was increased from ₹ 20 Lakhs per annum per Non-Executive Director to ₹ 30 Lakhs per annum per Non-Executive Director. The Non-Executive Directors of the Bank, other than the Part Time Chairman, were paid compensation, on a proportionate basis, in the form of fixed remuneration for the FY 2023-24 as follows:

i. From April 01, 2023 to February 15, 2024 (both dates inclusive) - ₹ 20,00,000 (Rupees Twenty Lakhs only) per annum (on a proportionate basis) to each of the Non-Executive Directors, and

ii. From February 16, 2024 to March 31, 2024 (both dates inclusive) - ₹ 30,00,000 (Rupees Thirty Lakhs only) per annum (on a proportionate basis) to each of the Non-Executive Directors in addition to payment of sitting fees and reimbursement of expenses for attending the Board and Committee meetings.

Mr. Atanu Chakraborty, Part Time Chairman and Independent Director was paid remuneration of ₹ 35,00,000 (Rupees Thirty-Five Lakhs Only) per annum during FY 2023-24 as approved by RBI, in addition to sitting fees, reimbursement of expenses for attending Board and Committee meetings and provision of car for official and personal use.

There were no other pecuniary relationships or transactions of Non-Executive Directors vis-a-vis the Bank (except banking transactions in the ordinary course of business and on arm's length basis) during FY 2023-24.

EVALUATION OF BOARD OF DIRECTORS

The Bank has put in place a mechanism for performance evaluation of the Board, Committees of the Board and the individual members of the Board (including the Chairman). The details of the same have been included in the Directors' Report.

PARTICULARS OF SENIOR MANAGEMENT

The details of Senior Management of the Bank as on March 31, 2024 is as follows:

Employee name	Designation
Mr. Ashish Parthasarthy	Group Head - Branch Banking, Infrastructure, Treasury and Virtual Channels
Mr. Arvind Kapil[#]	Group Head - Mortgage business
Mr. Arvind Vohra	Group Head - Retail Assets
Mr. Chakrapani Venkatachari[##]	Group Head - Internal Audit and Quality Initiative Group
Mr. Jimmy M Tata	Group Head - Credit and Chief Credit Officer
Mr. Nirav Vimal Shah	Group Head - Corporate Banking
Mr. Parag Rao	Group Head - Payments, Marketing, Liability Product Group, Consumer Finance and Marketing
Mr. Rahul Shukla	Group Head - Commercial and Rural Banking
Mr. Ramesh Lakshminarayanan	Group Head - Tech & Digital and Chief Information Officer
Mr. Rakesh Singh	Group Head - Investment Banking, Private Banking, Offshore International Banking, Thematic Research, Digital ecosystem banking, BaaS
Mr. Sanmoy Chakrabarti	Group Head - Risk Management and Chief Risk Officer
Mr. Sudhir Kumar Jha	Group Head - Legal and Secretarial
Mr. Sumant Rampal*	Group Head - Mortgage Business
Mr. Vinayak Ravindra Mavinkurve	Group Head - Realty Business Finance
Mr. Vinay Razdan	Group Head - Human Resources and Chief Human Resources Officer
Mr. Srinivasan Vaidyanathan	Chief Financial Officer
Mr. Santosh Gurudas Haldankar	Company Secretary

[#]Mr. Arvind Kapil resigned from the services of the Bank with effect from the close of business hours on April 26, 2024

[##] The designation of Mr. Chakrapani Venkatachari has been changed to Group Head - Change Agent with effect from April 01, 2024

**Mr. Sumant Rampal has been appointed as Group Head - Mortgage Business with effect from March 28, 2024*

Mr. Arun Kumar Mohanty was superannuated on September 30, 2023 and as such also ceased to be the Chief Compliance Officer of the Bank in terms of RBI regulations.

Mr. Suketu Kapadia has been appointed as Group Head - Internal Audit with effect from April 01, 2024

Mr. Rakesh Rajput, Chief Compliance Officer in terms of RBI regulations was elevated as Group Head - Compliance with effect from June 01, 2024

GENERAL BODY MEETINGS

Following are the details of general body meetings for the previous three (3) financial years:

Sr. No	Particulars of Meeting	Venue	Day, Date and Time	Number of Special Resolutions passed, if any	Nature of Special Resolution(s)
1	27th Annual General Meeting	Held through Video-Conferencing or Other Audio - Visual Means	Saturday, July 17, 2021 at 2:30 P.M.	6 (six)	1. Re-appointment of Mr. Umesh Chandra Sarangi (DIN 02040436) as an independent Director. 2. Issue Unsecured Perpetual Debt Instruments (part of Additional Tier I capital), Tier II Capital Bonds and Long-Term Bonds (financing of infrastructure and affordable housing) on a private placement basis 3. Amendment to the ESOS-Plan D-2007 as approved by the Members 4. Amendment to the ESOS-Plan E-2010 as approved by the Members 5. Amendment to the ESOS-Plan F-2013 as approved by the Members 6. Amendment to the ESOS-Plan G-2016 as approved by the Members
2	28th Annual General Meeting	Held through Video-Conferencing or Other Audio- Visual Means	Saturday, July 16, 2022 at 2.30 P.M.	1 (one)	Issue Unsecured Perpetual Debt Instruments (part of Additional Tier I capital), Tier II Capital Bonds and Long-Term Bonds (financing of infrastructure and affordable housing) on a private placement basis.
3	Meeting Convened by National Company Law Tribunal	Held through Video-Conferencing or Other Audio- Visual Means	Friday, November 25, 2022 at 2.30 P.M.	1 (one)*	Approval of the Composite Scheme of 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 and their respective shareholders and Creditors.
4	29th Annual General Meeting	Held through Video-Conferencing or Other Audio- Visual Means	Friday, August 11, 2023 at 01.30 P.M.	1 (one)	Issue Unsecured Perpetual Debt Instruments (part of Additional Tier I capital), Tier II Capital Bonds and Long-Term Bonds (financing of infrastructure and affordable housing) on a private placement basis.

* This resolution was passed with the requisite majority as required under Section 230-232 of the Companies Act, 2013.

POSTAL BALLOT

Pursuant to the provisions of Section 110 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the LODR, Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "**MCA**"), Government of India, for holding general meetings/ conducting postal ballot process through electronic voting (remote e-voting) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (the "**MCA Circulars**") and any other applicable laws and regulations, the approval of the Members of the Bank for below mentioned resolutions were obtained through Postal Ballot Notices dated April 27, 2023, November 27, 2023, February 22, 2024 and March 28, 2024 via. remote e-voting.

Particulars	Postal Ballot Notice Dated April 27, 2023	Postal Ballot Notice Dated November 27, 2023	Postal Ballot Notice Dated February 22, 2024	Postal Ballot Notice Dated March 28, 2024
Resolution(s)	1. Appointment and Remuneration of Mr. Kaizad Bharucha (DIN: 02490648) as a Deputy Managing Director of the Bank, for a period of three (3) years, w.e.f. April 19, 2023, on the terms and conditions relating to the said appointment, including remuneration, as approved by the RBI - Ordinary Resolution 2. Appointment and Remuneration of Mr. Bhavesh Zaveri (DIN: 01550468) as an Executive Director of the Bank, for a period of three (3) years, w.e.f. April 19, 2023, on the terms and conditions relating to the said appointment, including remuneration, as approved by the RBI - Ordinary Resolution	1. Re-appointment of Mr. M.D. Ranganath (DIN: 07565125) as an Independent Director of the Bank - Special Resolution 2. Re-appointment of Mr. Sandeep Parekh (DIN: 03268043) as an Independent Director of the Bank - Special Resolution 3. Re-appointment of Mr. Sashidhar Jagdishan (DIN: 08614396) as the Managing Director & Chief Executive Officer of the Bank-Ordinary Resolution 4. Appointment of Mr. V. Srinivasa Rangan (DIN: 00030248) as the Executive Director of the Bank, on the terms and conditions relating to the said appointment, including remuneration, as approved by the RBI - Ordinary Resolution	1. Modify the resolution passed by the Members of the Bank at the 27th Annual General Meeting (AGM) held on July 17, 2021 with respect to approval of the revised remuneration of Non-Executive Directors except for Part Time Independent Chairman-Ordinary Resolution 2. Appointment of Dr. (Mr.) Harsh Kumar Bhanwala (DIN: 06417704) as an Independent Director of the Bank - Special Resolution 3. Approval of Material Related Party Transactions with HDB Financial Services Limited - Ordinary Resolution 4. Approval of Material Related Party Transactions with HDFC Securities Limited - Ordinary Resolution 5. Approval of Material Related Party Transactions with HDFC Life Insurance Company Limited- Ordinary Resolution 6. Approval of Material Related Party Transactions with HDFC ERGO General Insurance Company Limited - Ordinary Resolution 7. Approval of Material Related Party Transactions with HDFC Credila Financial Services Limited - Ordinary Resolution 8. Approval of Material Related Party Transactions with HCL Technologies Limited - Ordinary Resolution	1. Approve the eligibility for re-appointment, re-appointment and remuneration of Mr. Atanu Chakraborty (DIN: 01469375) as a Part Time Chairman and Independent Director of the Bank - Special Resolution
Remote e-voting	National Securities Depository Limited			
Scrutinizer	The Board of Directors had appointed Mr. B. Narasimhan of M/s. B.N. & Associates, Practising Company Secretaries and in his absence, Mr. V. V. Chakradeo of M/s. V. V. Chakradeo & Co., Practicing Company Secretaries, as the Scrutinizer, for conducting the Postal Ballot process in a fair and transparent manner.			
Cut-off Date	Friday, May 05, 2023	Friday, December 01, 2023	Friday, February 23, 2024	Friday, March 29, 2024
Dispatch Date of notice	May 08, 2023	December 05, 2023	February 26, 2024	April 01, 2024

Particulars	Postal Ballot Notice Dated April 27, 2023	Postal Ballot Notice Dated November 27, 2023	Postal Ballot Notice Dated February 22, 2024	Postal Ballot Notice Dated March 28, 2024
Remote e-voting period	Commenced on Friday, May 12, 2023 at 9:00 A.M. (IST) and ended on Sunday, June 11, 2023 at 5:00 P.M. (IST)	Commenced on Monday, December 11, 2023 at 9:00 A.M. (IST) and ended on Tuesday, January 09, 2024 at 5:00 P.M. (IST).	Commenced on Thursday, February 29, 2024 at 9:00 A.M. (IST) and ended on Friday, March 29, 2024 at 5:00 P.M. (IST)	Commenced on Thursday, April 04, 2024 at 9:00 A.M. (IST) and ended on Friday, May 03, 2024 at 5:00 P.M. (IST)

Accordingly, a report was submitted to the Authorized Officer, Mr. Santosh Haldankar, Company Secretary of the Bank with respect to the Postal Ballots conducted by the Bank. The results of the voting conducted through Postal Ballots were as under:

For resolution(s) as specified in the Postal Ballot Notice dated April 27, 2023:

There were total of 22,50,273 shareholders of the Bank as on the cut-off date i.e. May 05, 2023, out of which 16,715 Members comprising of 373,42,40,251 equity shares representing 66.88% of the share capital participated in the e-voting process. A snapshot of the voting results of the postal ballot is as follows:

Resolutions	% of votes polled on outstanding shares	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 1	66.836	99.704	0.296
Resolution No. 2	66.836	99.833	0.167

Accordingly, the Resolution as set out in the Postal Ballot Notice dated April 27, 2023 was passed with requisite majority on June 11, 2023.

For resolution(s) as specified in the Postal Ballot Notice dated November 27, 2023:

There were 31,94,348 shareholders of the Bank as on the cut-off date i.e. December 01, 2023, out of which 19,506 members comprising of 5,00,85,35,211 equity shares representing 65.99% of the share capital participated in the e-voting process. A snapshot of the voting results of the postal ballot is as follows:

Resolutions	% of votes polled on outstanding shares	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 1	65.669	99.154	0.846
Resolution No. 2	65.670	99.327	0.673
Resolution No. 3	65.670	99.579	0.421
Resolution No. 4	65.668	97.929	2.071

Accordingly, the Resolution(s) as set out in the Postal Ballot Notice dated November 27, 2023 were passed with requisite majority on January 09, 2024.

For resolution(s) as specified in the Postal Ballot Notice dated February 22, 2024:

There were total of 41,67,490 shareholders of the Bank as on the cut-off date i.e. February 23, 2024, out of which 21,405 Members comprising of 489,78,20,491 equity shares representing 64.48% of the share capital participated in the e-voting process. A snapshot of the voting results of the postal ballot is as follows:

Resolutions	% of votes polled on outstanding shares	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 1	64.150	99.906	0.094
Resolution No. 2	64.215	99.544	0.456
Resolution No. 3	64.175	99.988	0.012
Resolution No. 4	64.175	99.988	0.012
Resolution No. 5	64.175	99.988	0.012
Resolution No. 6	64.175	99.988	0.012
Resolution No. 7	64.175	99.988	0.012
Resolution No. 8	63.636	99.987	0.013

Accordingly, the Resolution as set out in the Postal Ballot Notice dated February 22, 2024 was passed with requisite majority on March 29, 2024.

For resolution(s) as specified in the Postal Ballot Notice dated March 28, 2024:

There were total of 41,24,415 shareholders of the Bank as on the cut-off date i.e. March 29, 2024, out of which 19,091 Members comprising of 4,91,73,94,652 equity shares representing 64.73 % of the share capital participated in the e-voting process. A snapshot of the voting results of the postal ballot is as follows:

Resolutions	% of votes polled on outstanding shares	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 1	64.729	98.805	1.195

Accordingly, the Resolution as set out in the Postal Ballot Notice dated March 28, 2024 was passed with requisite majority on May 03, 2024.

DISCLOSURES

Material Subsidiary

HDFC Life Insurance Company Limited ("**HDFC Life**") is a material subsidiary of the Bank as per the LODR. HDFC Life was incorporated on August 14, 2000 in Mumbai. M/s. G M Kapadia & Co. and M/s. Price Waterhouse, Chartered Accountants are the Statutory Auditors of HDFC Life. M/s. G M Kapadia & Co. was appointed on July 14, 2016 (re-appointed on July 19, 2021) and M/s Price Waterhouse, Chartered Accountants was appointed on June 24, 2014 (re-appointed on July 23, 2019) as Statutory Auditors of HDFC Life.

Further, the Bank has formulated a policy for determining material subsidiary and the same is available on the Bank's website at https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies

Related Party Transactions

During the year, the Bank has entered into transactions with the related parties in the ordinary course of business and on arm's length basis. The Bank has not entered into any materially significant transactions with the related parties, which could lead to a potential conflict of interest between the Bank and these parties. Transactions with related parties were placed before the Audit Committee for approval. There were no material transactions with related parties, which were not in the ordinary course of business, nor were there any transactions, which were not at an arm's length basis.

The Shareholders of the Bank have approved the material related party transactions to be entered into by the Bank in the FY 2024-25 through Postal Ballot on March 29, 2024 as per LODR.

Details of related party transactions entered into during the year ended March 31, 2024 are given in Note No. 27 in Schedule 18, forming part of 'Notes to Accounts' in accordance with Accounting Standard (AS) -18.

The Bank has put in place a policy to deal with related party transactions and the same has been uploaded on the Bank's web-site at https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies

COMMODITY PRICE RISKS AND FOREIGN EXCHANGE RISKS AND HEDGING ACTIVITIES

Being in the business of banking, as per the extant regulations, the Bank does not deal in any commodity, though, it can be exposed to the commodity price risks in its capacity as lender / banker to its customers. Currently, the Bank has open exposure in Precious Metals i.e., Gold / Silver and such open exposures in Gold / Silver are primarily on account of positions created from short term deposits under the Gold Monetization Scheme (GMS) raised from Customers and trading positions in Gold / Silver. These positions are managed similar to other foreign exchange exposures using spot, outright forwards and swap transactions in Gold/Silver and monitored as part of the trading portfolio within the stipulated trading risk limits viz. Net overnight open position limit, Intraday open position limit, Value-at-Risk limit, Stop Loss Trigger Level etc. that are defined in the Treasury Limits Package. In addition, Bank is authorized by RBI to import gold and silver and the exposure arising out of import of gold and silver on consignment basis is covered on back to back basis. The spot, forward and swap contracts, outstanding as on the Balance Sheet date and held for trading, are revalued at the closing spot and forward rates respectively as notified by FEDAI (Foreign Exchange Dealers' Association of India) and at interpolated rates for contracts of interim maturities. The USD / INR rate for valuation of contracts having longer maturities i.e. greater than one (1) year is implied from the applicable INR and USD swap curves. For other pairs, where the rates / tenors are not published by FEDAI, the spot and forward points are obtained from Refinitiv or Bloomberg for valuation of the foreign exchange deals. The foreign exchange profit or loss is arrived on present value basis thereafter, as directed by FEDAI, whereby the forward profits or losses on the deals, as computed above, are discounted till the valuation date using the applicable discounting yields. The resulting profit or loss on valuation is recognized in the Statement of Profit and Loss.

Given below are the exposure details of the Bank under the Gold Monetization Scheme deposits as of March 31, 2024.

Account Title	Amount (INR)	Amount (FCY) In Gram
GMS- SHORT TERM BANK DEPOSIT GOLD	3,09,94,906.76	5,001.83

Total open exposure on customer related transactions in commodities i.e., Gold & Silver (in INR) as on March 31, 2024: Nil

Note: As part of trading position in Gold and Silver, the Treasury Bullion Desk has open position of 303.33 ounce and 0.01 ounce respectively, which is equivalent to INR 55,862,442.46 as on March 31, 2024, and was within the NOOP limit prescribed for XAU & XAG.

ACCOUNTING TREATMENT

The financial statements have been prepared and presented under the historical cost convention and accrual basis of accounting, unless otherwise stated and are in accordance with Generally Accepted Accounting Principles in India, statutory requirements prescribed under the Third Schedule of the Banking Regulation Act, 1949, directions, circulars, notifications and guidelines issued by the RBI from time to time (RBI guidelines), Accounting Standards specified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021, in so far as they apply to banks.

Credit Ratings

The details of all credit ratings obtained by the Bank for all debt instruments are furnished in the Directors' Report.

Whistle Blower Policy / Vigil Mechanism

The details of establishment of whistle blower policy / vigil mechanism are furnished in the Directors' Report. None of the Bank's personnel have been denied access to the Audit Committee to express concerns or reporting grievances under the Whistle Blower Policy and /or vigil mechanism.

Familiarization of Independent Directors

The details of familiarization programmes imparted to Independent Directors are available on the website of the Bank at https://www.hdfcbank.com/personal/about-us/corporate-governance/familiarization-of-independent-directors

Strictures and Penalties for last three financial years:

During the last three financial years, the RBI and other regulatory / statutory authorities have imposed the following penalties / strictures / prohibitions / restrictions on the Bank:

FY 2023-24

RBI vide its letter dated November 30, 2023 levied a penalty of ₹ 10,000 (Rupees Ten Thousand only) on the Bank under Section 11(3) of FEMA, 1999 for violation of Regulation 3 of FEMA 5(R) – FEMA Deposit Regulation 2016. The Bank was required to open a Special Non-Resident Rupee Account (SNRR) whereas it continued with Resident Current Account of a non-resident bank, even after it ceased its operation in India in June 2016. Considering the facts of the case, steps were taken by the bank in ensuring that no interest was paid on the balances in the account, clear explanation was provided by the Bank in the personal hearing with RBI and certification from statutory auditors that transactions in the account post June 2016 were related to winding up activities of the bank. The RBI levied the said penalty. The penalty has since been paid by the Bank.

SEBI had issued a Show Cause Notice in the matter of a Foreign Portfolio Investor not meeting eligibility criteria under SEBI (Foreign Portfolio Investors) Regulations. The Bank had submitted Settlement Application which was accepted by SEBI and settlement amount of ₹ 9,18,750/- was paid by the Bank. SEBI issued settlement order dated February 29 2024. In terms of the Settlement Order, the proceedings initiated in terms of the SCN against the Bank have been disposed of without admitting or denying the findings of fact and conclusions of law contained in the SCN.

NSE vide email dated November 15, 2023 levied penalty of ₹ 7,500/- for delay in submission of Action Taken report (ATR) for non-compliance observed in Cyber Security audit report for FY 2022-23. The Bank submitted its detailed response to the NSE wherein inter-alia, it was requested that as ATR was immediately submitted to NSE upon receipt of clarification from NSE regarding submission of ATR, the penalty imposed may be waived. NSE has apprised that the Bank's response and request for waiver of penalty shall be placed before its committee for approval. Further update is awaited from NSE.

NSE vide letter dated November 17, 2023 levied penalty of ₹ 5,000/- for operation of trading terminals without having valid certification. The Bank has submitted its detailed response to NSE wherein inter-alia, it had stated that the Bank's membership does not have any trading rights. The ID was created for usage of member portal for downloading of daily reports for clearing and settlement related activities and submission of compliance related matters to the Clearing Corporation. Further, the Bank had submitted its request for disablement of ID and subsequently disablement request was processed by NSE. A request for waiver of imposed penalty was also submitted to NSE. The NSE has apprised that the Bank's response shall be placed before relevant authority for further action. NSE vide its email dated May 27, 2024 informed, that the Bank's request for the penalty waiver was considered favorably and credit note will be issued to the Bank shortly. The matter stands closed.

During FY 2023-24, pursuant to various tax demands, penalties aggregating to the tune of ₹ 1.17 crores imposed on the Bank have been disclosed to the Stock Exchanges as required under the LODR. The Bank is taking appropriate legal remedies including, but not limited to, pursuing appeals, as per law.

FY 2022-23

No penalties and strictures were imposed by any regulatory authority during the FY2022-23 on the Bank.

FY 2021-22

RBI by an order dated May 27, 2021, levied a penalty of ₹ 10 crores (Rupees ten crores only) for marketing and sale of third-party non-financial products to the Bank's auto loan customers, arising from a whistle blower complaint, which revealed, inter alia, contravention of Section 6(2) and Section 8 of the Banking Regulation Act, 1949. The Bank has discontinued the sale of said third-party non-financial product since October 2019. The penalty was paid by the Bank.

Details of utilization of funds

During the year under review, the Bank has not raised any funds through Preferential Allotment or Qualified Institutions Placement as specified under Regulation 32(7A) of the LODR.

Further, there is no deviation in utilization of the funds raised by the Bank through issuance of Non-convertible Debentures, in tranches, on private placement basis.

Disclosure of certain types of agreements binding listed entities

The Bank has not entered into any agreements as required to be disclosed under clause 5A of paragraph A of Part A of Schedule III of LODR.

Disclosures for complaints / requests received from shareholders

During the year ended March 31, 2024, the Bank received 183 complaints from the shareholders and 5 complaints were pending as on March 31, 2024 as it was received towards the quarter end. The Bank had attended to all the complaints and all complaints were closed to the satisfaction of the shareholder as on the date of this report.

Besides, 7933 letters were received from the shareholders relating to change of address, updation of bank details of investors, correction of name / bank details on the warrants, transmission of shares, death claim letters, documents for deletion of name, letters related to issues on demat, electronic clearing service, email for address updation, exchange of certificate(s), letter on exchange of certificates, indemnity bond for duplicate certificate, indemnity bond for duplicate warrants, KYC updation, loss of share certificate / transfer deed, non receipt of certificate, permanent account / GIR number of income tax, reminders on any subject, stop mark, transmission documents, non-receipt of certificate sent for transfer, revalidation of warrants and various other investor related matters. These letters have also been responded to.

Disclosures for complaints received by the Bank in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Bank has a policy on prevention, prohibition and redressal of sexual harassment of women at the workplace. In consonance with the statutory provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Bank has constituted an Internal Committee to deal with the cases sexual harassment of women at the workplace and the same is placed on the Bank's website.

The Bank reinforces the awareness of the Act and the understanding of the same through our mandatory elearning module that is available in both English and Hindi.

Details of the number of complaints received, disposed, and pending during the year 2023-24 pertaining to the Sexual Harassment of Women at Workplace are as under:

Number of complaints received	77
Number of complaints disposed	65
Number of cases pending as on March 31, 2024	12*

** The Twelve(12) pending cases were reported in Q4 of FY 2023-24 of which all 12 are disposed by Internal Committee.*

COMPLIANCE WITH MANDATORY REQUIREMENTS

The Bank has complied with the applicable mandatory requirements of the Code of Corporate Governance as prescribed under the LODR and as given below.

M/s. BNP & Associates, practicing company secretaries, have certified that the Bank has complied with the mandatory requirements as stipulated under the LODR. The said certificate and various other certificates issued by other practicing company secretaries on other matters relating to compliance are forming part of this Report.

Mr. Santosh Haldankar, Company Secretary is the compliance officer of the Bank in accordance with the LODR.

Reg. No.	Particulars
17	Requirements pertaining to the Board of Directors
17A	Maximum number of Directorships
18	Requirements pertaining to the Audit Committee
19	Requirements pertaining to Nomination and Remuneration Committee
20	Requirements pertaining to Stakeholders Relationship Committee
21	Requirements pertaining to Risk Management Committee

Reg. No.	Particulars
22	Requirements pertaining to Vigil Mechanism
23	Requirements pertaining to Related Party Transactions
24	Corporate governance requirements with respect to subsidiary of listed entity
24A	Requirements pertaining to Secretarial Audit and Secretarial Compliance Report
25	Obligations with respect to independent Directors
26	Obligations with respect to employees including senior management, key managerial persons, directors and promoters
27	Other corporate governance requirements
46	Requirements pertaining to the dissemination of certain information under a separate section on the website

COMPLIANCE WITH NON-MANDATORY REQUIREMENTS

a) Board of Directors

The Bank maintains the expenses relating to the office of the Part Time Chairman and reimburses all the expenses incurred in performance of his duties.

b) Shareholder's Rights

The Bank publishes its results on its website at www.hdfcbank.com which is accessible to the public at large. The same are also available on the websites of the Stock Exchanges on which the Bank's shares are listed.

A half-yearly declaration of financial performance including summary of the significant events is presently not being sent separately to each shareholder. The Bank's results for each quarter are published in an English newspaper having a nation - wide circulation and in a Marathi newspaper having circulation in Maharashtra. Hence, half-yearly results are not sent to the shareholders individually.

c) Audit Qualifications

During the period under review, there is no audit qualification in the Bank's financial statements. The Bank continues to adopt best practices to ensure regime of unmodified audit opinion.

d) Separate posts of Chairperson and Managing Director/ Chief Executive Officer

Mr. Atanu Chakraborty is the Part Time Chairman and Independent Director of the Bank and Mr. Sashidhar Jagdishan is the Managing Director and Chief Executive Officer of the Bank.

e) Reporting of Internal Auditor

The Internal Auditor of the Bank reports to the Audit Committee of the Bank.

OWNERSHIP RIGHTS

The Bank seeks to protect and facilitate the exercise of the rights of its shareholders including the following:

- To carry out transmission / transposition within the period prescribed in the LODR.
- To receive notice of general meetings, annual report, the balance sheet and profit and loss account and the auditor's report.
- To attend and speak at general meetings.
- In case the member is a body corporate, it can appoint a representative to attend and vote at the general meetings of the company on its behalf.
- Since the thirtieth (30^{th}) Annual General Meeting of the Bank will be conducted by Video-Conferencing / Other Audio-Visual Means pursuant to the relevant MCA circulars, physical attendance of the shareholders has been dispensed with and accordingly, the facility for appointment of proxies for attending and voting on behalf of shareholders will not be available at the 30^{th} Annual General Meeting of the Bank.
- To request an extraordinary general meeting of the company by shareholders who collectively hold not less than $1/10^{th}$ of the total paid-up capital of the company.
- To move amendments to resolutions proposed at general meetings.
- To receive dividend and other corporate benefits like rights, bonus shares, etc. as and when declared / announced.
- To inspect various registers of the company, minutes books of general meetings and to receive copies thereof after complying with the procedure prescribed in the Companies Act, 2013 as amended from time to time.
- To make nomination in respect of shares held by the shareholder.
- To participate in and be sufficiently informed of the decisions concerning fundamental corporate changes.
- To be informed of the rules, including voting procedures that govern general shareholder meetings.

- To have adequate mechanism to address the grievances of the shareholders.
- To ensure protection of minority shareholders from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly, and effective means of redress.

The rights mentioned above are prescribed in the Companies Act, 2013, the LODR and Banking Regulation Act, 1949, wherever applicable, and should be followed only after careful reading of the relevant sections. These rights are not necessarily absolute.

GENERAL SHAREHOLDER INFORMATION:

The Bank's share capital consists of one class of equity shares having face value of ₹ 1 each and the Bank has not issued any other class of shares.

SHAREHOLDERS HOLDING MORE THAN 1% OF THE SHARE CAPITAL OF THE BANK AS AT MARCH 31, 2024

Sr. No.	Name of the Shareholder	No. of Shares held as on 31.03.2024	% to Capital
1	JP Morgan Chase Bank, NA*	1,02,81,15,525	13.53
2	SBI NIFTY 50 ETF	44,05,85,075	5.80
3	Life Insurance Corporation Of India	34,51,77,854	4.54
4	Government of Singapore	18,16,24,608	2.39
5	HDFC Trustee Company Ltd. A/C HDFC Balanced Advantage Fund	17,05,65,154	2.25
6	ICICI Prudential Value Discovery Fund	16,47,29,251	2.17
7	UTI - Nifty Exchange Traded Fund	13,32,95,707	1.76
8	Nippon Life India Trustee Ltd-A/C Nippon India ETF NIFTY 50 BEES	10,89,68,248	1.43
9	NPS Trust- A/c HDFC Pension Management Company Ltd Scheme E - Tier I	10,37,75,514	1.37
10	Government Pension Fund Global	9,48,84,297	1.25

* One (1) American Depository Share (ADS) represents three (3) underlying equity shares of the Bank

TOP 10 SHAREHOLDERS OF THE BANK AS ON MARCH 31, 2024

Sr. No.	Name of the Shareholder	No. of Shares held as on 31.03.2024	% to Capital
1	JP Morgan Chase Bank, NA*	1,02,81,15,525	13.53
2	SBI NIFTY 50 ETF	44,05,85,075	5.80
3	Life Insurance Corporation of India	34,51,77,854	4.54
4	Government of Singapore	18,16,24,608	2.39
5	HDFC Trustee Company Ltd. A/C HDFC Balanced Advantage Fund	17,05,65,154	2.25
6	ICICI Prudential Value Discovery Fund	16,47,29,251	2.17
7	UTI - Nifty Exchange Traded Fund	13,32,95,707	1.76
8	Nippon Life India Trustee Ltd-A/C Nippon India ETF NIFTY 50 BEES	10,89,68,248	1.43
9	NPS Trust- A/c HDFC Pension Management Company Ltd Scheme E - Tier I	10,37,75,514	1.37
10	Government Pension Fund Global	9,48,84,297	1.25

**One (1) American Depository Share (ADS) represents three (3) underlying equity shares of the Bank.*

DISTRIBUTION OF SHAREHOLDING AS AT MARCH 31, 2024

Shares Range From	Shares Range To	No. of Shares	% to Capital	No. of Holders	% to Total No. of Holders
1	5,000	46,70,51,293	6.15	40,90,577	99.24
5,001	10,000	11,01,41,519	1.45	16,323	0.40
10,001	20,000	9,07,88,143	1.20	6,639	0.16
20,001	30,000	4,87,02,397	0.64	1,996	0.05
30,001	40,000	3,45,96,754	0.45	1,001	0.02
40,001	50,000	2,88,85,575	0.38	643	0.02
50,001	1,00,000	10,17,78,402	1.34	1,437	0.03
1,00,001	9,99,99,99,999	6,71,49,66,579	88.39	3,199	0.08
		7,59,69,10,662	**100.00**	**41,21,815**	**100.00**

41,05,375 folios comprising of 758,92,48,751 equity shares forming 99. 90% of the share capital are in demat form. 16,440 folios comprising of 76,61,911 equity shares forming 0.10 % of the share capital are in physical form. The shares of the Bank are widely traded on the stock exchanges.

Note: Other than the stock options granted to the employees of the Bank which will result in an addition to the equity share capital of the Bank on the exercise of the stock options and subsequent allotment of equity shares, the Bank has no outstanding warrants or other convertible instruments as on March 31, 2024 which could have an impact on the equity share capital of the Bank

SHARES LYING IN UNCLAIMED SUSPENSE ACCOUNT

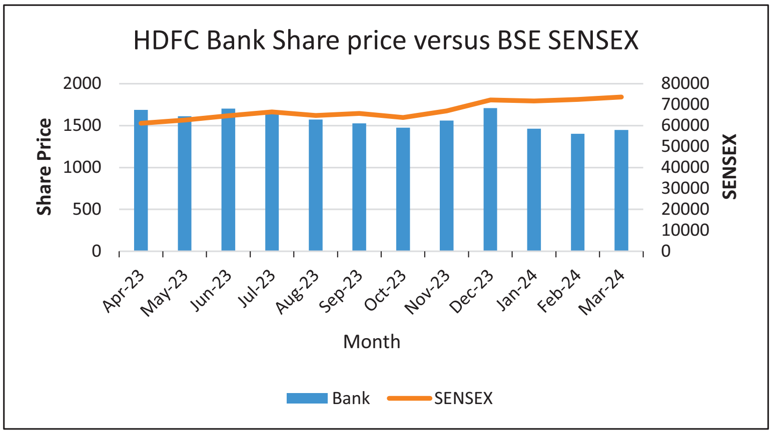
Particulars	Records / No. of shareholders	Equity Shares (Face value of ₹ 1 each)
Opening Balance as on April 1, 2023	2,715	1,145,228
Add: Unclaimed of e-HDFC	11	12,516
Less: Claims received and shares transferred *	167	1,17,650
Less: shares transferred to IEPF account	369	1,59,150
Closing Balance as on March 31, 2024 **	2,190	8,80,944

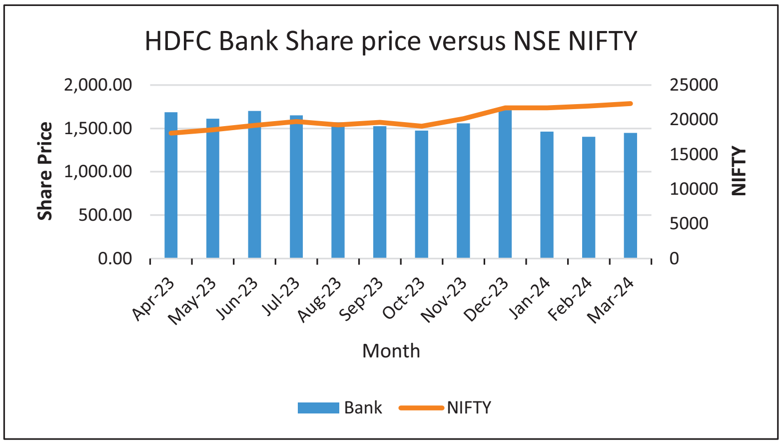
** Number of shareholders who approached the Bank for the transfer of shares from the suspense account.*

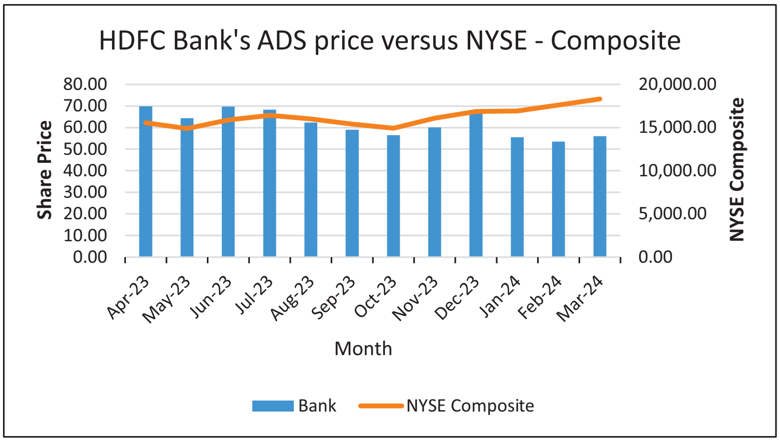
*** Voting rights on these shares shall remain frozen till the rightful owners of such shares claim these shares.*

SHARE PRICE / CHART

Month	BSE Limited			National Stock Exchange of India Limited			New York Stock Exchange		
	High (₹)	Low (₹)	Monthly volumes	High (₹)	Low (₹)	Monthly volumes	High (US$)	Low(US$)	Monthly volumes
Apr-23	1,715.85	1,602.55	32,04,891	1,720.00	1,602.75	29,67,25,881	71.30	66.08	2,51,52,700
May-23	1,733.95	1,597.55	41,73,340	1,734.45	1,597.35	38,58,15,045	71.01	63.77	4,40,79,600
Jun-23	1,708.60	1,580.00	71,56,144	1,708.80	1,579.00	30,47,86,102	70.27	62.87	3,44,87,100
Jul-23	1,757.80	1,627.20	90,26,316	1,757.50	1,627.15	46,43,67,195	71.39	65.48	4,38,26,700
Aug-23	1,666.45	1,557.70	1,03,75,564	1,667.45	1,558.40	42,16,83,081	68.37	62.28	3,55,28,200
Sep-23	1,669.25	1,515.35	1,27,62,967	1,670.00	1,515.00	51,38,13,831	66.21	57.95	5,25,21,200
Oct-23	1,558.00	1,460.55	1,25,69,501	1,555.75	1,460.25	31,50,87,949	59.80	56.05	4,75,94,300
Nov-23	1,570.10	1,463.55	84,69,653	1,572.45	1,462.25	29,32,23,887	60.82	55.95	3,89,97,400
Dec-23	1,721.70	1,551.60	1,42,87,181	1,721.40	1,552.10	37,82,65,221	67.44	59.27	4,60,08,800
Jan-24	1,709.65	1,382.40	2,83,41,080	1,709.15	1,380.25	61,09,37,460	67.14	53.47	10,35,45,800
Feb-24	1,480.00	1,363.45	1,67,97,448	1,480.85	1,363.55	47,30,09,678	57.40	52.16	7,32,79,900
Mar-24	1,471.40	1,400.20	1,41,93,411	1,471.60	1,400.00	46,38,46,972	57.14	54.07	5,05,03,100



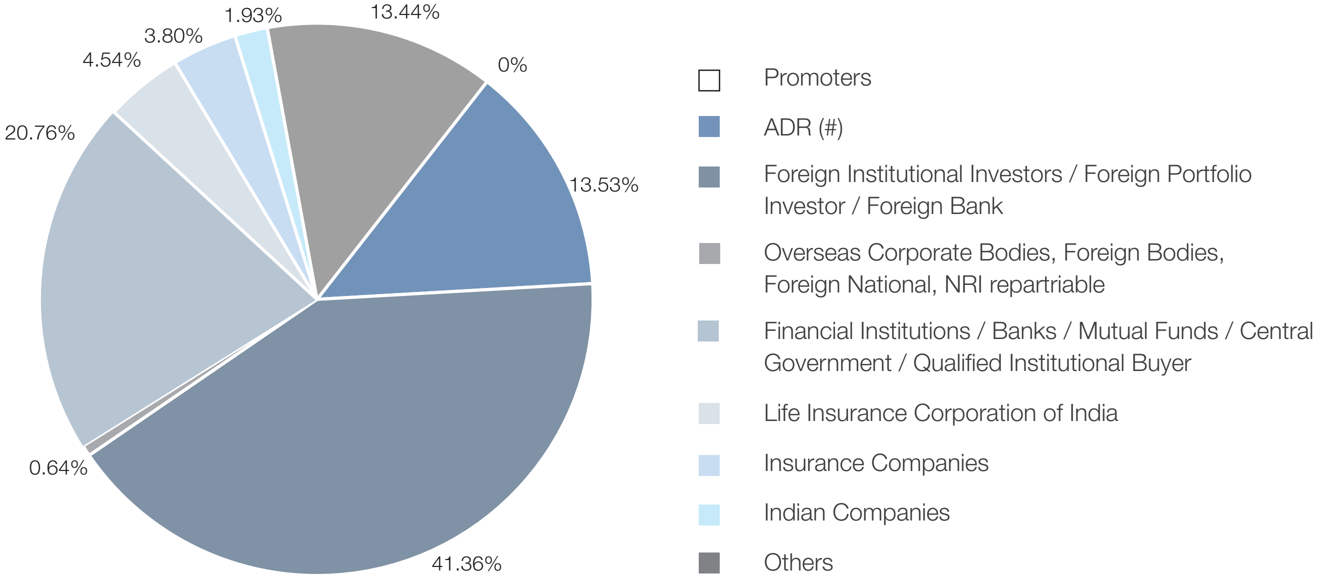

HDFC Bank Share price versus NSE NIFTY
Share Price
2,000.00
1,500.00
1,000.00
500.00
0.00
25000
20000
15000
10000
5000
0
NIFTY
Apr-23
May-23
Jun-23
Jul-23
Aug-23
Sep-23
Oct-23
Nov-23
Dec-23
Jan-24
Feb-24
Mar-24
Month
Bank
NIFTY


HDFC Bank's ADS price versus NYSE - Composite
Share Price
80.00
70.00
60.00
50.00
40.00
30.00
20.00
10.00
0.00
20,000.00
15,000.00
10,000.00
5,000.00
0.00
NYSE Composite
Apr-23
May-23
Jun-23
Jul-23
Aug-23
Sep-23
Oct-23
Nov-23
Dec-23
Jan-24
Feb-24
Mar-24
Month
Bank
NYSE Composite

Categories of shareholders as at March 31, 2024

Category of Shareholders	No of Shares	% to Capital
Promoters	0	0
ADR (#)	1,02,81,15,525	13.53
Foreign Institutional Investors / Foreign Portfolio Investors / Foreign Bank	3,14,19,41,208	41.36
Overseas Corporate Bodies, Foreign Bodies, Foreign National, NRI repartriable	4,88,18,885	0.64
Financial Institutions / Banks / Mutual Funds / Central Government / Qualified Institutional Buyer	1,57,69,38,375	20.76
Life Insurance Corporation of India	34,51,77,854	4.54
Insurance Companies	28,85,74,696	3.80
Indian Companies	14,62,04,544	1.93
Others	1,02,11,39,575	13.44
TOTAL	**7,59,69,10,662**	**100.00**

Shares held as a percentage of total Share Capital



(#) JP Morgan Chase Bank, NA is the Depository for the ADS (1,028,115,525 underlying equity shares)

FINANCIAL CALENDER

[April 01, 2024 to March 31, 2025]	
Board Meeting for consideration of accounts	Saturday, April 20, 2024
Dispatch of Annual Reports by electronic mode	Thursday, July 18, 2024
Date, Time and Venue of the thirtieth (30th) Annual General Meeting	Friday, August 09, 2024 at 02:30 p.m.
Record date for purpose of determining eligibility of dividend	Friday, May 10, 2024
Dividend declaration date	Friday, August 09, 2024
Expected date of payment of dividend	On or after Monday, August 12, 2024
Board Meeting for considering unaudited results for first three quarters of FY 2024-25	Within the timelines prescribed in the LODR

LISTING

Listing on Indian Stock Exchanges:

The equity shares and non-convertible debentures of the Bank are listed at the following Stock Exchanges and the annual fees for FY 2023-24 has been paid.

Sr. No.	Name and Address of The Stock Exchange	Stock Code
1	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 023	500180
2	National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400 051	HDFCBANK

Names of Depositories in India for dematerialization of equity shares (ISIN No. INE040A01034)

- National Securities Depository Limited (NSDL)
- Central Depository Services (India) Limited (CDSL)

International Listing:

Sr. No.	Security Description	Name and address of the stock exchange	Name & address of depository
1	The American Depository Shares (ADS) (CUSIP No. 40415F101)	The New York Stock Exchange (Ticker - HDB) 11, Wall Street, New York, NY 10005	J.P. Morgan Chase Bank, N.A. J.P. Morgan Depositary Receipts, 383 Madison Ave, Floor 11, New York, NY, 10179

The Depository for ADS is represented in India by JP Morgan Chase Bank N.A., India Sub Custody, JP Morgan Chase Bank NA, 9th Floor, Tower A Block 9, Nirlon Knowledge Park, Western Express Highway, Goregaon (East), Mumbai 400 063.

Note: Annual listing fees of the New York Stock Exchange has been duly paid.

CODE OF CONDUCT

The Bank has framed and adopted a Code of Conduct, which is approved by the Board. The Code is applicable to all directors and senior management personnel of the Bank. This Code is available on the Bank's website at https://www.hdfcbank.com/personal/about-us/corporate-governance/codes-and-policies. All the Directors and senior management personnel have affirmed compliance with the Code of Conduct / Ethics as approved and adopted by the Board.

CODE FOR PREVENTION OF INSIDER TRADING

The Bank has adopted a share dealing code for the prevention of insider trading in the shares of the Bank as well as in other listed and proposed to be listed companies. The share dealing code, inter-alia, prohibits dealing in securities of the Bank by insiders while in possession of unpublished price sensitive information.

SHARE TRANSFER PROCESS AND SYSTEM

The Bank's shares which are in compulsory dematerialized (Demat) list are transferable through the depository system. Requests for transmission / transposition or for deletion of name in case of physical share certificates are processed by the Registrar and Transfer Agent, Datamatics Business Solutions Limited and are approved by the Stakeholders' Relationship Committee of the Bank or authorized officials of the Bank. The service requests of such nature are generally processed within a period of fifteen (15) days from the date of receipt of the relevant documents by Datamatics Business Solutions Limited.

Please note that as per the LODR, any requests for transfer of securities shall not be processed unless the securities are held in dematerialized form.

FEES FOR STATUTORY AUDITORS

For the details of total fees for all services paid by the Bank and its subsidiaries, on a consolidated basis, to the Joint Statutory Auditors and all entities in the network firm / network entity of which the joint Statutory Auditors is a part, kindly refer to the Directors' Report.

MEANS OF COMMUNICATION

The quarterly and half-yearly unaudited / audited financial results are normally published in the newspapers, viz., the Business Standard in English and Navshakti in Marathi (regional language). The results are also displayed on the Bank's website at www.hdfcbank.com.

The shareholders can visit the Bank's website for financial information, shareholding information, dividend policy, key shareholders' agreements, if any, Memorandum and Articles of Association of the Bank, etc. The website also redirects to www.sec.gov where the investors can view statutory filings of the Bank with the Securities and Exchange Commission, USA. The information relating to the Bank's financial results and shareholding pattern are displayed on the websites of the Stock Exchanges on which the Bank's shares are listed. Other information such as official news/press releases, stock exchange disclosures and presentations made to investors and analysts, etc. are regularly displayed on the Bank's website.

DEBENTURE TRUSTEES

The LODR requires companies, which have listed their debt securities, to disclose the names of their debenture trustees with contact details in their Annual Report. The following are the debenture trustees for the privately placed bonds of the Bank:

1. Axis Trustee Services Limited, The Ruby, Second Floor, SW, 29, Senapati Bapat Marg, Dadar West, Mumbai- 400 028. Tel: 022 6230 0451
2. Vistra ITCL (India) Limited, The IL&FS Financial Centre, Plot C-22/G Block, Seventh Floor, Bandra Kurla Complex, Bandra (East), Mumbai 400 051. Tel: 022 6930 0000
3. SBICAP Trustee Company Limited, 04th Floor, Mistry Bhavan, 122 Dinshaw Vachha Road, Churchgate, Mumbai -400 020 Tel: 022 4302 5555
4. IDBI Trusteeship Services Limited, Universal Insurance Building, Ground Floor, Sir Phirozshah Mehta Road, Fort, Mumbai - 400 001. Tel: 22 4080 7000

SHAREHOLDERS' HELPDESK

Dividend payments and all other investor related activities are attended to and processed at the office of Registrar and Transfer Agent.

For any documents or for any grievances / complaints, shareholders / investors may contact at the following address:

Mr. Sunny Abraham / Ms. Manisha Parkar / Ms. Darshana Champanekar
Datamatics Business Solutions Limited
Plot No. A 16 & 17, Part B Cross Lane, MIDC, Andheri (East), Mumbai 400 093
Tel: +91-022 - 66712213-14, 91 22 66712001-6
E-mail: hdinvestors@datamaticsbpm.com
Timings: 10:00 a.m. to 4:30 p.m. (Monday to Friday except public holidays)

Shareholders' Helpdesk Timings: 10:00 a.m. to 3:30 p.m. Between Monday to Friday (except on Bank holidays) Tel: +91 -022- 66316000
Email: shareholder.grievances@hdfcbank.com

For IEPF Related matters: Mr. Santosh Haldankar (Nodal Officer), Ms. Rupa Joshi and Ms. Vaishali Vyas (Deputy Nodal Officers)
Tel: +91 (22) 66316000
E-mail: shareholder.grievances@hdfcbank.com,

Queries relating to the Bank's financial performance may be addressed to: shareholder.grievances@hdfcbank.com

Name of the Compliance Officer of the Bank: Mr. Santosh Haldankar, Company Secretary Telephone: +91 (22) 66316000

BANKING CUSTOMER HELPDESK

In the event of any queries / complaints, banking customers can directly approach the Branch Manager or can call / write to the Bank using the following contact details:

Contact us at: Our customer care (PhoneBanking) numbers 1800 1600 / 1800 2600 /1800 2026161 / 1860 2676161 and/ or the followings website link: https://www.hdfcbank.com/personal/need-help/contact-us

In the event of any queries / complaints, banking customers can directly approach the Branch Manager or can call / write to the Bank using the following contact details:

Write to:

For Credit Cards:

For Regular Post: HDFC Bank Cards Division, P.O. Box. 8654, Ambattur Industrial Estate, P.O., Chennai - 600058.

For Courier: HDFC Bank Cards Division, Door No 94 SP, Estate Bus Stand, Wavin Main Road, Mogappair West, Chennai 600058.

For Products (other than Credit Cards): HDFC Bank Limited, Empire Plaza I, 1st Floor, LBS Marg, Chandan Nagar, Vikhroli West, Mumbai - 400 083, Email: support@hdfcbank.com

Contact us online:

Fill up the "Complaint Form" available at the following website link: https://leads.hdfcbank.com/applications/webforms/apply/HDFC_CustomerCenter/Customer_Center.aspx

https://www.hdfcbank.com/personal/need-help/contact-us

For grievances other than shareholder grievances please send your communication to the following email addresses:

1. **Depository Services**: dphelp@hdfcbank.com
2. **Retail Banking / ATM / Debit Cards / Mutual Fund**: support@hdfcbank.com
3. **Loans, Advances / Advance against shares**: loansupport@hdfcbank.com
4. **Credit Cards**: customerservices.cards@hdfcbank.com; or visit us at https://www.hdfcbank.com/personal/need-help/customer-care for more information
5. **Home Loan**: customer.service@hdfc.com; or visit us at https://www.hdfc.com/write-to-us/service-request for more information and for grievances: Visit us at https://www.hdfc.com/grievance-redressal

PLANT LOCATIONS

Being in the banking business, the Bank does not have plants. However, the Bank has 8,738 branches and 20,938 ATMs across 4,605 cities / towns as on March 31, 2024. The locations of the branches are also displayed on the Bank's website.

On behalf of the Board of Directors

Atanu Chakraborty
Part Time Chairman and Independent Director

June 20, 2024

DECLARATION

I confirm that for the year under review, all Directors and Senior Management have affirmed their adherence to the provisions of the Code of Conduct of Directors and Senior Management Personnel.

Sashidhar Jagdishan
Managing Director and Chief Executive Officer

June 20, 2024

Statement by the Director Responsible for the Business Responsibility and Sustainability Report

The objective of 'leading responsibly' has been a tenet HDFC Bank has followed since its inception in 1994. This entails a commitment to delivering quality customer experiences, taking banking to the unbanked, supporting businesses, enabling smart banking, focusing on long-term sustainability and empowering communities. Unequivocally, the business of banking is underpinned by trust and as a responsible lender, the Bank stands committed to contributing to nation building.

FY 2023-24 marks an exceptional year, as it is the first year of reporting post the merger of the erstwhile Housing Development Finance Corporation Limited (e-HDFC) with HDFC Bank with effect from July 1, 2023. The rationale for the merger has been well articulated as have the synergies of the combined entity. Given the scale of the merger, as with the financials, there is a new starting point for non-financial metrics as well. Thus, the current year's numbers are not comparable with that of the prior period.

Prior to the merger, an Integration Committee was set up to facilitate a seamless and effective integration. Having spearheaded the Integration Committee, suffice to say that ESG was among the core focus areas. Culture, people, processes and systems are the key pillars of building long-term sustainable businesses.

The board believes that governance and sustainability are inextricably linked and essential to ensure long-term value creation. Though ESG frameworks are still evolving, the Board is committed to deepening its oversight on ESG and climate-related disclosures.

With concerted effort, the Bank has seen a significant improvement in its diversity and retention ratios which augurs well. The Bank is committed to playing a meaningful role in supporting the government's flagship schemes – be it micro-insurance, pensions, MSME funding and initiatives in digitalisation, agriculture, healthcare, livelihoods, amongst others. The Bank was awarded the 'Conscious Corporate of the Year' at the ET Awards, 2023 – an acknowledgement of our efforts on Corporate Social Responsibility and ESG.

During the year, the Bank raised its maiden international sustainable bond, which was well received by investors. The Bank has widened its coverage of wholesale loans that undergo Environmental and Social due diligence. Leveraging on the deep corporate relationships, the Bank recognises the importance of being enablers of transition financing to shift to cleaner energy pathways.

The Bank is committed to raising the bar on its ESG disclosures. More importantly, the Bank abides by the principles of integrity, transparency and accountability in its ESG reporting.

Kaizad Bharucha
Deputy Managing Director

SECTION A: GENERAL DISCLOSURES

I. Details

1.	Corporate Identity Number (CIN) of the Listed Entity	L65920MH1994PLC080618
2.	Name of the Listed Entity	HDFC Bank Limited (the Bank)
3.	Year of Incorporation	1994
4.	Registered office address	HDFC Bank House, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013
5.	Corporate address	HDFC Bank House, Shiv Sagar Estate, Dr Annie Besant Road, Worli, Mumbai - 400 018
6.	E-mail id	investor.relations@hdfcbank.com
7.	Telephone	022 - 6652 1000
8.	Website	www.hdfcbank.com
9.	Financial year for which reporting is being done	April 1, 2023 to March 31, 2024 (FY 23-24)
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited; National Stock Exchange of India Limited, American Depository Shares (ADS) listed on the New York Stock Exchange (Depository for ADS is represented in India by JPMorgan Chase Bank, National Association)
11.	Paid-up capital	₹ 759.69 crore
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Anjalee S. Tarapore Head - ESG Telephone number: +91-22-6631 6516 E-mail id: anjalee.tarapore@hdfcbank.com
13.	Reporting boundary	Disclosures made in this report are on a standalone basis and pertain only to HDFC Bank Limited. During the financial year 2023-24, the erstwhile HDFC Investments Limited ("eHDFC Investments") and erstwhile HDFC Holdings Limited ("eHDFC Holdings"), merged with and into erstwhile Housing Development Finance Corporation Limited ("eHDFC Limited") and thereafter eHDFC Limited merged with and into HDFC Bank Limited, thus the non-financial information of the Bank for the year ended March 31, 2024 includes the information from the operations of eHDFC Limited, eHDFC Investments and eHDFC Holdings for the period from July 01, 2023 to March 31, 2024. Further, in order to ensure consistency and completeness of the non- financial information, the Bank has adopted certain methodologies/assumptions which are different than those adopted in the previous financial year. Specific notes have been given under Question No. 7 and Question No. 9 under Principle 6 of the BRSR to explain the same. As a result of the merger and changes as mentioned above, the non-financial information of the Bank for the year ended March 31, 2024 is not comparable with that of the previous financial year.
14.	Name of assurance provider	Price Waterhouse LLP
15.	Type of assurance obtained	Reasonable assurance on BRSR Core KPIs. For further details, please refer Reasonable Assurance Report issued by Price Waterhouse LLP on these KPIs.

II. Products / services

16. **Details of business activities** (accounting for 90% of the turnover)

S. No.	Description of main activity	Description of business activity	% of turnover of the entity
1.	Financial and Insurance Service	HDFC Bank operates in three business verticals - Wholesale, Retail and Treasury. All products and services are offered under these segments.	100

17. Products/services sold by the entity (accounting for 90% of the entity's Turnover)

S. No.	Product/Service	NIC Code	% of total turnover contributed
1.	Banking activities by central, commercial and savings banks	64191	100

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices
National	Not Applicable (N.A.)	Retail Branches: 8,734 ATMs & Cash Deposit & Withdrawal Machines: 20,938; Presence in 4,065 towns and cities
International	N.A.	Branches: 4 (Hong Kong, Bahrain, Dubai International Financial Centre, UAE and GIFT City*) Representative offices: 5 (Dubai, Kenya, Abu Dhabi, Singapore and United Kingdom)

*International Banking Unit located at Gift City, Gandhinagar, Gujarat

19. Markets served by the entity

a. Number of locations

Location	Number
National (No. of states)	28 states and all union territories in India
International (No. of countries)	6

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Given the nature of the banking business, this is not applicable.

c. A brief on types of customers

The Bank caters to a diverse customer base. As of March 31, 2024, the Bank had 93.2 million customers.

Retail Banking: The Bank's retail business is targeted at individuals, salaried professionals, micro and small businesses, Self-Help Groups, Non-Resident Indians and high net worth individuals. This entails loans, deposits and other products and services.

Wholesale / Corporate Banking: The target segment are large corporates, public sector units, government and multinational corporations. This entails commercial, transactional and investment banking services.

Commercial / Rural Banking: The customer segment entails Micro, Small and Medium Enterprises (MSMEs), emerging corporates, commercial agriculture, small and marginal farmers and other businesses which have a strong presence in semi-urban and rural areas.

IV. Employees

20. Details as of March 31, 2024

a. Employees (including differently abled)

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	EMPLOYEES					
1.	Permanent (D)	2,13,527	1,57,917	74	55,610	26
2.	Other than permanent (E)*	38	31	82	7	18
3.	**Total employees (D + E)**	2,13,565	1,57,948	74	55,617	26
	WORKERS^					
4.	Permanent (F)	0	0	-	0	-
5.	Other than permanent (G)	0	0	-	0	-
6.	**Total workers (F + G)**	0	0	-	0	-

Note:

* Employees employed on a contract basis.

^ All employees of the Bank are categorised as permanent or other than permanent i.e. on a contract basis. The Bank does not employ any workers; accordingly, worker related KPIs are nil and the same have not been included in any of the prescribed tables in the BRSR.

b. Differently abled employees

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	195	162	83	33	17
2.	Other than permanent (E)	0	0	0	0	0
3.	**Total differently abled employees (D + E)***	195	162	83	33	17

*Based on voluntary disclosures by employees and/or disability certificates.

21. Participation/inclusion/representation of women

	Total (A)	No. and percentage of females	
		No. (B)	% (B/A)
Board of Directors	12	3	25
Key Management Personnel*	6	0	0

*Comprises 4 Executive Directors, Chief Financial Officer and Company Secretary

22. Turnover rate for permanent employees (%)

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees (%)	26.5	28.2	26.9	34.2	34.1	34.2	27.4	28.5	27.6

V. Holding, subsidiary and associate companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures (As of March 31, 2024)

S. No.	Name of the subsidiary / associate companies / joint ventures (A)	Indicate whether holding / Subsidiary / Associate / Joint Venture	% of shares held by listed entity
1.	HDFC Sales Private Limited	Subsidiary	100.00
2	Griha Investments (Mauritius)	Subsidiary	100.00
3	Griha Pte. Limited (Singapore)	Subsidiary	100.00
4	HDFC Trustee Company Limited	Subsidiary	100.00
5	HDFC Education and Development Services Private Limited	Subsidiary	100.00
6	HDFC Securities Limited	Subsidiary	95.13
7	HDB Financial Services Limited	Subsidiary	94.64
8	HDFC Capital Advisors Limited	Subsidiary	89.00
9	HDFC Asset Management Company Limited	Subsidiary	52.55
10	HDFC Life Insurance Company Limited	Subsidiary	50.37
11	HDFC ERGO General Insurance Com-pany Limited	Subsidiary	50.48
12	HDFC AMC International (IFSC) Limited	Indirect subsidiary (*through HDFC Asset Management Co. Ltd.*)	52.55
13	HDFC Pension Management Company Limited	Indirect subsidiary (*through HDFC Life Insurance Co. Ltd.*)	50.37
14	HDFC International Life and Re Co. Ltd.	Indirect subsidiary (*through HDFC Life Insurance Co. Ltd.*)	50.37

Note: Barring Sr. No. 6 and 7, upon the amalgamation becoming effective from July 1, 2023, all the other entities mentioned above became subsidiaries/step-down subsidiaries of the Bank w.e.f. July 1, 2023.

Does the entity indicated in column A participate in the Business Responsibility initiatives of the listed entity? (Yes / No)

No. The subsidiary companies have their own business responsibility initiatives and generally do not participate in the BR initiatives of the Bank.

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of the Companies Act, 2013: Yes

(ii) Turnover: ₹ 3,07,581.57 crore

(iii) Net worth: ₹ 4,27,634.18 crore

VII. Transparency and Disclosures Compliances

25. Complaints / grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGRBC)

Stakeholder group from whom complaint is received	Grievance Redressal Mechanisms in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes. Issues and redressals by community stakeholders are addressed at: csr@hdfcbank.com	0	0	-	0	0	-
Investors (other than shareholders)	Yes Grievance redressals for investors are part of the terms of reference of the Stakeholders' Relationship Committee detailed in the Corporate Governance Report.	1	0	-	0	0	-
Shareholders	Yes Grievance redressals for investors form part of the terms of reference of the Stakeholders' Relationship Committee. Details of the Shareholders' Helpdesk are elucidated in the Report on Corporate Governance. E-mails for grievances / investor related activities: hdinvestors@datamaticsbpm.com shareholder.grievances@hdfcbank.com	183	5	Communications *inter alia* pertained to dividend, non-receipt of the Annual Report, transfer / transmission of shares, merger related issues and queries on IEPF claims	123	0	-

Stakeholder group from whom complaint is received	Grievance Redressal Mechanisms in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Employees	Yes. Employee concerns may be raised internally through 'My Concern Portal' available to all employees under the Human Capital Management (HCM) portal. This platform helps employees to raise their concerns in a secure and seamless manner for a timely resolution of the same. Employee related grievances are also received through the whistleblower mechanism of the Bank. Whistleblower Policy (link below)	114	43	Nature of grievances *inter alia* entails breach of Code of Conduct, improper business practices, behavioural issues	105	31	Pending complaints have been resolved
Customers	Yes Grievance Redressal Policy (link below)	4,85,339	14,232	Refer Annex on Customer Complaints and Grievance Redressal for further details. Cases pending are within the stipulated turnaround time of the Bank.	4,29,354	13,361	
Value Chain Partners	Yes Whistleblower Policy (link below)	3	0	Improper business practice / behavioural issue	6	2	-
Others	Yes Whistleblower Policy (link below)	26	13	Breach of code of conduct, improper business practices, people related issues	36	14	-

Note:

1. Number of complaints/pending resolutions for employees, value chain and others are grievances received under the Whistleblower Policy of the Bank.
2. Customer complaints and grievance redress are as per disclosures in the Annex to the Directors' Report for the current and previous year.

Weblinks:

Whistleblower Policy

https://www.hdfcbank.com/content/bbp/repositories/723fb80a-2dde-42a3-9793-7ae1be57c87f/?path=/Footer/About%20Us/Corporate%20Governance/Codes%20and%20Policie/pdf/Whistleblower-Policy-2019.pdf

Grievance Redressal Policy

https://v.hdfcbank.com/content/dam/hdfc-aem-microsites/common-pdfs/pdf/grievance_redressal_policy.pdf

26. Overview of the entity's material responsible business conduct issues.

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk, as per the following format:

Sr. No	Material issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	Approach to adapt or mitigate	Positive/ Negative Implications
1	Financial inclusion and deeper financial penetration	Opportunity	The Bank has a multi-pronged approach to enable the efficient distribution of last mile funding and facilitating deeper financial inclusion. The Bank has been at the forefront of digitalisation initiatives in the financial sector. The Bank has focused on expanding its footprint to deeper geographies. The Bank recognises the role of the government as a key stakeholder and the importance of helping the government fulfil its financial inclusion agenda through various government sponsored finance schemes.	Customised banking solutions to meet requirements of customers across all income segments. The Bank sees immense potential in increasing financial penetration across the country. 52% of the Bank's branches are in rural and semi-urban areas. The Bank has expanded its reach to over 2,25,000 villages. This strategy is in alignment with the Bank's vision of taking banking to the unbanked. In FY 23-24, the Bank enrolled over 1 million customers as policyholders under various social security schemes of the government. These schemes *inter alia* entail low-cost insurance to under privileged segments of society, guaranteed pension for the unorganised sector employees and other pension schemes. The Bank actively supports several schemes of the government which *inter alia* include loans to street vendors, artisans, MSMEs, loans to women entrepreneurs, farmers, support towards agri clinics and agri-business centres and rural and urban livelihood missions. These schemes support underprivileged segments of society and help create employment opportunities.	Positive

Sr. No	Material issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	Approach to adapt or mitigate	Positive/ Negative Implications
			Housing fulfils a key social objective. Given the housing shortage in the country, the Bank recognises the potential to increase mortgage penetration in India.	The Bank is committed to offering home loan solutions to all income categories. Of the home loans approved during the year, 38% in value terms and 64% in volume terms were to customers from the economically weaker segments (EWS), low- income group (LIG) and middle-income groups (MIG) where annual household incomes are up to ₹ 3 lakh, ₹ 6 lakh and ₹ 18 lakh respectively.	
2	Social Responsibility towards Society	Opportunity	The Bank is committed to transforming the lives of millions of Indians through its social initiatives. The vision is to contribute to the social and economic development of the community by empowering them and driving a positive change in their lives, that in turn enables them to actively participate in the growth of the nation.	The core focus areas of Corporate Social Responsibility (CSR) of the Bank entail: • Rural development • Promotion of education • Skill, training and livelihood enhancement • Healthcare and hygiene • Financial literacy and inclusion The Bank has cumulatively impacted over 101.9 million lives on a pan-India basis through its social initiatives. In FY 23-24 the Bank disbursed an amount of ₹ 945 crore towards CSR.	Positive
3	Responsible Lending	Opportunity	The Bank sees opportunities in supporting customers in transitioning to greener pathways.	The Bank has put in place a Sustainable Finance Framework which *inter alia* focuses on 10 green categories: Renewable Energy, Energy Efficiency, Pollution Prevention and Control, Sustainable Water and Wastewater Management, Environmentally Sustainable Management of Living Natural Resources and Land Use, Terrestrial and Aquatic Biodiversity, Clean Transportation, Climate Change Adaptation, Circular Economy and Green Buildings. These are some areas where the Bank sees opportunities through the provision of transition financing.	Positive

Sr. No	Material issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	Approach to adapt or mitigate	Positive/ Negative Implications
		Risk	The Bank is also cognisant of climate-related financial risks and the need to address these issues. Risks entail possible physical and transition risks, pertaining to the Bank's own assets and its lending portfolio. The Bank recognises the importance of making better climate-informed financial decisions. There could arise reputational risks if the Bank is unable to meet changing requirements of its key stakeholders pertaining to its climate-related financial disclosures.	The Bank has an ESG Risk Management Policy for lending wherein certain wholesale borrowers with direct risk appetite above a prescribed threshold undergo an enhanced Environmental and Social (E&S) due diligence as part of the Credit Appetite Memorandum. The Bank also has an exclusion list for lending, wherein it will not lend to specified sectors / categories which in the Bank's assessment are detrimental from an environmental and social (E&S) risk perspective. The Bank on a voluntary basis has been making climate- related financial disclosures and will continue to increase its disclosures. For calendar year 2023, the Bank received an upgrade to 'B' score in its CDP questionnaire on Climate Change. The rating signifies that the Bank is taking co- ordinated action on climate- related issues.	Negative

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

The National Guidelines for Responsible Business Conduct (NGRBC) as prescribed by the Ministry of Corporate Affairs advocates nine principles referred as P1-P9 as given below:

P1	Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent and accountable
P2	Businesses should provide goods and services in a manner that is sustainable and safe
P3	Businesses should respect and promote the well-being of all employees, including those in their in their value chain
P4	Businesses should respect the interests of and be responsive towards all its stakeholders
P5	Businesses should respect and promote human rights
P6	Businesses should respect, and make efforts to protect and restore the environment
P7	Businesses when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent
P8	Businesses should promote inclusive growth and equitable development
P9	Businesses should engage with and provide value to their consumers in a responsible manner

Policy and Management Processes

Disclosure Questions	P1 Ethics & Transparency	P2 Product Responsibility	P3 Human Resources	P4 Responsiveness to Stakeholders	P5 Respect for Human Rights	P6 Protect Environment	P7 Public Policy Advocacy	P8 Inclusive Growth	P9 Customer Engagement
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	The policies have been developed based on best practices or as per regulatory requirements and through appropriate consultation with relevant stakeholders. Policies may include a combination of internal policies of the Bank which are accessible to all internal stakeholders and policies placed on the Bank's website. Also refer to Codes and Policies section on our website. (Refer to Note 1 for further details)								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4. Name of the national and international codes/ certifications/ labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.						Note 2			Note 3
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.			Note 4(i)			Note 4(ii)		Note 4(iii)	
6. Performance of the entity against the specific commitments, goals, and targets along-with reasons in case the same are not met.			Note 4(i)			Note 4(ii)		Note 4(iii)	

Governance, leadership, and oversight	
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets, and achievements	The statement is at the beginning of the BRSR. Further details on ESG are elucidated in various sections of the Integrated Annual Report.
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies)	Mr. Kaizad Bharucha, Deputy Managing Director
9. Does the entity have a specified Committee of the Board / Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	Yes. The CSR and ESG Committee of the Board has direct oversight on ESG and sustainability related issues. The Committee is chaired by an independent director. The committee meets on a quarterly basis. The Deputy Managing Director is responsible for ESG and sustainability related issues at the Bank.

10. Details of Review of NGRBCs

Subject for Review	Review of principles undertaken by and frequency
Performance against above policies and follow up action	While the CSR & ESG committee meets on a quarterly basis, review of the BRSR is done on an annual basis by the Board.
Compliance with statutory requirements of relevance to the principles	The Bank is in compliance with the extant regulations, as applicable.

	P1	P2	P3	P4	P5	P6	P7	P8	P9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency	Note 5	Note 6	Note 5	Note 5	Note 5	Note 5	Note 5	Note 5	Note 5
12. If the answer to thequestion above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:					-				

Note 1

Principle-wise policies		
P1	Ethics & Transparency	Code of Conduct & Ethics Manual Conduct Philosophy Policy on KYC norms, AML and CFT measures Whistleblower Policy
P2	Product Responsibility	Sustainable Finance Framework Code of Bank's Commitment to Customers Fair Practice Code for Lending DSA Code of Conduct
P3	Human Resources	Code of Conduct & Ethics Manual Diversity, Equity and Inclusion Policy ESG Policy Framework
P4	Responsive to Stakeholders, particularly the marginalised	Sustainable Livelihood Initiative CSR Policy ESG Policy Framework
P5	Respect for Human Rights	Human Rights Statement Diversity, Equity and Inclusion Policy Code of Conduct & Ethics Manual
P6	Protect Environment	Sustainable Finance Framework ESG Policy Framework Environment Policy
P7	Public Policy Advocacy	Conduct Philosophy
P8	Inclusive Growth	CSR Policy Diversity, Equity and Inclusion Policy Sustainable Finance Framework
P9	Customer Engagement	Corporate Commitment Conduct Philosophy Grievance Redressal Policy Whistleblower Policy

Note 2: As of March 31, 2024, 2,026 of the branches/offices were certified as green by Indian Green Building Council (IGBC).

Note 3: The information security programme is based on ISO 27001: 2013 and NIST framework. The Business Continuity Programme is also ISO 22301: 2019 certified.

Note 4: Goals and Targets

(i) The Bank upholds the principles of an inclusive environment at the workplace and stands committed to increasing gender diversity at the workplace. The Bank aims to achieve gender diversity of 27% (share of women employees) by FY27. For further details, refer to the section on 'Social - People' in the Integrated Annual Report.

(ii) The Bank aspires to be carbon neutral by FY32. For further details, refer to the 'Environment' section in the Integrated Annual Report.

(iii) The Bank has considered multiple targets as part of its 'Parivartan' initiative, which is elucidated in the section 'Social - Communities' in the Integrated Annual Report.

Note 5: Policies of the Bank are evaluated internally and annually where applicable.

Note 6: The Bank has a Second Party Opinion for its Sustainable Finance Framework by Sustainalytics.

SECTION C: PRINCIPLE-WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year

Segment	Total number of training and awareness programmes held	Topics/ principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	26	Regulations, cyber security, banking technologies, Know Your Customer (KYC) & Anti-Money Laundering (AML), ESG, business verticals, customer service, subsidiaries, risk management, human resources, investments, investor relations amongst others. Impact: Keep the directors and KMPs abreast of various developments in the Bank, regulatory updates and other requisite familiarisation programmes. This enables increased strategic inputs.	97
Key Managerial Personnel (KMP)	22		100
Employees other than Board of Directors or KMPs	1,449	Trainings are through external and internal programmes. Certain trainings are role specific. Training through the Bank's 'MPower' platform entail a combination of mandatory and voluntary trainings. Some of the role agnostic trainings *inter alia* are: • Code of Conduct • Cyber Security • PoSH Policy • KYC & AML Impact: Upgradation of skills sets and knowledge enhances employee productivity and ensures alignment of ethics and values that the Bank upholds.	93^

^ As of March 31, 2024, certain newly recruited employees would be in the process of completing trainings. Specific timelines are prescribed for employees to complete specified trainings.

2. Details of fines /penalties / punishment / award / compounding fees / settlement amount paid in proceedings with regulators / law enforcement agencies/judicial institutions in FY 23-24

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website:

	Monetary				
	NGRBC Principle	**Name of the regulatory / enforcement agencies / judicial institutions**	**Amount (In ₹)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/Fine	1	-	Nil	N.A.	N.A.
Settlement	1	RBI	10,000	Contravention of directions issued by the RBI in exercise of the powers conferred to RBI under Section 11(3) of FEMA, 1999	No
Settlement	1	SEBI	9,18,750	The Bank permitted a foreign portfolio investor to transact in the Indian securities market, despite being ineligible in terms of the SEBI (Foreign Portfolio Investors) Regulations, 2019 ("FPI Regulations")	No
Compounding Fee	-	-	Nil	N.A.	N.A.

	Non-Monetary			
	NGRBC Principle	**Name of the regulatory / enforcement agencies / judicial Institutions**	**Brief of the case**	**Has an appeal been preferred? (Yes/No)**
Imprisonment	1	Nil	N.A.	N.A.
Punishment	1	Nil	N.A.	N.A.

3. Of the instances disclosed in Question 2 above, details of the appeal / revision preferred in cases where monetary or non-monetary action has been appealed.

N.A.

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Bank has policy on Know Your Customer (KYC) Norms, Anti-Money Laundering (AML) and Combating Financing of Terrorism (CFT). The primary objective of the policy is to prevent the Bank from being used, intentionally or unintentionally, by criminal elements for money laundering or financing of terrorism.

Web link:

Know Your Customer (KYC) Norms, Anti-Money Laundering (AML) and Combating Financing of Terrorism (CFT) Measures (hdfcbank.com);

Note on KYC/ AML/ CFT Process

5. Number of Directors / KMPs / employees against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption

	FY 2023-24	FY 2022-23
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil

6. Details of complaints with regards to conflict of interest

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of conflict of interest of directors	Nil	N.A.	Nil	N.A.
Number of complaints received in relation to issues of conflict of interest of KMPs	Nil	N.A.	Nil	N.A.

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.

N.A.

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods / services procured) in the following format:

	FY 2023-24	FY 2022-23
Number of days of accounts payables	7.4	9.2

Note: An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

The denominator for the above KPI represents 'purchases' made from vendors forming part of Schedule 16 and additions to fixed assets as per Schedule 10 of the Standalone Audited Financial Statements of the Bank.

9. Openness of Business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases.	-	-
	b. Number of trading houses where purchases are made from.	-	-

Parameter	Metrics	FY 2023-24	FY 2022-23
	c. Purchases from top 10 trading houses as % of total purchases from trading houses.	-	-
Concentration of Sales	a. Sales to dealers / distributors as % of total sales.	-	-
	b. Number of dealers / distributors to whom sales are made	-	-
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	-	-
Share of RPTs in	a. Purchases (Purchases with related parties/Total purchases*	2.35%	3.78%
	b. Sales (Sales to related parties/Total Sales)**	1.81%	1.12%
	c. Loans & advances (Loans & advances given to related parties/ total loans & advances)	0.39%	0.44%
	d. Investments (Investments in related parties/Total Investments made)	1.92%	1.55%

An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

Note:

- In the absence of any definition in the BRSR, the Bank has considered the following definition of a trading house: "A trading house is a business that specialises in facilitating transactions between a home country and foreign countries." There were no purchases from trading houses in FY 23-24.
- The Bank does not make any sales to dealers/distributors. The Bank's products and services are offered to customers directly.
- Refer to the Bank's disclosures on Related Party Transactions (RPT) provided in Schedule 18 forming part of the Audited Standalone Financial Statements of the Bank. RPT relevant to the required disclosures have been considered for reporting in the table above.
- *For the numerator, the following RPT categories have been considered as purchases: 'fixed assets purchased from', 'interest paid to' and 'expenses for receiving services from'. For the denominator, i.e. total purchases, which includes Interest Expended under Schedule 15, Operating Expenses (with exclusions) under Schedule 16 and Addition to Fixed Assets under Schedule 10 of the Audited Standalone Financial Statements of the Bank has been considered.
- ** For the numerator, the following RPT categories have been considered as sales: 'interest received from', 'income from services rendered to' and 'dividend received from'. For the denominator i.e. total sales, Interest Earned under Schedule 13 and Other Income, excluding profit/(loss) on sale of buildings & other assets (net) under Schedule 14 of the Audited Standalone Financial Statements of the Bank has been considered.
- Total investments made and total loans and advances have been considered as per Schedules 8 and 9 respectively of the Audited Standalone Financial Statements of the Bank.

Leadership Indicators

1. **Awareness programmes conducted for value chain partners on any of the principles during the financial year**

The Bank conducts various awareness programmes for its value chain partners, which may be attributed to Principle 1 and 2. Elucidated below are some of the awareness programmes:

Financial Literacy: The Bank recognises that financial literacy is extremely critical to make financial inclusion meaningful.

To help increase and strengthen the eco-system of Financial Literacy Centres (FLCs), the rural branches of the Bank conducts Financial Literacy Camps for farmers, self-help groups, small and micro entrepreneurs and senior citizens amongst others. The focus of the FLC camps is to create financial literacy awareness and safe usage of digital platforms. The Bank has cumulatively covered over 1.53 crore customers through its FLCs. During the financial year under review, the Bank conducted 3.34 lakh FLC camps covering 16.84 lakh participants.

Cyber Security Awareness: The Bank undertakes various initiatives to inculcate the practice of safe banking habits whilst transacting digitally. Some of the initiatives included hosting a conference on 'Banking/Financial Cybercrime Prevention and Detection' in collaboration with the Indian Institute of Public Administration (IIPA), to commemorate International Fraud Awareness Week.

As a part of fraud awareness initiatives, HDFC Bank observes the first Wednesday of every month as the 'Cyber Jagrookta Diwas' and organises workshops covering different aspects of safe digital banking practices.

Over the past four years, the Bank has conducted over 10,000 Cyber Fraud Awareness Workshops as part of its Secure Banking Initiative to promote safe digital banking practices. These workshops are aimed at educating customers, law enforcement agencies, senior citizens, Self-Help Groups, educational institutions, vendors, partners and employees, among others. During the year, the Bank conducted 16,650 Information Security Awareness programmes covering 2,00,224 customers.

Direct Selling Agents: The Bank engages and spends a great deal of effort training its direct selling agents especially in terms of harnessing the new digital platforms as well as ensuring that they adhere to the Bank's Model Code of Conduct and have the right information to provide customers on various products and services of the Bank.

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the board? (Yes/No) If yes, provide details of the same.

Yes. The Board of Directors are subject to the Board approved Code of Ethics /Conduct which mandates that Board members shall avoid conflict of interest and disclose to the Board any material transaction or relationship that reasonably could be expected to give rise to such a conflict. The Board members are required to disclose any change in their interest in any entities to the Board as and when such change occur and at a minimum at the first meeting of the Board held in the financial year.

In line with the extant RBI circulars on 'fit and proper' criteria, the Board members are required to provide a declaration and undertaking to the Bank on an annual basis and at the time of their appointment / re-appointment. This declaration also contains information of entities in which the directors have interest.

As and when any director is appointed / re-appointed, the Bank's secretarial team carries out a due diligence exercise which *inter alia* examines the possibility of conflict of interest.

Web-link: Code Of Ethics / Conduct

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2023-24	FY 2022-23	Details of improvements in environmental and social impacts
R&D	Nil	Nil	N.A.
Capex	Nil	Nil	N.A.

Note: The Bank makes capex towards its physical infrastructure, including energy efficiency. The Bank also has capex towards its digitalisation initiatives which results in faster and greater efficiencies for customers. From an environmental perspective, this enables reduction in consumption of paper. The Bank on an annual basis spends ~6 to 7% of its overall expenses on technology-related areas. However, given the nature of the business of the Bank, it does not *per se* undertake R&D in technologies in the environmental space.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes / No)**

Wherever feasible, the Bank tries to incorporate sustainable sourcing in its operations. For procurement of quipment, the Bank ensures that energy efficiency standards are considered during the purchase of electronic equipment such as computers, laptops, lighting devices, ACs amongst others.

As of March 31, 2024, the Bank had 2,026 branches/offices in different cities, certified under the Green Interiors Rating System of Indian Green Building Council (IGBC). These green office ratings entailed Platinum, Gold and Silver ratings from IGBC.

IGBC's comprehensive rating modules encompassing eco design approach, interior materials, water conservation, indoor environment, energy efficiency and innovation in interior design have been incorporated at the Bank's green certified premises. The Bank has been using GreenPro certified materials such as plywood, laminates, flooring tiles, ceiling tiles, paints, adhesives and finishes in these premises.

The Bank has also adopted #MissionZeroPaper to reduce paper usage in the day-to-day operations. Wherever feasible, the Bank replaces the use of virgin paper with recycled paper.

b. **If yes, what % of goods were sourced sustainably?**

The percentage of sustainable sourcing has not been aggregated.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

The Bank does not have 'physical' product offerings in the normal course of its operations and hence reclamation of products is not applicable given the nature of the banking business.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

The Bank does not have 'physical' product offerings in the normal course of its operations and hence reclamation of products is not applicable given the nature of the banking business.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details.**

N.A.

2. If there are any significant social or environmental concerns and / or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same

N.A.

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Input material cost	Recycled or re-used input material cost to total material cost	
	FY 2023-24	FY 2022-23
	-	-

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused

	FY 2023-24			FY 2022-23		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including packaging)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
E-waste	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Hazardous waste	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Other waste	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: With the merger of Housing Development Finance Corporation (e-HDFC) with HDFC Bank with effect from July 1, 2023, the Bank opted for a sustainable disposal of the flex of e-HDFC's signages which had to be changed. On a pan-India basis, all the signage convertor vendors were requested to handover the flex to cement factories for co-processing. Accordingly, 6.76 tonnes of flex from 560 locations were collected and handed over to 5 cement companies. Certificates were obtained from the cement companies that the waste would be co-processed and the same was deemed as non-hazardous waste.

Of the input materials relevant for provision of banking services, recycled paper is one of the material inputs. In FY 23-24, recycled paper constituted 7.07% of our total paper procurement which reduces the upstream emissions associated with paper procurement. Other than that, no such recyclable or reusable input in material quantities is applicable for providing banking services.

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

N.A.

PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Essential Indicators

1. **a. Details of measures for the well-being of employees**

Category	% of employees covered by										
	Total (A)	Health insurance Accident		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	1,57,917	1,57,917	100	1,57,917	100	0	0	1,57,917	100	0	0
Female	55,610	55,610	100	55,610	100	55,610	100	0	0	55,610	100
Total	**2,13,527**	**2,13,527**	**100**	**2,13,527**	**100**	**55,610**	**26**	**1,57,917**	**74**	**55,610**	**26**
Other than permanent employees											
Male	31	0	0	0	0	0	0	0	0	0	0
Female	7	0	0	0	0	0	0	0	0	0	0
Total	**38**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**

Note: All employees are covered under health and accident insurance (within India). Medical expenses and insurance to maternity claims are covered under health insurance coverage. Employees based abroad are covered as per benefits guided by local regulations in respective countries.

The Bank undertakes various employee engagement initiatives for the well-being of its employees (Refer Social – People section in the Integrated Annual Report). Towards employee well-being, the Bank offers medical insurance, medical reimbursements and health check-ups. Some offices of the Bank have creche facilities in its premises and for other locations on a pan-India basis, the Bank has tie ups with external parties who run day care centres where employees can avail such services.

b. Details of measures for the well-being of workers

N.A.

c. Spending on measures towards well-being of employees

	FY 2023-24	FY 2022-23
Cost incurred on well-being measures as a % of total revenue of the company	0.22%	0.22%

An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

Note:

- For the numerator, well-being measures for employees represents maternity and paternity leave benefits and expenses towards mediclaim insurance, health check-ups and medical reimbursements.
- For the denominator, revenue includes Interest Earned under Schedule 13 and Other Income, excluding profit/(loss) on sale of buildings & other assets (net) under Schedule 14 in the Audited Standalone Financial Statements of the Bank
- For maternity and paternity benefits, the per day salary is calculated basis the fixed pay at the financial year end or the fixed pay of the employee on the date of leaving, as applicable.

2. Details of retirement benefits for the current and previous financial year

Benefits	FY 2023-24		FY 2022-23	
	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	Yes	100	Yes
Gratuity	100	Yes	100	Yes
Employee State Insurance (ESI)	N.A.	N.A.	N.A.	N.A.
Others	N.A.	N.A.	N.A.	N.A.

3. Accessibility of workplaces
Are the premises/offices accessible to differently abled employees as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The Bank has recognised the importance of improving infrastructure requirements to facilitate fair and free access for all employees. 2,027 of the Bank's branches have ramps installed for facilitating access to differently abled stakeholders. The Bank's ATM machines for visually challenged customers operates on a voice guided system with braille enabled keys which can guide in transacting at the ATM.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

The 'Conduct Philosophy' enshrines that the Bank is an equal opportunity employer and does not discriminate on the basis of race, caste, religion, colour, marital status, gender, sexual orientation, age, nationality, ethnic origin.
Web link: Conduct Philosophy

The Diversity, Equity, Inclusion (DEI) Policy adopted by the Bank reiterates on equal opportunities for Persons with Disabilities.

Web link: DEI Policy

5. Return to work and retention rates of permanent employees and workers that took parental leave.

Benefits	Permanent employees	
	Return to work rate (%)	Retention rate (%)
Male	99.8	75.5
Female	97.5	64.0
Total	**99.3**	**73.2**

Note: Retention rate determines those who returned to work after parental leave ended and were still employed 12 months later.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees If yes, give details of the mechanism in brief.

Yes, the Bank has a grievance mechanism for employees. The human resources department engages closely with employees to get a pulse of the sentiment of employees. In the case of grievances, employees have access to the 'My Concern' portal.

7. Membership of employees in association(s) or unions

	FY 2023-24		
	Total employees in respective category (A)	No. of employees in respective category, who are part of association(s) or union (B)	% (B / A)
Total Permanent Employees	**2,13,527**	**213**	**0.10**
Male	1,57,917	159	0.10
Female	55,610	54	0.10
	FY 2022-23		
Total Permanent Employees	**1,73,222**	**242**	**0.14**
Male	1,34,022	170	0.13
Female	39,200	72	0.18

8. Details of training given to employees

Category	FY 2023-24					FY 2022-23				
	Total (A)	On health and safety / wellness measures		On skill upgradation		Total (D)	On health and safety / wellness measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Permanent employees										
Male	**1,57,917**	**1,57,917**	**100**	**1,53,513**	**97**	1,34,022	1,34,022	100	1,22,382	91
Female	**55,610**	**55,610**	**100**	**53,907**	**97**	39,200	39,200	100	35,358	90
Total	**2,13,527**	**2,13,527**	**100**	**2,07,420**	**97**	**1,73,222**	**1,73,222**	**100**	**1,57,740**	**91**
Other than permanent employeees										
Male	31	0	0	0	0	0	0	0	0	0
Female	7	0	0	0	0	0	0	0	0	0
Total	38	0	0	0	0	**0**	**0**	**0**	**0**	**0**

9. Details of performance and career development reviews of employees

The Bank has a comprehensive multi-dimensional performance measurement system that aligns the organisation's goals with key objectives for each business. The performance review is carried out twice a year – (i) mid-year review and (ii) annual review. All employees are required to make a self-assessment of his/her own performance based on the key result areas of his/her roles and responsibilities. The appraiser and appraisee have a joint performance discussion based on the self-evaluation filled by the appraisee. The discussion includes feedback on performance, competencies, development needs and career aspirations post which the appraiser records his / her evaluation and overall feedback in the document.

As part of the career management / career development review process, the Bank creates opportunities for employees to develop and grow. The HR business partner along with the business / functional heads identify talent and groom them to meet future needs of the organisation by way of career progression, training and development, and opportunities to enhance knowledge and skill.

Category	FY 2023-24			FY 2022-23		
	Total (A)	No.(B)	% (B/A)	Total (C)	No. (D)	% (D/C)
			Employees			
Male	1,57,948	1,35,649	86	1,34,048	1,07,192	80
Female	55,617	45,713	82	39,207	28,260	72
Total	2,13,565	1,81,362	85	1,73,255	1,35,452	78

Note: Column 'B' and 'D' comprises all employees that are eligible for performance and career development review. Only employees who have completed the probation period with the Bank are eligible for performance review.

10. Health and safety records

a. Whether an occupational health and safety records has been implemented by the entity? (Yes/No). If yes, the coverage such system?

The Bank focuses on health and safety standards at the workplace. The Bank conducts several awareness and training programmes for its employees and relevant stakeholders. Safety checks and assessments of the physical infrastructure are carried out periodically.

During the year, the 'Workplace Safety & Security Programme' was conducted to bring awareness on safety across the organisation. Awareness campaigns and training on basics of fire and safety is conducted by the Bank. In addition, during the year, the Bank conducted a special training for 5,669 employees on 'Emergency Evacuation & Life Safety'. Further an online course on fire and safety was launched during the year.

Emergency evacuation drills and training programmes on 'How to Use Fire Extinguishers' are conducted on regular basis.

To enhance fire preparedness and to ensure safety of the employees, fire and safety audits are carried out in the offices on a pan-India basis.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Bank has an internal incident reporting portal which captures incidents across locations. The concerned teams compile the root cause analysis of the incident and maintains the record of incidents, if any on the portal.

c. Whether you have processes for employees to report the work-related hazards and to remove themselves from such risks.

Yes.

d. Do the employees have access to non-occupational medical and healthcare services?

Yes.

11. Details of safety related incidents

Safety Incident / Number	Category	FY 2023-24	FY 2022-23
Number of Permanent Disabilities	Employees	0	0
	Workers	0	0
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities) (Non core)	Employees	0	0
	Workers	0	0

An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

Note:
- All employees of the Bank are categorised as permanent or other than permanent i.e. on a contract basis. The Bank does not employ any workers; accordingly, worker related KPIs are nil and the same have not been included in any of the prescribed tables in the BRSR.
- For high consequence work-related injury or ill-health (excluding fatalities), the Bank has considered work-related injury or ill-health, which results in an injury from which the employee cannot or is not expected to recover fully to the previous health status.
- The Bank has considered injuries/fatalities caused due to the nature of the work or directly related to the performance of work-related tasks.

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Bank has an Occupational Health and Safety Policy. The Bank has in-house safety and security professionals to help ensure a safe workplace. Awareness programmes on safety are conducted for various stakeholders. Further, a benchmarking and gap assessment is undertaken to assess for requisite up-gradations or changes required to benchmark standards on Environment, Health and Safety (EHS).

13. Number of complaints on the following made by employees

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	0	0	-	0	0	-
Health and safety	2	0	Behavioural issue in one case; Other case on office amenities was found to be unsubstantiated	0	0	-

14. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100% assessment as part of safety internal audits 825 fire and safety third-party audits completed pan-India
Working Conditions	0

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health and safety practices and working conditions.

The Bank recognises the importance of a robust Environment, Health and Safety framework to ensure maintenance of benchmark health and safety practices within the organisation. With increased focus on health and well-being, special health check-up camps are conducted on a periodic basis for employees.

Further, as a responsible bank, under the Business Continuity Plan, the Bank conducts robust drills on a periodic basis to ensure readiness in the eventuality of the BCP needing to be activated.

Employees are encouraged to raise any safety-related issues, if any on the 'My Concern' portal on the intranet.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of employees (Y/N)

Yes, the Bank extends a comprehensive compassion package in the event of death of an employee as detailed below:

- Payment of Ex-Gratia Scheme: To provide immediate monetary assistance to the distressed family and financial support and help to recover from the sudden deprivation of the income of the deceased employee, ex-gratia lumpsum amount as per grade up to a certain level is given;
- Financial support on education to the dependent children till graduation in India up to a maximum of ₹ 5 lakh per child for 2 children;
- Compassionate employment: With an objective to provide support to the family who has lost an earning member due to death of an employee, the kin of the employee is offered employment in the Bank based on the respective educational qualification of the candidate, subject to fulfilment of other eligibility criteria. The Bank also provides the necessary training and skills to the candidate as required.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

As per the Bank's Code of Conduct, it expects its employees and all third parties it deals with to adhere to the ethics and values as elucidated in the code. The Bank ensures that taxes/statutory dues as applicable to the transactions within the remit of the Bank are deducted and deposited in accordance with its laid out standard operating procedures which is in line with extant regulations. The Bank expects its value chain partners, including service providers to be compliant with statutory dues/other requirements. These form part of the covenants in the legal contracts between the Bank and its value chain partners.

3. **Provide the number of employees having suffered high consequence work-related injury/ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees		No. of employees that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24	FY 2022-23	**FY 2023-24**	FY 2022-23
Employees	N.A. There were no work-related injuries.			

4. **Does the entity provide transition assistance programmes to facilitate continued employability and the management of career endings resulting from retirement of employment? (Yes / No)**

Yes. The Bank offers a comprehensive suite of learning offerings in facilitator led and self-paced learning formats. The learning offerings cover a wide range of functional, professional development and leadership development themes.

The Bank runs a unique retirement transition programme, ‘Life 2.0’. The programme covers financial planning, healthy living and other subject areas to ensure retired employees are gainfully engaged post-retirement.

5. **Details on assessment of value chain partners**

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Nil
Working conditions	

Note: As part of the ESG & Climate Risk Assessment in accordance with the ESG Risk Management Policy, certain wholesale loans undergo an enhanced E&S assessment. These borrowers provide the Bank with details on their health and safety practices and working conditions as part of the social impact assessment. During the year, of the wholesale loans approved, 26% in value terms underwent enhanced E&S assessment.

6. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

Not applicable.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

HDFC Bank maps its stakeholders based on their level of interest, influence, and impact on the Bank. This *inter alia* includes communities, investors, employees, customers, value chain partners, regulators and the government.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Key Stakeholders	Whether identified as Vulnerable & Marginalised Group (Yes / No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Others	Frequency of engagement (Annually / Half yearly / Quarterly / others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Communities	Yes, children, youth, farmer communities	• Planning, Meeting and Exercises - Needs Assessment / Baseline / Participatory Rural Appraisal • Focused Group Discussions • Consultative Workshops • Awareness Sessions and Field Demonstrations • Periodic progress reviews and monitoring	Type: Information, Consultation, Participation Frequency: Continuous engagement/ Annual performance review	Poverty and drudgery alleviation, Improvement in quality of education, Appropriate resource management, Environmental sustainability, Improvement in community hygiene and sanitation
Investors / Shareholders	No	Quarterly financial reports, press releases, results conference call and investor presentation and conferences, Analyst day, Investor days, interactions with shareholders and Annual General Meetings (AGMs)	Type: Information, Participation Frequency: Continuous engagements / Quarterly / Annual	Compliance Governance and ethical practices Economic performance
Employees	No	Employee on-ground and virtual connect by human resources, leadership and manager connect; Engagement and Pulse surveys to assess sentiment of employees Employee connect initiatives like talent hunt, wellness initiatives, employee engagements among others	Type: Information, Consultation, Participation Frequency: On-going / periodic	Employee engagement, Culture and employee experience,Employee wellness and safety, Learning and Development
Customers	Yes, if they qualify based on specified criteria such as income and / or gender or any other criteria	Multiple channels - physical and digital, Customer satisfaction surveys, Customer feedbacks, Regular interaction with customers	Type: Information, Consultation Frequency: Continuous	Ease of transacting across channels; Innovative technology applications; Data security; Advanced analytics
Value chain partners	No	Regular meetings, emails, phone calls and surveys	Type: Information Frequency: Continuous engagement / Annual performance review	Partnership, governance and ethical practices
Regulators & Government	No	Regular meetings, policy updates and ministry directives, mandatory filings with key regulators	Type: Information, Consultation, Participation Frequency: Continuous engagement or as per requirement	Compliance, Social Security schemes, Relevant national mandates

Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

   The Bank interacts with a wide range of stakeholders who support the identification of important issues, evaluation of business operations, goods, services, and solutions, reduction of reputational risk, and positive impact on our internal and external environments. The engagements include town halls, training sessions, social media platforms, customer satisfaction surveys, stakeholder engagement exercises, and materiality exercises. The Board and senior management are informed of the feedback from a wide variety of stakeholders in order to get their advice and take appropriate action. Through its various committees, the Board is provided regular updates on feedback received from stakeholders on economic, environmental, and social topics - which serves as inputs for decision-making by the Board. These include, but are not limited to:

   - The Bank's Board-level Customer Service Committee is constituted to bring about continuous improvements in the quality of customer services provided by the Bank and bring out innovative measures for enhancing the customer experience and quality of customer service.
   - The Corporate Social Responsibility & ESG (CSR & ESG) Committee of the Board identifies, executes and monitors CSR projects and ensures reporting and communication to the stakeholders on CSR, the ESG Framework and related strategy, goals and disclosures.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   Yes. The Bank engages with its key stakeholders on an ongoing basis to identify pertinent environmental and social topics of interest to its stakeholders and addresses them through periodic updates through policies and programmes. The Bank reviewed its material topics through consultations with multiple stakeholder groups. The exercise was designed to identify how various areas impact the Bank's stakeholders. For each of the material topics identified through this consultation process, the Bank has a robust approach, as detailed in its Integrated Annual Report. The Bank will continue to align its overall strategy in line with material topics identified.

   To quote a few examples, the Bank had aligned its ESG reporting with the requirements of SEBI which is one of its key stakeholders. Additionally, the Bank ensures compliance with the requirements of RBI as updated from time to time. The Bank is also cognizant of the evolving needs of its customers and offers new products to cater to customers' preference for ease of transactions across channels. Similarly, the Bank continues to offer new technology driven, best-in-class learning resources to its employees to cater to their learning and development needs. The Bank's CSR programmes are also designed to cater to the local needs and context of the communities they are designed to serve.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable / marginalised stakeholder groups.**

   With the guidance of the Board governed Corporate Social Responsibility (CSR) Policy, the Bank remains committed to helping marginalised communities across the country. The Bank will continue to implement well- structured programmes and interventions aimed at improving their well-being and contributing to their sustainable development.

   The Bank is also committed to lending to marginal/vulnerable groups through its Sustainable Livelihoods Initiative.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

1. Employees who have been provided training on human rights issues and policy(ies)

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees covered (B)	% (B/A)	Total (C)	No. of employees covered (D)	% (D/C)
EMPLOYEES						
Permanent	2,13,527	1,93,104	90	1,73,222	1,28,047	74
Other than permanent	38	-	-	33	-	-
Total Employees	2,13,565	1,93,104	90	1,73,255	1,28,047	74

Note: Human rights training entails formal training of the Bank's policies and procedures with respect to human rights issues.

2. Details of minimum wages paid to employees.

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
EMPLOYEES										
Permanent	**2,13,527**	**0**	**0**	**2,13,527**	**100**	**1,73,222**	**0**	**0**	**1,73,222**	**100**
Male	1,57,917	0	0	1,57,917	100	1,34,022	0	0	1,34,022	100
Female	55,610	0	0	55,610	100	39,200	0	0	39,200	100
Other than Permanent	**38**	**0**	**0**	**38**	**100**	**33**	**0**	**0**	**33**	**100**
Male	31	0	0	31	100	26	0	0	26	100
Female	7	0	0	7	100	7	0	0	7	100

3. a. Details of remuneration / salary / wages

	Male		Female	
	Number	**Median remuneration / salary / wages of respective category (₹)**	**Number**	**Median remuneration / salary / wages of respective category (₹)**
Board of Directors	9	96,23,626	3	64,23,626
Key Managerial Personnel	2	2,40,87,054	0	N.A.
Employees other than BoD and KMP	1,57,911	5,45,697	55,610	3,84,188

Note: Further categorisation of details of remuneration of employees other than Board of Directors (BoD) and Key Managerial Personnel (KMP)

Employees other than BoD and KMP*	Male		Female	
	Number	Median remuneration / salary / wages of respective category (₹)	Number	Median remuneration / salary / wages of respective category (₹)
Senior Management	172	1,38,95,633	21	1,30,00,050
Middle Management	6,940	41,63,795	1,053	42,03,545
Junior Management	25,902	15,79,460	4,813	15,48,180
Non-Supervisory Staff	1,24,897	4,26,685	49,723	3,51,730

3. b. **Gross wages paid to females as % of total remuneration paid**

	FY 2023-24	FY 2022-23
Gross remuneration paid to females as % of remuneration paid	19%	17%

An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

Note: For the purpose of calculation of gross wages paid to females, provisions for bonus and full and final settlements have been distributed in the ratio of salary as per salary register between male and female employees.

4. **Do you have a focal point (Individual / Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes / No)**

Yes. Refer Section B for details on the authority responsible for implementation and oversight of business responsibility.

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues**

The Bank strictly adheres to the conduct philosophy adopted, which prohibits the use of child, forced, or compulsory labour. The conduct philosophy includes mechanisms to address issues related to mental or physical coercion, verbal abuse, sexual harassment, sexual abuse and slavery of employees. The Bank maintains a 'zero tolerance' policy on sexual harassment. An Internal Complaints Committee is in place to address such complaints. The Bank also has a whistleblower mechanism that provides a comprehensive framework for capturing and addressing complaints or grievances from the relevant stakeholders.

6. **Number of complaints on the following made by employees**

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	77	12	-	68	7*	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour / Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

*Complaints reported as pending at the close of FY 22-23 were resolved in FY 23-24.

7. Complaints filed under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (PoSH)

	FY 2023-24	FY 2022-23
Total complaints reported under Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013	77	68
Complaints on PoSH as a % of female employees (%)	0.14	0.17
Number of complaints on PoSH upheld	25	23

An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases

As a responsible employer, the Bank is committed to creating a culture which is conducive, fair and harmonious amongst its employees. The Bank recognises its responsibility towards safeguarding and protecting women at the workplace from harassment. The Bank has put in place a code of conduct, applicable to all employees of the Bank. The Bank's Internal Committee deals with cases of sexual harassment of women at the workplace and ensures that there is a fair and detailed investigation done in utmost confidentiality, thus ensuring protection to the aggrieved party. Further, the whistleblower policy also serves as a safe mechanism which ensures confidentiality and ensures no discrimination of the complainant.

9. Do human rights requirements form part of your business agreements and contracts (Yes / No)?

Yes, as part of the ESG Risk Management Policy on lending, loans above a stipulated threshold undergo enhanced environmental and social due diligence. Human rights, including child and forced labour form part of the ESG covenants in the loan agreements as well as in the sanction letters. Additionally, the Bank's vendors and suppliers are expected to adhere to laws addressing child, forced or trafficked labour.

10. Assessments for the year

	% of offices that were assessed (by entity or statutory authorities or third parties)
Child labour	Nil
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others - please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

N.A.

Leadership Indicators

1. **Details of a business process being modified/introduced as a result of addressing human rights grievances / complaints.**

   N.A.

2. **Details of the scope and coverage of any human rights due-diligence conducted.**

   Nil

3. **Is the premise / office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

   The Bank is committed to improving infrastructure and services to be more inclusive and also ensure fair and free access for visitors. In terms of accessibility, 2,027 of the Bank's branches have ramps installed for facilitating access to differently abled stakeholders. Many of the Bank's premises are located on the ground floor or have elevator access. The Branch ATMs are voice-guided and Braille keypads assist visually impaired customers. Further, the Bank also offers doorstep banking services for senior citizens and differently abled customers.

4. **Details on assessment of value chain partners**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	-
Discrimination at workplace	
Child Labour	
Forced Labour / Involuntary Labour	
Wages	
Others - please specify	

Note: While assessments by value have not been aggregated, for our service providers, there are enabling clauses in the master agreements on adherence to applicable labour legislations. As part of the ESG and Climate Change Assessments undertaken for certain wholesale borrowers as per the ESG Risk Management Policy, parameters such as labour/ employee health and safety, prohibition of child labour and human rights protection are included in the E&S assessment.

5. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

   N. A.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity

Parameter	FY 2023-24	FY 2022-23
From renewable sources (in GJ)		
Total electricity consumption (A)	11,772.84	10,333.68
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	11,772.84	10,333.68
From non-renewable sources (in GJ)		
Total electricity consumption (D)	25,23,514.68	15,55,810.69
Total fuel consumption (E)	4,97,686.10	4,08,954.00
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	30,21,200.78	19,64,764.69
Total energy consumed (A+B+C+D+E+F) (in GJ)	30,32,973.62	19,75,098.37
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations) (GJ per ₹ in crore)	9.87	10.24
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP) (GJ per USD in million)	22.58	23.44
Energy intensity in terms of physical output (GJ / Total Employees)	14.20	11.40

Note:

- Energy consumed from fuels include energy from consumption of petrol and diesel in company-owned vehicles and gensets.
- For gensets and company-owned vehicles, petrol/diesel purchase data is extracted from the Bank's financial records and the cost of diesel/petrol purchased is converted into litres of petrol/diesel using state-wise/national average rates derived from information available in the public domain.
- Electricity consumption from local grids is considered for (i) branches, offices and ATMs from financial records through spent based approach and (ii) Data centers on actual consumption. Electricity consumption from renewable energy sources is (i) generated through in-house solar rooftops installed at 25 locations and (ii) purchased green energy for 12 locations.
- Energy intensity has been computed based on Total Revenue, which includes Interest Earned under Schedule 13 and Other Income, excluding profit/(loss) on sale of buildings & other assets (net) earned under Schedule 14 of the Audited Standalone Financial Statements of the Bank.
- For the purpose of calculation of intensity, adjusted purchasing power parity (PPP), conversion factor @22.88 ₹/USD as per OECD has been considered.

Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? If yes, name of the external agency.

Yes, an independent assurance has been carried out by Price Waterhouse LLP for the FY 23-24 indicators in the table above.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y / N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

N.A.

3. Provide details of the following disclosures related to water.

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	24,08,078.16	19,90,679.90
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	24,08,078.16	19,90,679.90
Total volume of water consumption (in kilolitres)	4,81,615.63	3,98,135.98
Water intensity per ₹ of turnover (Total water consumption / Revenue from operations) (Kilolitre per ₹ crore)	1.57	2.07
Water intensity in terms of physical output (Total water consumption / Total Employee) (kilolitre per employee)	2.26	2.30
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Kilolitre per PPP adjusted million USD)	3.58	4.73

Note:

- Water withdrawn is estimated based on the document by the Central Ground Water Authority (CGWA), which specifies that an office employee consumes 45 litres per day per head. This amount is recorded as water withdrawn from third party source.
- Water discharged is considered as 80% of the water withdrawn from source based on Central Pollution Control Board (CPCB) database report dated December 24, 2009. Therefore, it is assumed that of the total water withdrawal, only 20% is consumed.
- The data in the above table for FY 2022-23 has been restated in order to ensure consistency with the methodology followed in the current financial year.
- For FY 23-24, water intensity has been computed based on Total Revenue which includes Interest Earned under Schedule 13 and Other Income, excluding profit / (loss) on sale of buildings & other assets (net) earned under Schedule 14 of the Audited Standalone Financial Statements of the Bank.
- For the purpose of calculation of intensity adjusted purchasing power parity (PPP), conversion factor @22.88 ₹/USD as per OECD has been considered.

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? If yes, name of the external agency.

Yes, an independent assurance has been carried out by Price Waterhouse LLP for the FY 23-24 indicators in the table above other than for water withdrawal by source and total volume of water withdrawal.

4. **Provide the following details related to water discharged**

	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To surface water		
No treatment	0	0
With treatment - please specify level of treatment	0	0
(ii) To Groundwater		
No treatment	0	0
With treatment - please specify level of treatment	0	0
(iii) To Seawater		
No treatment	0	0
With treatment - please specify level of treatment	0	0
(iv) Sent to third parties		
No treatment	19,26,462.53	15,92,543.92
With treatment - please specify level of treatment	0	0
(v) Others		
No treatment	0	0
With treatment - please specify level of treatment	0	0
Total water discharged (in kilolitres)	19,26,462.53	15,92,543.92

Note: Water discharged is considered as 80% of the water withdrawn from source based on CPCB database report dated December 24, 2009 and reported as water sent to third parties. The data for FY 22-23 has been aligned using same approach.

Indicate if any independent assessment/ evaluation / assurance has been carried out by an external agency? If yes, name of the external agency.

Yes, an independent assurance has been carried out by Price Waterhouse LLP for the FY 23-24 indicators in the table above.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

The Bank does not generate industrial wastewater. The Bank's facilities are all connected to municipal wastewater collection systems or to the facility-owner's wastewater treatment systems. The wastewater generated by the Bank's activities are therefore directed on to the municipal wastewater collection systems or facility-owner's wastewater treatment systems where it is treated appropriately as per the discretion of the municipal agencies/ facility owner (third parties).

6. Details of air emissions (other than GHG emissions) by the entity

Parameter	Unit	FY 2023-24	FY 2022-23
NOx	N.A.	The Bank reports on GHG emissions for its operations. Given the nature of the banking business, details of air emissions other than GHG is not material to the Bank.	
SOx	N.A.		
Particulate matter (PM)	N.A.		
Persistent organic pollutants (POP)	N.A.		
Volatile organic compounds (VOC)	N.A.		
Hazardous air pollutants (HAP)	N.A.		
Others - please specify	N.A.		

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity

Parameter*	Unit	FY 2023-24				FY 2022-23		
		CO_2 Emissions (tCO_2e)	CH_4 Emissions (tCO_2e)	N_2O Emissions (tCO_2e)	HFCs (tCO_2e)	CO_2 Emissions (tCO_2e)	CH_4 Emissions (tCO_2e)	N_2O Emissions (tCO_2e)
Total Scope 1 emissions (GHG: CO_2, CH_4, N_2O, HFCs)	Metric tonnes of CO_2 equivalent	35,818.59	51.35	442.51	47,868.03	29,661.21	76.70	90.87
		Total: 84,180.48				Total: 29,828.77		
Total Scope 2 emissions (GHG: CO_2)	Metric tonnes of CO_2 equivalent	5,01,899.03				3,06,840.44		
Total Scope 1 and Scope 2 emission intensity per ₹ Crore of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO_2e / Revenue (₹ in crore)	1.91				1.75		
Total Scope 1 and Scope 2 emission intensity per Million USD of turnover adjusted for Purchasing Power Parity (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations adjusted for PPP)	Metric tonnes of CO_2e / Revenue (USD in million)	4.36				4.00		
Total Scope 1 and Scope 2 emission intensity in terms of physical output	$MTCO_2e$ per Employee	2.74				1.94		

Note:

- Scope 1 emissions include emissions from company-owned cars, company-owned diesel gensets, fugitive emissions from air conditioners and fire extinguishers.
- Two sources of GHG emissions i.e. air conditioners and fire extinguishers have been included for Scope 1 emissions for FY 23-24, which were not included in Scope 1 emissions for FY 22-23.
- For the computation of emissions from company-owned cars and company-owned gensets, emission factors from the Intergovernmental Panel on Climate Change (IPCC) guidelines 2006 have been applied to quantities deemed for energy consumption in Principle 6, Essential Indicators: Question 1.
- Fugitive emissions for fire extinguishers are estimated using operational database and public factors on leakage from USEPA's guidance, with Global Warming Potential (GWP) values derived from the IPCC Sixth Assessment Report (AR 6).
- For air conditioners (ACs), the Bank's Fixed Asset Register for ACs sets the boundary, with asset characteristics derived from internal databases. Emissions have been calculated using India's refrigerant trends, average capacity of refrigerant as provided by vendors, refrigerant leakage as considered from Council on Energy, Environment and Water (CEEW)and GWP derived factors from IPCC AR 6.
- Scope 2 emissions are reported using market-based approach with grid emission factor from Version 19 of the Central Electrical Authority's CO_2 database.
- Scope 1 & 2 emission intensity has been computed based on Total Revenue which includes Interest Earned under Schedule 13 and Other Income, excluding profit/(loss) on sale of buildings & other assets (net) under Schedule 14 of the Audited Standalone Financial Statements of the Bank.
- For the purpose of calculation of intensity adjusted Purchasing power parity (PPP), conversion factor @22.88 ₹/USD as per OECD has been considered.

Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency? If yes, name of the external agency.

Yes, an independent assurance has been carried out by Price Waterhouse LLP for the FY 23-24 indicators in the table above.

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Yes. The Bank is cognisant of its impact on the environment and is actively engaged in reducing its energy consumption and emissions across its operations. Automated energy management solutions are deployed at some of the branches, which helps monitor energy consumption and control usage. This initiative is now active at 568 branches and has resulted in savings of 16% on electricity, amounting to about 4.19 million units (kWh) in FY 23-24.

Implementation of static Power Factor (PF) solutions through the installation of Active Harmonic Filter (AHF) was another project rolled out in FY 23-24 that aims to address the correction of power factor and bring in efficiencies at the branch locations. The project was implemented at 86 locations and electricity savings amounted to close to 0.16 million units (kWh) in FY 23-24.

Wherever feasible, the Bank has also been trying to integrate renewable energy sources into the overall power consumption. The Bank has 25 rooftop solar plants with a cumulative capacity of about 720 kWp across the country. The Bank also procures green power at a premium tariff through DISCOMs at 12 locations in Maharashtra. With the procurement of over 2,639.18 MWh during FY 23-24, about 1,889.66 metric tonnes of carbon emissions were avoided during the year. To adopt a more holistic approach to emission reduction, the Bank has been evaluating all new projects for feasibility of green certification by the Indian Green Building Council (IGBC). As of March 31, 2024, 2,026 branches and offices received green certifications from IGBC.

9. **Provide details related to waste management by the entity**

Parameter	FY 2023-24	FY 2022-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	252.61	7.01
E-waste (B)	110.58	87.00
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	20.51	16.67
Radioactive waste (F)	-	-
Other Hazardous waste (G) (Includes DG Oil waste)	89.85	4.56
Other Non-hazardous waste generated (H) (Includes metal, textile and empty cabinet and other dry waste)	288.48	14.24
Sector specific - Paper waste (I)	3,441.49	163.25
Total (A + B + C + D + E + F + G + H + I)	4,203.52	292.73
Waste intensity per rupee of turnover (Total waste generated /Revenue from operations) (MT/ ₹ in crore)	0.01	0.002
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/ Revenue from operations adjusted for PPP) (MT per adjusted USD in million)	0.03	0.002
Waste intensity in terms of physical output (Total waste generated per Employee)	0.02	0.002
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
	FY 2023-24	FY 2022-23
Category of waste		
(i) Recycled	140.41	7.01
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	140.41	7.01
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
	FY 2023-24	FY 2022-23
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	4,063.11	-
Total	4,063.11	-

Note:

- Due to the nature of operations of the Bank, no bio-medical and radioactive waste attributable to the Bank was generated.
- There have been no significant construction and demolition work undertaken by the Bank both, in FY 22-23 and FY 23-24. Accordingly, no construction and demolition waste was generated.
- E-Waste generated, recycled and disposed, includes IT related e-waste and datacentre e-waste which is centrally managed and recycled through vendors.

- From FY 23-24 onwards, battery waste is being reported separately. Battery waste is centrally managed and recycled through vendors.
- Paper waste majorly constitutes paper procured for the Bank's own use and is shown as sector-specific paper waste. The quantity of waste generated is assumed to be disposed through other disposal operations.
- Generation of plastic waste, hazardous waste, some quantities of paper & e-waste and non-hazardous waste are extrapolated based on actual data collected at select locations and the quantity of waste generated is assumed to be disposed through other disposal operations for FY 23-24. The information for FY 22-23 is for select locations and accordingly not comparable with the current financial year data.
- Waste intensity has been computed based on Total Revenue which includes Interest Earned under Schedule 13 and Other Income, excluding profit/(loss) on sale of buildings & other assets (net) under Schedule 14 of the Audited Standalone Financial Statements of the Bank.
- For the purpose of calculation of intensity adjusted purchasing power parity (PPP), conversion factor @22.88 ₹/USD as per OECD has been considered.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, an independent assurance has been carried out by Price Waterhouse LLP for the FY 23-24 indicators in the table above.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Bank does not use hazardous and toxic chemicals in its products and processes. However, the Bank has been working towards sustainable management of waste generated from day-to-day operations. The Bank has formulated an internal Standard Operating Procedure to document its approach to waste segregation and handling in the office premises. The Bank segregates and recycles dry waste at select large offices. The dry waste from these offices is collected and disposed through authorised vendors who eventually recycle the waste. In FY 23-24, disposal of the Bank's owned IT assets within its premises and its co-located datacenters led to the generation and recycling of 110.58 tonnes of e-waste and 20.51 tonnes of battery waste. The e-waste and battery waste was handed over to authorized recyclers, thus ensuring circularity.

11. If the entity has operations / offices in / around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details.

Given the nature of the business, the Bank does not have any operations or offices in ecologically sensitive areas.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year.

N.A.

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder (Y/N). If not, provide details of all such non-compliances.

The Bank complies with all applicable laws. There have been no instances of non-compliance with respect to the above-mentioned regulations.

Leadership Indicators

1. **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres)**

   For each facility / plant located in areas of water stress, provide the following information:

   (i) Name of the area
   (ii) Nature of operations
   (iii) Water withdrawal, consumption and discharge

   N. A.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter*	Unit	FY 2023-24			FY 2022-23		
		CO_2 Emissions (tCO_2e)	CH_4 Emissions (tCO_2e)	N_2O Emissions (tCO_2e)	CO_2 Emissions (tCO_2e)	CH_4 Emissions (tCO_2e)	N_2O Emissions (tCO_2e)
Total Scope 3 emissions (Break-up of the GHG into CO_2 , CH4 , N2O, HFCs, PFCs, SF6 , NF3, if available)	Metric tonnes of CO_2 equivalent	62,945.73			48,596.12		
Total Scope 3 emissions per ₹ crore of turnover	Metric tonnes of CO_2 per ₹ in crore	0.20			0.25		
Total Scope 3 emission intensity	tCO_2e / Total Employees	0.29			0.28		

Note:

For Scope 3 GHG emissions, the Bank reports on the below categories:

- Business travel through air and rail: The distance travelled is estimated using sources available in the public domain. The applicable emission factors have been sourced from India Specific Air Transport Emission Factors, 2015 for domestic, DEFRA 2023 for international and India Specific Rail Transport Emission Factors, 2015 for rail.
- Business Travel (Cab Hire): The distance is calculated using estimates of applicable taxi fares available in the public domain. For travel within India, the applicable emission factors have been sourced from India Specific Road Transport Emission Factors, 2015. For travel outside India, emission factors for average diesel cars from DEFRA have been considered.
- Emissions from e-waste, paper waste and battery waste have been considered. To calculate emissions, recycling emission factors and conservative emission factors for disposal have been sourced from WARM Version 16, EPA 2023. For the computation of waste quantities, refer notes given under Principle 6, Essential Indicators: Question 9.
- Emissions from other facilities (i.e. electricity consumption for ATMs with no operational control): Electricity consumption at these locations has been derived using internally derived benchmarks (i.e. Geo-climatic averages of kWh consumption from other offsite ATMs).
- Scope 3 emission intensity has been computed based on Total Revenue which includes Interest Earned under Scheduled 13 and Other Income, excluding profit/(loss) on sale of buildings & other assets (net) under Schedule 14 of the Audited Standalone Financial Statements of the Bank.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Given the nature of business, the Bank does not have significant direct impacts on biodiversity. However, the Bank does ensure that the large industrial, infrastructure projects it lends to, is in compliance with all extant environmental regulations, including those linked to biodiversity.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following:

Sr. No	Initiative undertaken	Details of the initiative	Outcome of the initiative
1.	On-site Solar Installation	25 Solar rooftop installations commissioned so far with a total installed capacity of around 720 kWp.	631.04 MWh of electricity consumed from the solar rooftop plants, leading to an emission reduction of 451.83 tCO_2e.
2.	Green Tariff procurement	Procured Green energy at premium tariff from utility provider in order to reduce emissions of the 12 offices	Procured around 2,639.18 MWh worth of electricity under the green tariff arrangement with the DISCOMS during FY 23-24, as a result of which, about 1,889.66 tCO_2e emissions were avoided during the year.
3.	Automated Energy Management Solutions	Automated energy management solutions that help monitor energy consumption and control usage have been implemented across 568 branches	Automating energy management has resulted in savings of 16% on electricity, amounting to about 4.19 million units (kWh) during the reporting period.
4.	Active Harmonic Filter (AHF)	Static Power Factor (PF) solutions implemented across 86 locations through the installation of Active Harmonic Filter (AHF) to address the correction of power factor and bring in efficiencies at the branch locations	The project was implemented at 86 locations and electricity savings amounted to close to 0.16 million units (kWh) in FY 23-24.

5. Does the entity have a business continuity and disaster management plan?

The Bank takes proactive measures to ensure the reliability and seamless continuity of our operations. The Bank prioritises the highest standards of information and cyber security practices and data privacy measures, ensuring the protection of sensitive data and maintaining the trust of customers. Additionally, the Bank's ISO 22301:2019 certified Business Continuity Program ensures the reliability and seamless continuity of operations. The Bank's business continuity programme is meticulously designed to align with regulatory guidelines and it undergoes periodic reviews and audits.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

The Bank is cognisant of the impact that its value chain may have on the environment. The Bank's ESG Risk Management Policy incorporates Environmental and Social due diligence for specified wholesale loan exposures. Beyond verifying the borrowers' compliance with statutory laws and regulations, the Bank also assesses the corporate borrowers in terms of their current position with regards to ESG & climate change, their transition plans and their initiatives on mitigation of risks related to ESG and climate change. Regulatory frameworks on value chain and disclosures on Scope 3 emissions are still evolving in India.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

As a part of the regular credit monitoring process, the Bank assesses, relevant issues regarding environmental & social issues and the impact of climate change on the borrower's operations. Of the wholesale loans approved during the year, 26% in value terms underwent enhanced E&S due diligence.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential Indicators

1. **a. Number of affiliations with trade and industry chambers / associations.**

The Bank is a member of over 18 key trade and industry chambers / associations.

b. List of some of the trade and industry chambers/associations the entity is a member of / affiliated to

S. No.	Name of the trade and industry chambers / associations	Reach of trade and industry chambers / associations (State / National)
1.	Bombay Chambers of Commerce and Industry	National
2.	National Association of Software and Service	National
3.	Indian Institute of Banking and Finance	National
4.	Indian Banks Association	National
5.	Indo German Chamber of Commerce	International
6.	Fixed Income Money Market and Derivatives Association of India (FIMMDA)	National
7.	Foreign Exchange Dealers' Association of India (FEDAI)	National
8.	Society of Indian Automobiles Manufacturers	National
9.	Indian Construction Equipment Manufacturers Association	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of authority	Brief of the case	Corrective action taken
Nil	N.A.	N.A.

There have been no cases of anti-competitive conduct by the Bank.

Leadership Indicators

1. **Details of public policy positions advocated by the entity**

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes / No)	Frequency of Review by Board (Annually / Half yearly / Quarterly / Others - please specify)	Web Link, if available
N.A. The Bank does not engage in policy advocacy. The Bank, however, does participate in external meetings pertaining to the banking sector and may provide feedback / recommendations on emerging regulations and other relevant issues.					

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

   N.A.

   As per the BRSR, this section pertains to Social Impact Assessment in compliance with Right to Fair Compensation & Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013. Given the nature of the business of the Bank, this is not applicable.

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity.**

   N.A.

3. **Describe the mechanisms to receive and redress grievances of the community.**

   The Bank's whistleblower policy covers all stakeholders of the Bank, including the community.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers.**

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs / small producers	3.0%	3.9%
Directly from within India	98.0%	98.5%

   An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

   Note: The denominator for the above indicator represents 'purchases' made from vendors forming part of Schedule 16 and additions to fixed assets as per Schedule 10 of the Audited Standalone Financial Statements of the Bank.

5. **Job creation in smaller towns - Disclose remuneration paid to persons employed (including employees employed on a permanent or contract basis) in the following locations, as % of total remuneration**

Location	FY 2023-24	FY 2022-23
Rural	4%	3%
Semi-urban	16%	15%
Urban	21%	22%
Metropolitan*	59%	60%

   An independent assurance has been carried out by Price Waterhouse LLP on the FY 23-24 indicators in the table above.

   Note:

   - For the purpose of categorisation of people employed at locations in rural/semi-urban/urban/ metropolitan, the location of employees as at March 31, 2024 has been considered, as per the Reserve Bank of India classification system.

   * Metropolitan includes employees posted at overseas locations.

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above).**

   N.A.

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies.**

S. No.	State	Aspirational District	Amount spent (₹ in crore)
1	Andhra Pradesh	Vizianagaram	0.65
2	Andhra Pradesh	Visakhapatnam	0.06
3	Assam	Baksa	2.77
4	Assam	Barpeta	0.87
5	Assam	Hailakandi	1.17
6	Assam	Dhubri	1.38
7	Assam	Darrang	0.17
8	Bihar	Aurangabad	2.08
9	Bihar	Begusarai	1.66
10	Bihar	Gaya	2.17
11	Bihar	Nawada	1.97
12	Bihar	Sheikhpura	1.37
13	Bihar	Sitamarhi	1.33
14	Bihar	Jamui	1.23
15	Bihar	Banka	0.92
16	Bihar	Purnia	0.06
17	Chhattisgarh	Balrampur	0.78
18	Chhattisgarh	Kondagaon	1.71
19	Chhattisgarh	Korba	3.26
20	Chhattisgarh	Bastar	2.06
21	Chhattisgarh	Kanker	0.73
22	Chhattisgarh	Rajnandgaon	0.29
23	Chhattisgarh	Mahasamund	2.81
24	Chhattisgarh	Dantewada	0.16
25	Chhattisgarh	Narayanpur	0.10
26	Chhattisgarh	Sukma	0.30
27	Gujarat	Dahod	3.37
28	Haryana	Mewat	0.30
29	Jammu & Kashmir	Baramulla	1.92
30	Jammu & Kashmir	Kupwara	0.48
31	Jharkhand	Bokaro	3.89
32	Jharkhand	Dumka	4.56
33	Jharkhand	Giridih	2.18
34	Jharkhand	Godda	4.83

S. No.	State	Aspirational District	Amount spent (₹ in crore)
35	Jharkhand	Gumla	2.38
36	Jharkhand	Hazaribagh	4.38
37	Jharkhand	Khunti	3.21
38	Jharkhand	Latehar	3.05
39	Jharkhand	Lohardaga	3.09
40	Jharkhand	Palamu	2.90
41	Jharkhand	Ramgarh	3.91
42	Jharkhand	Ranchi	4.26
43	Jharkhand	Simdega	2.16
44	Jharkhand	Pakur	0.23
45	Karnataka	Yadgir	1.60
46	Karnataka	Bijapur	0.34
47	Karnataka	Raichur	0.30
48	Kerala	Wayanad	2.04
49	Madhya Pradesh	Chhatarpur	1.83
50	Madhya Pradesh	Damoh	2.76
51	Madhya Pradesh	Guna	0.82
52	Madhya Pradesh	Khandwa	1.71
53	Madhya Pradesh	Rajgarh	2.08
54	Maharashtra	Aurangabad	1.07
55	Maharashtra	Nandurbar	2.97
56	Maharashtra	Osmanabad	4.21
57	Maharashtra	Washim	0.21
58	Meghalaya	Ribhoi	7.37
59	Odisha	Kalahandi	4.70
60	Odisha	Kandhamal	1.87
61	Odisha	Rayagada	1.76
62	Odisha	Nabarangpur	0.87
63	Odisha	Nuapada	2.38
64	Odisha	Dhenkanal	2.65
65	Odisha	Balangir	0.17
66	Punjab	Moga	3.78
67	Punjab	Firozpur	0.07
68	Rajasthan	Baran	2.99
69	Rajasthan	Sirohi	4.14
70	Rajasthan	Karauli	0.59
71	Rajasthan	Jaisalmer	0.17
72	Tamil Nadu	Ramanathapuram	1.16
73	Tamil Nadu	Virudhunagar	5.54
74	Telangana	Asifabad	1.13
75	Tripura	Dhalai	0.45
76	Uttar Pradesh	Bahraich	2.41
77	Uttar Pradesh	Balrampur	1.09

S. No.	State	Aspirational District	Amount spent (₹ in crore)
78	Uttar Pradesh	Chandauli	2.66
79	Uttar Pradesh	Chitrakoot	2.75
80	Uttar Pradesh	Shrawasti	1.78
81	Uttar Pradesh	Siddharthnagar	1.22
82	Uttar Pradesh	Sonbhadra	0.98
83	Uttarakhand	Haridwar	6.26
84	Uttarakhand	Udham Singh Nagar	2.61
85	Uttarakhand	Muzaffarpur	0.78

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)

No.

(b) From which marginalised/vulnerable groups do you procure?

N.A.

(c) What percentage of total procurement (by value) does it constitute?

N.A.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge.

N.A.

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

N.A.

6. Details of beneficiaries of CSR Projects

S. No.	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalised groups
1	Rural development	14,08,000	100
2	Promoting education	5,69,646	100
3	Skill training and livelihood enhancement	3,04,449	100
4	Healthcare & hygiene	23,802	100
5	Environmental sustainability	12,602	100

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Bank has adopted a well laid out Customer Service Approach and all its products and processes are customer centric to ensure seamless and quality customer service.

Customers are informed about the channels available for redressal of grievances. Some of these channels where complaints are received are the retail branch, phone banking call center, e-mails, grievance redressal cell, Principal Nodal Office, social media platforms, toll free number, virtual channels, letters amongst others. Complaints are also *inter alia* received through external sources including regulatory bodies, RBI Ombudsman, National Consumer Help Line and Centralised Public Grievance Redress and Monitoring System (CPGRAMS).

The Bank has implemented a Complaint Management System, 'CRM Next' for recording, resolving and monitoring of the complaints received. The Cards Business Customer Interface system is used for recording of credit card related complaints. Turnaround times are prescribed for various categories of complaints. On adequate resolution of the case, the same is communicated to the customer.

With a view to improve efficiency of the Grievance Redressal Mechanism in the Bank, a formal four level Grievance Redressal Mechanism is available:

Centralised Public Grievance Redress and Monitoring System:

Level 1: Resolution of first-time complaints received at any of the customer facing channels

Level 2: Complaints escalated to Grievance Redressal Cell

Level 3: Complaints escalated to the Principal Nodal Officer

Level 4: If the complaints are still not resolved to the satisfaction of the customer, they have the option to approach the RBI Ombudsman.

A complaints review mechanism has been implemented to ensure a proper review of a rejected customer complaint to ensure decisions are unbiased and fair prior to the same being communicated to the customer. Further, as per extant guidelines, the Bank has appointed three internal Ombudsmen to ensure that all rejections / denials are independently reviewed by them.

2. Turnover of products and/services as a percentage of turnover from all products / service

	As % of total turnover
Environmental and social parameters relevant to the product	N.A. given the nature of the banking business
Safe and responsible usage	
Recycling and or safe disposal	

3. Number of consumer complaints in respect of the following

	FY 2023-24			FY 2022-23		
	Received during the year	**Pending resolution at end of year***	**Remarks**	Received during the year	Pending resolution at end of year*	Remarks
Data privacy	5	0	-	2	0	-
Advertising	36	0	-	33	0	-
Cyber-security	0	0	-	0	0	-
Delivery of essential services	3,063	29	-	2,457	11	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices^	11,563	72	-	7,616	88	-
Others	4,70,672	14,131	-	4,19,246	13,262	-

*Pending cases are within the stipulated turnaround time (TAT) of the Bank.

^ Also includes complaints on Restrictive Trade Practices

4. Details of instances of product recalls on account of safety issues

FY 2023-24	Number	Reasons for recall
Voluntary recalls	Nil	-
Forced recalls	Nil	-

5. Does the entity have a framework / policy on cyber security and risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy.

Yes. The links for cyber security and data privacy are as under:

Cyber Security Measures

Data Privacy

The Bank has a board approved Information Security Policy and Cybersecurity Policy. The primary purpose of the Information Security Policy is to provide guidance on the Information Security controls that are applicable to various processes, services, people, IT and other assets across the Bank. The Bank's Information Security policy is based the guidelines provided by the regulator on Information Security, Electronic Banking, Technology Risk Management and Cyber Frauds (G. Gopalakrishna Committee) and industry standards (ISO 27001:13 and NIST 800-53). This *inter alia* covers critical areas of IT governance, information security, IS audit, IT operations, IT services outsourcing, cyber fraud, business continuity planning, customer awareness programmes and legal aspects.

The Bank's Cybersecurity Framework ensures that appropriate cyber security practices are followed across the Bank's information systems. The Bank's Cybersecurity Framework consists of key components -- identify, protect, detect, respond and recover. The Bank has a Security Operations Center (SOC), an upgraded monitoring and detection solution, 24x7 defacement monitoring and vulnerability management of the Bank's internet properties, a dedicated programme for attack surface management, antivirus / malware programme, patch management and penetration testing amongst others to fortify the Bank's assets, infrastructure and applications.

Data Privacy Framework

- Privacy Governance: The Bank has established a robust privacy governance framework that guides data privacy. This framework includes designated data privacy officer (DPO), cross-functional privacy teams and a clear chain of responsibility for privacy-related matters.
- Data Collection and Use: The Bank is committed to transparent data collection and responsible use of personal information. The Bank communicates the purposes for which the data is collected. Individuals are provided with clear and concise privacy notices and are given the opportunity to provide informed consent for data processing activities.
- Privacy Education and Awareness: The Bank is committed to fostering a privacy-conscious culture within the organisation. The Bank provides privacy training and awareness programmes to employees, emphasising their roles and responsibilities in protecting personal information. E-learning programmes, regular privacy updates and communication channels are maintained to keep employees informed about privacy-related matters, emerging risks and best practices.
- Privacy by Design: Privacy is a fundamental consideration in the development of our products, services and systems. The Banks embraces the principles of ‘privacy by design’ to embed privacy safeguards into our processes from the outset. The Bank has established a process of performing data protection/privacy impact assessment to identify any privacy risk in any new/existing offerings of the Bank.

6. Provide details of any corrective actions taken or underway on issues relating to advertising and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

The Bank’s ‘CRM Next’ system has the capability to record and categorise grievances into various types and maintain turnaround times for specific categories and sub-categories of grievances. Through the auto escalation mechanism there is more effective monitoring.

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches:

The Bank did not witness any instances of data breaches during the year.

b. Percentage of data breaches involving personally identifiable information of customers

Nil

c. Impact, if any, of the data breaches

N.A.

Note: An independent assurance has been carried out by Price Waterhouse LLP on 7(b) for FY 23-24

Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

    The weblink is: http://www.hdfcbank.com/

    Details of the nodal officers of the Bank with their contact details are also provided on the website.

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and / or services.**

    The Bank's Corporate Commitment and Citizens Charter elucidates on these aspects. The link is:

    HDFC Bank Citizen's Charter

    As a socially responsible corporate and leader in banking, the Bank recognises the importance of educating the public about safe banking practices in the era of digital payments. The Bank launched the 'Vigil Aunty' campaign to find an effective and creative way of educating and protecting Indians from fraudsters in an entertaining way. Further details are in the link below:

    Vigil Aunty - Use Secure Banking Services for a Fraud Free India | HDFC Bank

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

    The Bank takes proactive measures to ensure the reliability and seamless continuity of its operations. The Bank prioritises the highest standards of information and cyber security practices and data privacy measures, ensuring protection of sensitive data and maintaining the trust of its customers. Additionally, the ISO 22301:2019 certified Business Continuity Programme ensures the reliability and seamless continuity of operations. The Business Continuity Programme is designed to align with regulatory guidelines and undergoes thorough reviews and audits. The Bank's Business Continuity Programme helps manage continuity of critical business operations and accelerated resumption of services post the incident.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes / No / Not applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes / No)**

    Customer feedback is critical and respective teams are expected to define actionables to improve the customer experience and share best practices to ensure consistent delivery across the bank. The Bank recognises the importance of the simple 'listen-learn-act' process to build a strong customer-centric culture.

    The Bank's Net Promoter Score (NPS) measures customer satisfaction on a pan-India basis and across a suite of products and services. The NPS, which is branded "Infinite Smiles" is an ongoing survey. In FY 23-24, 33 lakh customers responded to the survey and the overall NPS score improved to 71 compared to 66 in the previous year.

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Independent Practitioner's Reasonable Assurance Report on Identified Sustainability Information in HDFC Bank Limited's Business Responsibility and Sustainability Report pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of HDFC Bank Limited

We have undertaken to perform a reasonable assurance engagement for HDFC Bank Limited (the "Bank") vide our Engagement Letter dated March 15, 2024 read with addendum thereto dated June 28, 2024 in respect of the agreed Sustainability Information referred in "Identified Sustainability Information" paragraph below (the "Identified Sustainability Information") in accordance with the Criteria stated in the "Criteria" paragraph below. The Identified Sustainability Information is included in the Business Responsibility and Sustainability Report ("BRSR") Section of the Integrated Annual Report of the Bank for the financial year ended March 31, 2024 pursuant to the requirement of Regulation 34(2)(f) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "LODR Regulations"). This engagement was conducted by a team comprising assurance practitioners and environment experts.

Identified Sustainability Information

The Identified Sustainability Information for the financial year ended March 31, 2024, is as summarised in Appendix 1 to this report.

Our reasonable assurance engagement was with respect to the financial year ended March 31, 2024 information only and we have not performed any procedures with respect to prior periods or any other elements included in the BRSR [other than those listed as BRSR Core Key Performance Indicators ("KPIs") in Appendix 1] and, therefore, do not express any opinion thereon.

Criteria

The criteria used by the Bank to prepare the Identified Sustainability Information is the "BRSR Core" as detailed in Appendix 1 to this report (the "Criteria"), which is a subset of the BRSR, consisting of a set of KPIs/ metrics under nine Environmental, Social and Governance ("ESG") attributes, as specified by SEBI vide its circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated July 12, 2023 (the "SEBI Circular").

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Management's Responsibilities

The Bank's Management is responsible for determining the Reporting Boundary of the BRSR, selecting or establishing suitable criteria for preparing the Identified Sustainability Information, taking into account applicable laws and regulations including the SEBI Circular related to reporting on the Identified Sustainability Information, identification of key aspects, engagement with stakeholders, and content, preparation and presentation of the Identified Sustainability Information in accordance with the Criteria. This responsibility includes design, implementation and maintenance of internal control relevant to the preparation of the BRSR and the measurement of Identified Sustainability Information, which is free from material misstatement, whether due to fraud or error. The Management and the Board of Directors of the Bank are also responsible for overseeing the Bank's compliance with the requirements of LODR Regulations and the SEBI Circular in relation to the BRSR Core.

Inherent limitations in preparing the Identified Sustainability Information

The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, measures and measurement techniques and can affect comparability between entities. In addition, Greenhouse Gas ("GHG") quantification is subject to inherent uncertainty because of incomplete scientific knowledge used to determine emissions factors and the values needed to combine emissions of different gases.

Our Independence and Quality Control

We have maintained our independence and confirm that we have met the requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code") issued by the International Ethics Standard Board for Accountants, which is founded on the fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Price Waterhouse LLP (the "Firm") applies Standard on Quality Control 1, "Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements", the International Standard on Quality Management ("ISQM") 1 "Quality Management for Firms that perform Audits or Reviews of Financials Statements, or Other Assurance or Related Services Engagements" and ISQM 2 "Engagement Quality Reviews" and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

Practitioner's Responsibilities

Our responsibility is to express a reasonable assurance opinion on the Identified Sustainability Information based on the procedures we have performed and the evidence we have obtained.

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We conducted our engagement in accordance with the Standard on Sustainability Assurance Engagements ("SSAE") 3000, "Assurance Engagements on Sustainability Information" and the Standard on Assurance Engagements ("SAE") 3410, "Assurance Engagements on Greenhouse Gas Statements", both issued by the Sustainability Reporting Standards Board of the ICAI, and the International Standard on Assurance Engagement ("ISAE") 3000 (Revised), "Assurance Engagements other than Audits or Reviews of Historical Financial Information" and the ISAE 3410 "Assurance Engagements on Greenhouse Gas Statements" both issued by the International Auditing and Assurance Standards Board (collectively referred to as "the Standards"). These Standards require that we plan and perform our engagement to obtain reasonable assurance about whether the Identified Sustainability Information is prepared, in all material respects, in accordance with the Criteria. A reasonable assurance engagement involves assessing the risks of material misstatement of the Identified Sustainability Information whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the Identified Sustainability Information.

The procedures we performed were based on our professional judgement and included inquiries, observation of processes performed, inspection of documents, evaluating the appropriateness of quantification methods and reporting policies, and agreeing or reconciling with underlying records.

Given the circumstances of the engagement, in performing the procedures referred above, we:

- Obtained an understanding of the identified sustainability information and related disclosures.
- Obtained an understanding of the assessment criteria and their suitability for the evaluation and /or measurements of the identified sustainability information.
- Made enquiries of Bank's Management, including those responsible for Sustainability, Environmental Social Governance ('ESG'), Corporate Social Responsibility ('CSR'), Human Resources (HR) etc., and those with responsibility for managing the Bank's BRSR.
- Obtained an understanding and performed an evaluation of the design of the key systems, processes, and controls for managing, recording and reporting on the Identified Sustainability Information. This did not include testing the operating effectiveness of management systems and controls.
- Based on above understanding and the risks that the identified sustainability information may be materially misstated, determined the nature, timing and extent of further procedures.
- Checked the consolidation for various branches, offices and other locations under the Standalone reporting boundary (as mentioned in the BRSR) for ensuring the completeness of data being reported.
- Performed substantive testing on a sample basis of the Identified Sustainability Information for various branches, offices and other locations under the Standalone reporting boundary (as mentioned in the BRSR) to verify that data had been appropriately measured with underlying documents recorded, collated and reported. This included assessing records and performing testing including recalculation of sample data.
- Assessed the level of adherence to the BRSR format issued by Securities and Exchange Board of India (SEBI) followed by the Bank in preparing the BRSR.
- Assessed the BRSR for detecting, on a test basis, any major anomalies between the information reported in the BRSR on performance with respect to agreed information and relevant source data/information.
- Where applicable for the Identified Sustainability Information in the BRSR, we have relied on the information in the audited standalone financial statements of the Bank for the year ended March 31, 2024 and the underlying trial balance.
- Evaluated the reasonableness and appropriateness of significant estimates and judgements made by the Management in the preparation of the Identified Sustainable Information.
- Obtained representations from Bank's Management.

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Exclusions

Our reasonable assurance scope excludes the following and therefore, we do not express an opinion on the same:

- Operations of the Bank other than the Identified Sustainability Information listed in Appendix 1.
- Aspects of the BRSR and data/ information (qualitative or quantitative) included in the BRSR other than the Identified Sustainability Information.
- Data and information outside the defined reporting period, i.e., the financial year ended March 31, 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim or future intentions provided by the Bank and testing or assessing any forward-looking assertions and/ or data.

Opinion

Based on the procedures performed and the evidence obtained, the Bank's Identified Sustainability Information summarised in Appendix 1 to this report and included in the BRSR for the financial year ended March 31, 2024 are prepared, in all material respects, in accordance with the Criteria.

Emphasis of Matter

We draw attention to the following:

(a) Question No. 13 of Section A of the BRSR, in respect of the composite scheme of amalgamation of: (i) erstwhile HDFC Investments Limited and erstwhile HDFC Holdings Limited into and with erstwhile Housing Development Finance Corporation Limited ("erstwhile HDFC Limited"); and (ii) erstwhile HDFC Limited into and with the Bank, and the change in methodologies/ assumptions considered by the Bank in the current financial year's disclosures in respect of certain attributes; and
(b) The information presented under Question Nos. 3 and 4 of Principle 6 of the BRSR, which states that the prior financial year's information has been restated.

Our opinion is not modified in respect of these matters.

Restriction on Use

Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have (or may have had) as auditors of the Bank or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Bank.

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This report has been issued at the request of the Board of Directors of the Bank to whom it is addressed, solely to enable them to comply with the requirements of the Circular and LODR Regulations and on reporting Bank's sustainability performance and activities, for publishing the same in the Bank's Integrated Annual Report, which includes the BRSR. Our report should not be used for any other purpose or by any person other than the addressees of our report. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number: 301112E/E300264

Heman Sabharwal
Partner
Membership Number: 093263
UDIN: 24093263BKFGLK1404
Place: Gurugram
Date: July 09, 2024

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Appendix 1

Identified Sustainability Information (BRSR Core KPIs)

Sr. No.	Principle and indicator reference*	Attribute	Parameters (KPIs) Assured
1.	Principle 6 – E7	Green-house gas (GHG) footprint	1. Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available) 2. Total Scope 2 emissions (Break-up of the GHG (CO_2e) into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available) 3. GHG Emission Intensity (Scope 1 +2) a) Total Scope 1 and Scope 2 emissions (MT) / Total Revenue from Operations adjusted for PPP b) Total Scope 1 and Scope 2 emissions (MT) / Total Output of Product or Services
2.	Principle 6 – E3 and E4	Water footprint	1. Total water consumption 2. Water consumption intensity a) Water Intensity per rupee of turnover adjusted for PPP b) Water Intensity in terms of physical output 3. Water Discharge by destination and levels of Treatment
3.	Principle 6 – E1	Energy Footprint	1. Total Energy Consumed 2. % of energy consumed from renewable sources 3. Energy intensity a) Energy Intensity per rupee of turnover adjusted for PPP b) Energy Intensity in terms of physical output
4.	Principle 6 – E9	Embracing circularity- details related to waste management by the entity	1. Plastic waste (A) 2. E-waste (B) 3. Bio-medical waste (C) 4. Construction and demolition waste (D) 5. Battery waste (E) 6. Radioactive waste (F) 7. Other Hazardous waste (G) 8. Other Non-hazardous waste generated (H) 9. Total waste generated ((A+B + C + D + E + F + G + H) 10. Waste intensity a) Waste Intensity per rupee of turnover adjusted for PPP b) Waste Intensity in terms of physical output 11. For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations 12. For each category of waste generated, total waste disposed by nature of disposal method

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Sr. No.	Principle and indicator reference*	Attribute	Parameters (KPIs) Assured
5.	Principle 3 – E1(C) Principle 3 – E11	Enhancing employee wellbeing and Safety	1. Spending on measures towards well-being of employees and workers- cost incurred as a % of total revenue of the Bank 2. Details of safety related incidents for employees and workers a) Number of Permanent Disabilities b) Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) c) No. of fatalities
6.	Principle 5 – E3(b) Principle 5 – E7	Enabling Gender Diversity in Business	1. Gross wages paid to females as a % of wages paid 2. Complaints on POSH a) Total Complaints on Sexual Harassment (POSH) reported b) Complaints on POSH as a % of female employees / workers c) Complaints on POSH upheld
7.	Principle 8 – E4 Principle 8 – E5	Enabling Inclusive Development	1. Input material sourced from following sources as % of total purchases –Directly sourced from MSMEs/ small producers and directly from within India 2. Job creation in smaller towns- wages paid to people employed in smaller towns (permanent or non-permanent/on contract) as % of total wage cost
8.	Principle 9 – E7 Principle 1 – E8	Fairness in Engaging with Customers and Suppliers	1. Instances involving loss/ breach of data of customers as a percentage of total data breaches or cyber security events 2. Number of days of accounts payable
9.	Principle 1 – E9	Open-ness of business	1. Concentration of purchases & sales done with trading houses, dealers, and related parties a) Purchases from trading houses as % of total purchases b) Number of trading houses where purchases are made from c) Purchases from top 10 trading houses as % of total purchases from trading houses d) Sales to dealers / distributors as % of total sales e) Number of dealers / distributors to whom sales are made f) Sales to top 10 dealers / distributors as % of total sales to dealers / distributors 2. Loans and advances & investments with related parties Share of RPTs (as respective %age) in- a) Purchases b) Sales c) Loans & advances d) Investments

*'E' denotes Essential Indicator

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A) DIVIDENDS

Receipt of Dividends through Electronic mode

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have directed that listed companies shall mandatorily make all payments to investors including dividend to shareholders, by using any RBI approved electronic mode of payment viz., National Automated Clearing House (NACH), Direct Credit, Real Time Gross Settlement (RTGS), National Electronic Fund Transfer (NEFT), etc.

In order to receive the dividend without loss of time (as and when declared by the Bank), all the eligible shareholders holding shares in demat mode are requested to update with their respective Depository Participants, their correct core banking account number, including 9-digit MICR Code and 11-digit IFSC Code, e-mail ID and Mobile No(s). This will facilitate the remittance of the dividend amount as directed by SEBI directly in the bank account electronically. Updation of e-mail IDs and Mobile No(s) will also enable sending communication relating to credit of dividend, unclaimed dividend etc.

Shareholders holding shares in physical form may communicate details relating to their core banking account, viz., core banking account number, including 9 digit MICR Code and 11 digit IFSC Code, e-mail ID and Mobile No(s) to the Registrars & Transfer Agents (R&T agent) viz., Datamatics Business Solutions Limited having address at Plot No. A 16 & 17, Part B Crosslane, MIDC, Marol, Andheri (E), Mumbai-400 093, providing duly filled in Form ISR-1 with the required documents as stated therein.

Various modes for making payment of dividend under electronic mode:

In case, the shareholder has updated the core banking account details (including 9-digit MICR Code and 11-digit IFSC code) for the purpose of payment of dividend (as and when declared by the Bank), then the Bank shall make the payment of dividend to such shareholder under any one of the following modes:

1. National Automated Clearing House (NACH)

2. National Electronic Fund Transfer (NEFT)

3. Direct credit in case the shareholders have an active Bank account with HDFC Bank Limited (Direct Credit).

In case dividend paid by electronic mode is returned or rejected by the corresponding bank due to any reason then the Bank will issue a dividend warrant and print the bank account details available in its records on the said dividend warrant to avoid fraudulent encashment of the warrants. The dividend warrant will be dispatched by the R&T agent at the registered address of the shareholder.

Transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Authority

Pursuant to the applicable provision of Sections 124 and 125 of the Companies Act, 2013, during the year ended 31 March, 2024, dividend amount of ₹ 7,13,31,984 remaining unclaimed for consecutive seven (7) years from the date of its transfer to the Unpaid Dividend Account of the Bank has been transferred to IEPF Authority, which includes dividend amount of ₹ 3,01,35,560 declared by the erstwhile HDFC Limited (e-HDFC Limited).

Pursuant to the applicable provisions of Section 124(6) of the Companies Act, 2013, all equity shares in respect of which dividend has / have remained unpaid or unclaimed for consecutive seven (7) years, the corresponding equity shares have been transferred in the name of IEPF Authority as notified by the Ministry of Corporate Affairs (MCA), Government of India. The MCA has also notified the applicability of Section 124(6) along with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 with effect from September 7, 2016, as amended from time to time (collectively the "IEPF Rules"). As per said IEPF Rules, companies are required to transfer the equity shares to IEPF Authority where seven (7) years as provided under Section 124(5) of the Companies Act, 2013 have been completed and upon completion of three (3) months from the date of the notification of the IEPF Rules, as stated hereinabove.

During the year ended March 31, 2024, your Bank has transferred 491,355 equity shares on November 01, 2023 to the IEPF account bearing demat account no 12047200 13676780 which is opened with SBI CAP Securities Ltd. as Depository Participant under the Central Depository Services (India) Limited (CDSL). The IEPF Authority, till March 31, 2024, transferred 163,882 equity shares against the claims received by them from the shareholders. (Share figures reported are of the face value of ₹ 1.00 each).

As per the terms of Section 124(6) of the Companies Act, 2013 and Rule 7 of the IEPF Rules, the shareholders whose corresponding equity shares of the face value of ₹ 1.00 each stand transferred to IEPF account can claim those shares from the IEPF Authority by making an online application in Form IEPF-5 which is available at https://www.iepf.gov.in.

Guidelines to file your claim

- For claiming the shares and dividend from the IEPF Authority, shareholders can make an online web-based application through MCA portal. Shareholders need to register themselves on MCA portal by creating Login ID credentials. After successful login into MCA portal, shareholders have to click on "MCA Services" tab and choose "IEPF-5" option under "Investor Services" and follow the due process for filing the form.

- Printout of the duly filled Form IEPF-5 with claimant and joint holders' (if any) signature and along with the acknowledgment issued after uploading the form will have to be submitted together with an indemnity bond in original, cancelled Cheque leaf of active bank account (details of which are mentioned by the claimant at the time of uploading the web-based form), and other documents as mentioned in Form IEPF-5 to the Nodal Officer (IEPF) of the Bank in an envelope marked "Claim for refund from IEPF Authority". Certain information about the Bank which will have to be submitted are as under:

  (a) Corporate Identification Number (CIN) of the Bank: L65920MH1994PLC080618

  (b) Name of the Bank: HDFC Bank Limited

  (c) Address of registered office of the Bank: HDFC Bank House, Senapati Bapat Marg, Lower Parel (West), Mumbai 400013

  (d) Email ID of the Bank: shareholder.grievances@hdfcbank.com

Unclaimed Dividends

As per the applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), the Bank is statutorily required to transfer to the Investor Education and Protection Fund (IEPF), all dividends remaining unclaimed for a period of seven (7) years from the date they became due for payment. Dividends of HDFC Bank and Housing Development Finance Corporation Limited (eHDFC Limited) for and up to the financial year ended March 31, 2016 have already been transferred to the IEPF and the dividends of HDFC Bank and eHDFC Limited for the financial year ended March 31, 2017 will be transferred to the IEPF within the prescribed timelines.The details of unclaimed dividends for the financial year ended 2017 onwards and the last date for claiming such dividends are given hereinafter:

Details of dividends of HDFC Bank to be transferred to IEPF

Dividend for the year ended	Date of Declaration of dividend	Last date for claiming dividend
March 31, 2017	July 24, 2017	July 23, 2024
March 31, 2018	July 29, 2018	June 28, 2025
March 31, 2019	July 12, 2019	July 11, 2026
Special Interim Dividend 2019-20	July 20, 2019	July 19, 2026
March 31, 2021	July 17, 2021	July 16, 2028
March 31, 2022	July 16, 2022	July 15, 2029
March 31, 2023	August 11, 2023	August 10, 2030

Details of dividends of eHDFC Limited to be transferred to IEPF

Dividend for the Financial Year	Date of Declaration of dividend	Last date for claiming dividend
2016-17 - Final	July 26, 2017	August 24, 2024
2017-18 - Interim	March 16, 2018	April 16, 2025
2017-18 - Final	July 30, 2018	August 28, 2025
2018-19 - Interim	March 6, 2019	April 6, 2026
2018-19 - Final	August 2, 2019	August 31, 2026
2019-20	July 30, 2020	August 28, 2027
2020-21	July 20, 2021	August 20, 2028
2021-22	June 30, 2022	July 29, 2029
2022-23 - Interim	May 4, 2023	June 3, 2030

B) SHARES LYING IN UNCLAIMED SUSPENSE ACCOUNT

Particulars	Records / No. of shareholders	Equity Shares (Face value of ₹ 1.00 each)
Opening Balance as on April 1, 2023	2,715	11,45,228
Add: Unclaimed of erstwhile HDFC Limited	11	12,516
Less: Claims received and shares transferred *	167	1,17,650
Less: shares transferred to IEPF account	369	1,59,150
Closing Balance as on March 31, 2024 **	2,190	8,80,944

* Number of shareholders who approached the Bank for the transfer of shares from the suspense account.

** Voting rights on these shares shall remain frozen till the rightful owners of such shares claim these shares.

Deduction of tax at source on dividend

In terms of the provisions of the Income-tax Act, 1961, ("the Act"), dividend paid or distributed by a Company on or after April 1, 2020 is taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source at the time of payment of dividend. The deduction of tax at source will be based on the category of shareholders and subject to fulfilment of conditions as provided herein below:

- **For Resident shareholders**

  Tax will be deducted at source ("TDS") under Section 194 of the Act @ 10% on the amount of dividend payable unless exempt under any of the provisions of the Act. However, in case of resident shareholders, TDS would not apply if the aggregate of total dividend distributed/paid to them by the Company during a financial year does not exceed ₹ 5,000/-.

  Tax will not be deducted at source in cases where a shareholder provides Form 15G (applicable to all individuals) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are satisfied. Please note that all fields mentioned in the Form are mandatory and the Bank may reject the forms submitted, if they do not fulfil the requirement of the law.

  NIL / lower tax shall be deducted on the dividend payable to following resident shareholders on submission of self-declaration as listed below:

  i. Insurance companies: Declaration that the provisions of Section 194 of the Act are not applicable to them along with self-attested copy of registration certificate and PAN card;

  ii. Mutual Funds: Declaration by Mutual Fund shareholder eligible for exemption under section 10(23D) of the Income tax Act, 1961 along with self-attested copy of registration documents and PAN card;

  iii. Alternative Investment Fund (AIF) established in India: Declaration that the shareholder is eligible for exemption under section 10(23FBA) of the Act and they are established as Category I or Category II AIF under the SEBI regulations, along with copy of self-attested registration documents and PAN card;

  iv. New Pension System Trust: Declaration along with self-attested copy of documentary evidence supporting the exemption and self-attested copy of PAN card;

  v. Other shareholders – Declaration along with self-attested copy of documentary evidence supporting the exemption and self-attested copy of PAN card;

  vi. Shareholders who have provided a valid certificate issued under section 197 of the Act for lower / nil rate of deduction or an exemption certificate issued by the income tax authorities along with Declaration.

- For non-resident shareholders (including Foreign Portfolio Investors)

  Tax is required to be withheld in accordance with the provisions of Section 195 and section 196D of the Act at applicable rates in force. As per the relevant provisions of the Act, the tax shall be withheld @ 20% (plus applicable surcharge and cess) on the amount of dividend payable. However, as per Section 90 of the Act, a non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the shareholder, if they are more beneficial to the shareholder. For this purpose, i.e. to avail the Double Tax Avoidance Agreement (DTAA) benefits, the non-resident shareholder will have to provide the following:

  i. Self-attested copy of PAN card, if any, allotted by the Indian Income Tax Authorities;

  ii. Self-attested copy of Tax Residency Certificate ("TRC") obtained from the tax authorities of the country of which the shareholder is resident;

  iii. Electronically generated Form 10F from the Income Tax portal;

  iv. Self-declaration by the non-resident shareholder of meeting DTAA eligibility requirement and satisfying beneficial ownership requirement (Non-resident having PE in India would need to comply with provisions of section 206AB of the IT Act);

  v. In case of Foreign Portfolio Investors, self-attested copy of SEBI registration certificate;

vi. In case of shareholder being tax resident of Singapore, along with the above (as may be applicable), please furnish the letter issued by the competent authority or any other evidences demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement (DTAA).

Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Bank of the documents submitted by non-resident shareholders and meeting requirement of the Act read with applicable DTAA. It must be ensured that self-declaration should be addressed to HDFC Bank and should be in the required format. In the absence of the same, the Bank will not be obligated to apply the beneficial DTAA rate at the time of tax deduction on dividends. Form 10F in digital format is mandatory for non-resident shareholders having PAN in India or who are required to obtain PAN in India. Form 10F in any other format will not be considered for treaty benefit.

- **Higher rate of TDS**

- In case, individual shareholders who do not have PAN / Invalid PAN/ PAN not linked with Aadhar / not registered their valid PAN details in their account, TDS at the rate of 20% shall be deducted under Section 206AA of the Act.

- Where a shareholder is a "specified person" as per Section 206AB, TDS at the rate of 20% shall be deducted

To summarise, dividend will be paid after deducting the tax at source as under:

i. NIL for resident shareholders receiving dividend upto Rs. 5,000/- or in case Form 15G / Form 15H (as applicable) along with self-attested copy of the PAN card is submitted.

ii. 10% for other resident shareholders in case copy of PAN card is provided/available.

iii. 20% for resident shareholders if copy of PAN card is not provided / not available/ not linked with Aadhar/ specified person as per Section 206.

iv. Tax will be assessed on the basis of documents submitted by the non-resident shareholders.

v. 20% plus applicable surcharge and cess for non-resident shareholders in case the relevant documents are not submitted.

vi. Lower/ NIL TDS on submission of self-attested copy of the valid certificate issued under section 197 of the Act.

Aforesaid rates will be subject to applicability of section 206AB of the Act.

In terms of Rule 37BA of Income Tax Rules 1962, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Bank in the manner prescribed by the Rules.

In case tax on dividend is deducted at a higher rate in the absence of receipt or defect in any of the aforementioned details / documents, you will be able to claim refund of the excess tax deducted by filing your income tax return. No claim shall lie against the Bank for such taxes deducted.

Updation of PAN, E-mail address and other details

Shareholders holding shares in dematerialized mode, are requested to update their records such as tax residential status, permanent account number (PAN), registered email addresses, mobile numbers and other details with their relevant depositories through their depository participants. Shareholders holding shares in physical mode are requested to furnish details to the Bank's registrar and share transfer agent Datamatics Business Solutions Limited. The Bank is obligated to deduct tax at source (TDS) based on the records available with R&T agent and no request will be entertained for revision of TDS return.

Updation of Bank account details

While on the subject, we request you to submit / update your bank account details with your Depository Participant, in case you are holding shares in the electronic form. In case your shareholding is in the physical form, you will have to submit a scanned copy of a covering letter, duly signed by you, along with a cancelled cheque leaf with your name and bank account details and a copy of your PAN card duly self-attested to the Bank/ R&T agent. This will facilitate receipt of dividend directly into your bank account. In case the cancelled cheque leaf does not bear your name, please attach a copy of the bank pass-book statement, duly self-attested.

Updation of PAN, Choice of Nomination and other details by security holders (holding securities in physical form)

The Securities and Exchange Board of India (SEBI), vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023, November 17, 2023 and June 10, 2024) has mandated that the security holders holding shares in physical form whose folio(s) are not updated with their PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature, then dividend amount shall be paid only through electronic mode to such security-holders with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.

The security holders (holding securities in physical form) shall furnish the documents/details, as required by sending the duly signed and scanned documents to the R&T agent of the Bank viz., Datamatics Business Solutions Limited or through registered email to hdinvestors@datamaticsbpm.com.

The aforesaid details shall be furnished by submitting the duly filled in Forms as mentioned below along with relevant supporting documents as may be applicable.

1. Form ISR- 1 (Request for registering PAN, KYC details or changes / up-dation thereof)
2. Form ISR- 2 (Confirmation of Signature of securities holder by the Banker)
3. Form SH-13 (Nomination form)
4. Form ISR- 3 (Declaration for opt-out)
5. Form SH-14 (Change in Nomination)

On receipt of the said documents and its verification, the R&T Agent would update the requested details in its records and dividend for the year ended March 31, 2024 will be directly credited to your bank account within 15 days from the date of receipt of the documents.

The aforesaid forms can be downloaded from the website of the Bank at https://www.hdfcbank.com/personal/about-us/corporate-governance/shareholders-information-and-helpdesk and website of R&T Agent at https://www.datamaticsbpm.com/registrar-and-transfer-agent/information-to-shareholders/.

Disclaimer: The information set out herein above is included for general information purposes only and does not constitute legal or tax advice. Since the tax consequences are dependent on facts and circumstances of each case, the investors are advised to consult their own tax consultant with respect to specific tax implications arising out of receipt of dividend

HDFC BANK

www.hdfcbank.com

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Reliance
Industries Limited
Growth is Life

Integrated Annual Report 2023-24

Our dreams have to be bigger. Our ambitions higher. Our commitment deeper. And our efforts greater. This is my dream for Reliance and for India.

Shri Dhirubhai H. Ambani
Founder Chairman

Reliance Industries Limited (RIL) is a Fortune Global 500 company and the largest private sector company in India. The growth of Reliance mirrors the relentless spirit of dynamism and hope that defines India. It is this spirit that Reliance is committed to foster, and it is articulated in our timeless expression of intent, 'Growth is Life'.

The first Indian company to cross

₹20,00,000 Crore

In market capitalisation; becomes world's 48th most valuable company

The consolidated revenue crossed

₹10,00,000 Crore

Milestone

Empowering India's economy

₹2,99,832 Crore

Exports

>1.7 Lakh

New Hires

₹1,592 Crore

CSR Contribution

Proud champion of Make In India

#86

Fortune Global 500

#49

Forbes Global 2000

Among the largest private sector contributors to capital assets formation in India

About this Report

The Reliance Integrated Annual Report has been prepared in alignment with the Integrated Reporting <IR> Framework. In preparation for the Report, GRI Standards, National Guidelines for Responsible Business Conduct (NGRBC), United Nations Sustainable Development Goals (UN SDGs) and 13 other frameworks were referenced. The Report outlines RIL's commitment to stakeholder value creation and defines the actions taken and outcomes achieved for it's stakeholders.

Attending the 47th AGM Online

RIL invites the participation of all shareholders at its 47th Annual General Meeting (AGM), to be held on August 29, 2024.
Click here to join.

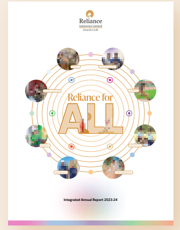
Table of Contents

Now is the time for all of us in business community to work together as a grand coalition and transform India into a fully developed nation by 2047 – a prosperous India in which no Indian and no region will be left behind.

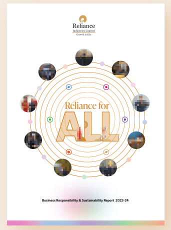
Shri Mukesh D. Ambani
Chairman and Managing Director

Reporting Suite 2023-24

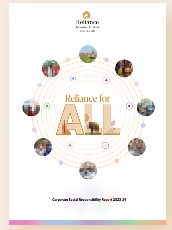
RIL's Annual Reporting suite brings together the financial, non-financial, risk, and sustainability performance for the year.



Online Integrated Annual Report
Click here



Business Responsibility & Sustainability Report (BRSR)
Click here



Corporate Social Responsibility Report (CSR)
Click here

Member's Feedback Form Click here

Empowering Every Indian, Every Day

Financial Metrics

Profit & Loss

REVENUE
(₹ crore) ↑ 2.6%
₹10,00,122 Crore
US$ 119.9 Billion

FY 2023-24	10,00,122
FY 2022-23	9,74,864
FY 2021-22	7,88,743

Strong revenue growth, supported by continued growth momentum in consumer businesses and upstream business.

PROFIT AFTER TAX
(₹ crore) ↑ 7.3%
₹79,020 Crore
US$ 9.5 Billion

FY 2023-24	79,020
FY 2022-23	73,670
FY 2021-22	66,184

Record net profit, led by strong operational performance across all businesses.

EARNINGS PER SHARE
(₹) ↑ 5.0%
₹102.9

FY 2023-24	102.9
FY 2022-23	98.0
FY 2021-22	89.5

Strong operating performance, with all businesses contributing to earnings growth.

Balance Sheet

NET WORTH
(₹ crore) ↑ 11.1%
₹7,42,922 Crore
US$ 89.1 Billion

FY 2023-24	7,42,922
FY 2022-23	6,68,880
FY 2021-22	6,45,127

Higher retained earnings led to Y-o-Y increase in net worth.

DEBT EQUITY RATIO
(times)
0.41

FY 2023-24	0.41
FY 2022-23	0.44
FY 2021-22	0.34

Decrease in debt to equity ratio due to lower debt and growth in retained earnings.

CURRENT RATIO
(times)
1.18

FY 2023-24	1.18
FY 2022-23	1.07
FY 2021-22	1.34

Current ratio rose due to decreased short-term borrowings and increased cash, signalling improved liquidity.

Valuation Metric

BOOK VALUE PER SHARE
(₹) ↑ 10.9%
₹1,173

FY 2023-24	1,173
FY 2022-23	1,058
FY 2021-22	1,152

Book value per share increased year on year due to increase in reserves and surplus.

MARKET CAPITALISATION
(₹ crore) ↑ 27.7%
₹20,14,011 Crore
US$ 241.5 Billion

FY 2023-24	20,14,011
FY 2022-23	15,77,093
FY 2021-22	17,81,841

RIL becomes the first Indian listed company to cross the ₹ 20,00,000 crore milestone.

CONTRIBUTION TO NATIONAL EXCHEQUER
(₹ crore)
₹1,86,440 Crore
US$ 22.4 Billion

FY 2023-24	1,86,440
FY 2022-23	1,77,173
FY 2021-22	1,88,012

RIL retained its position as one of India's largest corporate tax-payer, and also the leading contributor of indirect taxes in the private sector.

Retail

Page 15

India's foremost retailer with industry-leading reach, revenue, and profitability operating an integrated network of stores and digital commerce platforms.

Consumption Baskets

Consumer Electronics, Grocery, Fashion and Lifestyle and Connectivity

REVENUE ↑ 17.8%
₹3,06,848 Crore
US$ 36.8 Billion

EBITDA ↑ 28.4%
₹23,082 Crore
US$ 2.8 Billion

Digital Services

Page 18

India's premier digital services provider, catering to over 480 million subscribers with the most extensive fixed-mobile converged platform, and digital solutions.

Ecosystem Platforms

Connectivity and Cloud, Digital Commerce, Media/Gaming, Education, Agriculture, eGovernance, and Healthcare

REVENUE ↑ 11.0%
₹1,32,938 Crore
US$ 15.9 Billion

EBITDA ↑ 12.7%
₹56,697 Crore
US$ 6.8 Billion

Media and Entertainment

Page 21

A media powerhouse, captivating millions nationwide daily through its omni-channel presence.

News, Entertainment, Sports, Content Production

Television, OTT, Digital platforms, Cinemas, and On-ground Events

REVENUE ↑ 49.0%
₹10,826 Crore
US$ 1.3 Billion

EBITDA ↓ 86.0%
₹33 Crore
US$ 4 Million

Oil to Chemicals

Page 24

A global leader in Oil to Chemicals operations, delivering high-spec fuels and materials, focused on enhancing integration and producing premium chemicals and green materials.

Products

Transportation Fuels and Downstream Chemicals

REVENUE ↓ 5.0%
₹5,64,749 Crore
US$ 67.7 Billion

EBITDA ↑ 0.5%
₹62,393 Crore
US$ 7.5 Billion

Oil and Gas E&P

Page 27

A major player in India's Exploration and Production sector, with an upstream portfolio that includes deep and ultra deepwater oil and gas fields, and coal bed methane blocks.

Capabilities

Exploration, Field Development, Field Management and Operations

REVENUE ↑ 48.0%
₹24,439 Crore
US$ 2.9 Billion

EBITDA ↑ 48.6%
₹20,191 Crore
US$ 2.4 Billion

New Energy

Page 29

Building the world's most modular, large-scale, affordable, and modern Green Energy business – crucial to RIL's Net Carbon Zero goal by 2035.

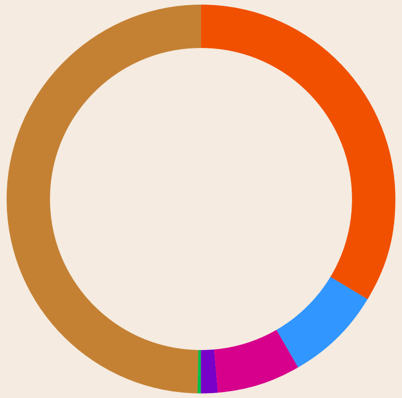
Note: All Revenue and EBITDA figures are for the year ended March 31, 2024

Driving Sustainable Growth

Value Added Statement (Consolidated)

Value added is defined as the value created by the activities of a business and its employees.

Total Value Added



- Reinvested in the Group to maintain and develop operations
- Providers of Debt
- Employee Benefits
- Providers of Equity Capital
- Contribution to Society
- Contribution to National Exchequer

Total Value Added in FY 2023-24
₹3,94,020 crore
(Total Value Added in FY 2022-23 ₹3,57,668 Crore)

CONTRIBUTION TO NATIONAL EXCHEQUER
₹1,86,440 Crore

FY 2023-24	1,86,440
FY 2022-23	1,77,173
FY 2021-22	1,88,012

CONTRIBUTION TO SOCIETY
₹1,592 Crore

FY 2023-24	1,592
FY 2022-23	1,271
FY 2021-22	1,186

PROVIDERS OF EQUITY CAPITAL
₹6,089 Crore

FY 2023-24	6,089
FY 2022-23	5,083
FY 2021-22	4,297

REINVESTED IN THE GROUP TO MAINTAIN AND DEVELOP OPERATIONS
₹1,35,880 Crore

FY 2023-24	1,35,880
FY 2022-23	1,20,868
FY 2021-22	1,04,802

PROVIDERS OF DEBT
₹38,340 Crore

FY 2023-24	38,340
FY 2022-23	28,401
FY 2021-22	19,457

EMPLOYEE BENEFITS
₹25,679 Crore

FY 2023-24	25,679
FY 2022-23	24,872
FY 2021-22	18,758

Note: All Revenue and EBITDA figures are for the year ended March 31, 2024

Sustainable Growth Enablers

1. Technology and consumer-centric platforms
2. Strong project management capability
3. Competitive access to capital
4. Diversification, integration, and cost leadership

A Purpose-driven Ecosystem

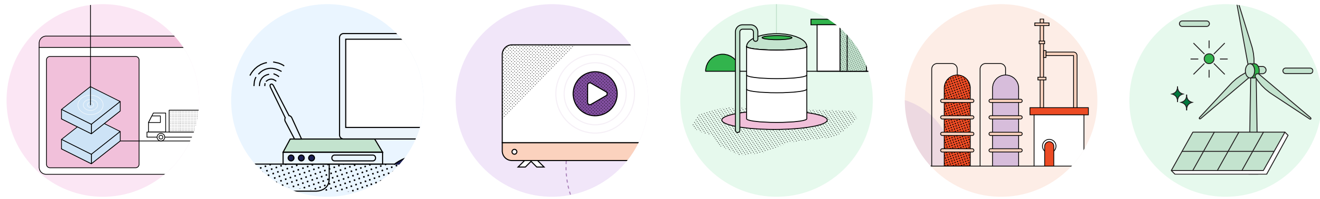
Led by

Our Mission:
Be the most admired, innovative and value generating organisation for all our stakeholders

Growth is Life

Our Values:
CUSTOMER VALUE
INTEGRITY
ONE TEAM
OWNERSHIP MINDSET
RESPECT
EXCELLENCE

Operating Through Growth Engines



Retail | Digital Services | Media and Entertainment | Oil to Chemicals | Oil and Gas E&P | New Energy

Cognisant of Risks

Strategic and Commercial | Safety and Operations | Compliance and Control | Financial

Focused on Material Topics

Environment | Social | Governance

Enabled by Capitals

- N Natural
- H Human
- M Manufactured
- I Intellectual
- S Social and Relationship
- F Financial

Benefitting Stakeholders

Employees | Investors | Customers | Suppliers
NGOs | Communities | Government and Regulatory Authorities

Leading India's Inclusive Growth Story

Shri. Mukesh D. Ambani
Chairman and Managing Director,
Reliance Industries Limited

Dear esteemed shareholders,

India's significance in the global economic landscape has enhanced mani-fold over the past decade. In this world of volatility and uncertainty, India is shining as a beacon of stability and prosperity. Robust growth across all sectors, fuelled by the collective 'can do' spirit of 1.4 billion Indians and bolstered by our rich heritage, is steadily driving the nation's economic progress.

It is this spirit of India and Indians that inspires Reliance to innovate relentlessly and excel in every venture. It is a matter of immense pride for the Reliance Family to be a part of India's growth story and contribute to its meteoric rise.

With the launch of Jio 4G in 2016, we set out on a journey to make digital inclusion in India a reality. Jio turned a Data Dark India into a Data Rich nation, supplying every Indian home with affordable, high-speed 4G data. And this year, Jio has further enhanced the country's digital infrastructure by rolling out its True5G network across India in world-record time.

The launch of JioBharat phone was another revolutionary step towards bridging the country's digital divide. A smartphone at the price of a feature phone, the JioBharat phone will go a long way in the realisation of a 2G-mukt Bharat. We are also making concerted efforts in building capabilities in evolving technologies such as AI/ML, AR/VR, robotics, natural language recognition and processing. The world is increasingly recognising India as an innovation hub, and Jio will continue to play a stellar role in building the nation's digital infrastructure and capabilities.

The changing demography of India too is scripting our growth story. The working population has soared to ~450 million, and household incomes are on an upward trajectory. There is visible improvement in the quality of life of common people. With increase in disposable income, the demand for goods and services is expanding rapidly. As India's largest retailer, Reliance Retail is perfectly positioned to serve the consumption needs of our fast-growing economy. With our all-encompassing range of products, we have become an integral part of the lives of our consumers across the nation. Our New Commerce initiative is also playing an important role in supporting small indigenous merchants and kirana shop owners – the very backbone of the retail supply chain of our nation.

This year we introduced our first 'Swadesh' store, promoting traditional art forms, as well as artisans. We have always believed that the demand for India's age-old crafts is at par with prominent global brands, and our belief has been vindicated by the overwhelming response to our Swadesh stores.

The world is now realising the enormous potential of India. 'Invest in India' is being advocated globally. Reliance Retail's vision of inclusive development for millions of consumers and merchants, coupled with unprecedented growth of the Indian marketplace, has resulted in marquee names investing in RRVL at a US$ 100 billion valuation milestone.

The Media and Entertainment business also made impressive progress this year. We believe in the potential of talented artistes and storytellers of our country and continue to promote their projects. To cater to the evolving tastes of Indian audiences, we bring together a blend of premium global and home-grown content through multiple consumption platforms. As Indians, we nurture a passion for sports and work towards making exciting sports content available to our viewers. Teaming up with global media powerhouses, we are pooling together spectacular content for the Indian diaspora. With a package replete with quality media productions, sports events, and news platforms, we continue to work towards providing the best of news coverage, infotainment, and entertainment to millions of Indians.

Over the past couple of years, volatility in trade flows and supply chain disruptions have affected the energy sufficiency of multiple economies. With visionary and prudent leadership, the resilience and stability of the Indian economy amid such a global crisis is truly unparalleled. The Oil and Gas division of Reliance has performed an outstanding job in strengthening India's energy security. With the commissioning of MJ Field, KG-D6 block now accounts for ~30% of India's domestic gas production.

As the world's largest single-site refinery operator, we continue to diligently work towards ensuring a steady supply of fuel to both India and offshore markets. Our fuel-retailing JV, Jio-bp, focuses on innovation and customisable indigenous solutions to improve fuel efficiency at affordable prices. Our fast-growing network of EV charging stations enable the development of a robust infrastructure to support the growing fleet of EVs in India. Moreover, it underscores Reliance's commitment towards decarbonisation.

The Industrial and Infrastructure sectors in India exhibit an exceptional growth trajectory. Today's India employs futuristic techniques to build robust, reliable, and lasting solutions. Reliance's petrochemical products continue to contribute heavily to the fast-paced growth of new India. The concept of circularity has always been an inherent component of our chemical business. With immense pride I say that Reliance has become the first Indian company to chemically recycle plastic waste-based pyrolysis oil into circular polymers. This, along with other pioneering initiatives such as recycled polyester, recycled polyolefins, and waste-to-road solutions, is testimony to Reliance's relentless drive for greener products and solutions.

As we work towards our goal of attaining Net Carbon Zero by the year 2035, the development of the Dhirubhai Ambani Green Energy Giga Complex in Jamnagar is progressing rapidly. This giga complex will be one of the largest end-to-end integrated renewable energy manufacturing facilities globally. We are also exploring multiple technologies for capture and recycling of carbon. We are confident that our New Energy business will play a pivotal role in the global movement for adoption of cleaner fuels.

Our target is not just to make clean energy available, but also to make it accessible and affordable, thereby ensuring energy self-sufficiency for India.

With such a comprehensive approach towards decarbonisation, our new energy and new materials business is poised to become one of the largest providers of green energy globally, as well as a prime contributor towards India's 2070 net zero target.

Accelerating Towards Net Carbon Zero

Reliance has defined a comprehensive roadmap leading to our ambitious Net Carbon Zero target. We are focused on investing in right talent to ensure superior execution of our decarbonisation plans. Our ESG Committee is doing an exemplary job in reviewing and evaluating the Company's progress. Our think-tank, the New Energy Council, is providing critical insights about utility and adoption of nascent, unconventional technologies.

Our R&D teams are working round-the-clock, devising solutions that can leverage novel techniques in the carbon recycling process.

We have a strong background of successfully introducing pioneering transformations and gaining leadership status across market segments. I am confident that Reliance's arrival on the global renewable energy landscape too will be truly disruptive.

Enhancing Investor Wealth

Global optimism on the Indian economic and business outlook helped Indian equity indices to soar to record high levels. In February 2024, Reliance became the first Indian company to cross the ₹ 20 lakh crore threshold in market capitalisation. The demerger of Jio Financial Services has unlocked significant value for shareholders. Enhancing investors' wealth and contributing to India's economic expansion inspire us to aim higher.

Summary of Financial Performance

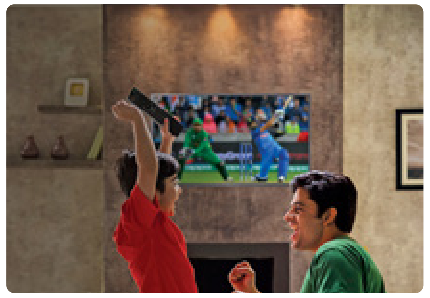
I am happy to highlight the remarkable financial performance of our businesses. The global economic scenario remained volatile causing considerable headwinds. But strategic depth of our businesses, talented business teams, and resilient domestic markets helped Reliance navigate the obstacles. The consolidated EBITDA grew 16.1% Y-o-Y to ₹ 1,78,677, whereas consolidated net profit stood at ₹ 79,020 with 7.3% Y-o-Y growth. Importantly, all our business segments contributed to the growth in earnings. Our strong balance sheet is a testament to our prudent business and financial management strategies which help us maximise cash profits.

CONSOLIDATED EBITDA

₹1,78,677 Crore

CONSOLIDATED NET PROFIT

₹79,020 Crore



Highlights of Operational Performance

Digital Services

Jio's subscriber base has shot up to 481.8 million. The pan-India rollout of True5G network was completed during the year in world-record time with over 108 million subscribers already having migrated to Jio's True5G network. The launch of JioAirFiber has been well received by consumers. The introduction of JioBharat phone offers people who are on 2G networks an enriching data experience at affordable prices. In fact, JioBharat phone has already acquired 50% market share in the sub- ₹ 1,000 segment.

Retail

The retail business significantly benefited from operating leverage, efficiency gains, and investments in technology and people. We continued to consolidate our leadership position through acquisitions and partnerships. We launched Tira, our omni-channel beauty retail platform and undertook rapid expansion of the platform's digital and physical footprint. Our retail store network expanded to 18,836 stores, taking the overall retail space to 79.1 million sq.ft., an increase of 20.6% Y-o-Y. Addition of newer features and channels on online platforms resulted in growing share of digital and new commerce segments in revenue.

Media and Entertainment

Media segment consolidated its market share with leadership across important segments. Record viewership of the Indian Premier League on JioCinema underscored our ability to scale-up audience on our digital platform in a short time.

During the year, we entered into a landmark agreement with The Walt Disney Company, world's leading media company, for creating a joint venture which combines the businesses of Viacom 18 and Star India. The resultant JV will be one of the leading television and digital streaming platforms in India, bringing best-in-class entertainment for our audience across the country.

Oil to Chemicals

Product cracks for transportation fuels remained strong albeit lower than the previous year. Demand for downstream chemicals was muted globally but domestic demand remained healthy. Despite the headwinds, the O2C business registered a resilient performance. Jio-bp launched the 'You Deserve More' campaign and continued to expand its network of fuel retailing and EV charging outlets.

Oil and Gas Exploration and Production

Overall domestic production grew 53.2% Y-o-Y to 268.6 BCFe. With increased production from the KG-D6 block, the business witnessed a robust EBITDA growth of 48.6% Y-o-Y. Exploration activities in the KG UDW1 block and multi-lateral well campaign in the CBM block are underway.

Conclusion

Reliance has consolidated its balance sheet after the previous round of capex and is ready for the next level of growth. Our constant endeavor to find solutions for India and Indians has helped us spot multiple growth opportunities that have expanded our business portfolio. This portfolio now enables us to touch the lives of millions of Indians through multiple products and offerings.

Two things have throughout been paramount for us in dealing with our stakeholders – relationship and trust. Our people are our biggest strength. I sincerely appreciate our Board of Directors for their guidance and oversight, as well as all our employees for their dedicated efforts to help the Company achieve new standards of excellence. I would like to thank our business partners for their consistent support in delivering quality solutions. Allow me to convey my gratitude to our customers for keeping faith in Brand Reliance over the years.

Finally, I thank our shareholders for their continued support. Their faith spurs us to continually grow and create value.

With best wishes,

Mukesh D. Ambani

Chairman and Managing Director

August 5, 2024

Driving Superior Outcomes for All

Inputs

FINANCIAL CAPITAL

- Reinvested ₹**1,35,880 Crore** in the Group to maintain and develop operations
- Strong balance sheet with ₹**7,42,922 Crore** net worth

NATURAL CAPITAL

- Establish and enable **100 GW** renewable energy by 2030
- **506.18 Million** GJ energy consumed*
- **227.58 Million kilo liter** total water withdrawal*

HUMAN CAPITAL

- **1,71,116** new recruits onboarded
- **21.4%** women employees across the group
- Over **28.80 Million** person hours of training completed
- **₹ 981 Crore** HSE expenditure
- **2,726** new ideas submitted under Mission Kurukshetra

MANUFACTURED CAPITAL

- **26,768 MHz** - Jio's Spectrum Footprint
- **18,836** Retail stores, **79.1 Million sq. ft.** Retail area
- **1.4 MMBPD** Crude Refining Capacity
- Investment in **Five Giga factories** to offer integrated, end-to-end RE ecosystem

INTELLECTUAL CAPITAL

- Invested ₹**3,643 Crore** on R&D expenditure
- **1,000+** team of Researchers and Scientists
- **1,301** patent applications filed by RIL and Jio this year

SOCIAL AND RELATIONSHIP CAPITAL

- With **481.8 Million subscribers**, Jio's services span geographies, economic and social classes enabling digital inclusion
- ₹**1,592 Crore** CSR contribution
- Sustainable procurement framework at O2C to foster sustainability across the value chain
- Regular surveys for all products/services as part of a well-established Quality Management System.

The data is for RIL Standalone and other O2C entities

Mission

Be the most admired, innovative and value generating organisation for all our stakeholders.

Our motto

Growth is Life

Values

Customer Value · Integrity · One Team · Ownership Mindset · Respect · Excellence

Business Divisions

Retail · Digital Services · Media and Entertainment · Oil to Chemicals · Oil and Gas E&P · New Energy

External Environment

Embedding Good Governance

Governance approach promotes strategic decision making that combines short-term and long-term outcomes to reconcile the interests of the Group and society in pursuit of sustainable value.

Page 39 - 40

Managing Risk and Opportunities

Risk appetite is aligned to change with the operating environment, integrating a risk-aware culture that proactively enhances the risk management capabilities.

Page 31 - 33

Measuring Our Performance

The progress in executing the strategic pillars is tracked according to the outcomes and metrics associated with value drivers.

Page 41 - 57

Future Outlook

It is RIL's consistent endeavour to offer customised solutions to win customers for life.

Page 12 - 30

Value Creation Approach

01 Digital Technology Platforms

Unmatched connectivity platforms to create disruptive digital solutions across customer cohorts and devices

Page 18

02 Decarbonisation

Three pillars of our Net Carbon Zero Strategy:

- Making CO_2 a recyclable resource
- Developing low-carbon alternatives
- Leading the clean energy transition

Page 41

03 Omni Channel Retail

Catering to diverse consumer needs through an integrated network of stores and digital platforms

Page 15

04 New Energy Business

Pivoting to low-carbon growth with the 3S Strategy: Scale, Speed, Sustainability

Page 29

Outputs | Outcomes and SDG Alignment

FINANCIAL CAPITAL

- ₹**3,94,020 Crore** Total value added in FY 2023-24
- EBITDA of ₹**1,78,677 Crore**, up 16.1% Y-o-Y
- Net profit at ₹**79,020 Crore**, up 7.3% Y-o-Y

– **Strong financial performance with all business segments contributing to the growth despite an uncertain and volatile global environment**

NATURAL CAPITAL

- RIL commissioned its first commercial scale CBG plant in a record-breaking span of just 10 months
- **'A' CDP Rating** for RJIL
- Energy savings of **5.28 Million GJ** due to energy conservation initiatives*
- Renewable energy consumption increased to **6.85 Million GJ***

– **Leveraging hyper-integration, robust business model, and scale to make New Energy a truly global business**

– **Transform to sustainable, circular and Net Carbon Zero material business**

HUMAN CAPITAL

- One of the largest employers, with employee strength of **3,47,362**
- **1,723** differently-abled workforce
- Reliance O2C and E&P, Reliance Retail and Reliance Jio were certified as a Great Place to Work®
- Reduction in LTIFR Y-o-Y

– **Enriched People Capital, encompassing a strong pipeline of young and exceptionally competent leaders**

MANUFACTURED CAPITAL

- Reliance Retail witnessed record footfalls of **over 1 billion**
- **~60%** Jio's share of data traffic in India
- **67.8 MMT** production meant for sale for O2C, with total throughput at **78.2 MMT**

– **Reliance is India's largest retailer and only Indian retailer to feature among the top 100 global retailers**

– **Contributing to India's energy security - produced 30% of India's domestic gas**

INTELLECTUAL CAPITAL

- **236 patents** granted to RIL and Jio during FY 2023-24
- RIL became the first Indian company to chemically recycle pyrolysis oil into ISCC Plus certified circular polymers

– **Democratising digital services and accelerating innovative sustainable solutions**

SOCIAL AND RELATIONSHIP CAPITAL

- Reliance Foundation has touched lives of ~**76 Million people** cumulatively in **55,500+ villages** and urban locations across India
- Trends' Net Promoter Score **(NPS) up by 7 points**
- **All suppliers** follow the Company's Supplier Code of Conduct

– **The JioBharat Phone is helping over 10 million users upgrade to digital networks at extremely affordable costs**

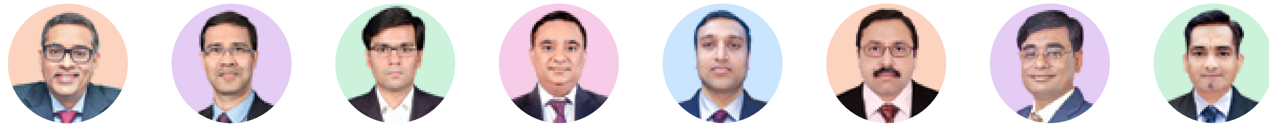
Note: For more details on Capitals, please refer Page 38.

Management Discussion and Analysis

Forward-looking Statement

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify, or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

Financial Performance and Review



Srikanth Venkatachari | Soumyo Dutta | Anshuman Thakur | Dinesh Taluja | Saurabh Sancheti | C. S. Borar | Raj Mullick | Sumit Mantri

Despite global headwinds, India's economic performance was surprisingly robust, catalysed by strong domestic consumption and a pick-up in investment.

Global Economy

Global economic growth remained steady with above-trend growth in the US and a bounce-back in Chinese economy.

	CY22	CY23	CY24 (IMF forecasts)
US	1.9%	2.5%	2.1%
Euro-area	3.4%	0.5%	0.9%
China	3.0%	5.2%	4.6%
Global	3.5%	3.1%	3.1%

Indian Economy

India registered a GDP growth of 8.2% for FY24 (7.2% in FY 2022-23). India's macro-economic outlook remains robust amid strong domestic consumption and a pick-up in investment. Government capex registered 25%+ Y-o-Y growth. Inflation moderated to 4.9% Y-o-Y by Mar-24 from an average of 6.7% in FY 2022-23. Core CPI inflation fell to 3.2% (all time low).

Current account deficit (CAD) remained below 1.5% of GDP and FX reserves above US$ 600 billion. India's net services exports grew at 15%. India's share in world's services exports now stands at ~10%. Direct tax to GDP is at record high of 6.7% (vs pre-COVID at 5.5-6%). India's oil demand stood at 233.3 MMT for FY24 (up 4.6% Y-o-Y). Demand for natural gas was at 66.6 BCM (up 11.1% Y-o-Y).

India continues to attract robust foreign inflows. FY24 inflows were resilient at US$ 44 billion. India is well positioned to continue being the fastest growing major economy with growth expected at 6.5% for the coming two years as per IMF.

Performance Overview

Reliance delivered robust annual performance on both operating and financial parameters. Notably, all segments contributed positively to earnings growth during the year.

The Company achieved a consolidated revenue of ₹ 10,00,122 crore (US$ 119.9 billion), up 2.6%, as compared to ₹ 9,74,864 crore in the previous year. Revenue was boosted by robust growth in retail and digital services business, with an increase of 17.8% and 11.0%, respectively.

Profit

Consolidated EBITDA for the year increased by 16.1% to ₹ 1,78,677 crore (US$ 21.4 billion) as compared to ₹ 1,53,920 crore in FY 2022-23. EBITDA growth was led by 28.4% increase in Retail segment, benefitting from improved operating leverage, higher footfalls and growth in digital channels. Digital Services segment EBITDA also grew by 12.7% on account of higher revenue with increased subscriber base and higher customer engagement. O2C EBITDA grew marginally Y-o-Y, supported by strength in cracks for transportation fuels. Weakness in global downstream chemical margins and impact of major planned turnaround at the Jamnagar complex was offset by moderation in SAED. Oil & Gas segment EBITDA increased by 48.6%, supported by 56.8% higher gas production in KG-D6 block. Cash Profit increased by 12.7% to ₹ 1,41,969 crore as compared to ₹ 1,25,951 crore in the previous year. Profit After Tax was higher by 7.3% at ₹ 79,020 crore despite higher finance cost, depreciations and taxes.

Gross Debt

Reliance's Gross Debt was at ₹ 3,24,622 crore (US$ 38.9 billion). Standalone gross debt was at ₹ 2,11,790 crore with balance in key subsidiaries including Reliance Retail (₹ 41,317 crore), Reliance Jio (₹ 54,350 crore), Independent Media Trust Group (₹ 7,317 crore) and Reliance Sibur Elastomers (₹ 1,612 crore).

Capex

Capital expenditure for the year was ₹ 1,31,769 crore (US$ 15.8 billion) as against ₹ 1,41,809 crore in the previous year, with investments into network expansion in the digital services segment, scaling-up of the retail business, augmented production capacities in the Oil and Gas segment and projects in the O2C vertical. Capex was well covered by internal cash generation during the year.

Standalone

RIL's Standalone revenue for FY 2023-24 was ₹ 5,74,956 crore (US$ 68.9 billion), a marginal decrease of 0.5% as compared to ₹ 5,78,088 crore in the previous year. Standalone EBITDA stood at ₹ 86,393 crore (US$ 10.4 billion) as against ₹ 77,918 crore in the previous year. Strong contribution from Oil & Gas business was partially offset by weak O2C. Profit After Tax was at ₹ 42,042 crore (US$ 5.0 billion), a marginal decline of 2.2% against ₹ 43,002 crore in the previous year. Basic EPS on Standalone basis for the year was ₹ 62.14 as against ₹ 63.56 in the previous year.

Movement in Key Financial Ratios

1. The net capital turnover ratio improved from 16.97 in FY 2022-23 to 25.43 in FY 2023-24, due to lower working capital.
2. Return on investment increased from 6.7% in the previous year to 8.5% in FY 2023-24 due to higher yields on the investments portfolio.

3. The inventory turnover ratio decreased to 7.31 in FY 2023-24 as against 10.49 in the previous year primarily due to higher inventories.
4. The return on net worth* fell to 10.3% in FY 2023-24 as against 10.9% in previous year due to marginally lower profits on weak O2C earnings and higher taxation.

Liquidity and Capital Resources

Macro Environment

In FY 2023-24, global financial markets experienced significant volatility, marked by unpredictable shifts in sentiments, from growth concerns to inflation worries. In the US, it was a year of two halves. The first half experienced heightened financial market volatility stemming from fears of potential banking crisis followed by improvement in risk sentiment due to decisive fiscal interventions and decline in the US headline CPI inflation to 3-3.5%. The second half was marked by resurgence of inflationary and growth pressures, leaving markets uncertain about future inflationary conditions, growth prospects, and quantum of policy rate cuts.

In India inflation declined steadily, with headline inflation reaching 5.1% in 4Q FY 2023-24, and core inflation falling below 4%. The inclusion of Indian sovereign bonds into JP Morgan's GBI-EM global index in 2Q FY 2023-24 is expected to attract an estimated US$ 25 billion in foreign inflow. Additionally, the Government of India announced a steady fiscal consolidation path which helped in easing G-sec yields despite global challenges. India's growth advantage coupled with expectations of sub-1.5% GDP Current Account Deficit, and low USDINR volatility should bolster the Indian Rupee in the short to medium term.

RIL successfully navigated this environment while maintaining adequate liquidity, managing financial market risks, and delivering consistent returns on its investment portfolio.

* Adjusted for CWIP and revaluation

Fund Raising

Despite challenging market conditions, RIL and its subsidiaries successfully raised financing across various markets, currencies, and financial products at competitive cost to finance capital expenditure, support business expansion, and refinance maturing debt.

Offshore Facilities

Syndicated Term Loan Facilities (US$ 4.45 billion equivalent)

1. US$ 2 billion equivalent facilities were secured by the Company and its subsidiary, Reliance Jio Infocom Limited (RJIL), to finance capital expenditure.
2. US$ 2.45 billion equivalent facilities were arranged to refinance maturing debt. This transaction was well-subscribed in the primary syndication market from global lenders across geographies.

ECA Supported Facilities (US$ 2.83 billion equivalent)

1. RJIL secured US$ 2.2 billion equivalent facilities to finance equipment and services for its pan-India 5G rollout comprising first ever Finnish Export Credit Agency (Finnvera) supported facilities of US$ 1.6 billion equivalent and US$ 0.6 billion equivalent facilities from Canadian Export Credit Agency (EDC).
2. The Company tied-up Korean Export Credit Agency (K-EXIM) supported facilities aggregating a US$ 625 million equivalent to finance the purchase of Floating, Production, Storage and Offloading (FPSO) vessel in the Oil & Gas business.

Onshore Facilities

RIL issued ₹ 20,000 crore 10-year non-convertible debentures (NCD), marking the largest single-tranche NCD issuance by a non-financial entity in Indian capital markets and the second largest issuance ever in terms of size. The NCDs were issued at rates which were RIL's lowest coupon ever and at the tightest spread over sovereign credit.

Liquidity Management

RIL places a strong emphasis on liquidity management, to ensure that the Group always has an adequate cushion to effectively mitigate market disruptions and meet its short-term obligations. The Company effectively optimises borrowing costs and finances working capital by extending payables, accelerating receivables, and utilising various debt instruments. RIL's investment strategy safeguards its financial resilience while optimising growth opportunities. The portfolio is continuously calibrated to balance the objectives of capital preservation, stable returns, and ready access to liquidity.

Credit Rating

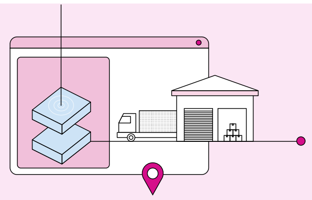
RIL continues to be rated two notches above sovereign by S&P and one notch above sovereign by Moody's.

Instrument	Rating Agency	Ratings	Remarks
International Debt	S&P	BBB+	Two notches above India's sovereign rating
International Debt	Moody's	Baa2	One notch above India's sovereign rating
Long-Term Debt	CRISIL	AAA (Stable)	Highest rating by CRISIL
Long-Term Debt	CARE	AAA (Stable)	Highest rating by CARE
Long-Term Debt	ICRA	AAA (Stable)	Highest rating by ICRA
Long-Term Debt	India Ratings	AAA (Stable)	Highest rating by India Ratings

Way Forward

RIL remains resolute in its commitment to foster sustainable value for its stakeholders through disciplined capital allocation, maintain appropriate leverage and optimally utilise its resources. The Company's focus will be geared towards enhancing resilience and agility in its response to evolving market conditions. RIL will continue to monitor financial markets to seize suitable opportunities for capital-raising to support its growth plans, while maintaining a sharp focus on financial discipline and risk management.

Retail



Reliance Retail, India's largest retailer, operates an integrated network of stores and digital commerce platforms, catering to diverse consumer needs across electronics, fashion, grocery and connectivity consumption baskets.

Reliance Retail's operating model builds on the aspirational energy of the new, resurgent India. Its guiding philosophy rests on the tenets of enabling inclusion, growth, and building sustainable societal value for millions of Indians.

Strategic Objective

Transform the retail landscape in India through a win-win partnership model with all stakeholders in the retail value chain

18,836
Retail stores

79.1 Million sq. ft.
Retail area

>300 Million
Registered customer base

Subramaniam V. | Isha Ambani | Akash Ambani | Anant Ambani | Bhakti Modi | Ashwin Khasgiwala

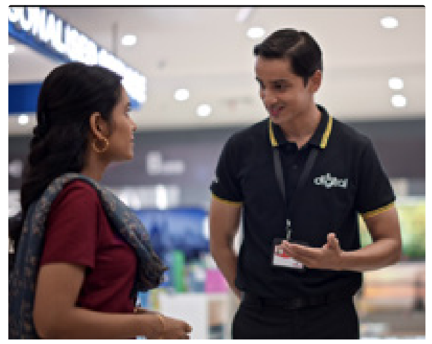
Dinesh Taluja | Akhilesh Prasad | Darshan Mehta | Vineeth Nair | Damodar Mall | Brian Bade

Kaushal Nevrekar | Badal Bagri | Sandeep Varaganti | Sunil Nayak | Bijay Sahoo | Gulur Venkatesh

Industry Overview

The Indian retail market is among the top five retail markets in the world and is estimated at US$ 951 billion in 2023. It remains one of the world's fastest-growing markets and is poised to become the third-largest market by 2030.

The growth of India's retail sector is propelled by several factors, including increasing urbanisation, rising income levels, the expanding female workforce, and an aspirational young population. This growth extends across various town classes, benefiting numerous local, regional and international brands and manufacturers. They are being connected with consumers across diverse markets, thereby actively participating in India's ongoing growth narrative. Grocery, fashion and lifestyle and consumer electronics constitutes over 90% of the market.



Source: Deloitte - Future of Retail

Business Performance

- Reliance Retail delivered resilient performance with another year of steady growth in revenue and profit. The business recorded Gross Revenue of ₹ 3,06,848 crore, a growth of 17.8% over last year.
- The business continued its strong track record of profit growth, registering an EBITDA of ₹ 23,082 crore for the year, up 28.4% Y-o-Y.
- At 8.5%, EBITDA Margin continued to show improvements and grew 70 bps Y-o-Y.
- The business opened 1,840 new stores. The total store count stands at 18,836 stores with an area of 79.1 Million sq ft.
- Reliance Retail undertook equity fund raise of ₹ 17,814 crore during the year.
- Stores witnessed over a billion footfalls, a significant milestone for the business.
- The registered customer base crossed a milestone of 300 million, making Reliance Retail one of the most preferred retailers in the country.
- During the year, the business made several strategic partnerships and acquisitions to strengthen capabilities and bolster its product offerings. Acquisition of Sephora India franchise; IP rights for Superdry for India, Sri Lanka and Bangladesh; India business of Kiko Milano; majority stake in Ed-a-Mama were amongst the notable ones.

Consumer Electronics

Reliance Retail is a leading player in consumer electronics retailing in India. It operates Reliance Digital and MyJio Stores, each designed to offer a differentiated value proposition, strong in-store experience, and extensive product assortment.

Strategic Progress

- Retail stores maintained their growth momentum, led by a comprehensive selection of products with a strong value proposition.

FINANCIAL PERFORMANCE

(In ₹ crore)	FY 2023-24	FY 2022-23	Y-o-Y Change
Value of sales and services	3,06,848	2,60,394	17.8%
Revenue from operations	2,73,131	2,30,951	18.3%
EBITDA	23,082	17,974	28.4%
EBITDA margin*	8.5%	7.8%	70 bps

* EBITDA margin is calculated on Revenue from Operations

- resQ experienced strong growth in the past year, driven by expansion of service plans, categories and expansion of new service centres.
- The own brands business witnessed introduction of new products across various categories and an extended distribution reach.
- New Commerce business through JioMart Digital (JMD) continued its growth journey and expanded its merchant partner base.

Fashion and Lifestyle

Reliance Retail is the largest fashion and lifestyle retailer in India. Its fashion and lifestyle consumption basket operates a variety of store formats, tailored to meet diverse customer segments.

Strategic Progress

- The business continued to drive growth through an assortment tailored for target customer segments and expanded in the right catchment areas through new store openings.
- AJIO strengthened its proposition in F&L e-commerce space by enhancing its product catalogue and drawing in millions of customers with comprehensive brand catalogue across price points; Ajio Luxe delivered steady performance with a portfolio of over 600 brands.
- New 'Swadesh' store format launched, focusing on India's traditions and creative expressions through development of artisans and their art and craft forms.
- New format 'Yousta' launched, a youth-focused fashion retail store offering fast fashion at affordable prices.
- Premium brands business continued to lead the premium and luxury segment with the widest portfolio of brands.
- Jewels business delivered another year of steady revenue growth through its focus on differentiated product offering, including collections inspired by India's rich heritage.

Grocery

Reliance Retail is the largest grocery retailer in the country, operating a wide portfolio of formats, each offering distinct value proposition. These formats cater to daily and monthly shopping needs, providing essentials, fresh produce, and general merchandise, within a modern and welcoming shopping environment.

Strategic Progress

- The grocery consumption basket delivered steady performance led by growth in footfalls and bill values.
- Focus on range expansion across non-food categories remained a key priority. Stores witnessed continued growth in non-food category led by General Merchandise and Home & Personal Care categories.
- The business collaborated with over 125 leading brands for the 'SMART Bazaar Chaliye' marketing campaign, an industry-first initiative.
- During the year, the business completed the acquisition of Metro India. The business successfully integrated Metro India's operations with grocery new commerce business to provide omni-channel experience and wider assortment to our B2B customers and merchant partners.

Consumer Brands

Reliance Retail is building a consumer brands business focused on enriching lives of people through indigenous products that are accessible and affordable.

Strategic Progress

- The business has been expanding reach through a multi-channel distribution model, leveraging a network of Reliance Retail's stores as well as digital and new commerce platforms.

- Brands 'Campa' and 'Independence' have received good traction from trade channels and consumers.
- The business continued to strengthen its portfolio of brands through new launches (Necto, Brew House and Campa Runner Energy) and acquisitions and partnerships (Ravalgaon and Elephant House), during the year.

>1.2 Billion
Customer Transactions

JioMart and Milkbasket

JioMart, a leading horizontal digital commerce platform, strives to simplify, expedite and enhance the shopping experience of millions of customers.

Milkbasket is a subscription-oriented service that makes it convenient for households to subscribe to the delivery of essential products daily.

Strategic Progress

- JioMart delivered steady performance led by wider catalogue and higher average order value as customers shopped across categories on the platform
- The focus on upgrading customer experience continued with several platform enhancements such as improved product search, return doorstep quality check for fashion, and others.

Connectivity

Reliance Retail serves as a master distributor for Jio's connectivity services, offering a wide array of products and solutions to consumers across India. This includes mobile connectivity services, broadband internet, digital content, and related devices such as smartphones and routers.

SCOT Analysis

Strengths

- Largest omni-channel retailer with integrated stores, digital and new commerce platforms
- Proven product design capabilities to develop innovative and high-quality products
- Robust sourcing ecosystem involving MSMEs national and international suppliers
- Large supply chain operations with ability to deliver products across the country
- Leveraging customer insights, analytics and technology to build strong brands and deliver exceptional customer experience
- Widest portfolio of brands making Reliance Retail a partner of choice

Challenges

- Supply of quality real estate due to limited availability of quality malls and high streets
- Access to trained manpower to support growth

Opportunities

- Strengthen end-to-end value chain to serve the fast fashion opportunity
- Growing demand for premium and luxury products in India
- Scale up own brands and formats

Threats

- Macro-economic impact on consumer sentiments

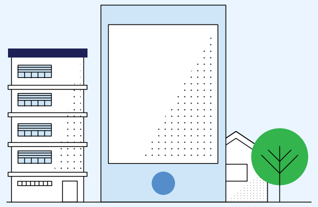
Outlook

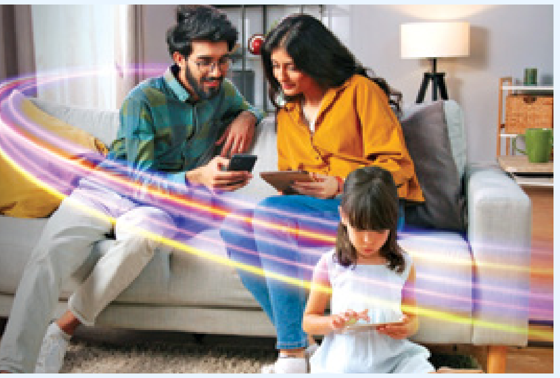
The Indian retail market is one of the fastest growing markets in the world and is expected to cross US$ 1.4 trillion by 2027. Rising demand for premium and luxury products further fuels this growth trajectory, reflecting the evolving preferences with rising disposable incomes.

Reliance Retail's commitment to the Indian retail sector is evident through the substantial investments made across the retail value chain over the years. Reliance Retail remains steadfast to innovation across formats and products to improve customer experience and serve evolving consumer needs.

Source: Technopak, IBEF

Digital Services





Jio has completed its planned True5G rollout across India. It is also accelerating the transformation of fixed broadband infrastructure in the country with its JioFiber and JioAirFiber solutions. The ability to offer connectivity services across customer cohorts and device form factors will enable Jio to address the digital needs of every Indian citizen.

Strategic Objective

Leverage technology to create market-leading products and solutions that add value to our customers, across and beyond India

481.8 Million
Subscribers EOP

148.5 Billion GB
Data traffic

108 Million
Users migrated to 5G network

5.5 Trillion minutes
Voice on network

Akash Ambani, Isha Ambani, Anant Ambani, Sanjay Mashruwala, Pankaj Pawar, Mathew Oommen, Kiran Thomas, Harish Shah, Jyotindra Thacker, Anish Shah, Anshuman Thakur, Rajneesh Jain, V. Sridhar, Ashish Lodha, Shyam Mardikar, Dhruv Kumar Tayal, Aayush Bhatnagar, Saurabh Sancheti, R. Srinivasan, Sanjay Jog, Rahul Mukherjee

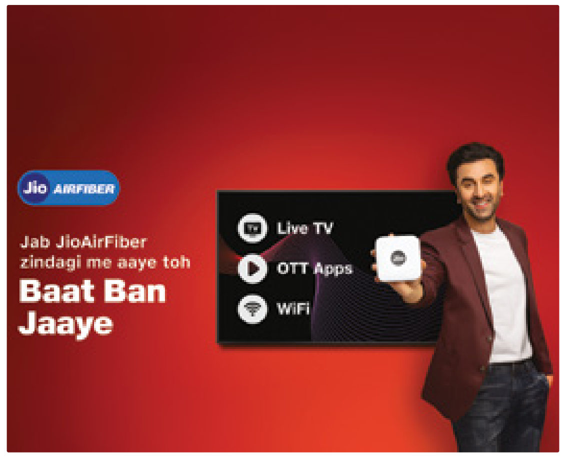
Industry Overview

Rollout and Adoption of 5G

Jio has led the rollout of the pan-India 5G network and India has over 4,35,000 5G BTS deployed across the country. According to the Ericsson Mobility Report, 5G subscribers in India are estimated to grow to more than 800 million by 2029. The rapid upgrade of network infrastructure has also led to over 70% of new smartphones being 5G enabled. Launch of more affordable 5G smartphones would further accelerate the transition towards 5G.

Fixed Wireless Solutions to Accelerate Fixed Broadband

Overall fixed broadband connections in India have increased by 20% Y-o-Y to ~40 million by March 2024. The rollout of the next generation fixed wireless networks on the back of 5G and point- to-multi-point UBR would catalyze demand for high-speed fixed broadband. Rural areas are expected to see a higher uptake of these services due to limited last-mile infrastructure currently.



Digital Adoption Seeing Significant Traction

Digital services are becoming increasingly integral to the 900+ million broadband users in India. Increasing per capita income, further strengthening of India Stack, and the need for convenience will continue to drive the adoption of digital platforms. Google, Temasek, and Bain & Company, in their report – e-Conomy India 2023–have estimated India's internet economy to grow 6x and reach US$ 1 trillion by 2030.

Key Regulatory Developments

- During the year, the Government of India enacted the Indian Telecommunication Act 2023, which replaces, consolidates, and modernises the laws governing telecom services in the country.
- The Digital Personal Data Protection Act, 2023, has been enacted to protect the digital personal data of Indian citizens. The underlying implementation guidelines and rules are yet to be notified by the Government.
- Government of India conducted spectrum auctions in June 2024 for all the existing 4G and 5G spectrum bands. Jio acquired rights for additional spectrum in the 1800MHz band in Bihar and West Bengal increasing its spectrum footprint to 26,801 MHz (uplink + downlink).
- TRAI has also started a consultation process for the assignment of spectrum for space-based communication services.

#1
Connectivity and digital services provider in India

~60%
Share of India's data traffic

~12 Million
Jio Fiber/AirFiber subscribers across India

Business Performance

FINANCIAL PERFORMANCE

(In ₹ crore)	FY 2023-24	FY 2022-23	Y-o-Y Change
Value of sales and services	1,32,938	1,19,791	11.0%
Revenue from operations	1,13,176	1,01,961	11.0%
EBITDA	56,697	50,286	12.7%
EBITDA margin*	50.1%	49.3%	80 bps

* EBITDA margin is calculated on Revenue from Operations

Digital services revenue and EBITDA growth in FY 2023-24 were 11% and 12.7% Y-o-Y, led by a higher subscriber base and scale-up of digital platforms. Customer engagement on the Jio network increased sharply, with average per capita data and voice usage at 28.7 GB and 1,008 minutes per month across overall subscriber base of 481.8 million for the quarter ending March 2024.

Jio True5G Powering Multiple Moats

Jio has rolled out its True5G network across India, with over 108 million subscribers migrated to Jio's 5G network. The Jio True5G network now carries almost 30% of Jio's mobility data traffic, and the entire 5G data is now carried on Jio's own 5G+4G combo core. Jio is the only operator in India rolling out 5G on StandAlone architecture and has multiple technology advantages – ability to offer tailor- made network slices for different customer cohorts and use cases, Voice over New Radio (VoNR), and cloud-native 5G core with cutting-edge security (Quantum Safe).

JioAirFiber Expands Addressable Market in Fixed Broadband

Jio continues to lead on fixed broadband connections, with ~12 million premises connected with JioFiber/JioAirFiber as of March 2024. In addition to JioFiber presence, JioAirFiber has been rolled out in ~5,900 towns with encouraging early signs of demand. JioAirFiber has been positioned as an entertainment-first product, and content bundling is driving ~30% higher per capita usage compared to JioFiber. Jio aims to reach 100 million premises through a combination of fiber and fixed wireless solutions.

Jio Network Shows Significant Jump in Data Traffic

Increasing mix of 5G and fixed broadband, and higher customer engagement have led to a 31% Y-o-Y increase in overall data traffic to ~149 exabytes during FY 2023-24. With best-in-class network infrastructure, Jio has built enough data capacity to serve over a billion Indians for their digital needs at homes, offices, and on-the-go. Jio's share of data traffic in India has increased to ~60%, making it the most preferred broadband network.

Presence in Enterprise Connectivity Scaling Up

Jio has consistently gained market share in enterprise connectivity, with an increasing presence across key industry verticals like BFSI, Government, and Manufacturing. Jio has signed marquee deals for digital services like Cloud, CPaaS, and IoT over the past year.

Small and Medium Businesses (SMB) remain a large addressable market where Jio benefits from a deeper network presence with JioFiber and JioAirFiber. Education institutes, retail stores, and professional services are key SMB cohorts where Jio has significant traction.

Leading Technology innovations in the country

In pursuit of developing innovative product and services at affordable prices, Jio Platforms and its subsidiaries have filed for 1,255 patents and were granted 144 patents in FY2023-24. The Cumulative count of patents granted has increased to 331 as of March 2024. These patents span across 6G, 5G, AI, LLM, Deep Learning, Big Data, Devices, IoT and NB-IoT.

Some of the new product launches by Jio are JioBharat, JioSpaceFiber, JioCloudXP, JioGamesCLoud, JioCloudPC, JioMotive, JioSafe, and JioTranslate.

SCOT Analysis

Strengths

- Jio has built one of the most advanced and integrated connectivity networks and completed the world's fastest Standalone 5G rollout in India.
- Jio's connectivity network in India covers over 99% of the population with presence further deepened by vast network of physical stores, recharge outlets, and Jio Associates.
- Jio has a full stack of digital platforms addressing consumer needs across Entertainment, Commerce, Gaming, Agriculture, Education, and Healthcare.
- Jio has a proven track record of rolling out large scale next-gen connectivity networks, compute and digital infrastructure, well ahead of the competition.

Challenges

- Unforeseen circumstances across the global technology supply chain could have an impact on Jio's ability to rollout network and digital services.
- The futuristic vision on digital services necessitates and puts the responsibility of creating the device ecosystem on Jio.
- Jio has to invest considerable time and effort in developing use cases and increasing engagement across its digital platforms.

Opportunities

- Jio's pan India True5G network is strongly positioned to lead the progress towards 5G in India.
- JioBharat device platform is accelerating the transition of feature phone users to digital networks.
- Jio's deep fiber presence and revolutionary rollout of fixed wireless access services are primed to connect 100 million premises with digital solutions.
- Jio's connectivity and compute infrastructure would drive market share gains.

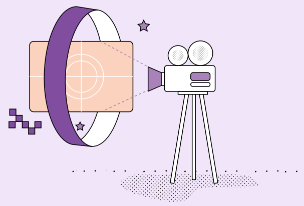
Threats

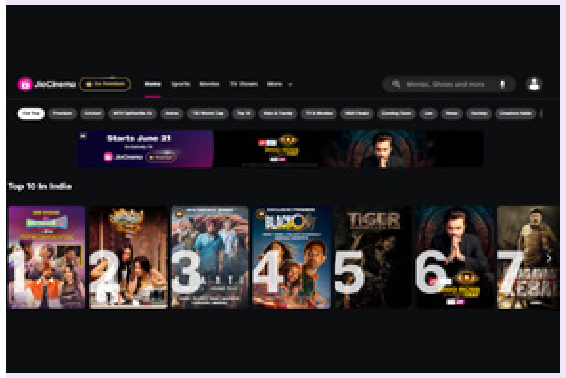
- Disruptive technological changes could make current technologies obsolete.
- Potentially large natural disasters or pandemics could have an impact on future growth and continuity of business.
- The entry of a new disruptive player or price competition could impact long-term returns.

Outlook

Jio has accomplished the fastest rollout of a 5G network witnessed anywhere in the world and is now available across India. JioAirFiber has seen strong demand and customer engagement, especially in underserved segments. Jio's indigenously developed technologies are being deployed at scale in India and will subsequently be taken to the rest of the world. Jio's ahead-of-the-curve investments in next-generation network and digital technologies would sustain a competitive edge and market share gains. This will ensure strong and consistent shareholder return over the coming years.

Media and Entertainment





Reliance has taken big strides in scaling-up the media and entertainment vertical in the last year. From initiating the merger of TV18 and E18 (Moneycontrol) with Network18, to onboarding a strategic investor in Viacom18, to announcing partnership with Disney, all these initiatives will not only help to capture the growth opportunities presented by India's rapidly growing media landscape but also to shape its evolution.

Strategic Objective

Aim to be a provider of top-drawer content across genres, regions and languages, reaching out to audiences on platforms of their choice

Rahul Joshi | Jyoti Deshpande | Ramesh Damani | Priyanka Chaudhary | Kevin Vaz | Kiran Mani

12.7%
TV network viewership share (Includes Associate ETV)

227 Million[1]
Monthly reach of the digital news portfolio

225 Million[2]
JioCinema average monthly reach

#1
News channels in key genres

Viacom18 becomes the home of cricket

Record digital reach for IPL on JioCinema

[1] Source: Comscore MMX report, Mar'24 data

[2] Source: Data.ai

Key Highlights

Joint Venture with Disney Announced

- The JV with Disney will combine the businesses of Viacom18 and Star India to form one of the largest Indian M&E companies.
- RIL to invest ₹ 11,500 crore into the JV for its growth plan.

Scheme of Merger for News Businesses

- Merger of TV18 and E18 (Moneycontrol) with Network18 initiated, to consolidate TV and Digital news assets in one company.
- It will simplify holding structure and create India's leading integrated news media conglomerate.

Reliance Industries Limited Growth is Life | Disney

Industry Overview

As per the FICCI EY Report, Indian Media and Entertainment sector grew 8% Y-o-Y in 2023 to reach US$ 27.9 billion, driven by the continued growth momentum in digital segment. Video continued to lead growth in content consumption as consumers increasingly become comfortable with cross-platform viewing, aided by increasing smart device penetration and growth in internet connectivity.

Digital will Continue to Lead the Growth of M&E Sector

Digital segment is expected to grow at a CAGR of 13.5% over 2023-26 to ₹ 955 billion, representing nearly 50% of 'big media' (TV, Digital, Print). With 900+ million broadband subscribers, led by mobile, and around 75% of time-spent on small-screens going towards content consumption, online video is expected to drive long-term growth of the media segment.

Connected TVs to Lead Growth in Television Segment

India is expected to have 100 million Connected TVs by 2030. With the engagement levels on big screens higher than small screens, CTVs offer the best features of traditional and digital eco-system, providing an opportunity for brands to reach premium audiences in an intelligent fashion on the big screens. As per GroupM, 16% of advertising spends on TVs will be contributed by CTVs by 2026.

Sports to be the Key Catalyst for Digital Adoption

Live sports has always been one of the most important genres for consumers across the world. Its broad demographic appeal and unique ability to reach millions of audiences concurrently with high engagement levels, ensures a consistent flow of traffic. Sports streaming on digital platforms scaled new heights last year as viewership records were broken repeatedly. With platforms innovating to bring in more audiences and adding new features to increase engagement, Sports will be a key driver for growth of digital segment.

Business Performance

	FY 2023-24	FY 2022-23	Y-o-Y Change
Value of Services (₹ crore)	10,826	7,266	49.0%
Revenue from Operations (₹ crore)	9,297	6,223	49.4%
EBITDA (₹ crore)	33	236	(86.0%)
EBITDA Margin*	0.4%	3.8%	(340 bps)

EBITDA margin is calculated on Revenue from Operations

Operating revenue of the Network18 Group for the year grew by 49.4% Y-o-Y, driven by strong growth across both Entertainment and News segments. The businesses made significant investments during the year in scaling up its new verticals, Sports and Digital, which impacted the profitability.

Network18

News Business

Our TV Business News portfolio maintained its undisputed leadership with a 360⁰ coverage of everything related to business, finance, and economy. The National channels fortified their positions as the channels of choice for the audiences across the country. Our Regional portfolio of 14 channels covers the entire breadth of the country with 1,200+ reporters stationed in virtually every corner of the nation

Networks18's Digital news portfolio continued to be India's #2 online news publisher with leadership in vernacular genre. It closed the gap with the leader to ~15% (from 40% at the beginning of the year) in terms of reach. Moneycontrol retained its status as India's premier platform for financial news and also launched transaction-based products on the platform including lending and fixed deposits. Moneycontrol Pro was India's #1 paid digital news platform. Firstpost's pivot as a digital-first, video-focussed brand got great traction with consumers, helping it cross 4 million subscribers on YouTube.

Source: Comscore MMX report, Mar'24 data

Entertainment Business

Digital

JioCinema

JioCinema, was amongst the fastest growing OTT in the country, outpacing all competitors in terms of expansion and user acquisition. Powered by its expansive sports coverage and entertainment content, the platform established itself as the most popular OTT in the country. Starting the year on a strong footing with IPL, the platform set new benchmarks in terms of reach and engagement. JioCinema delivered record digital advertising revenue for the 16th season of IPL. It complemented its sports offering with a mix of digital exclusive shows like Bigg Boss OTT and other popular network shows. The platform also boasts of a strong English catalogue with content from global studios like HBO, NBCU and Paramount.

TV Network

Our flagship channel, Colors, delivered a phenomenal performance, reaching its highest ever share in last 12 years and consistently closed the gap with the leader. Colors Cineplex improved its share and ranking during the year while Colors Kannada continued to be a strong #2 player. Our Kids, English and Youth portfolios continued to be #1 in their respective segments.

Source: BARC

Jio STUDIOS

Jio Studios, the media and content arm, had an action-packed year with 11 theatrical films, 35 direct-to-digital releases and 8 original web series across languages and genres, the largest by any film studio in the year. This slate was released across theatres, OTT and broadcast platforms such as Jio Cinema, Netflix, Amazon prime video, Disney+ Hotstar, Colors and Star Network.

With eight consecutive hits, Jio Studios' films garnered a whopping ₹ 700 crore at the box office – with every second film in Q4 FY2024 being a Jio Studios film. Our relentless pursuit of excellence earned us 80+ awards. Jio Studios has developed an extensive pipeline of theatrical spectacles showcasing A-list and upcoming talent in thought provoking narratives. With a keen eye for originality, emphasis on franchise development and a steadfast commitment to showcasing narratives that authentically represent India's rich cultural heritage to global audiences, Jio Studios remains resolute in its mission of 'Make in India and Show the World'.

In an industry often compartmentalised by linguistic boundaries, Jio Studios has strategically expanded its presence beyond the Hindi market, making significant inroads in regional language markets, through meticulous craftsmanship and a deep understanding of diverse cultural nuances. With released film like Baipan Bhari Deva – one of Marathi cinema's highest-grossing films, upcoming films Raja Shivaji, a larger-than-life period biopic starring Riteish Deshmukh, and Khashaba, a real-life sports drama, to be directed by the national award-winning Nagaraj Manjule and music by the maestro AR Rahman for the very first time for a Marathi film, Jio Studios has brought Marathi cinema to centre stage. Additionally, our foray into Tamil, with projects such as Thangalaan starring Vikram, and into Bengali with releases such as Dawshom Awbotaar and Kabuliwala, underscores our commitment to explore and embrace the vast potential of non-Hindi language markets.

Jio Studios is dedicated to delivering world class content that is commercially successful, resonates with global audiences and earns widespread acclaim. As we continue to expand our reach and solidify our position in this thriving segment of the entertainment industry, we remain steadfast in our pursuit of diversity, innovation, and unparalleled excellence in storytelling.

SCOT Analysis

Strengths

India's Biggest Media Conglomerate: Reliance is India's largest media conglomerate comprising Network18, TV18, Viacom18, Jio Studios, and other investments, with strong positions in key segments.

Diverse Media Reach: With a portfolio of 63 TV channels, OTT platforms, digital news and information platforms, Reliance connects with consumers across platforms with tailored content spanning entertainment, news, sports, movies, and live events.

Global Alliances and Strong Brand Equity: Collaborations with global giants like Disney, Paramount, and Warner Bros. Discovery, along with genre-defining brands such as CNBC TV18 and Colors, have fortified Reliance's leadership.

Challenges

Rising Costs and Fragmented Viewership: Intense competition has not only led to escalation in content costs, especially for sports and movie rights, it has also led to viewership fragmentation.

Macro-economic linkages: India's ad market is inherently linked to macro-economic growth, necessitating creation of a robust business model insulated from fluctuations in the economy.

Piracy: Despite content piracy seeing a significant decline, it remains a critical challenge in generating commensurate return on investments.

Opportunities

Digital Expansion: India's projected one billion connected screens by 2030 indicate substantial growth potential, fuelled by increasing smartphone and CTV penetration.

Ad market Growth: Rising disposable incomes are expected to drive ad spends, particularly on digital medium, which have democratized advertising for SMBs.

Experiential Viewing: Digital platforms are revolutionising viewing experience with interactive features, boosting engagement and reshaping media consumption.

Threats

Technology transition: Rapid technological advancements may lead to the obsolescence of current content production infrastructure and viewing platforms.

Competition: Indian M&E sector's growth potential means that it is expected to remain intensely competitive, featuring both local and global players.

Force Majeure: Any large natural disaster, pandemic like COVD-19, war etc. could disrupt regular business operations.

Outlook

As a Group that connects with Indian consumers across multiple facets of their lives, we believe media will continue to gain in terms of consumer's time and wallet share, as India powers through its journey of becoming an upper middle-income economy. The ubiquitous penetration of digital platforms has created an unprecedented opportunity to connect with mass and niche audiences through differentiated content. We are investing across our businesses to not only position them as the preferred platforms for consumers seeking diverse, high-quality content, but we are also committed to playing the role of innovator and thought leader for the industry.

Oil to Chemicals

Strategic Objective

Build Reliance as one of the world's leading O2C, New Energy and New Materials company with a sustainable and circular business model

67.8 MMT
Production meant for sale

78.2 MMT
Total throughput

The Oil to Chemicals (O2C) business portfolio spans transportation fuels, polymers and elastomers, intermediates, and polyesters. The O2C business includes world-class assets comprising refineries and petrochemical units that are deeply and uniquely integrated across sites along with logistics and supply chain infrastructure.

The RIL O2C business includes a 51% equity interest in a fuel-retailing JV with bp – Reliance BP Mobility Limited (RBML) – operating under the brand name Jio-bp, and a 74.9% equity interest in Reliance Sibur Elastomers Private Limited (RSEPL).

The integrated O2C business structure enables an integrated decision-making approach that helps to optimise the entire value chain from crude to refining to petrochemicals to the B2B/B2C model. The O2C business will further leverage technology and its existing assets and streams to maximise conversion of crude to chemicals and materials, with an aim to create a sustainable, holistic, circular materials business.


Nikhil R. Meswani


Hital R. Meswani


Akash Ambani


Isha Ambani


Anant Ambani


P. K. Kapil


Sanjiv Singh


Srinivas Tuttagunta


J. Rajaraman


Harish Mehta


Amit Chaturvedi


Puneet Madan


Sanjeev D Sharma


Hemant D Sharma


Piyush Bhatt


C. S. Borar


Ashwani Prashara


Seema Nair

Industry Overview

Transportation Fuels

In FY 2023-24, the transportation fuel sector faced challenges related to geopolitics, shifts towards energy transition, environmental issues and economic concerns. Global oil demand rose by 2.2 mb/d to 102.4 mb/d, while supply increased by 1.6 mb/d to 102.1 mb/d. OPEC effectively managed oil prices through quota restrictions. The Brent crude oil price averaged US$ 83/bbl amidst volatility. In FY 2023-24, global refinery crude throughput increased by 1.5 mb/d to reach 82.3 mb/d, despite volatility stemming from geopolitical tensions. Moreover, tanker markets rose due to longer ton-miles resulting from changes in trade patterns.

During FY 2023-24, positive trends were observed in global demand, with gasoline demand increasing by 813 kb/d, diesel demand growing by 272 kb/d and jet fuel demand surging by 1 mb/d. Future demand and market dynamics may be impacted by geopolitical tensions.

Source: IEA, IHS, WoodMac

The domestic Electric Vehicle (EV) industry emerged strongly, boasting over 13,000 charging stations and a 4 million EV parc, signaling significant growth potential. Aviation, propelled by the UDAN scheme, expanded with 149 civil airports.

Polymers and Elastomers

Global ethylene demand increased by 2% Y-o-Y to 181 MMT in CY23, while capacity addition of 9 MMTA resulted in a lower operating rate by 2%.

Global Polymer demand touched 246 MMT in CY23, compared to 245 MMT in CY22. PE and PP demand grew by 0.5% and 1% respectively, while PVC demand dropped by 0.6%. Global demand for SBR decreased by 6.6% in CY23, while PBR demand decreased by 2.5% due to subdued vehicle sales and inventory destocking.

Domestic PP, PE and PVC demand grew by 9%, 20% and 9% respectively driven by infrastructure, automotive, e-commerce, FMCG and agriculture sector demand. Indian SBR and PBR markets expanded by 4% and 10% Y-o-Y, respectively, driven by robust OEM demand.

Intermediates and Polyesters

In CY23, global intermediaries demand rose 2% to 162 MMT amid crude price volatility and sluggish Chinese recovery. Global PX demand remained flat at 50 MMT in CY23, while supply grew by 6%, led by new capacity additions. PTA and MEG witnessed 3% growth due to higher downstream polyester operating rates. Global polyester demand grew by 4% to 88 MMT in CY23, primarily driven by recovery in Chinese downstream operations.

Domestic polyester demand grew by 4%. PET witnessed strong growth of 13%, followed by PFY at 2%, while PSF demand was marginally down by 2%. PET demand saw an uptick due to strategic purchasing by major brands in view of ICC World Cup and state elections. Slowdown in exports of polyester and downstream products impacted growth of staple filament.

Business Performance

FINANCIAL PERFORMANCE

	FY 2023-24	FY 2022-23	Y-o-Y Change
Revenue (₹ Crore)	5,64,749	5,94,650	(5.0%)
EBITDA (₹ Crore)	62,393	62,075	0.5%
EBITDA Margin	11.0%	10.4%	60 bps

O2C revenue for FY 2023-24 witnessed a 5.0% Y-o-Y decline to ₹ 564,749 crore, primarily on account of lower product price realisation following a 13.5% Y-o-Y decline in average Brent crude oil prices. This was partially offset by higher volumes.

O2C EBITDA for FY 2023-24 was marginally higher at ₹ 62,393 crore with optimised feedstock sourcing, advantageous ethane cracking, and lower SAED impact, although the margin environment across transportation fuel and downstream chemicals remained weak throughout the year.

PRODUCTION MEANT FOR SALE
(In MMT)

Particulars	Products	FY 2023-24	FY 2022-23
Transportation Fuels	Gas Oil	24.9	25.2
	Gasoline / Alkylate	13.5	12.2
	ATF	5.3	4.7
Polymers	PP	2.8	2.7
	PE	2.1	2.2
	PVC	0.7	0.8
	Elastomers and Feedstock	0.4	0.4
Intermediates and Polyesters	PX and By-products	1.4	1.9
	Benzene and Derivatives	0.5	0.4
	PTA	2.4	2.2
	MEG and By-products	0.9	1.0
	Filament	1.3	1.2
	Staple	0.8	0.8
	PET	1.1	1.2
Others	Fuels, Solids and Others	9.7	9.5
TOTAL		**67.8**	**66.4**

Transportation Fuels

RIL's transportation fuel segment's overall production meant for sale was up due to higher throughput and healthy domestic demand. Despite a challenging margin environment due to heightened refinery supply and global dynamics, RIL effectively navigated the business environment. Cracks in key fuel categories declined: Singapore gasoline 92 RON cracks averaged US$ 11.6/bbl (vs US$ 14.7/bbl in FY 2022-23), gasoil 10-ppm cracks at US$ 23.0/bbl (vs US$ 40.7/bbl), and jet/kerosene cracks at US$ 21.2/bbl (vs US$ 32.9/bbl). RIL's strategic positioning and efficient operations ensured stability, exemplifying resilience and adaptability amidst market complexities.

Jio-bp, the joint venture of RIL and bp, expanded its mobility station network to 1,729, offering pioneering benefits, including up to 4.3% extra HSD mileage per liter, trucker loyalty and on-demand doorstep HSD. Backed by world standard operations, Jio-bp achieved 63% increase in ATF sales.

With over 4,500 charge points at EV-friendly locations backed by innovative solutions and foray into CBG retailing, Jio-bp has also strengthened its low carbon fuel portfolio.

Polymers and Elastomers

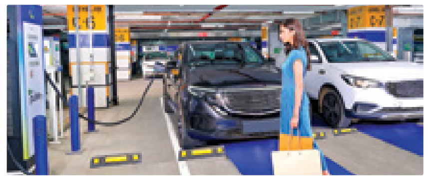
Polymer prices weakened during FY 2023-24 due to global capacity additions and slowdown in consumption amidst recessionary concerns in developed markets. Polymer margins contracted during the year with PP-Naphtha, HDPE- Naphtha and PVC margins down by 13%, 8% and 21%, respectively. US Ethane prices decreased by 48% and Asian Naphtha prices dropped by 11% Y-o-Y.

RIL Cracker feed-mix was optimised based on Naphtha Vs Ethane economics and lower Ethane prices supported chemical margins.

Intermediates and Polyesters

In FY 2023-24, PX-Naphtha margins increased by 10%, surpassing the five-year average of US$ 303/MT. Integrated producers like RIL continued to optimise production based on PX vs. gasoline economics. PTA-PX margins decreased by 14% due to tight PX supply and significant capacity expansions of PTA in China. MEG-Naphtha margin surged 53% to US$ 67/MT, driven by increased downstream operations and weaker naphtha prices. However, margins continue to remain weak due to capacity overhang and higher inventory.

PET margins weakened due to a substantial capacity increase in China and sluggish demand growth in Western countries attributed to high inflation. Filament and Staple margins were constrained by significant capacity expansions in China and subdued global market demand.



SCOT Analysis

Strengths

- Diversified feedstock sourcing ensures cost-effectiveness and resilience to market fluctuations
- Flexibility in product mix optimisation enhances product netbacks
- Efficient logistics management reduces freight costs and boosts operational efficiency
- Leveraging technology for digitised experiences and customer value propositions, sustaining market leadership
- Exploiting emerging trends like EV charging networks and low carbon fuel segments
- Efficient time charter vessel management controls logistic costs, enhancing competitiveness

Challenges

- Increased freight exposure threatens margin stability, especially in European and US markets
- Limited presence in end-user markets may impede market penetration
- Meeting sustainability mandates for fuel products while ensuring profitability
- Global overcapacity in certain products may impact margins
- Energy market volatility and recessionary trends pose risks to demand and profitability

Opportunities

- Capacity rationalisation in developed economies enhances efficiency
- Growing domestic GDP and disposable income create market expansion opportunities
- Potential Chinese consumer demand revival could impact global dynamics positively
- Placing products strategically based on netback across regions boosts market penetration
- Transitioning to renewable fuel production expands revenue streams and aligns with sustainability goals
- Developing capabilities in renewable energy caters to future trends

Threats

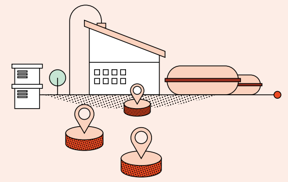
- Tightening heavy crude supply, geopolitical uncertainties, and supply chain disruptions threaten operations
- Increased exports from China and imports from countries with trade agreements pressure margins
- EV transition, carbon taxes, and sustainability regulations challenge traditional fuel products
- Potential challenges in adhering to market-determined pricing regime by Indian Oil Marketing Companies

Outlook

Global oil demand is expected to grow steadily, supported by Asian markets, particularly China and India. Middle East and Africa's new refining capacities are likely to stabilise supply, balancing the market. Firm oil prices and product cracks are anticipated as global trade flows stabilise post disruption caused by Russian-Ukraine conflict. Geopolitical tensions in the Middle East, Russia-Ukraine conflicts and Election cycles in major economies may alter oil market dynamics. India demand is expected to remain robust in line with heavy economic activity.

Polymer demand in India is expected to rise by 6-8% in FY 2024-25, driven by construction, automotive, packaging, and consumer goods sectors. Polyester growth remains strong, supported by domestic demand resilience. Exports from India are expected to increase with global demand recovery, boosting capacity utilisation.

Oil and Gas E&P



Key focus of the E&P business has been safe and reliable operations and project delivery while maximising production from its deepwater and Coal Bed Methane (CBM) fields. With commissioning of the MJ field, KG-D6 production has been ramped up to 30 MMSCMD, thereby contributing approximately 30% of India's gas production. This will significantly reduce the dependence on costly imported gas and bridge the gap in India's energy requirements, especially in times of geopolitical uncertainty and constrained supply.

Strategic Objective

Maximise stakeholders' value by finding, producing, and marketing hydrocarbons and to provide sustainable growth while catering to the needs of customers, partners, employees, and the local communities


Naresh Narang


Sanjay B. Roy


Ravikumar Prekki


Amit Mehta


R. Ravichandran


Avinash Pathak

> ₹20,000 Crore
Highest annual EBITDA

242 BCF*
Gas Production (RIL's share)

4.43 MMBBLs
Oil & Condensate Production (RIL's share)

*Production figures include KG-D6 and CBM

Industry Overview

2023 continued to be a volatile year for the oil and gas industry, balancing the energy transition aspirations and energy security against a backdrop of heightened tensions in the Middle East and concerns about a global economic slowdown. With China's reopening in the first half of 2023, the global oil markets were expected to support oil demand during the year. However, robust US shale supply growth, warm winter weather, increased renewables, and fast interest rate hikes forced OPEC+ to pare back oil production for 18 months to firm up crude markets, even as geopolitics became more complex. The Brent crude oil price averaged ~US$ 83/bbl. Gas availability remained tight in 2023 as incremental global LNG production fell short of expectations.

Business Performance

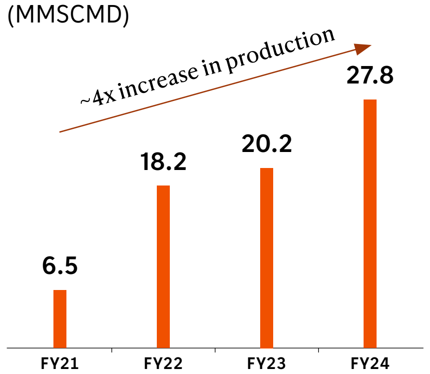
Revenue and EBITDA were up 48.0% and 48.6%, respectively. This was mainly due to higher gas and condensate production and partly offset by lower price realisation.

FINANCIAL PERFORMANCE

	FY 2023-24	FY 2022-23	Y-o-Y Change
Revenue (₹ crore)	24,439	16,508	48.0%
EBITDA (₹ crore)	20,191	13,589	48.6%
EBITDA Margin	82.6%	82.3%	30 bps

Price Realisation	FY 2023-24	FY 2022-23	Y-o-Y Change
KG-D6 Gas (US$/mmbtu)	10.1	10.6	(4.7%)
CBM Gas (US$/mmbtu)	14.4	21.6	(33.3%)
Condensate (US$/bbl)	81.2	NA	NA

AVERAGE GAS PRODUCTION*
(MMSCMD)



* Production figures include KG-D6 and CBM

KG Basin

KG-D6 Deepwater Production Update

Since the commencement of production, Block KG-D6 established several global benchmarks in terms of operational performance, including 99.9% uptime and more than 13 years of incident-free operations.

The next wave of projects – R Cluster, Satellite Cluster, and MJ – have been commissioned and are currently under production. These projects have leveraged the hub infrastructure in place, thereby reducing cost.

Average production for FY 2023-24 from the three fields together is ~27 MMSCMD gas and ~18,000 bbls per day of oil and condensate. Production is in line with expectations.

Based on the comprehensive assessment undertaken with more than two years of production data, three additional wells in R Cluster and one additional well in Satellite Cluster are being proposed to be drilled. This is expected to provide incremental recovery of ~240 BCF of gas from these fields.

In line with the increasing gas production, three rounds of e-auction were successfully completed. Overall, 15 MMSCMD gas contracts were signed with buyers across Fertiliser, CGD, Refineries, and Aggregators.

Condensate production commenced from the MJ Field in KG-D6 Block in April 2023, after which first auction process was launched in May 2023. Five rounds of auction were conducted and 12 cargo offtakes were successfully completed by the end of March 2024.

~27 MMSCMD
Average gas production in FY 2023-24

Exploration Strategy

RIL's exploration strategy is focused on finding additional gas accumulations that can be tied back to the existing world-class infrastructure, using an infrastructure-led exploration (ILX) approach.

Block KGUDWHP-2018/1 (KG-UDW1) was awarded to RIL-BP JV under the OALP II licensing round, and the Petroleum Exploration License (PEL) was issued in August 2019.

Post completion of 3D Seismic Acquisition and Processing campaign, the first exploration well was drilled in the Block, and the drilled well data are under analysis.

During the year, RIL acquired Block KG-UDWHP-2022/1 (KG-UDW2) under the OALP VIII licensing round. The contract for the Block was signed in January 2024.

Coal Bed Methane

RIL is currently producing Coal Bed Methane (CBM) from its block SP (West)–CBM–2001/1. More than 300 wells are in production, with an average output of 0.64 MMSCMD gas during the year.

To augment and sustain production, a 40 multi-lateral horizontal well programme is being executed in SP (West). This is the first time in India that such horizontal wells are being drilled for CBM. Reliance has already drilled 13 horizontal wells, out of which 10 wells are put on production. Preliminary results are encouraging.

Reliance Gas Pipeline Limited, a subsidiary of RIL, operates the 302 km Shahdol-Phulpur Pipeline from Shahdol (MP) to Phulpur (UP) connecting the CBM Gas fields with the National Gas Grid. This provides access to consumers across the country.

SCOT Analysis

Strengths

- World-class hub infrastructure both at KG-D6 and CBM
- Deepwater project execution experience
- Partnership with strong global partners
- Natural gas heavy portfolio which is a transition fuel of choice

Challenges

- Tight supply chain
- Volatile commodity prices

Opportunities

- Leverage infrastructure to monetise resources in catchment areas
- Contribute to India's growing gas economy
- Leverage the role of natural gas as a 'transition fuel' in the shift towards green energy

Threats

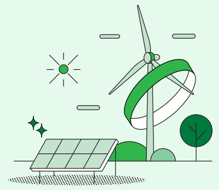
- LNG supply glut adversely impacting price realisation
- Accelerated transition to Renewables will impact oil and gas demand

Outlook

Gas is expected to play a key role as a transition fuel, with its share in the energy mix expected to increase from 6% to 15% by CY 2030. Reliance's current portfolio mix is ideally placed to help meet this increased demand.

RIL currently produces nearly 30% of India's domestic gas. Further development efforts are ongoing to augment gas production in deepwater and CBM by utilising its existing infrastructure in the area.

New Energy



Reliance has set out on an ambitious journey to become Net Carbon Zero by 2035. Our New Energy business is far more ambitious, far more transformational, and far more global in scope than anything we have ever done before. We firmly believe that as one of the biggest energy markets in the world, India will play a leading role in transforming the global energy landscape.

Strategic Objective

Scale up New Energy and New Materials businesses, providing affordable clean energy alternatives

Reliance New Energy: Converting Photons to Green Electrons and further to Green Molecules leading to reduction of carbon footprint.

Our aim is to maximise RE generation at an optimal cost so as to increase Netbacks for RE.

- We target to set up integrated RE Plant with optimal configuration.
- Green H2 (GH2), Green Chemicals and Energy Storage to maximise value addition and hence Netbacks for RE.
- Cost competitive manufacturing is critical for above, which we aim to achieve by global partnerships, technological innovations, and supply chain optimisation and local value addition.
- Modular approach for development of RE and GH2/ its derivatives through standardisation and repeatable/ scalable configuration.

Most of manufacturing giga-factory would be at Jamnagar while RE development, production of GH2 and its derivatives would be at location based availability of suitable land, evacuation infrastructure and requisite demand.

Industry Overview

Indian renewable energy sector is the third-most attractive renewable energy market in the world (according to EY Renewable Energy Country Attractiveness Index).

India targets to commit 50% of cumulative generation capacity from non-fossil-based energy sources by 2030 and reduce its emission intensity of GDP by 45% by 2030 vs the 2005 baseline.

The principal driver and enabler for India's Net Zero emissions goal is reducing dependence on imports and building supply chain resilience, while minimising carbon footprint.

The government has put policies and various fiscal incentives in place to encourage the demand and supply of green energy transition technologies in various sectors.

Global Energy Demand

Global energy demand is likely to increase to ~204,000 TWh in 2050.

Renewables are expected to have significant share of incremental energy demand requiring multifold increase in current installed capacity.

Global installed renewable capacity is around 3,300 GW, expected to reach ~11,000 GW by 2030.

Solar and Wind energy generation are expected to account for nearly 96% of new capacity additions, in the foreseeable future.

Battery Energy Storage System (BESS) capacity is expected to reach 945 GW by 2050 compared to 52 GW in 2022

Hydrogen demand is expected to increase from current 90 MMTPA to 530 MMTPA by 2050.

Ammonia is on the path to become a 550 MMTPA market by 2050 compared to 183 MMTPA today.

India Energy Demand

India's energy requirement is expected to grow to 15,000 TWh by 2030 and 26,000 TWh by 2050.

India targets to achieve 500 GW of RE capacity by 2030, of which 280 GW would be from Solar.

Government's PM-Surya Ghar Muft Bijli Yojana (~₹ 75,000 crore outlay): for rooftop solar with free electricity up to 300 units/month for one crore households.

PM Kusum Yojana for farmers: Target 10 GW RE, to replace off-grid diesel pumps and solarisation of grid-connected pumps.

India's Energy storage requirement is estimated at ~ 74 GW (47 GW BESS and 27 GW PSP) with storage of ~411 GWh (BESS ~236 GWh and PSP ~175 GWh) by 2031-32

Uptake of EVs is projected to create battery demand of ~100 GWh / year by 2030.

Residential, C&I, Telecom towers and DG set replacements to drive Stationery Battery Pack demand ~30 GWh/year by 2030.

India targets 5 MMT GH2 by 2030 with a mission to become a global hub of GH2 and its derivatives.

Source: BP Energy Outlook, Bloomberg, CEA, McKinsey, PIB, IEA, Ammonia Technology Roadmap, Broker Research

Business Updates

We have made significant progress in establishing factories that will be part of our Integrated Solar PV Manufacturing. New Energy will be commissioning its first train of Module and Cell Manufacturing in FY25. Solar panels manufactured in Jamnagar have obtained BIS certification.

Parallelly, work on RE Development has commenced and Reliance has been allotted land in Gujrat. We aim to become largest RE Developer in India.

We initiated participation in RE PPA with the first PPA signed with MSEDCL for 128 MW for 25 years.

50 MWh per year capacity pilot line has been setup for manufacturing Li Battery cells, through Lithium Werks, and can be scaled up for commercial scale production.

Reliance has qualified for the government's Performance Linked Incentive (PLI) scheme for Manufacturing Electrolysers of 300 MWe annually and Green Hydrogen Production for 90 kTPA. This is in addition to PLI awards for Solar PV (Polysilicon to Module) and Advanced Chemistry Cells (ACC) received in the previous year.

Reliance signed MOU with the Government of Maharashtra for 100 kTPA GH2 production, with total projected investment of ~₹ 15,000 crore and employment generation of ~4,000 (direct and indirect).

Reliance signed an MOU with Brookfield for onshore renewable power and decarbonisation equipment manufacturing in Australia.

SCOT Analysis

Strengths

- Full integration across the New Energy value chain (Photon → Electrons → Molecules)
- Optimum large-scale facilities that maximise automation supported by Artificial Intelligence, Machine Learning and Robotics
- Collective knowledge gained from various strategic partnerships across different verticals
- Leveraging Internal project execution capabilities and partner skills to set-up new energy projects at record pace
- Significant captive demand for Green Energy across different businesses of Reliance

Challenges

- Our vision necessitates and puts the responsibility of developing the new energy ecosystem in India
- We need to take measured steps in investing in various routes to prove sustained business viability before scaling up
- Unforeseen circumstances including geopolitical issues across the global capital goods and revenue supply chain could have an impact on our ability to commission projects

Opportunities

- Investment in New Energy manufacturing system and developing local supply chain puts Reliance to lead the progress towards cleaner and greener energy for all in India
- Our focus on end solutions to meet various use cases would accelerate the adoption of clean and green energy in India
- We would bring in best-in-class technologies in the new energy space through partnership with key global players

Threats

- Disruptive technological changes could make current technologies obsolete
- Disruptive pricing from existing global players could impact long-term returns
- Potentially large natural disasters or pandemics could have an impact on future growth and continuity of business

Outlook

Fossil fuels have historically fed India's power requirements. Structural inefficiencies combined with rising costs of fossil fuel has resulted in expensive power for commercial and residential customers – average tariff of ~ ₹ 10/ kWh (US$ 12c/ kWh). Therefore, it is not feasible for India to keep relying on fossil fuels for its growth. The use of fossil fuels-based energy increases dependence on imports and results in drain of foreign exchange.

Stable and round-the-clock cost-efficient green power is the need of the hour. India needs to solve this problem to maintain its growth trajectory and reach US$ 32 trillion GDP by 2047.

Over the next 12 months, our focus is to bring new energy manufacturing facilities on-stream, operate them efficiently and, start developing RE generation projects. Simultaneously, we would develop supply chain locally for self-sufficiency and reduce the reliance on imports.

We aim to be the partner of choice for leading global climate technology and product companies and develop business model which is flexible and adaptable to different technologies and future proofed to be always lowest life cycle cost and best in class.

Risk and Governance

Nikhil R. Meswani | Hital R. Meswani | Srikanth Venkatachari | Laxmidas V. Merchant | Harish Shah | K. R. Raja

Reliance Risk Management Framework provides a consistent, clear and robust framework for managing risks across the group and thus is fundamental to our performance and progress. The integrated risk framework helps the Group to ensure that activities to manage risk are designed, implemented and operating effectively.

Enterprise Risk Management (ERM) at Reliance

The Company's Risk Management Framework follows the below mentioned risk assessment process and thus enables the management to:

- Identify specific risks and assess overall potential exposure
- Decide how best to deal with those risks to manage overall exposure
- Allocate resources and actively manage those risks
- Obtain assurance over effectiveness of the management of risks and reporting

Governance Framework

Reliance's Risk Management Framework is designed to be an end-to-end framework for managing and reporting risks from the Group's operations to the Board.

Executive Committees provide oversight and governance through Group Operational Risk Committee, Group Financial Risk Committee, Group Audit and Disclosure Committee, Group Compliance Committee, and Group People Committee.

Business Risk and Assurance Committees are headed by the Business, Function and Group leadership who integrate multidisciplinary views on key organisational risks, prioritise the most relevant risks and align risk management, internal control and assurance activities across the Three Lines of Defense.

Business and Functional Leaders ensure safe and reliable incident-free daily operations through identification, mitigation and monitoring of existing and new risks on day-to-day basis.

Risks and Response

Strategic and Commercial Risks

Climate Change and Energy Transition

Impact on: N, All businesses

Risk Description

Businesses are increasingly facing physical and transition risks associated with climate change. Growing vulnerability to unpredictable weather events (acute) and changes in long-term climate patterns (chronic) could affect RIL's assets, operations and supply chains. Furthermore, transition risks arising from changes in regulations, evolving stakeholder expectations and technology advancements could also impact RIL.

Risk Response

Reliance implements strong business continuity management strategies. Each business conducts risk assessments and tailored plans for risk management. Facilities are designed to withstand climate-related challenges. Additionally, the Company implements prevention programmes to ensure workforce well-being from climate impacts and maintains diversified supply chains for operational continuity.

RIL integrates climate-related considerations into its strategic planning, investment evaluations, risk management protocols and long-term supply and demand projections. We have a 15-year vision towards fostering sustainable energy solutions and innovative materials. Reliance also leverages insights from its New Energy Council to mitigate risks in novel areas. Furthermore, the Company tracks the advancement towards its Net Carbon Zero goal, supported by a robust governance framework.

Commodity Prices and Markets

Impact on: M, O2C and Retail

Risk Description

Global crude oil prices fluctuated between US$ 70/bbl & US$ 96/bbl on concerns of high inflation & interest rates affecting demand and risk of supply due to conflicts between Israel-Hamas, Russia-Ukraine, and attacks in the Red Sea on ships. New refining capacities in Nigeria, Middle East and China capped product prices.

Non-availability of commodity goods at the right price, quality and quantity can adversely affect our retail business.

Risk Response

RIL navigated the volatility through sourcing from diverse regions like Middle East, African & Latin America. Also, increased use of Time Chartered fleet & RIL's global presence helped.

It's RIL's constant endeavour to ensure operational stability and profitability for commodity goods. Diversifying and tracking suppliers' performance, ensuring compliances, investing in market intelligence to monitor markets / price trends and maintaining inventory levels to mitigate the risk of supply shortages/ disruptions are periodically monitored.

Customer Experience and Retention

Impact on: S, All businesses

Risk Description

Sub-optimal customer experience may result in customer dissatisfaction and churn.

Changing customer preferences could weaken our value proposition leading to low loyalty/ repeat purchases.

Risk Response

For sustained customer experience, various measures are adopted such as superior usage & billing experience, network access and competitive tariff pricing, best-in-class customer service backed by latest technologies.

Taking cue of consumer preferences to purchase online, Reliance Retail has strategised to be an omni-channel retailer. The company has taken measures for online and offline channels to retain and attract new consumers. On the customer complaints front, the business has a dedicated 'Customer Service' team that ensures faster resolutions.

Oversight over Investee Companies/Alliances

Impact on: F M, All businesses

Risk Description

Strategic alliances with other businesses could have an adverse impact on our financial performance and competitive position.

Risk Response

We focus on strong governance processes and internal controls including integrating the financial systems and operational processes for our strategic alliances. The companies are brought under the Reliance Risk Management Framework, providing a holistic view to formulate Annual Operating Plans across its various businesses and functions.

Talent to Support Scaling Business

Impact on: H, All businesses

Risk Description

The ability to attract, nurture and retain talent is necessary to enable smooth operations and future needs.

Risk Response

Reliance nurtures its human resources though regular training, skilling initiatives and offers diverse opportunities.

Data Privacy Risk

Impact on: I, All businesses

Risk Description

Reliance businesses collect personal data to create innovative products and services. However, this raises concerns about data privacy, security, and ethical use of data.

Risk Response

Reliance follows the privacy-by-design and privacy-by-default approach to makes sure that personal data is used ethically and legally.

Cybersecurity Risk

Impact on: I, All businesses

Risk Description

Cyber threat has been consistently rising as a key business risk in global rankings. It is of particular significance for Reliance businesses that support critical infrastructure, connectivity, and e-commerce solutions.

Risk Response

Reliance's cybersecurity strategy is aligned with business and marked to threat. A defence-in-depth approach is followed where multiple technology solutions and controls are deployed to improve resilience against diverse and evolving threats.

Safety and Operational Risks

Health, Safety, and Environmental (HSE) Risks

Impact on: H M N, All businesses

Risk Description

HSE risk management is paramount to sustainable growth. RIL has process in place to identify potential risks that may impact our stakeholders & stands committed to control HSE risks.

RIL's business operations involve activities that may possess risks of accidents and injuries. Expanding footprint increases vulnerability to incidents like fires or natural disasters.

RIL faces industrial & supply chain risks like process safety, fires, loss of containment of hazardous material, explosion, natural disasters, extreme weather, human error, risk to personnel, etc.

Risk Response

Our state-of-the-art facilities, operated by skilled professionals, undergo continuous monitoring and mitigation to ensure operational excellence throughout their lifecycle. We have made significant progress in digitalising our risk processes, enabling enhanced visibility and control across all levels. Regular review of risks ensures our risk management practices stay current and effective. Furthermore, our Subject Matter Experts conduct rigorous oversight, verifying design and operating effectiveness of controls, reaffirming our dedication to robust HSE risk management and sustainability.

Adopting a proactive & risk based HSE management approach based on ISO 45001:2018 framework retail business aims to create safer workplaces & enhance operational efficiency & have site-specific emergency plans & conduct regular mock drills.

RIL has extensive systems meeting or exceeding regulatory requirements ensuring safe operations in its plants & supply chain.

Physical Security and Natural Calamity Risks,

Impact on: M N, All businesses

Risk Description

RIL is vulnerable to various threats that may disrupt operations. Geo-political turbulence and natural disasters can pose a downside risk.

Risk of riots, vandalism & natural disasters have impact on network assets. Further, risks include asset protection, loss prevention, platform abuse and data theft amid online growth.

Risk Response

Risk management strategies are adopted to keep our people, assets, information, and reputation secure. Security understands business requirements, identifies priorities, and suggests mitigations measures to support growth. The security posture is continuously reviewed to maintain efficiency.

Jio has implemented a disaster recovery response mechanism which includes measures like network outages alerts, patrolling in vulnerable areas, meetings with local leaders and Law Enforcement Agencies, implement Crisis management, BCP / DRP (Business Continuity Planning - Disaster Recovery process), Maintaining stock of critical items & Insurance Coverage.

Meticulous risk assessment guides strategy reprioritisation. Focus on physical, technological security, predictive loss-analytics and camera-analytics are yielding results. Proactive data analytics in e-com space has mitigated risks to acceptable levels.

Compliance and Control Risks

Regulatory Compliance Risks

Impact on: M S, All businesses

Risk Description

Increased regulatory scrutiny and changing businesses with strategic acquisitions require swift alignment with legal & regulatory compliances.

Risk Response

Reliance has adopted a digitally enabled comprehensive compliance management framework, integrated with its business processes, risks and controls and equipped to align with changes in business & regulatory environment. It enables efficient governance and zero tolerance to non-compliance.

Financial Risks

Treasury Risks

Impact on: F, All businesses

Risk Description

RIL faces following key financial risks which is actively managed by Treasury.

Liquidity Risk: Central banks maintained tight monetary & liquidity conditions globally in FY24.

Interest Rate Risk: High interest rates in US and India translates into high finance costs.

Foreign Exchange Risk: Rupee depreciation impacts the landed cost of the foreign currency liabilities as well as its repayment.

Credit Risk on Investment Portfolio: Reliance's investment portfolio comprises Corporate Bonds and Debt Mutual Funds which has credit risk on issuers.

Risk Response

RIL successfully raised foreign currency and INR LT borrowings to fund its capex and working capital requirements despite tight liquidity conditions.

An appropriate mix of Fixed and Floating rate liabilities was maintained to limit the translation of high interest rates into finance cost.

RIL used a combination of natural and market hedges to protect against foreign exchange risk.

Credit risk in the portfolio is monitored based on tight Internal Risk Management Framework.

Insurance – Risk Mitigation

Utilising insurance as a risk management tool, RIL thoroughly assesses risks for appropriate coverage. When procuring relevant insurance coverage, our primary objective is to ensure effective cover that can address any potential adverse financial impacts on our balance sheet.

Major Awards and Recognitions

Leadership and Innovation

Reliance is recognised as one of India's Best Employers among Nation Builders by Great Place to Work® India.

RIL ranked 2nd on the Interbrand list of 'Best Indian Brands 2023'.

RIL recognised as the Top ranked Indian company (Rank 70) in Forbes World's Best Employers List 2023

RIL has been recognised as a Leadership Factory of India by the Great Manager Institute 2023.

Reliance Industries Limited received the prestigious CHEMTECH Leadership & Excellence Awards 2024 – Business Leader of the Year - Refineries & Petrochemicals (Corporate). GMS-Group President Sh. Sanjiv Singh received the award on behalf of RIL on March 4, 2024.

RIL achieved the Gold Category (#1 position) in the Business Responsibility and Sustainability Report (BRSR) by the Institute of Chartered Accountants of India (ICAI).

MSCI (Morgan Stanley Capital International) upgraded RIL's ESG rating from BBB to A in its latest report. This corresponds to an increase in our score from 4.9 to 5.7 out of 10.

On World Standards Day, BIS honored Hoshiarpur Manufacturing Division for securing 'All India First License' for R3S construction products (IS 16481:2022).

HMD – PY was honoured with the 'IGMC Apex' and 'Gold' award by the India Green Manufacturing Challenge (IGMC) for 2022/23.

Quality Circle Bharat of HMD Polyester received the 'Par Excellence' and 'Best Model' award, and Quality Circle Lakshya received the 'Excellence' award at NCQCC Nagpur.

The Jamnagar Manufacturing Division was awarded the 'FICCI Industry 4.0 Award' and received the Platinum Prize (1st) in the Large Manufacturing Sector at a FICCI conference in New Delhi.

The Jamnagar Manufacturing Division won the 'Innovative Training Practices Award' from the Indian Society for Training and Development for JMD's 'Dronacharya' initiative.

LLDPE plant received the Exceptional Presentation Award 2023 at the UIPOL PE Global Technology Conference 2023 for the best product and process in the Senior Licensees category.

RIL won prestigious awards for landmark financing transactions:

- IFR Asia 'Issuer of the Year', awarded for the 4th time.
- Finance Asia Awards for 'Best Issuer – Corporate' and 'Best Syndicated Loan' for the US$ 5 billion syndicated term loan facilities of the Company and RJIL.
- The Asset Triple A Awards for 'Best Issuer' and 'Best Syndicated Loan - Conglomerate, South Asia'.
- GTR 'Deal of the Year' Award.

Retail

Consumer Electronics

IReC Franchise India Award – CDIT & Electronics Retailer of the Year, May 2023

Marksmen Daily – Most Trusted Brands of India 2023, May 2023

Fashion & Lifestyle

AJIO

The IReC Asia Summit - Fashion Etailer of the Year, April 2023

CNBC TV18-Havas consumer survey - AJIO, one of the top 10 brands in India, May 2023

Azorte

Images Retail Awards 2023: Images Most Admired Retail Launch of the Year – Brand Debut; Images Most Admired Retailer of the Year – Innovation in Retail Design/Experience

'Apparel Brand of the Year' at The Economic Times Great India Retail Awards 2024

Reliance Jewels

Retail Jeweller India Awards 2023 – Stylish Trend-Setting Youth Jewellery of the Year, August 2023

BARC Asia Awards 2023, September 2023: Brand of the Decade, Marketing Meister

Retail Jeweller Guild Awards 2023 – Excellence in Design – Gold - Bangle-Bracelet, September 2023

ET Great India Retail Awards 2024 – Jewellery Brand of the Year, February 2024

JioMart

India Gulf Business Summit 2023 - Best Retail and E-commerce Player

Grocery

IReC Awards 2023 (Indian Retail & e-retail Congress, 11th edition), Winner – Variety Retailer of the Year, Winner – Large Format Retailer

Images Most Admired Retailer of the year - Single Store with highest Y-o-Y Growth - Freshpik, Jio World Drive, Mumbai

Retailers Association of India – Best Grocery Retail Small Format of the year – Fresh Signature

Others

ETHR World has recognised Reliance Retail as one of Economic Times Future Ready Organisations 2023 in the "Large Scale" category

Reliance Retail has been recognised amongst the Top Leadership Factories of India 2023-25 by Great Manager Institute for creating leaders at scale

Reliance Retail is a 2023 winner of the Association for Talent Development's (ATD) BEST Award for the second consecutive year

Reliance Retail has been certified as a Great Place to Work (Amongst India's Top 10) by the Great Place to Work Institute (India) for the period January 2024-January 2025 for the third consecutive year

Digital Services

Jio has been certified as a Great Place to Work by the Great Place to Work Institute for 2024.

Jio won the AmbitionBox Employee Choice Award in 2024 in Top Rated Mega Companies to Work.

Jio won the Best Sales Training & Performance award at Brandon Hall Technology Excellence Awards 2023.

Jio continues to be the strongest Indian brand in the 'Global-500 2024' report published by Brand Finance. Jio is placed at the 17th position among the world's strongest brands.

Jio recognised as 'The Economic Times Future Ready Organisations' in the Large-scale Industries category

Jio Platforms Limited honoured as the Telecom Company of the Year at the Asian Telecom Awards 2024.

Jio ranked 5th on the Interbrand list of 'Best Indian Brands 2023'

Jio, through Haptik Technologies, secured the Best Chat/Conversational Bot/Tool award by Economic Times-Brand Equity-Martequity.

Jio Platforms won The RedHat APAC Innovation Award for cloud innovation

JioFiber recognised for the 'Best Use of Customer Experience Platform/ Tool' by Economic Times-Brand Equity-Martequity.

Jio's IPL campaign earned the Digital Marketing Promotions award at the ACEF 12th Edition Global Customer Engagement Forum and Awards 2023.

Reliance Jio won the title of Most Admired Customer Engaged Brand at the ACEF 12th Edition Global Customer Engagement Forum and Awards 2023.

Jio Relief Packs received the Best Crisis/Disaster Assistance award at the ACEF Asian Leaders Awards.

Jio honoured with the Most Admired Brand Marketing Across Asia award for making the internet accessible to millions at the ACEF Asian Leaders Awards.

Jio became the most awarded mobile network, bagging all nine Ookla Speed Test Awards in 2023.

Reliance Jio secured a position among the Top 10 Digital Brands - Enterprises awarded by the Digital Dragons Awards and Conference 2023.

Jio Platforms won The UBS Forum Award for innovation in data and AI

The Clarivate South Asia Award for patents in 5G and cloud technology was given to Jio

Jio True5G recognised as the Digital Technology of the Year by the Indian Business Council. Jio additionally clinched the Best Digital Services provider in the Telecommunications category.

Jio True5G won the award for Best Digital Strategy/Campaign by/ for an IT/ITES/IoT Enterprise at the Digital Dragons Awards and Conference 2023.

Jio Platform adjudged as winner in 'Innovation in Automation' category at Aegis Graham Bell awards.

Jio Platforms (JPL) recognised for Excellence in Commercial Deployment by a Service Provider at the 'Small Cell Forum Industry Award 2023'

Reliance Jio Infocomm honoured with the Best Corporate Learning University and Excellence in Learning Tech Implementation awards by the Economic Times Future Skills.

Media and Entertainment

Jio Studios

MIMI - 69th National awards for Best Actress and Best Supporting Actor

Godavari – 69th National awards for Best Director

Zara Hatke Zara Bachke – Filmfare awards for Best Lyrics – Tere Vaaste

Baipan Bhari Deva – Filmfare Marathi for Best Film and Best Actress Critics

Kabuliwala – Filmfare Bangla for Best Actor critics, Best Playback Singer – Male and Best Production Design

Unaad – Filmfare Marathi for Best Debut – Male, Best Background Score and Best Cinematography

The Great Wedding of Munnes – Filmfare OTT Awards 2023 - Best Actor in Series (Male) in Comedy

Oil and Gas E&P

BSC International Safety Award for demonstrating a strong commitment to good health and safety management.

Certificate of Appreciation from the Andhra Pradesh State AIDS Control Society in recognition of work done in the successful implementation of HIV/AIDS Control Programme.

Energy and Water Conservation

Reliance Jamnagar Manufacturing Division won the Global award – 'Large Cap Energy Firm of the Year 2023' at the Gulf Energy Information Excellence Awards 2023 to recognise the energy industry's leading innovations and thought leaders.

Sustainability

The Dahej Manufacturing Division received the Platinum Award in the Environment Sustainability category under the Petrochemical Sector at the 14th EXCEED Green Future Award & Conference 2023.

The Hoshiarpur Manufacturing Division was honoured with the CPO's Award of Excellence FY 2023-24 for the project titled 'How an abandoned machine answered an SOS call!'.

The Dahej Manufacturing Division achieved the 'Efficient Utilisation of Flyash' award at the Flyash Utilisation Conference 2024, by the Mission Energy Foundation and supported by the Ministries of Coal, Power, Steel, Urban Development, Environment & Forest, Road Transport and Highways.

HMD-PY won the Gold Award in the India Green Manufacturing Challenge 2022-23 by M/s IRIM.

VMD-EG team won the national level Excellence Award for Quality Circles in Nagpur, Maharashtra.

The SEZ site was ranked as the Best in the World in Energy, Maintenance, and Personnel Indices as per the global ranking of E&M in 2022 from the Solomon Fuel Study results. The SEZ has sustained its No. 1 position in the Energy Intensity Index for over a decade.

Reliance Jio recognised for its outstanding environmental, social and governance (ESG) performance in the Telecom Services sector and for the Best ESG Performance in E-waste Management (Telecom Services Industry)

RIL Hazira Manufacturing Division (HMD) and RIL Dahej Manufacturing Division (DMD) recognised as the winner and achiever of the 'Efficient Utilisation of Fly Ash' Award at the Fly Ash Utilisation Conference 2024 & Forest, and Road Transport and Highways

RIL certified as a Great Place To Work® for the 4th consecutive year

RIL Jamnagar site awarded with the prestigious global award for the category – "Large-cap Energy Firm of the year 2023" at the "Gulf Energy Information Excellence Awards 2023"

Jio received the DEI Inspire Award at the Global Inclusion Summit 2023

Reliance Retail awarded the 2023 International Safety Award from the British Safety Council

Global Awards for Retail Excellence – Retailer of the Year CDIT

RIL HMD won International Uptime Award by Reliability Web.com, USA – in the Best Reliability Engineering for Maintenance Program category

IPBC's IP Elite Asia Award, 2023, for the best IP systems and practices among leading Asian companies

CII's 9th Industrial Intellectual Property Awards 2023 (runner-up)

Questel's IP Excellence Award, 2023, for innovative best practices and the creation of a robust IP portfolio

Jio won the coveted Golden Peacock Award for Excellence in Corporate Governance 2023

Jio received the DEI Champion Award 2023 from the Bombay Chamber of Commerce & Industry

Jio won Leading Practices in Diversity & Inclusion and L&D awards at the PeopleFirst Award 2023

RIL won Gold for Talent Management Platform & Virtual classroom, and Silver for L&D and bronze for talent acquisition at Brandon Hall Technology Excellence Awards 2023

Health, Safety and Environment

RIL has been recognised in the COVID-19 Agility and Response as well as Innovation categories at the Duty of Care 2023 Awards

Jio-bp received the prestigious Golden Peacock Award for Occupational Health & Safety in Hydrocarbons (Jun 23); for Digital in Innovation Management (Oct 23) and for Fuel Offer in Business Excellence (Mar 24)

JMD DTA Complex won the prestigious British Safety Council – International Safety Award 2023 in May 2023

DTA Refinery won the prestigious 'The EEF Global Environment Award 2023' in the Platinum Category in August 2023

RIL JMD was accredited with the ISCC Plus certification, allowing the Company to take sustainable credit in products produced from sustainable products

Reliance Industries Limited (unit of Reliance Jamnagar SEZ) was selected in the Platinum category for the prestigious 'The GEEF Global Environment Award 2024' in the Petroleum Refining Industry

BMD site received the 'Winner' award for 'Best EHS practices (2023-24)' from Greentech International

RIL has received the prestigious Platinum Arogya Healthy Workplace Award 2023

Reliance Retail won two awards at the OHSSAI Annual HSE Excellence and ESG Global Award - Health & Wellness Award and Diversity, Equity & Inclusion Award

Reliance Retail won the Best Possible 'Safest Workplace Safe- Tech' awards 2023, annually organised by Kings Expomedia (Publisher of "Fire & Safety" magazine)

Reliance Retail won the "International Safety award 2023 at Merit Level" awarded by British Safety Council

Jio won the Best Corporate Wellbeing Technology award at Brandon Hall Technology Excellence Awards 2023

Reliance Foundation

2023 Global Leadership Award for Philanthropy and Corporate Social Responsibility: Smt. Nita Ambani was honoured by the US-India Strategic Partnership Forum (USISPF) with the 2023 Global Leadership Award for Philanthropy and Corporate Social Responsibility.

Rotary Award: Smt. Nita Ambani was awarded the 'Citizen of Mumbai' Award 2023-24 by the Rotary Club of Bombay for her contributions to healthcare, education, sports, arts and culture.

CII Sports: Smt. Nita Ambani was honoured and awarded at the CII Scorecard 2023 event held on December 4, 2023, in New Delhi, with the 'Sports Leader of the Year – Female' award for her exemplary leadership in driving India's sports story.

CII Sports: Reliance Foundation was also awarded with the 'Best Corporate Promoting Sports in India' award for setting a benchmark for excellence in sports.

Golden Peacock Award: Reliance Industries Limited won the 'Golden Peacock Award for CSR' for 2023-24, for Nature-based Solutions for Disaster Risk Reduction. The awards jury was headed by Hon'ble Justice M.N. Venkatachaliah, former Chief Justice of India.

International Nutri Cereal Convention: Reliance Foundation received the prestigious distinction of 'Best NGO, Farmer Impact' award during the International Nutri Cereal Convention (INCC) 5.0, encompassing work done on the millet value chain.

MarCom awards: Reliance Foundation won a Gold Award at the prestigious MarCom Awards 2023, for their Digital Women Leaders film. It was one of two Indian entries to receive the global award.

Business Excellence Award: Reliance Foundation was recognised at the Business Excellence Awards 2023 by Hybiz TV at an event in September 2023 for its social interventions. Hybiz TV is a Hyderabad-based media house with a large digital media subscriber base.

National Awards for Excellence in CSR & Sustainability: Reliance Foundation bagged an award at the 10th edition of the Original National Awards for Excellence in CSR & Sustainability in the 'Best Solution for Community Care in COVID-19' award category.

Certificate of Gratitude for Reliance Foundation in Odisha Train Accident Response during the Zilla Mahotsav & Pallishree Mela – 2024, presented in heartfelt gratitude for exceptional bravery and selflessness during the train accident in Bahanaga, by Dattatraya B. Shinde, IAS, Collector, Balasore.

6th Edition Navbharat Healthcare Summit and Awards: Sir H. N. Reliance Foundation Hospital was recognised as the Best Multi specialty Hospital in India, Healthcare Leader of the Year – Dr. Tarang Gianchandani, Best Hospital for Organ Transplant in India and Best Hospital of the year in Quality & Patient Satisfaction.

Best Social Impact Innovation: Reliance Foundation, along with Jio, won the Best Social Impact Innovation award at the Brandon Hall HCM Awards 2023.

Best CSR Impact Award: Reliance Foundation's Disaster Management programme's Geospatial Hub – Prediction & Mitigation (Impact Based Forecasting & Warning Services) was bestowed with 'Best CSR Impact Award' by UBS Forums.

Reliance MET was honoured with an award under the 'Best Innovative CSR Project in the Education Sector (Mission Navodaya Program)' by UBS Forums.

Andhra Pradesh State AIDS Control Society, Government of Andhra Pradesh, Vijayawada: State-level best CSR award from the Project Director, Andhra Pradesh State AIDS Control Society.

CII Water: 'Reliance Foundation – Bharat India Jodo' Kamareddy cluster (TN) received an appreciation certificate for 'Noteworthy Project' in Water Management in the 'Beyond the Fence' category.

Gujarat State AIDS control Society: RIL Hazira's HIV & TB Control Centre (Reliance ART Centre) was honoured with the 'Best ART (Anti-Retroviral Therapy) Centre Award' by Gujarat State AIDS Control Society (GSACS), Health & Family Welfare Department, Govt. of Gujarat on World AIDS Day, December 1, 2023 in Ahmedabad.

CII FPO Summit: Reliance Foundation mentored farmer collectives – Banas FPC and Chorad FPC from Patan, GJ won at the CII FPO Summit 2023 in the Market Linkages and Membership Engagement categories respectively.

Integrated Approach to Sustainable Growth

Rooted in the conviction "What is good for India is good for Reliance," a profound ethos of growth, care and access for all flows through every facet of Reliance's initiatives, woven seamlessly into its organisational tapestry. Central to Reliance's mission is its commitment to building an entity that exerts a transformative influence on its stakeholders — from employees and their families to customers, shareholders, investors and partners. This dedication extends beyond corporate borders to encompass India as a whole, as well as the broader global community, nurturing both people and the planet.

Capturing Reliance's Story of Value Creation and Sustainable Growth

As one of the world's largest publicly listed companies, Reliance recognises its duty and commitment to all those associated with it. The Company, thus, prioritises embracing cutting edge technology, fostering robust research capabilities, creating mutually rewarding employee experiences, supporting communities, minimising its environmental impact and staying attuned to evolving customer preferences. By acknowledging the interdependencies between various aspects of business and the environment, Reliance effectively monitors and mitigates risks while identifying opportunities to maintain a competitive edge. With 'Growth', 'Care' and 'Access' for all at its core and 'Sustainability' as its guiding principle, Reliance continues to scale heights of success, ensuring the inclusion of all stakeholders on this journey. The Integrated Report 2023-24 aptly captures Reliance's story of value creation and sustainable growth through the six capitals – Natural Capital, Human Capital, Manufactured Capital, Intellectual Capital, Financial Capital, and Social and Relationship Capital – of the International Integrated Reporting <IR> Framework, now part of the International Financial Reporting Standards (IFRS) Foundation.

The disclosures made in the Report are guided by universally accepted standards and frameworks such as the Global Reporting Initiative (GRI), International Integrated Reporting Council (IIRC), the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard, the IPCC Fifth Assessment Report (AR5), and United Nations Sustainable Development Goals (UN SDGs). This section encompasses ESG disclosures of Reliance Jio Infocomm Limited (RJIL), Reliance Retail, Reliance Industries Limited (Standalone) and other Oil to Chemical (O2C) entities. Other O2C entities is to be read as Recron (Malaysia) Sdn. Bhd, RP Chemicals (Malaysia) Sdn. Bhd, Reliance BP Mobility Limited (RBML), Reliance Petro Marketing Limited, Reliance Syngas Limited and Reliance Corporate IT Park Services Limited.

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Read Financial Performance and Review for more details

Integrated Approach to ESG Governance

Reliance stands firm in its commitment to robust governance, fortifying corporate citizenship and addressing environmental and social concerns. Guided by the principles of accountability, integrity and transparency, the Company considers governance as the key to its sustainable growth story.

Board Governance

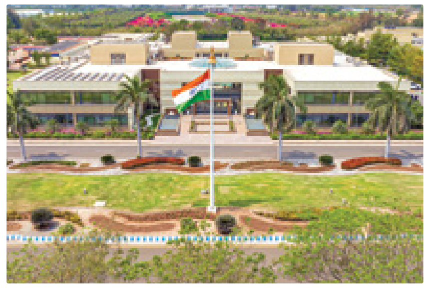
The top leadership of Reliance comprises a 14-member Board that provides guidance and supervision to the Company. The Board of Directors consists of individuals with diverse backgrounds, specific skills, and experience. For information on the Board composition and diversity, kindly refer page 64 of the report.

Board Oversight

To maintain a competitive edge and continue leading the way in the industry, Reliance consistently strives to manage its ESG aspects. The Company has established several Board Committees that are charged with overseeing specific ESG aspects of its operations. These committees include the Environmental, Social and Governance (ESG) Committee, Audit Committee, Corporate Social Responsibility and Governance Committee, Stakeholders Relationship Committee, and Risk Management Committee.

Sustainability Governance Framework

Reliance's Board of Directors oversees the Company's governance structure to ensure effective decision-making related to climate-related concerns. The governance framework provides a structured platform to develop and implement a thorough strategy to address climate change.



Sustainability Governance Structure

Board of Directors

Supervise ↓ ↑ Report

Environmental, Social and Governance Committee

ONE INDEPENDENT DIRECTOR AND TWO EXECUTIVE DIRECTORS

Collaboration ↓

Executive Management Team

LEADERSHIP TEAMS ACROSS BUSINESS AND FUNCTIONS

↓

- Natural Capital
- Human Capital
- Manufactured Capital
- Intellectual Capital
- Social and Relationship Capital
- Financial Capital

Business Areas and Operating Company Responsibilities

Environmental, Social and Governance Committee

The status of Reliance's ESG activities is periodically assessed by the ESG Committee and the Board of Directors. This Committee, consisting of two executive directors and one independent director, is responsible for overseeing the Company's ESG proposition. For information on the committee's composition and meetings, please refer page 71 of the report.

The ESG Committee in collaboration with the other Board Committees monitors ESG-related risks and implements strategies to mitigate them. In accordance with its Terms of Reference, the ESG Committee focused on the areas that Reliance deemed most strategically and operationally significant in FY 2023-24. This approach allowed the Committee to oversee the Company's performance and practices concerning safety, the environment (including climate change) and overall sustainability effectively and comprehensively. For further information on the Committee's Terms of Reference, please refer to this link.

Reliance New Energy Council (NEC)

The Reliance New Energy Council (NEC) is composed of eight leading global experts in various fields, who convened for the NEC meeting 2023 spanning 4 days from April 2, 2023 to April 5, 2023. During this meeting, the NEC members reaffirmed Reliance's new energy strategy, roadmap and risk mitigation plans necessary to achieve the ambitious target of Net Carbon Zero.

For more information on the profiles of NEC Members, please refer to this link.

Policies and Code

Reliance's corporate governance framework relies on its policies and Code to fulfil its commitments to stakeholders. Both employees and directors follow the policies and Code to ensure ethical business practices and legal compliance. The Company's key values – Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence – are reflected in the Code. The Code reflects the Company's values, and Senior Management and Directors confirm yearly adherence to them.

To access RIL ESG policies, please refer https://www.ril.com/investors/shareholders-information/policies

Anti-Competitive Behaviour

Reliance upholds competition through product and service quality and pricing and its firm commitment to sustainability. The Company encourages fair and ethical transactions among competitors without interference. It acquires competitive information only through legal and ethical means, such as public domain data, published news articles and press releases. Moreover, all employees are expected to understand and comply with competition law principles. No new cases of unfair trade practices or anti-competitive behaviour were detected in FY 2023-24.

Stakeholder Engagement

Reliance has always focused on creating value for stakeholders and maintains transparent engagement to address their concerns. The Company ensures ongoing collaboration with key stakeholders, leading to growth, innovation and exploration of new paths to success.

For more details about the Company's stakeholder engagement, please refer Principle 4 of the BRSR Report.

Managing the Material Topics

At Reliance, addressing stakeholder concerns and fostering sustainable value is paramount. The Company identifies its material topics by considering the needs and priorities of its stakeholders, along with assessing business risks and opportunities.

These material topics then influence its risk management approach and strategy to create value in the short, medium and long term.

Approach to Materiality

RIL regularly evaluates material topics through stakeholder engagement and materiality assessment. The Company conducted a materiality assessment during FY 2021-22. Each potential material issue was analysed in detail, considering the inputs from both internal and external stakeholder groups. The results of materiality assessment were reviewed and approved by the Executive Board. Further, the Company also adopted a 'Double Materiality' lens to recognise the impact of material topics holistically.

More detail about the approach and prioritisation of material topics can be found on page 164 of the Integrated Annual Report 2022-23.

Our Material Topics

No.	Material Topic	Page
1	Climate Change	Page 45
2	Managing Environmental Impacts	Page 45
3	Energy Efficiency of Operations	Page 46
4	Water and Effluent Management	Page 47
5	Raw Material Security	Page 52
6	Ecosystem and Biodiversity	Page 47
7	Innovation and Technology	Page 53
8	Waste Management and Circular Economy	Page 47
9	Sustainable Supply Chain Management	Page 56
10	Disaster Preparedness and Management	Page 33
11	Health, Safety and Employee Well-being	Page 48
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19	Human Rights	Page 50
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Natural Capital
Human Capital
Manufactured Capital
Intellectual Capital
Financial Capital
Social and Relationship Capital
Risk Management
Governance

Making Significant Strides towards a Net Carbon Zero Future

In the current global energy landscape, the oil and gas industry is experiencing a profound transformation characterised by a decisive shift towards sustainability. This shift is propelled by the escalating urgency to tackle climate change and the increasing demand for renewable energy sources. Within this context, India emerges as a pivotal player due to its vast energy market and potential for significant impact. Reliance leads this transition in India by innovating and implementing decarbonisation strategies.

The Company is actively developing a comprehensive green energy ecosystem, utilising new technologies and pursuing innovative approaches, which contribute to the reduction of carbon emissions and shaping a more sustainable future for the nation. The transition from fossil fuels to green energy, which requires substantial investments in skills, technology and large-scale manufacturing ecosystems, strongly supports Reliance's New Materials and New Energy businesses.

Reliance is determined to position India as a global leader in energy transition. The Company's focus on developing indigenous technology and manufacturing capabilities aims to transform India from being a net energy importer to an exporter, generating substantial wealth for the country and its shareholders.

The Reliance Commitment

To achieve its ambitious Net Carbon Zero target by 2035, Reliance announced plans to:

Establish and enable

100 GW of renewable energy by 2030.

Invest

In the value chain, **partnerships and future technologies**, including upstream and downstream industries.

Build

Giga factories to create and offer a fully integrated, end-to-end **renewable energy ecosystem**.

Transform

Its business to **Net Carbon Zero** operation.

Net Carbon Zero Strategy

Reliance's ambitious Net Carbon Zero goal elevates both the challenges and opportunities to a globally impactful and transformational level, surpassing any of its past endeavours.

Reliance has consistently adhered to its core business principles, and this approach remains unchanged in its journey towards a 'Net Carbon Zero' future.

Today, these foundational principles continue to guide the Company's progress, as detailed below:

Hyper-integration:

By integrating scientific knowledge with continuous technological innovation to build and operate truly integrated systems that deliver hyper-performance.

Robust business model:

By building a model that captures the irreversible upward trend in the demand for green, clean and renewable energy in India and globally, alongside the decreasing cost of production.

Scale:

By improving the efficiency, performance and life cycle of its assets and operations to achieve total system optimisation and economics.

Strategic Acquisitions / Partnerships

Reliance is well on its way to securing self-reliant supply chains through investments and strategic partnerships with leading firms in solar power, batteries and electrolysers. These collaborations grant the Company access to unique technological expertise and talent, positioning it to lead a transformative shift in the global New Energy sector.

Caelux	faradion	LithiumWerks
nel	NEXWAFE	REC
SenseHawk	STERLING & WILSON	Stiesdal

Reliance has made a strong start on the ambitious journey to become Net Carbon Zero by 2035. The Company envisions becoming one of the world's leading New Energy and New Materials Company over a period of 15 years through a strategic focus on:

- **Clean energy transition**
- **Making CO_2 a recyclable resource**
- **Replacing transportation fuel**

Others include

- Improving energy efficiency
- Upgrading syngas to high-value chemicals
- Converting transportation fuels to valuable petrochemicals and material building blocks

2035
Net Carbon Zero

2020
Announced
Net Carbon Zero by 2035
target

Execution Approach and Progress

Reliance's goal is to reduce its operational GHG footprint as part of its long-term emission reduction strategy, in addition to enhancing resource efficiency and energy conservation. As a part of Reliance's long-term emission reduction strategy, the Company is committed to reducing its Scope 1 or direct emissions and Scope 2 or indirect emissions from energy purchases.

2030
Establish and enable
100 GW
Of Renewable Energy

2027
Expansion of cell-to-pack manufacturing facility to
50 GWh
Annually

2024
5.28 Million GJ
Energy savings

6.85 Million GJ
Renewable energy consumption

2025
Establish
20 GW
Solar capacity for captive needs of RTC power and intermittent energy for Green Hydrogen

Commence transition from
Grey → Green
Hydrogen

Industrialise sodium ion cell production at a megawatt level

2026
Jamnagar PV factory scaled to
20 GW
In a phased manner

Establish a comprehensive battery giga factory

Clean Energy Transition

Reliance is making significant strides in the development of the Dhirubhai Ambani Green Energy Giga Complex spanning 5,000 acres in Jamnagar. The phased commencement of operations at the Solar PV Giga Factory is anticipated by the end of 2024. Simultaneously, Reliance has made progress in developing a manufacturing ecosystem essential for cost-efficient wind power generation at a giga scale. A pivotal aspect of this initiative is the largescale manufacturing of carbon fibre, significantly reducing the cost of wind turbine production. In parallel, Reliance is accelerating the commercialisation of its sodium ion battery technology. With plans to industrialise sodium ion cell production at a megawatt level by 2025, the Company intends to rapidly transition to a giga scale. Reliance is also working towards establishing a giga factory dedicated to fuel cells, which are anticipated to progressively replace internal combustion engines. Reliance is investing in a power electronics giga factory, a vital component that connects the entire green energy value chain. Reliance made notable progress in cost-competitive green hydrogen production by reducing the cost of renewable power generation and the installed cost of electrolysers for giga-scale deployment.

Making CO_2 a Recyclable Resource

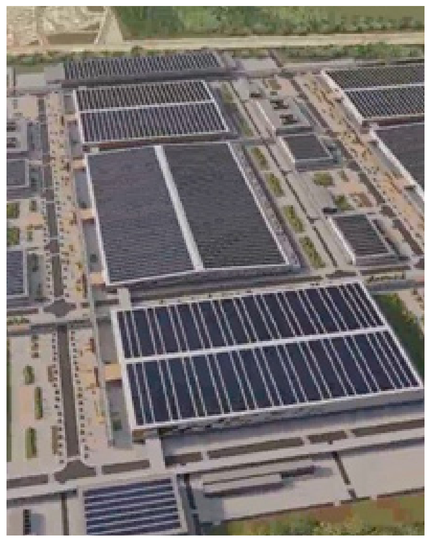
The Company continues to explore cutting-edge technologies listed below for converting CO_2 into valuable products, with investments in carbon capture and utilisation playing a crucial role.

- Utilising CO_2 from concentrated streams in the gasification complex at Jamnagar
- Using photosynthetic biological pathways for converting CO_2 emissions into high-value proteins, nutraceuticals, advanced materials, and biofuels
- Exploring various Carbon Capture Utilisation and Sequestration (CCUS) pathways, including synthetic fuels, construction materials, algae cultivation and other innovative solutions
- Collaboration with Indian Institute of Technology Madras (IITM) to initiate a technology development programme for CO_2 utilisation in construction materials
- Other significant achievements include developing a stable catalyst for converting methanol and CO_2 into Dimethyl Carbonate (DMC) products and patenting a process for concentrating CO_2 from dilute flue gases.

Replacing Transportation Fuel

Building on its commitment to sustainable transportation, Reliance is proactively transitioning from traditional fuels to cleaner alternatives such as hydrogen and electricity, complemented by its New Energy and New Materials businesses. This shift includes moving from traditional transportation fuels to chemical building blocks, integrating these with downstream derivatives and enhancing them with clean energy solutions such as solar, wind, and batteries. In July 2023, Reliance's collaboration with BharatBenz led to the unveiling of India's first hydrogen fuel cell-powered luxury coach, equipped with Reliance's indigenous hydrogen fuel cell, with a promising range of approximately 400 kms. Reliance also introduced swappable EV battery technology, building upon its acquisitions of Faradion and Lithium Werks. The inauguration of Jio-bp's advanced Compressed Bio-Gas retailing network and the expansion of the Jio-bp pulse EV charging network highlight Reliance's dedication to promoting green mobility. These efforts, along with partnerships to commercialise proprietary technologies such as Multi-zone Catalytic Cracking (MCC), exemplify the Company's progress towards an optimal mix of reliable, clean, and affordable energy.

Reliance's Approach to TCFD



Guided by the philosophy of 'We Care', Reliance embraces the evolving landscape of climate-related disclosures, recognising that it extends beyond mere corporate obligations. The Company has reported in line with the Task Force on Climate-Related Financial Disclosures (TCFD) recommendations, which are now embedded into the broader framework of IFRS S2 Climate-related Disclosures under the ISSB Standards.

These disclosures reflect the Company's commitment to transparency and proactive management of climate-related risks and opportunities as it progresses towards its Net Carbon Zero objective by 2035.

Governance

Reliance is actively progressing towards better integration of climate change considerations into both strategic and operational decision-making processes. The Company's Board is responsible for overseeing, reviewing and guiding activities related to its energy transition strategy through regular engagement with the management and external specialists.

The Board is supported by the ESG Committee in reviewing and identifying current or emerging climate risks and opportunities; assessing their effects on business and various stakeholders; and proposing actions or strategies to adapt to the evolving environment, mitigate risks or capitalise opportunities. The Board also oversees the Company's overall risk management and internal control mechanisms through various committees.

Details on the Terms of Reference of the ESG Committee can be accessed on the Company's website: https://www.ril.com/OurCompany/Leadership/BoardCommittees.aspx.

The ESG Committee convenes quarterly to review the Company's sustainability initiatives, progress made, advancements towards goals and targets, and upcoming plans. A comprehensive overview of the Committee proceedings is reported back to the Board.

Additionally, the New Energy Council (NEC), comprising global advocates and thought leaders in the New Energy sector, regularly provides inputs to the Board about the Indian and global energy transition landscape. It also validates Reliance's New Energy strategy, roadmap and risk mitigation plans that are essential for achieving the Company's ambitious Net Carbon Zero target.

As the world ushers in the era of low-carbon energy, appropriate skills and capabilities are important for solving the complex problems posed by the associated transition. The Board contributes essential expertise spanning various domains, encompassing operations, risk management, strategic planning and regulatory challenges to address climate-related issues. For more details on the Board's areas of expertise, refer to our Corporate Governance Report on page 62. Whenever pertinent, the Board organises sessions to augment members' comprehension of the latest regulatory requirements, best practices and their implications for the Company.

Guided by a capable Board, the Company's management assumes a pivotal role in evaluating and handling climate-related risks and opportunities, as well as tracking the advancement of climate change goals. Specialised teams reporting to the Executive Committee address matters concerning decarbonisation, the New Energy business and associated plans. The Executive Committee exercises oversight over strategic decisions and the portfolio of initiatives, aligning them with the Company's Net Carbon Zero objectives. The management consistently informs the Board about climate-related metrics, existing and potential risks, opportunities in energy transition, outcomes of related initiatives, partnerships and disclosure practices.

Risk Management

Reliance recognises the challenges and opportunities arising from energy transition and its potential impacts on its business, strategy and financial planning across short, medium and long-term horizons. The transition to renewables provides the Company with an opportunity for continuous hyper-growth over many decades.

The Company adheres to a well-structured methodology encompassing identification, assessment and management of climate-related business risks. This aligns with the recommendations of the TCFD and covers physical risks (both acute and chronic) as well as transition risks, including policy and regulatory, market, technology and reputational issues. Integrated into the Group-wide Enterprise Risk Management (ERM) framework, this systematic approach enables the Company to effectively recognise risks, gauge potential exposure, allocate resources accordingly and assess the efficacy of its responses.

Various committees formed by the Board routinely review risk mitigations and governance practices, ensuring seamless operations, minimising disruptions, capitalising on opportunities, and consistently delivering value to stakeholders.

Additional information on Reliance's Risk Governance Framework is available on page 31.

Strategy

Reliance has developed a robust climate change and energy transition strategy that addresses a multitude of challenges and opportunities inherent in the dynamic energy landscape. The strategy is informed by a thorough analysis of material climate-related risks and opportunities, considering evolving regulations and expectations of investors and stakeholders.

Details about the Net Carbon Zero strategy can be found on page 41 of the Report.

Just Transition

Reliance understands that a 'just transition' is essential to navigate the challenges posed by the shift towards cleaner energy sources in line with the broader goals of environmental sustainability, social equity and economic resilience. Emphasising the 'Made in India' approach, the Company progresses towards its vision to position India as a world leader in energy transition by investing to promote products and technologies made within the country and to empower its talent resource pool to actively embrace the technologies of the future.

Metrics and Targets

Reliance assesses and oversees its initiatives concerning climate-related risks, opportunities and strategies by continuously monitoring key metrics and assessing performance against established targets. These metrics play a pivotal role in enabling well-informed decision-making and offer transparent insights into the Company's advancements towards achieving its objective of becoming Net Carbon Zero by 2035.

Renewable energy consumption, overall energy consumption, energy savings due to conservation efforts, and GHG emissions are the key metrics that the Company monitors for measuring progress against its Net Carbon Zero commitment.

For details on the performance of Reliance's assured climate-related parameters, refer to Natural Capital on page 45 of this Report.

In line with its commitment to invest ₹75,000 crore in clean energy to become a Net Carbon Zero company by 2035, Reliance has outlined targets for enhancing solar capacity for meeting its captive requirements, establishing giga factories, transitioning into the New Energy and New Materials business, and enabling 100 GW of renewable energy by 2030 to contribute to India's Nationally Determined Contributions (NDCs).

For more details on targets along with the progress made in the current fiscal, refer to page 43.

Natural Capital

Championing clean energy solutions for India and the world

Integrated and aligned with national and global standards

Material Topics

- Managing Environmental Impact
- Climate Change
- Energy Efficiency of Operations
- Ecosystem and Biodiversity
- Waste Management and Circular Economy
- Water and Effluent Management

BRSR Principles^

P6

Page 68

BRSR 2023-24

^For more details on energy, air emissions, GHG emissions, water (including water withdrawal in water stress areas) and waste data, please refer P6 of BRSR 2023-24.

UN SDGS

6.85 Million GJ

Renewable energy consumption*

** The above data is for RIL Standalone and other O2C entities.*

Management Approach

Reliance has established a robust and effective governance structure to monitor its natural capital consumption, focusing on key material topics. At the Board level, the ESG Committee ensures effective oversight, driving progress towards achieving ESG goals. The Company's Health, Safety and Environment (HSE) policy prioritises continuous improvement of environmental practices and minimisation of adverse impacts on the environment and community. The HSE policy is implemented by the Safety and Operational Risk (S&OR) function, which evaluates business strategies quarterly and performs independent environmental reviews at both the unit and site levels. S&OR is the custodian of the Operating Management System (OMS) that drives safe, sustainable, reliable and compliant operations. Further, continuous monitoring and auditing processes ensure compliance with environmental regulations.

Making Judicious Use of Nature's Wealth

Managing Environmental Impacts

With its operations spanning various industries, Reliance employs a cross-business environmental management framework that focuses on managing energy use; reducing, recycling and reusing water and waste; minimising air pollution; preventing soil contamination and preserving biodiversity. Targeted technological interventions and strategies are employed to reduce energy and water consumption and minimise waste production, including the flaring and venting of gases. Reliance has made significant investments in retrofitting equipment and machinery to reduce environmental impact and energy use. Additionally, a Continuous Emission Monitoring System (CEMS) ensures compliance with local emissions standards for SOx, NOx and TPM. Moreover, employees and contractors are regularly trained on environmental laws, pollution prevention techniques and waste reduction strategies.

On World Environment Day, Reliance Foundation launched "Plant4Life," a community-driven environmental initiative focusing on supporting natural resources, protecting livelihoods, building capacities of communities to engage in climate adaptation and environment conservation. This programme kicked off with a massive plantation campaign, involving 70,000 hours of employee volunteering and resulting in the planting of over 5,09,000 saplings of 40 indigenous species.

AIR EMISSIONS AT RELIANCE*

Parameter	Unit	FY 2023-24	FY 2022-23	FY 2021-22
TPM	'000 tonnes	1.36	1.88	1.81
SOx	'000 tonnes	16.64	19.29	20.74
NOx	'000 tonnes	34.00	35.80	37.85
VOC	'000 tonnes	46.88	46.27	46.66

** The above data is for RIL Standalone and other O2C entities. Air emissions for all parameters are reported using third-party stack analysis reports, except for NOx and VOC parameters at the Jamnagar unit, wherein these are sourced from peers from the same sector.*

Climate Change

In line with its ambition of reaching Net Carbon Zero by 2035, Reliance is placing a strong emphasis on transitioning from fossil fuels to renewable sources, maximising sustainable materials and chemicals as part of its portfolio, and adopting carbon fixation, capture, and utilisation technologies. The Company envisions becoming one of the world's leading New Energy and New Materials Company over a period of 15 years through a strategic focus on clean energy transition, making CO_2 a recyclable resource and replacing transportation fuel. More details related to this are elaborated on page 41.

During FY 2023-24, significant progress was made on the construction of the Dhirubhai Ambani Green Energy Giga Complex in Jamnagar and the first giga-factory is scheduled to begin production in the second half of CY24. Further, the Company launched its first commercial-scale Compressed Bio Gas (CBG) plant in Barabanki, Uttar Pradesh and plans to expand to 25 CBG plants across India. The goal is to establish 100 CBG plants in the next five years, using 5.5 Million Tonnes of agro-residue and organic waste, thus mitigating nearly 2 Million Tonnes of carbon emissions, and producing 2.5 Million Tonnes of organic manure annually, significantly reducing LNG imports. The Company in collaboration with Indian Institute of Technology Madras has initiated a technology development programme for CO_2 utilisation in construction materials.

The Company has also made advancements in two critical aspects for delivering cost-competitive green hydrogen and its derivatives: cost of renewable power generation, and installed cost of electrolyser for giga-scale deployment. Further, the Company has invested in strategic partnerships and acquisitions, the details of which can be found on page 41 of this report.

The Company is prioritising the establishment of its battery Giga factory by 2026. Further, it is fast-tracking the commercialisation of its sodium-ion battery technology, with plans to industrialise sodium-ion cell production at a megawatt level by 2025. The Company will also invest in enhancing the value chain, partnerships and future technologies, including upstream and downstream projects such as:

- Integrated PV manufacturing from quartz to PV modules, including building an ecosystem of ancillary units.
- Battery chemicals and components, cells and pack manufacturing and energy storage system.
- Building an electrolyser and hydrogen value chain.
- Power generation to ensure round-the-clock availability for the production of hydrogen.
- Power electronics systems required to support renewable energy, such as inverters, chargers and DC-DC converters.
- Renewable energy for mobility.
- Compressed biogas for energy generation.

Responsible Energy Use across Business Units

Oil to Chemical (O2C) and Exploration and Production (E&P)
Reliance has actively integrated sustainability practices, harnessing 6.85 Million GJ of renewable energy. The Company has also implemented biomass co-firing at Hazira and Dahej manufacturing units. During FY 2023-24, Dahej and Hazira manufacturing units together consumed 6.3 Million GJ of renewable energy which accounts for about 92% of Reliance's total green energy consumption for the year. Additionally, the Hoshiarpur manufacturing unit has started using rice husk-based in-house steam generation, aligning with Reliance's goal of reducing the consumption of fossil fuels. Moreover, Hazira and Barabanki manufacturing divisions have begun intermittently importing green power from the grid as part of ongoing sustainability efforts.

O2C AND E&P'S GHG EMISSIONS*

Parameter	Unit	FY 2023-24	FY 2022-23	FY 2021-22
Scope 1 and Scope 2 emissions	Million Tonnes CO_2e	45.20	45.24	45.16

** The above data is for RIL Standalone and other O2C entities.*
Note: In the Jamnagar unit, emission factors except CO_2 in Scope 1 are sourced from peers from the same sector. Other units refer to IPCC guidelines for emission factors. Further, grid emission factor for Scope 2 is sourced from the Ministry of Power.

Reliance Retail
Reliance Retail continues to focus on energy-saving initiatives, including LED fitting across all sites, installation of solar projects at company-owned supply chain sites, use of battery power equipment in material handling, thermal reflective coatings, use of natural lighting and high-volume, low-speed fans.

Reliance Jio
Under the Science Based Targets initiative (SBTi), Jio has committed to achieve Net Zero target. By FY 2028-29, the Company aims to lower its absolute Scope 1 and Scope 2 emissions by 76% and Scope 3 emissions by 66.5%, using FY 2020-21 as the baseline. A pivotal part of this commitment is to increase the sourcing of renewable electricity from 1.2% in FY 2020-21 to 100% by FY 2029-30 and maintain this level thereafter.

(Note: The financial year is considered as per the global calendar for science based target.)

Reliance Jio has installed over 174 MWp of solar power across more than 20,000 sites in India and is now exploring wind power and methanol fuel cells to further decrease its carbon footprint. Jio emphasises on several initiatives to reduce its emissions, including leveraging digital connectivity for meetings, implementing smart sensors and robotics, integrating AI, adopting the waste management principles, and collaborating with customers and suppliers to develop sustainable products and services. In 2023, Jio received an 'A' score from CDP in climate change, which is in the Leadership band.

RELIANCE JIO'S GHG EMISSIONS AND ENERGY CONSUMPTION

Parameter	Unit	FY 2023-24	FY 2022-23	FY 2021-22
GHG Emissions				
Scope 1	Million Tonnes CO_2e	0.46	0.48	0.49
Scope 2	Million Tonnes CO_2e	4.20	3.39	3.36
Energy				
Total energy consumed (from renewable and non-renewable sources)	GJ	2,33,95,931	1,90,21,241	1,67,09,767

Energy Efficiency of Operations

Reliance continues to adopt state-of-the-art technologies and process improvements to enhance energy efficiency across its businesses. These initiatives have resulted in substantial energy savings of 5.28 Million GJ in FY 2023-24.

FY 2023-24 Energy Consumption at Reliance

The energy management policy of Reliance drives the Company's strategy to manage energy based on the five tenets of energy management as detailed on page 115 of this report. For FY 2023-24, total energy consumption for O2C and E&P was 506.18 Million GJ, of which 6.85 Million GJ was from renewable sources. Of the total energy consumed, 500.24 Million GJ was from fuel consumption while 5.94 Million GJ was from electricity consumption. Total energy includes non-renewable energy from fuels like Fuel Oil, Fuel Gas, Syn Gas, Diesel, FCC Coke, Coal and Natural Gas etc., and renewable energy from biogas, biomass and solar energy. Further, major units like refinery and petrochemical complexes determine calorific values of fuel through sample testing in internal NABL-accredited labs. Other units use calorific values from IPCC guidelines. Reliance is striving to reduce its carbon footprint by sourcing biomass as an alternative fuel for its Dahej and Hazira sites. This year, RIL has consumed 8.6% and 4.0% of total energy consumption through green energy sources at these sites, respectively. The Company has implemented a range of initiatives to enhance energy efficiency and promote resource conservation. These measures include energy optimisation projects, waste heat recovery systems and equipment upgrades. This year, the volume of flared and vented hydrocarbons was 0.14 Million MT.

Jio's total energy consumption for the reporting year was 23.40 Million GJ, of which 7,38,039 GJ came from renewable sources. In line with its SBTi commitment, Reliance Jio continues to focus initiatives to optimise energy usage across its facilities.

Ecosystem and Biodiversity

Reliance is committed to actively preserving biodiversity and aims to have a net positive effect on it. The Company performs impact assessments for applicable projects on biodiversity and regularly monitors ecosystem health. By continually engaging with stakeholders and collaborating with partners, the Company seeks innovative methods to advance its environmental objectives. Across India, the Company has planted over 2.44 crore saplings, contributing to the development of greenbelts spanning over 6,500 hectares. In FY 2023-24 alone, more than 5 lakh saplings were successfully planted. Further, through Reliance Foundation, the Company has taken several initiatives that exemplify its commitment to environmental stewardship like the plantation drive, adoption of the Miyawaki method for afforestation and mangrove restoration in Odisha and West Bengal.

Waste Management and Circular Economy

Reliance continues to place strong emphasis on waste management and circularity initiatives across its businesses such as PET recycling, chemical recycling (pyrolysis oil), polyolefin recycling, recycling the hazardous waste as alternative fuels and raw materials, zero-waste stores, among others. Further, the Company is making steady progress on its circularity focused projects that includes the innovative ReRoute™ product, sustainable packaging, development and consumer adoption of the R|ELAN™ fabric, commercialisation of the RCAT-HTL technology and development of circular polymers. The Company's integrated refining and petrochemical complex in Jamnagar, India, has achieved the International Sustainability & Carbon Certification (ISCC) Plus certification for producing circular polymers, branded as CircuRepol™ and CircuRelene™, by chemically recycling plastic waste-based pyrolysis oil. Further, the Company complies with Extended Producer Responsibility (EPR) Guidelines and Plastic Waste Management Rules, ensuring responsible disposal and recycling practices are implemented throughout its operations.

WASTE GENERATION AT RELIANCE IN FY 2023-24

Entity	Parameter	Unit	FY 2023-24	FY 2022-23
O2C and E&P*	Hazardous waste (disposed)	'000 MT	14.80	12.32
	Hazardous waste diverted from disposal (recycled / reused)	'000 MT	87.89	80.68
	Non-hazardous waste (disposed)	'000 MT	4.80	4.44
	Non-hazardous waste diverted from disposal (recycled / reused)	'000 MT	569.27	521.77
Reliance Jio	Hazardous waste (disposed)	'000 MT	1.93	3.84
	Non-hazardous waste (disposed)	'000 MT	3.84	4.47

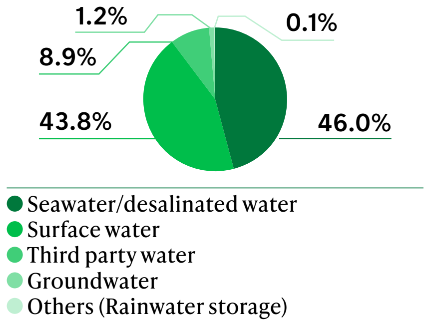
** The above data is for RIL Standalone and other O2C entities.*

Water and Effluent Management

Reliance implements a comprehensive strategy to reduce freshwater usage through increased water recyclability, reuse of treated water and minimising external discharge. The Company has invested in automation to improve operational efficiency, resulting in reduced water consumption. Further, the Company continues to focus on expanding rainwater harvesting, enhancing water efficiency in manufacturing processes and using treated wastewater. During the year, the Company* withdrew a total of 227.58 Million Kilolitres of water, with 37.81 Million Kilolitres discharged and 104.78 Million Kilolitres recycled. Of the water discharged, 74.3% was released into seawater, 23.5% into surface water and the remainder was discharged as third-party water. Additionally, the E&P Division reported 5.22 Million Kilolitres of produced water.

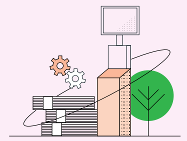
** The above data is for RIL Standalone and other O2C entities.*

RELIANCE'S WATER CONSUMPTION BY SOURCE*



Way Forward

Reliance is reshaping its operational strategies to reach its ambitious goal of achieving Net Carbon Zero by 2035. The Company continues to make considerable investments, focusing on R&D and actively pursuing strategic partnerships to decarbonise its operations and shift from fossil fuels to more sustainable and cleaner energy sources. These collaborations are pivotal in facilitating the transition to clean energy.



Human Capital

Building excellence and driving success by leveraging an empowered workforce

Integrated and aligned with national and global standards

Material Topics

- Health, Safety and Employee Well-being
- Diversity and Inclusion
- Talent Management
- Labour Management
- Human Rights
- Business Ethics, Integrity and Transparency
- Grievance Redressal Mechanism

BRSR Principles

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BRSR 2023-24

UN SDGs

3, 5, 8, 9, 10, 11, 16, 17

Management Approach

Reliance firmly believes in a multifaceted approach to human capital management and has defined the 10 Tenets of Institutional Leadership, which translates this belief into concrete actions. The Company prioritises the health, safety and holistic well-being of employees and champions a diverse and inclusive environment where individuals from all backgrounds feel valued and respected. The Company also makes significant investments in talent acquisition, management and retention through its diverse initiatives. Reliance adheres to the principle of equal opportunity. Furthermore, the Company respects the fundamental rights of its workforce, such as freedom of association, speech and non-discrimination, informed by the Universal Declaration of Human Rights and reinforced by a robust grievance redressal mechanism. The Company's steadfast dedication to ethical conduct and transparency is evident in its detailed Code of Conduct and open communication channels with its stakeholders.

Talent attraction

Reliance hired 1.71 Lakh new employees across diverse businesses, expanding its direct workforce to nearly 3.48 Lakh. The impact extends beyond its own employees to numerous indirect livelihood opportunities created within the ecosystem.

Parameter	O2C and E&P	Reliance Jio	Reliance Retail	Reliance Group*
Number of employees	29,467	90,067	2,07,552	3,47,362
Number of female employees	2,298	10,749	56,439	74,317
Number of new hires	5,110	56,168	1,05,047	1,71,116
Number of female new hires	616	6,237	32,850	41,092
Number of voluntary separations	2,679	33,612	1,03,832	1,43,280
Number of female voluntary separations	321	4,294	26,995	32,583
Differently-abled employees	46	49	1,614	1,723
Paternity leaves taken by employees	762	3,340	1,875	6,414
Employees back in the same year after paternity leave	761	3,338	1,617	6,153
Maternity leave taken by employees	47	203	421	811
Employees back in the same year after maternity leave	32	197	196**	501

** Consolidated data for the Group includes on-roll employees of O2C, E&P, Jio, Retail, Media and other operations.*
*** In addition, 98 employees availing maternity leave from the previous year have also joined back in the current financial year.*

Among the total employees in Reliance Group in the table above, 53.9% are below the age of 30, and 21.4% are female. Of the total new hires, 81.8% are below the age of 30, and 24.0% are female. Of the total voluntary separations, 74.9% are below the age of 30, and 22.7% are female.

Overall voluntary separations in FY2023-24 are lower than FY2022-23. The retail industry typically has a high employee turnover rate, especially in store operations. For Jio, 43% of reported attrition includes non-regular employees (fixed-term contracts, part-time, apprentice and interns). A shift towards commission-based job roles in the Jio workforce reduced overall need for new hiring in field jobs.

The average learning hours per employee for O2C and E&P, Jio, and Retail are 34.72, 40.98 and 63.97 respectively. Over 28.80 Million learning hours were imparted across the group, including some trainings for key off-roll employees.

During FY 2023-24, Reliance O2C and E&P, Reliance Retail and Jio engaged with 100% of employees through employee surveys. Furthermore, Reliance O2C and E&P, Reliance Retail and Jio were certified as a Great Place to Work®. The organisation continues to use listening mechanisms to improve engagement levels.

Health, Safety and Employee Well-being

Reliance champions a 'Safety First' culture and goes beyond compliance with its robust HSE management system. This encompasses robust safety protocols, comprehensive training programmes and continuous risk assessment, as outlined on page 32 of this report. Continuous improvement is ensured through the Central HSE Audit Programme. The Company's comprehensive Health, Safety, and Environment (HSE) Policy aligns with statutory requirements, covering all employees and contractors and is implemented via a robust Operating Management System (OMS).

Reliance goes beyond compliance, fostering a proactive culture of health and safety responsibility through various initiatives across the businesses. Its Change Agents for Safety, Health and Workplace Environment (CASHE) programme empowers employees to take ownership of well-being, demonstrably reducing risk and improving work safety. In FY 2023-24, the Company invested ₹ 981 Crore in HSE initiatives. During the year, a fatality was reported in the manufacturing operations. The Lost Time Injury Frequency Rate (LTIFR) for O2C and E&P (excluding Malaysia) was 0.08 per Million man-hours. In Malaysia, the LTIFR was 1.87 per Million man-hours. The LTIFR for Reliance Retail was 0.023 per Million man-hours and that for Reliance Jio was 0.205 per Million man-hours.

R-Swasthya: Focusing on holistic well-being

R-Swasthya is a transformative programme encompassing the five petals (physical, mental, social, spiritual and financial) that represent a vital dimension of human well-being, addressed comprehensively to empower every member of RIL. The programme is manifested through several initiatives around the year, such as structured monthly programmes, Diabetes Control Mission, Employee Assistance Programme (EAP), My Thali, Mental Health First-Aider programme, financial literacy workshops and awareness programmes.

Diversity and Inclusion

The RIL Diversity & Inclusion Charter codifies the Company's firm commitment to upholding diversity, equity and inclusion (DE&I) as its core values. Reliance's 5E framework – Educate, Encourage, Enable, Experience and Effectiveness – provides a comprehensive and sustainable approach to the DE&I agenda. The Company upholds the principle of equal rights for all individuals, irrespective of their race, colour, national origin, religion, caste, gender, age, sexual orientation, gender identity or expression, marital status, medical condition, disability or any other legally protected characteristic or status. This is enshrined in the Company's Code of Conduct. Further, the Company has a well-documented POSH policy and an Equal Opportunity Policy for the Disabled and Transgender that aligns with the Code of Conduct as well as Reliance Core Values and Behaviour.

Reliance O2C and E&P employs 128 women in leadership positions, 61 women managers and leaders in revenue-generating functions and 995 women in STEM-related positions. It continued to uphold its DE&I commitment with gender inclusion initiatives such as R-Aadya, that addresses women's needs and challenges in career advancement. Furthermore, on International Women's Day this year, Reliance introduced a democratised mentoring programme for female employees, with more than 100 leaders pledging to serve as mentors.

Reliance Retail promotes DE&I by organising awareness sessions for LGBTQ+, unconscious bias workshops, employee resource groups for inclusion of People with Disabilities (PwD) and WE Bulletin newsletter to educate employees on DE&I. There is focus on gender diversity through different initiatives including customised women leadership development programmes, reintegrating maternity returners and offering second career opportunities.

Jio launched its flagship DE&I event "VIBGYOR: The Festival of DE&I". It focused on Awareness, Belongingness and Celebration of gender diversity, persons with disabilities, generational diversity, LGBTQ+ pride, digital and social inclusion. Organised over 5 months, it garnered participation from 100% employees spread across 7,500+ locations.

Talent Management

Reliance is cultivating a strong pipeline of young and exceptionally competent leaders. For the first time, the Company opened applications for the Graduate Engineer Trainee (GET) programme nationwide, which enabled young engineers, especially those from remote regions and regional institutes, to apply online. Over 88,000 registrations and more than 54,000 applications were received on the GET microsite. Additionally, the Company continued with its flagship B-school programme, The Ultimate Pitch, promoting entrepreneurial thinking and innovation. In its eighth season, the programme received 15,300+ registrations as well as 1,300+ ideas from 450+ business schools.

The Company's performance management system prioritises shared purpose and accountability through SMART objectives. Teams define SMART objectives and Annual Operating Plans aligned with organisational goals. Individual performance is then evaluated within the context of team achievements, recognising the value of collaborative effort and interdependence.

Reliance focuses on building leaders of tomorrow through programmes such as Career Acceleration Programme (CAP), FLYER (First-Line Young Engineers at Reliance) and STEP UP. Additionally, Annual Talent Review (ATR) and succession planning process is conducted for over 4,500 O2C employees to identify and segment talent cohorts based on future potential and consistent performance.

The Company offers a variety of learning platforms to help employees upskill for new-age technologies including 3D Champion 2.0, Tech Frontier and Power Skills. Further, anytime learning has become a way of life at Reliance. Currently, 1,14,948 employees are actively engaged in learning via LinkedIn while 68,035 employees are upskilling themselves and building capabilities via Coursera. RIL also conducted Spectrum 8.0, the eighth edition of RIL's annual learning and development festival, which witnessed 19,000+ learners across sessions.

Reliance Retail is also building a pipeline of future leaders through its Young Leaders Programme (YLP). In FY 2023-24, the Company onboarded a total of 544 trainees and 115 interns across cadres and businesses from more than 100 engineering, management and specialised institutes. Reliance Retail has a Signature Leadership Development Programme called the Talent Accelerator Programme (TAP) to fast-track the professional development and career growth opportunities for high-performing, high-potential young talent. During FY 2023-24, 41 high-potential young professionals were selected to participate in the programme. The Company also offers customised learning journeys for managers at different experience levels through its Manager Development Programmes. Additionally, Reliance Retail launched a Digital Leadership Programme for senior leaders equipping them with a “digital mindset” through industry examples, expert workshops and strategic projects to drive future growth. To further enable managers and leaders to engage in a developmental relationship with their team members, the Company initiated Leader as Coach and Manager as Coach Development programmes.

Reliance Retail conducts an annual learning event, Transformance, encouraging employees to upgrade their own capabilities by leveraging different opportunities within the organisation. The Company has established learning academies, including Academy of Future Skills, Data & Analytics Academy, Tech Academy and Metaverse Learning aligned with business needs. Reliance Retail Leadership Academy (RLA) continues to offer structured developmental interventions for high-potential leaders at various levels.

Reliance Retail’s Source-Train-Hire model, focused on Tier 2,3 and 4 cities, targeting underprivileged communities. This year, Reliance Retail trained over 12,861 candidates and successfully placed 12,100+ individuals, of which 61% of the candidates were from rural background and 19% were women. The model not only fulfilled the Company’s ambitious hiring targets but also strengthened its commitment to inclusive growth and community empowerment, setting a new standard in workforce development.

Jio follows a cohort-based talent management approach comprising 8 talent cohorts: Cadre, Frontline Contributors, Frontline Managers, Business Managers, Product Managers, Functional Managers, Senior Leaders and Women in Business. During FY’23-24, Jio onboarded 1,655 trainees across Tech, Business and Support functions, 3,656 employees were cross-skilled and certified through Jio Certifications. 26 high-potential leaders underwent the 6-month “Step Up” leadership development journey.

Labour Management and Human Rights

Reliance follows the principles of the United Nations Global Compact while adhering to local and national regulations and the Company’s Code of Conduct. The Company recognises employee unions and engages in frequent formal and informal discussions with a forum comprising of management and union representation. Collective bargaining agreements cover majority of the permanent workers across RIL. During the reporting period, there were no known cases of child labour, forced labour, involuntary labour, sexual harassment and discriminatory employment. All genders in the same roles received equal pay at the entry-level. For further details on Human Rights aspects, please refer to Principle 5 of RIL BRSR 2023-24.

Business Ethics, Integrity and Transparency

Reliance is committed to fostering a culture of integrity, transparency, openness and compliance – as evidenced by its Values and Behaviours, and Code of Conduct. RIL’s Code of Conduct defines the behaviour expected from all the employees and stakeholders, in addition to the corresponding practices. The HR Leadership periodically evaluates people policies to ensure their relevance to evolving regulatory and market demands. The Ethics and Compliance Task Force (ECTF) is responsible for overseeing and monitoring the implementation of ethical business practices within Reliance. All complaints related to ethics, non-compliance and violations of the Company’s Code of Conduct received by the ECTF are thoroughly reviewed and reported to the Audit Committee on a quarterly basis. To further promote ethical behaviour, Reliance has put in place mandatory e-learning courses. The Company has established a robust Anti-Bribery Management System (ABMS) to prevent, detect and respond to bribery risks. The ABMS e-learning module plays a key role in helping recognise Reliance’s expectations from its employees or business associates in the context of its Anti-Bribery and Anti-Corruption (ABAC) Policy. Reliance has also adopted the ISO 37001:2016 standard for its ABMS. Further, the Company offers an e-learning module “Satarkata” to educate its business partners on ethical business practices, promoting a strong business ecosystem.

Grievance Redressal Mechanism

RIL has established a robust mechanism through a Vigil Mechanism and Whistle-blower Policy for reporting and handling of such violations, termed as ‘Reportable Matters’. Under this policy, the employees are encouraged to report any such violations without fear of retaliation. The Vigil Mechanism and Whistle-blower Policy is hosted on the website of the Company as well internal web portal, and can be accessed via this link.

A whistle-blower can make a protected disclosure either to the Ethics and Compliance Task Force (ECTF) or directly to the Audit Committee via e-mail, telephone or through a letter without being afraid of any reprisal. Protected Disclosures are handled carefully, scrutinised promptly and investigated diligently to check the veracity of the allegations and whenever required, appropriate corrective action is initiated. Details of the Protected Disclosures handled by the ECTF are shared periodically with the Audit Committee.

Way Forward

India’s transformation into a prosperous, strong and self-confident nation serves as a beacon of hope for the world and Reliance’s path forward towards nurturing future leaders. The Company prioritises continuous skill development with a focus on future-proof skillsets such as digital literacy, data analytics and AI, fostering adaptability to emerging technologies. Alongside technical expertise, emphasis will remain on fostering human-centric leadership with empathy, agility and inclusivity.

Manufactured Capital

Augmenting manufacturing excellence to deliver sustainable products and services

Integrated and aligned with national and global standards

Material Topics

- Raw Material Security
- Security and Asset Management

BRSR Principles

P2

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BRSR 2023-24

UN SDGs

7, 8, 9, 11, 12, 13

79.1 Million sq. ft.
Retail space

18,836
Retail physical stores

~12 Million
JioFiber/ AirFiber subscribers across India

78.2 MMT
Total throughput

Management Approach

Reliance emphasises the development of diverse business segments through continuous investment in various areas, including large assets and environmentally conscious manufacturing practices, as a key strategy for growth. The focus on innovation, robust research and a customer-centric approach enables the Company to lead in technological advancements and offer sustainable, high-quality products and services. Reliance’s management approach is centred on holistic value creation, which involves strategic partnerships and venturing into new growth avenues to expand its operational spectrum.

Business Performance

New Energy

Reliance advances its New Energy business to achieve Net Carbon Zero by 2035. A significant stride in this direction is the Dhirubhai Ambani Green Energy Giga Manufacturing Complex in Jamnagar, covering 5,000 acres. It includes five giga factories for solar PV, energy storage, electrolyser, fuel cell, and power electronics. The Company has made significant progress this year towards establishing an integrated solar PV manufacturing ecosystem. For more updates on the New Energy business, please refer page 29 of this report.

O2C

In the O2C business, Reliance continues to set industry benchmarks through its exceptional asset utilisation, which has consistently remained amongst the highest in the industry. At the forefront of its O2C operations is the Jamnagar refinery, recognised as the largest and most complex single-site refinery in the world. Further, O2C business encompasses world-class assets such as refineries and petrochemical units that are deeply integrated across sites, along with logistics and supply chain infrastructure. RBML, operating under the brand Jio-bp, continued to focus on conventional business of MS and HSD as well as low carbon fuels including Bio-CNG and EV charging. More details about O2C’s business performance and outlook including updates on CleanNGreen and Electric Charging business can be found on page 24 of this report.

E&P

In a bid to meet India’s growing energy demands, Reliance is making significant advancements in its Exploration & Production (E&P) sector. With enhanced production from the MJ field, KGD6 is contributing approximately 30% of India’s gas production. RIL is producing Coal Bed Methane (CBM) from its SP (West)–CBM–2001/1 block, with over 300 wells operational, yielding an average gas output of 0.64 MMSCMD throughout the year. The primary emphasis of the E&P business has been on ensuring safe and reliable operations, as well as efficient project execution, while maximising production from both deepwater and CBM fields. More details on business performance can be found on page 27 of this report.

Reliance Retail

Reliance Retail continued to strengthen its position as a leading player in the retail sector during the year. The Company expanded its extensive network of stores to a remarkable 18,836 stores, covering 79.1 Million sq. ft of retail space. In a year marked by increasing consumer engagement, Reliance Retail witnessed record footfalls of over 1 Billion. The business continued to strengthen its capabilities and product offerings through acquisitions and partnerships. For more details on 'Reliance Retail' business updates, please refer page 15 of this report.

Digital Services

Reliance Jio is redefining India's digital landscape by building robust infrastructure for affordable connectivity and services. In FY 2023-24, Jio's subscriber base grew by 42.4 Million, reaching 481.8 Million, maintaining its position as India's top wireless and wireline provider. Jio completed its True5G network rollout, covering over 1 Million 5G cells and capturing ~85% of the country's 5G capacity. Over 108 Million subscribers have migrated to True5G, which now handles almost 30% of Jio's mobility traffic. JioAirFiber, launched to address last-mile connectivity, is available in 5,900 towns. Jio leads fixed broadband with ~12 Million premises connected with JioFiber/JioAirFiber. For more details on Reliance Jio business performance, please refer page 18 of this report.

Prioritising Sustainable Operations and Asset Protection

Raw Material Security

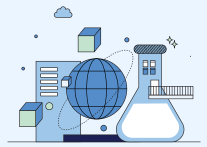
Reliance continues to strengthen its commitment to sustainable operations with a strategic focus on raw material security. The Company has secured long-term contracts and established strategic relationships, ensuring a consistent and reliable supply of raw materials to maintain uninterrupted production processes. In its pursuit of operational excellence, Reliance has initiated zero-loss initiatives, minimising losses in material procurement and handling. Supply chain optimisation remains a key focus for Reliance, with efforts geared towards widening the sourcing scope to guarantee a steady raw material supply. The Company prioritises enhancing relationships with key suppliers to fortify its raw material security. Further, Reliance actively diversifies its source base to mitigate risks associated with raw material procurement and ensure resilience in its supply chain.

Security and Asset Management

Reliance adopts an integrated risk management approach to safeguard its assets. By implementing advanced technology solutions such as smart manufacturing processes, Reliance can predict and manage operational risks effectively. Reliance prioritises crisis management, implementing robust plans to safeguard its assets, operations and reputation against unforeseen events. Stringent safety measures ensure workforce safety and production integrity. Regular compliance monitoring maintains adherence to safety standards, safeguarding both physical and intellectual assets.

Way Forward

As Reliance continues its dynamic growth, the Company is dedicated to enhancing millions of lives across India. In the New Energy domain, Reliance is actively advancing its green energy initiatives. In the O2C sector, the focus remains on enhancing operational efficiency and sustainability, with an eye on future energy needs. The Retail division is set to broaden its offerings, particularly in underserved areas, with an emphasis on creating value and expanding its reach. Jio is actively transforming India's digital landscape with investments in its network and digital technology, which is expected to unlock opportunities across various sectors.



Intellectual Capital

Advancing sustainable solutions through research and innovation

Integrated and aligned with national and global standards

Material Topics

- Innovation and Technology
- Data Privacy and Cybersecurity

BRSR Principles

P2 Page 36

P9 Page 92

BRSR 2023-24

UN SDGs

₹3,643 Crore
Investment in R&D

1,000+
Researchers and Scientists

236
Patents granted to RIL and Jio in FY 2023-24

1,301
Patent applications filed by RIL and Jio in FY 2023-24

Management Approach

Reliance's intellectual capital fuels the spirit to innovate and commit towards building of self-reliant India by improving the accessibility of masses to innovative products and services. A team of 1,000+ in-house scientists, engineers and specialists are committed to developing world-class products and services that deliver value responsibly to customers and stakeholders.

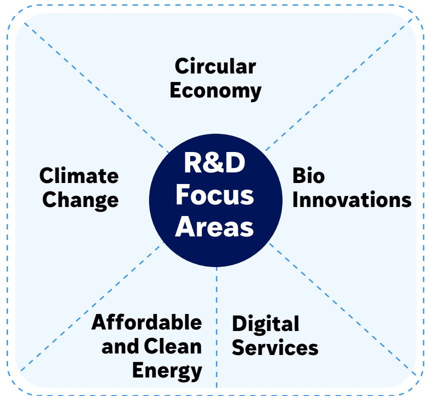
Innovation and Technology

During the year, RIL O2C actively pursued its Intellectual Property (IP) goals, submitting 46 new patent applications and receiving approval for 92 patents. As on March 31, 2024, RIL was granted 1,125 patents.

Internally, Reliance has established a robust IP governance framework to expand and manage its patent portfolio effectively, aligning with the organisation's strategic business objectives.

R&D Focus Areas

Reliance adopts a holistic strategy to advance its R&D efforts, aligning with the demands of its existing and evolving businesses to improve operations and explore fresh avenues for growth and value. Through key partnerships with both local and global technology leaders, the Company enhances its intellectual capital and advances its innovation goals.



Circular Economy

Reliance elevated its commitment to circularity and consumer integration by scaling the chemical recycling technology to create specialised green products. This allows the Company to tap into high-value, high-potential customer segments in new value chains, reinforcing its commitment to sustainable, customer-centric solutions. Some of the key initiatives promoting circular economy include converting waste plastic pyrolysis oil to circular polymer, recycling waste plastic to make value-added products, recycling of waste tyres and polyester recycling.

Converting waste plastic pyrolysis oil (Py oil) to circular polymer: Reliance has embarked on an ambitious project to produce circular polymer from waste plastic Py oil at the Jamnagar DTA refinery. A total of 200 T waste plastic Py oil has been processed in FY 2023-24. The Company's Jamnagar refinery is the first in India to receive the ISCC-Plus certification. Reliance has successfully shipped its inaugural batch of ISCC-Plus-certified circular polymers, named CircuRepol™ (polypropylene) and CircuRelene™ (polyethylene).

Bio Innovations

Committed to harnessing the power of bio-based technologies, Reliance is integrating biological sciences, synthetic biology and bio-manufacturing expertise to pursue sustainable and transformative solutions for a brighter tomorrow. Some of the key bio-innovations that the Company is focusing on are:

Value added product from algal bio-refinery: Reliance's algal manufacturing expertise has been leveraged to develop a sustainable food alternate which will help in addressing the UN SDG of Zero Hunger. The Company has commissioned a pilot plant with a capacity of 50 TPA to produce alternate algal protein and other value-added products. FSSAI approval has been obtained for algal protein. Other value-added algal products include (i) feed ingredient with unique nutritional properties for improving animal health, (ii) nanocellulose, a novel biomaterial intended for wound care and personal care products and (iii) algal oil for personal care application.

Iron enrichment of vegan protein: Reliance is scaling up the process for producing bio-available vegan iron (R BAGI) and preparing to establish regulatory readiness aimed at iron-deficient anaemia, thus promoting health and well-being.

High-strength biomaterial spider silk protein: Spider silk, a biopolymer with excellent mechanical properties and biocompatibility, exhibits potential in personal care applications, particularly in preventing hair fall and promoting overall health and well-being.

Bioderived biodegradable plastics: Reliance is developing a scalable technology aimed at commercialising 100% bio-based, biodegradable and compostable PHA (polyhydroxyalkanoates) bioplastics.

Affordable and Clean Energy

Reliance's pursuit of affordable and clean energy is crucial in addressing the global challenges of climate change. During the year, the R&D team continued to focus on efforts such as Bio-CBM, Reliance Catalytic Hydrothermal Liquefaction and catalytic gasification of Biomass to Hydrogen (B2H). Additionally, Reliance has developed an in-house levelised cost of hydrogen (LCOH) model and is developing a process design package for large-scale green H2 production. The Company is also developing a dynamic simulation model for hydrogen compression and H2 retail stations. Reliance is also developing electrolyser membrane and purification catalysts.

Biomass gasifier: Reliance is developing concepts for biomass gasifiers to generate producer gas. This method allows the Company to use biomass at central and remote locations to supply piped producer gas to heaters located at widespread locations instead of conventional fuel.

Climate Change

Reliance is addressing climate change through innovative technologies and strategic initiatives such as co-gasification of biomass, development of Polybutylene Adipate Terephthalate (PBAT) based bio-compostable bag-on-roll for packaging, development of sulphur-based fertiliser and development of technology for CO_2 utilisation in construction materials.

Digital Services

In pursuit of developing innovative product and services at affordable prices, Jio has filed 1,687 patents till date, including 1,255 patents in FY 2023-24 alone. Jio Platforms and its subsidiaries were granted 144 patents in FY 2023-24, taking the cumulative count of patents granted till March 31, 2024 to 331. These patents span across domains including 6G, 5G, AI-LLM, AI- Deep Learning, Big Data, Devices, IoT and NB-IoT. Jio has successfully delivered this by leveraging India's local talent, forging partnerships with global industry leaders and building the ecosystem to support India's technological renaissance.

Democratising digital services

Jio's vision is to make digital services accessible to all. During the year, Jio launched the 'JioBharat' phone, the lowest priced, made-in-India internet-enabled phone with affordable and competitive monthly service plans. In pursuit of its mission to make AI accessible for everyone, everywhere, Jio launched the 'Jio Brain' in early 2024. Jio Brain is the world's first 5G integrated, industry-agnostic, machine learning (ML) platform that lets any enterprise institutionalise ML in day-to-day operations.

Co-creating innovative solutions

Jio has focused on collaborating with global digital leaders, to bring advanced products and services closer to Indian consumers. During the year, Jio partnered with Plume® to offer market-leading smart home and small business services to subscribers across India. It also partnered with SES, a global satellite content connectivity provider, for cutting-edge medium earth orbit satellite technology.

Ecosystem approach to innovation

Jio is spearheading India's digital revolution by creating essential infrastructure that unlocks widespread digital innovation. During the year, Jio and TM Forum inaugurated the first TM Forum Innovation Hub in Mumbai for accelerating the development of Generative AI and Large Language Model, along with Open Digital Architecture. Jio, in collaboration with NVIDIA, is planning to build a state-of-the-art cloud-based AI compute infrastructure to accelerate India's position as a growing force in AI.

Data Privacy and Cybersecurity

Reliance businesses follow the privacy-by-design and privacy-by-default approaches to ensure that personal data is processed ethically, securely, and legally. Reliance's cybersecurity strategy is aligned with business and marked to threat. A defence-in-depth approach is followed where multiple technology solutions and controls are deployed to improve resilience against diverse and evolving threats. Our O2C business is ISO 27001 certified, RBML is ISO 27001 as well as PCI DSS certified, and Retail is ISO 27001, ISO 27701 as well as PCI DSS certified. The Digital business's technology operations are ISO/IEC 27001 and ISO 27701 certified.

Way Forward

Reliance's journey towards becoming a leading global conglomerate is propelled by its substantial intellectual capital, enabling continuous innovation and expansion of its business reach and portfolio to meet evolving customer and societal needs. The Company recognises the importance of cutting-edge technology, products and services. Its emphasis on fostering innovation and research continues to promote circular economy, enhance resource efficiency and increase access to affordable and clean energy by leveraging emerging technologies.

Social and Relationship Capital

Building empowered communities by fostering collective prosperity

Integrated and aligned with national and global standards

Material Topics

- Community Development
- Customer Satisfaction
- Sustainable Supply Chain Management

BRSR Principles

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BRSR 2023-24

UN SDGs

1 NO POVERTY; 2 ZERO HUNGER; 3 GOOD HEALTH AND WELL-BEING; 4 QUALITY EDUCATION; 5 GENDER EQUALITY; 6 CLEAN WATER AND SANITATION; 8 DECENT WORK AND ECONOMIC GROWTH; 10 REDUCED INEQUALITIES; 11 SUSTAINABLE CITIES AND COMMUNITIES; 13 CLIMATE ACTION

₹1,592 Crore
CSR spending in FY2023-24

~76 Million
People reached cumulatively

Management Approach

Reliance recognises that strong social and relationship capital, woven from community development, customer satisfaction and responsible supply chain management, is vital for its long-term success. Guided by an overarching Corporate Social Responsibility Policy and Reliance Group Business Partner Code of Conduct, Reliance integrates the social fabric into its value chain. Fostering trust among communities ensures the social license to operate, enhancing brand reputation and customer loyalty.

Community Development

During FY 2023-24, Reliance Foundation continued to traverse the remarkable path of impacting millions across India. With a CSR spend of ₹ 1,592 Crore, the Foundation focused on initiatives such as strengthening climate resilience across India's rural communities, building a world-class sport ecosystem, developing talent at the grassroots, enhancing women's livelihoods through entrepreneurship and facilitating nature-based solutions for disaster risk reduction. For further details regarding the Company's CSR initiatives, please refer to the Reliance Corporate Social Responsibility Report 2023-24.

Customer Satisfaction

Recognised as one of the 'Five Cardinal Principles of Value Creation', customer satisfaction plays a crucial role in the Company's ambitious vision. The Company consistently seeks input through extensive customer satisfaction surveys for continuous improvement. Regular surveys of all products/services are conducted as part of a well-established Quality Management System.

Oil to Chemicals: Continuous Quest for Customer Value and Market Innovation

Reliance O2C is actively embracing circularity and consumer integration for customer-centric value creation. Scaling chemical recycling technologies yields application-specific green products, opening doors to high-value, high-potential customers within new value chains. The Company meticulously analyses the specific needs, pain points, affordability levels and supply chain constraints within each business.

Reliance Retail: Delivering Value, Engaging Consumers and Fostering Partnerships

The cornerstone of Reliance Retail's success is its dedication to the "4Cs" guiding principle:

Collaboration: Through its digitally enabled supply chain, the Company has partnered with lakhs of merchants, making them self-reliant and competitive.

Consumer Engagement: The Company continuously deepens its engagement with its existing customers while expanding its reach. By integrating online and offline channels, the Company serves across the length and breadth of the country.

Creativity: It continuously creates and innovates new products, formats and platforms to delight and serve its customers better.

Care: Resolving customer issues and shortening the transaction time have been prioritised to ensure the best possible experience for customers and employees alike.

Reliance Fashion and Lifestyle ensures a smooth customer experience with the mantra "Get Your Basics Right" enabled by initiatives such as Trial Room Champs to improve trial room experience, implementing display hygiene as per planogram and driving specialised initiatives focused on revamping customer journey at the billing counter. Periodic and focused training for the store staff and daily monitoring and faster complaint closure through the Reliance One Member Account (ROMA) application reduced the average turnaround time for complaint closure to 4.1 days for FY 2023-24. In addition, a retail National Operations Center (NOC) monitoring channel improved the customer service aspects. As a result of these initiatives, the Net Promoter Score (NPS) for Trends increased by 7 points.

The AJIO business also undertook various initiatives – reducing delivery Turnaround Time (TAT) by one day through partner management, enhancing chatbot capabilities to improve coverage of customer queries (expanding coverage to 85%), providing seamless customer care experience with a 99.5% answer rate of all the queries and revamping the customer journey to provide visibility of every step and improve return pickup speed. This led to an improvement of 11 points in NPS.

Driving Digital Transformation and Building Customer Loyalty

During the year, Reliance Jio was the operator of choice with industry-leading net subscriber additions of 42.4 Million and over 3x net port-ins compared to its nearest competitor. Jio continuously strives to offer next-generation connectivity and digital solutions to all Indians, which is reflected in its ahead-of-the-curve investment in rolling out 5G and fixed wireless solutions. With a vision to drive digital inclusivity in the country, Jio network is present in ~6,20,000 rural villages and covers over 99% of India's population.

Sustainable Supply Chain Management

Reliance's Business Partner Code of Conduct (BPCOC) outlines the fundamental principles expected of the Company's partners and emphasises integrity and compliance. The BPCOC also champions fair labour practices, prohibiting child labour, forced labour and discrimination, while promoting safe and healthy work environments. Additionally, the Company actively collaborates with external agencies to conduct third-party evaluations of high-spend suppliers to attain a comprehensive evaluation of their sustainability practices and alignment with RIL standards.

Sustainable Procurement Framework at Reliance O2C

Reliance has established the Sustainable Procurement Framework to drive environmental and social responsibility across the value chain. The Framework encompasses RIL's Vision, Guiding Principles, governing mechanism, Supplier Code of Conduct, collaborative approach with suppliers, capability building and sustainability metrics.

The Framework is drawn from the following guidance principles:

- Compliance with ESG Regulations and Reporting requirements
- Adherence to globally recognised standards, including ISO 45001, OSHAS 18001 (Occupational Health and Safety Management System) and other applicable standards
- Encouraging suppliers to reduce their environmental impact
- Maximising material circularity by exploring avenues toward the use of recycled packaging materials
- Provision of equal opportunities to local suppliers to create social impact in the geographies in which the Company operates

Reliance has also established a robust management programme to ensure effective implementation and ongoing monitoring of the Sustainable Procurement Programme, comprising a team of Sustainable Procurement Champions led by Programme Managers. The Company ensures the effectiveness of internal processes and Standard Operating Procedures (SOPs) through regular validation. The Company also collaborates with external agencies to provide objective and independent assessments of the Company's sustainability efforts.

Capacity Building and Supplier Collaboration

Reliance ensures regular engagement with suppliers through webinars, provides them with tools and resources and imparts specialised internal training sessions aimed at fostering a deep understanding of sustainability. Supplier on-site assessments are carried out during the empanelment of new suppliers. During FY 2023-24, 17 suppliers were assessed for empanelment by a cross-functional team of technical experts and 299 vendors were audited for quality inspection for critical high-quality equipment at their site before despatch. The Company also assesses suppliers through qualitative and quantitative surveys. In FY 2023-24, 2,255 suppliers delivering materials and services worth over ₹ 14,000 Crore were assessed. Basis the assessments, corrective actions and improvement plans were recommended to the suppliers.

Reliance is committed to supporting local communities and providing equal opportunities to MSMEs. During FY 2023-24, 185 marginalised local suppliers and 1,976 MSME vendors provided materials and services worth ₹ 35 Crore and ₹ 5,529 Crore, respectively. In addition, to support the local economy and sustainable supply chain, the Company sourced ₹ 5,450 Crore worth materials and services (by spend) from the local vicinity of Reliance sites.

Several initiatives are being pursued to meet the requirement for training internal stakeholders on sustainable programmes. Furthermore, the Supplier Code of Conduct has been revised to incorporate the key aspects of sustainable procurement and shared with all the suppliers for reconfirmation.

As part of its Sustainability Excellence Programme, Reliance is working with an independent third party, EcoVadis, for sustainability performance assessment of supply chain partners covering 21 parameters across four areas: environment, labour and human rights, ethics and sustainable procurement.

Fostering Partnerships at Reliance Retail

Empowering small businesses is crucial to Reliance Retail's success. The Company has digitally woven a web of support for lakhs of merchants, granting them access to resources, markets and the autonomy to thrive. The Company further strengthened this commitment by acquiring Metro India.

Supply Chain Sustainability at Jio

As a part of its commitment to decarbonise along the 1.5°C decarbonisation pathway, Reliance Jio has committed to reducing its Scope 3 emissions. With upstream emissions contributing to the majority of Reliance Jio's overall GHG footprint, suppliers play a key role in Reliance Jio's net zero journey. It is mandatory for suppliers to comply with the requirements of the Code to become preferred business partners. Reliance Jio has also instituted review and oversight mechanisms to monitor compliance with the Code in areas with elevated risks. Reliance Jio has engaged with EcoVadis to assess the ESG performance and GHG emissions of its suppliers.

Way Forward

Reliance's skilled workforce, a profound market understanding, in-house research capabilities and a data-driven culture position it at the forefront of innovation. They also serve as a global testament to its unwavering commitment to quality, customer-centricity and adaptability. Further, these qualities enable Reliance to undertake targeted initiatives that empower communities, improve access to education and healthcare, and foster sustainable livelihoods. The Company fulfils its responsibility as a corporate citizen by balancing progress and preservation to champion responsible sourcing and eco-friendly practices throughout the supply chain. Collaborating with partners to reduce environmental footprint, ensuring fair labour conditions and prioritising local suppliers will be integral to the Company's journey ahead. The Company aims to continue earning customer trust and affection through strategic investments, digital transformation and an unwavering focus on delivering exceptional experiences.

Independent Practitioner's Assurance Report on Identified Sustainability Information in Reliance Industries Limited's Integrated Annual Report

To the Board of Directors of RELIANCE INDUSTRIES LIMITED

1. We have undertaken to perform assurance engagement, for RELIANCE INDUSTRIES LIMITED (the "Company") vide our engagement letter dated February 25, 2024, in respect of the agreed Sustainability Information listed below (the "Identified Sustainability Information") in accordance with the criteria stated in paragraph 3 below. This Sustainability Information is included in the Integrated Annual Report (the "IAR" or the "Report") of the Company for the year ended March 31, 2024. This engagement was conducted by our multidisciplinary team including assurance practitioners, environment engineers and specialists.

2. Identified Sustainability Information

Our scope of reasonable and limited assurance consists of the Sustainability Information listed in Appendix I and Appendix II respectively to our report. The reporting boundary of the Report is disclosed in the 'Integrated Approach to Sustainable Growth' section in IAR with exceptions disclosed by way of note under respective disclosures, where applicable.

Our assurance engagement was with respect to the year ended March 31, 2024 information only and we have not performed any procedures with respect to earlier periods or any other elements included in the Report and, therefore, do not express any opinion/conclusion thereon.

3. Criteria

The Criteria used by the Company to prepare the Identified Sustainability Information is with reference to GRI Sustainability Reporting Standards, issued by the Global Reporting Initiative (the "GRI") referred to as the GRI Standards.

4. Management's Responsibility

The Company's management is responsible for the selection of operations, locations and its group companies forming part of the reporting boundary of the Sustainability Information included in the Report. Further, the Company's management is responsible for selecting or establishing suitable criteria for preparing the Sustainability Information, taking into account applicable laws and regulations, if any, related to reporting on the Sustainability Information, identification of key aspects, engagement with stakeholders, content, preparation and presentation of the Identified Sustainability Information in accordance with the Criteria. This responsibility includes design, implementation and maintenance of internal controls relevant to the preparation of the Report and the measurement of Identified Sustainability Information, which is free from material misstatement, whether due to fraud or error.

5. Inherent limitations

The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, measures and measurement techniques and can affect comparability between companies.

6. Our Independence and Quality Control

We have maintained our independence and confirm that we have met the requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") and have the required competencies and experience to conduct this assurance engagement.

We apply Standard on Quality Control ("SQC") 1, "Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements", and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

7. Our Responsibility

Our responsibility is to express a reasonable assurance opinion and limited assurance conclusion on the Identified Sustainability Information listed in Appendix I and Appendix II respectively based on the procedures we have performed and evidence we have obtained.

We conducted our engagement in accordance with the Standard on Sustainability Assurance Engagements (SSAE) 3000, "Assurance Engagements on Sustainability Information", and Standard on Assurance Engagements (SAE) 3410 Assurance Engagements on Greenhouse Gas Statements (together the "Standards"), both issued by the Sustainability Reporting Standards Board (the "SRSB") of the ICAI.

These standards require that we plan and perform our engagement to obtain reasonable assurance about whether the Identified Sustainability Information listed in Appendix I and included in the Report are prepared, in all material respects, in accordance with the Criteria; and obtain limited assurance about whether the Identified Sustainability Information listed in Appendix II and included in the Report is free from material misstatement.

As part of both reasonable and limited assurance engagement in accordance with the Standards, we exercise professional judgment and maintain professional skepticism throughout the engagement.

8. Reasonable Assurance

A reasonable assurance engagement involves identifying and assessing the risks of material misstatement of the Identified Sustainability Information whether due to fraud or error, responding to the assessed risks as necessary in the circumstances.

The procedures we performed were based on our professional judgment and included inquiries, observation of processes performed, inspection of documents, evaluating the appropriateness of quantification methods and reporting policies, analytical procedures and agreeing or reconciling with underlying records.

Given the circumstances of the engagement, in performing the procedures listed above, we:

- Obtained an understanding of the Identified Sustainability Information and related disclosures;
- Obtained an understanding of the assessment criteria and their suitability for the evaluation and/or measurements of the Identified Sustainability Information;
- Made inquiries of Company's management, including the sustainability team, the environment team, the energy team, the compliance team, the human resource team, amongst others and those with the responsibility for preparation of the Report;
- Obtained an understanding and performed an evaluation of the design of the key systems, processes and controls for recording, processing and reporting on the Identified Sustainability Information at the corporate office and at other plants/offices on a sample basis. This included evaluating the design of those controls relevant to the engagement and determining whether they have been implemented by performing procedures in addition to inquiry of the personnel responsible for the Identified Sustainability Information;
- Based on the above understanding and the risks that the Identified Sustainability Information may be materially misstated, determined the nature, timing and extent of further procedures;
- Tested the Company's process for collating the sustainability information through agreeing or reconciling the Identified Sustainability Information with the underlying records on a sample basis; and
- Tested the consolidation for various plants and offices on sample basis under the reporting boundary for ensuring the completeness of data being reported.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our reasonable assurance opinion.

9. Limited Assurance

A limited assurance engagement involves assessing the suitability in the circumstances of the Company's use of the Criteria as the basis for the preparation of the Identified Sustainability Information as listed in Appendix II, assessing the risks of material misstatement of the Identified Sustainability Information whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the Identified Sustainability Information.

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both the risk assessment procedures, including an understanding of internal controls, and the procedures performed in response to the assessed risks.

The procedures we performed were based on our professional judgment and included inquiries, observation of processes performed, inspection of documents and evaluating the appropriateness of reporting policies and agreeing with underlying records.

Given the circumstances of the engagement, in performing the procedures listed above, we:

- Obtained an understanding of the Identified Sustainability Information and related disclosures;
- Obtained an understanding of the assessment criteria and their suitability for the evaluation and/or measurements of the Identified Sustainability Information;
- Made inquiries of Company's management, including the sustainability team, the compliance team, the human resource team, amongst others and those with the responsibility for preparation of the Report;

- Obtained an understanding of the key systems and processes for recording, processing and reporting on the Identified Sustainability Information at the corporate office on a sample basis;
- Based on the above understanding and the risks that the Identified Sustainability Information may be materially misstated, determined the nature, timing and extent of further procedures; and
- Reviewed the Company's process for collating the sustainability information through agreeing or reconciling the Identified Sustainability Information with the underlying records on a sample basis.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.

10. Exclusions

Our assurance scope excludes the following and therefore we do not express opinion/conclusion on:

- Operations of the Company other than the Boundary covered in the Identified Sustainability Information listed in Appendix I and Appendix II;
- Aspects of the Report and the data/information (qualitative or quantitative) other than the Identified Sustainability Information; and
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

11. Other information

The Company's management is responsible for the other information. The other information comprises the information included within the IAR, other than Identified Sustainability Information and our independent assurance report dated July 29, 2024 thereon.

Our reasonable assurance opinion on the Identified Sustainability Information does not cover the other information and we do not express any form of assurance thereon.

In connection with our assurance engagement of the Identified Sustainability Information, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Identified Sustainability Information or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

12. Reasonable Assurance Opinion and Limited Assurance Conclusion

Reasonable Assurance Opinion

Based on the procedures we have performed and the evidence we have obtained, the Identified Sustainability Information for the year ended March 31, 2024 listed in Appendix I are prepared in all material respects, in accordance with the Criteria as stated in paragraph 3 above.

Limited Assurance Conclusion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Identified Sustainability Information listed in Appendix II and presented in the Report for year ended March 31, 2024 are not prepared, in all material respects, in accordance with the Criteria as stated in paragraph 3 above.

13. Other matter

Select indicators within the IAR of the Company for the year ended March 31, 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion/conclusion on August 4, 2023.

Our opinion/conclusion is not modified in respect of this matter.

14. Restriction on use

Our Reasonable Assurance report and Limited Assurance report has been prepared and addressed to the Board of Directors of the Company at the request of the Company solely, to assist the Company in reporting on Company's sustainability performance and activities. Accordingly, we accept no liability to anyone, other than the Company. Our Reasonable Assurance report and Limited Assurance report should not be used for any other purpose or by any person other than the addressees of our report. We neither accept nor assume any duty of care or liability for any other purpose or to any other party to whom our report is shown or into whose hands it may come without our prior consent in writing.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

Pratiq Shah
Partner

Membership No. 111850
UDIN: 24111850BKJLKE7740

Place: Mumbai
Date: July 29, 2024

Appendix I

Identified Sustainability Information subject to Reasonable Assurance

Sr. No	Reporting Standard Reference	Indicator Number	Boundary
GRI Standards Disclosures presented in Integrated Annual Report			
1	Energy consumption within the organization Total energy consumption (total electricity, total fuel) Total energy consumption from renewable sources and non-renewable sources	GRI 302-1	Oil to Chemicals (O2C) Entities^, Reliance Jio Infocomm Limited (RJIL) (Subsidiary)
2	Reduction in energy consumption	GRI 302-4	Oil to Chemicals (O2C) Entities^
3	Water withdrawal from all areas, including water stress areas by source: Surface water, Groundwater, Third-Party Water, Seawater/desalinated water, Others	GRI 303-3 (a, b, d)	Oil to Chemicals (O2C) Entities^
4	Water Discharge by destination: Surface water, Groundwater, Third-Party Water, Seawater/desalinated water, Others	GRI 303-4 (a, e)	Oil to Chemicals (O2C) Entities^
5	Water consumption and water recycled	GRI 303-5	Oil to Chemicals (O2C) Entities^
6	Direct (Scope 1) GHG emissions	GRI 305-1	Oil to Chemicals (O2C) Entities^, Reliance Jio Infocomm Limited (RJIL) (Subsidiary)
7	Energy indirect (Scope 2) GHG emissions	GRI 305-2	
8	Nitrogen oxides (NOx), sulfur oxides (SOx), Total Particulate Matter (TPM), and volatile organic compounds (VOCs)	GRI 305-7	Oil to Chemicals (O2C) Entities^
9	Waste diverted from disposal; total waste recovered through recycling, re-using or other recovery operations/ hazardous and non-hazardous waste diverted from disposal	GRI 306-4 (a, b, c)	Oil to Chemicals (O2C) Entities^
10	Waste directed to disposal – Incineration, landfilling and other disposal operations/ hazardous and non-hazardous waste disposed	GRI 306-5 (a, b, c)	Oil to Chemicals (O2C) Entities^, Reliance Jio Infocomm Limited (RJIL) (Subsidiary)
11	Quantity of flared and vented hydrocarbons	GRI 305-1	Oil to Chemicals (O2C) Entities^
12	Employees and their breakdown by gender and by region	GRI 2-7 (a)	Oil to Chemicals (O2C) Entities^, Reliance Jio Infocomm Limited (RJIL) (Subsidiary), Reliance Retail Limited RRL (Subsidiary), Reliance Projects & Property Management Services Limited (RPPMSL) (Subsidiary)
13	New employee hires and employee turnover	GRI-401-1	
14	Parental leave: Number of employees that took parental leave, by gender Total number of employees that returned to work in the reporting period after parental leave ended, by gender	GRI 401-3 (b, c)	
15	Total manhours of training (Average hours of training per year per employee)	GRI 404-1	
16	Diversity of governance bodies and employees	GRI 405-1	
17	Work related injuries: For all employees and workers – Number and rate of recordable work-related injuries (Lost Time Injury Frequency Rate (LTIFR)) Number of hours worked	GRI 403-9 (a-iii,v; b-iii,v)	Oil to Chemicals (O2C) Entities^, Reliance Jio Infocomm Limited (RJIL) (Subsidiary), Reliance Retail Limited RRL (Subsidiary), Reliance Projects & Property Management Services Limited (RPPMSL) (Subsidiary)

Appendix II

Identified Sustainability Information subject to Limited Assurance

Sr. No	Reporting Standard Reference	Indicator Number	Boundary
GRI Standards Disclosures presented in Integrated Annual Report			
1	Markets served	GRI 2-6	Oil to Chemicals (O2C) Entities^
2	Governance structure and Chair of highest governance body	GRI 2-9 GRI 2-11	
3	Mechanisms for advice and concerns about ethics	GRI 2-26	
4	Material topics	GRI 3	

Oil to Chemicals (O2C) Entities^ -

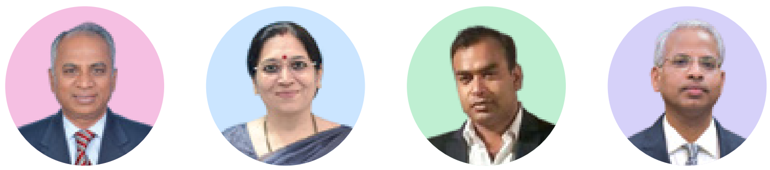
Reliance Industries Limited (RIL) – Standalone; its manufacturing plants/ refineries (Oil to Chemicals) and Oil and Gas (exploration and production) units in India; and its subsidiaries: Recron (Malaysia) Sdn. Bhd, RP Chemicals (Malaysia) Sdn. Bhd, Reliance BP Mobility Limited (RBML), Reliance Petro Marketing Limited and Reliance Corporate IT Park Services Limited.

Identified Sustainability Information for Recron (Malaysia) Sdn. Bhd, RP Chemicals (Malaysia) Sdn. Bhd is for the 12 months ended December 2023.

Between my past, the present and the future, there is one common factor: Relationship and Trust. This is the foundation of our growth.

Shri Dhirubhai H. Ambani

Founder Chairman



K. Sethuraman **Savithri Parekh** **Jyoti Jain** **Sridhar Kothandaraman**

Our Corporate Governance practices enable inclusive growth and help build sustainable societal value

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the report contains the details of Corporate Governance systems and processes at Reliance Industries Limited ("RIL" or "the Company").

Statement on Company's Philosophy on Code of Governance

Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are managed in a manner which ensures accountability, transparency and fairness in all transactions in the widest sense. The objective is to meet stakeholders' aspirations and societal expectations. We are committed to meet the aspirations of all our stakeholders. This is demonstrated in shareholder returns, high credit ratings, awards and recognitions, governance processes and an entrepreneurial performance focused work environment.

The demands of Corporate Governance require professionals to raise their competence and capability levels to meet the expectations in managing the enterprise and its resources effectively with the highest standards of ethics.

We have a defined policy framework for ethical conduct of businesses. We believe that any business conduct can be ethical only when it rests on the six core values viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

We believe, our governance standards must be globally benchmarked. Therefore, we have institutionalised the right building blocks for future growth. It is our endeavour to achieve higher standards and provide oversight and guidance to the management in strategy implementation, risk management and fulfilment of stated goals and objectives.

We believe, Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation. It is an upward-moving target that we collectively strive towards achieving. Our multiple initiatives towards maintaining the highest standards of governance are detailed in this Report.

Corporate Governance Structure, Policies and Practices

The Company has put in place an internal multi-tier governance structure with defined roles and responsibilities of every constituent of the system.

Ethics/Governance Policies

At RIL, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all the stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner.

Code of Conduct

The Company has in place a comprehensive Code of Conduct and Our Code (the "Codes") applicable to the Directors and employees. The Codes give guidance and reflect the core values of the Company viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

The Codes are available on the website of the Company. The Codes have been circulated to the Directors and Senior Management Personnel and its compliance is affirmed by them annually.

A declaration on confirmation of compliance of the Code of Conduct, signed by the Company's Chairman and Managing Director is attached to this Report.

Vigil Mechanism and Whistle-Blower Policy

The Company has a Vigil Mechanism and Whistle-Blower policy under which the employees are encouraged to report violations of applicable laws and regulations and the Code of Conduct – without fear of any retaliation. The reportable matters may be disclosed to the Ethics & Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report violations to the Chairman of the Audit Committee. There was no instance of denial of access to the Audit Committee.

The Vigil Mechanism and Whistle-Blower Policy is available on the website of the Company and can be accessed at https://www.ril.com/sites/default/files/2023-01/Vigil-Mechanism-and-Whistle-Blower-Policy.pdf.

Anti-Bribery and Anti-Corruption Policy

The Company is committed in doing business with integrity & transparency and has a zero-tolerance approach to non-compliance with the Anti-Bribery & Anti-Corruption Policy. The Company prohibits bribery, corruption and any form of improper payments/dealings in the conduct of business operations. Training/awareness programmes are conducted on periodical basis to sensitise employees.

The Anti-Bribery & Anti-Corruption Policy is available on the website of the Company and can be accessed at https://www.ril.com/sites/default/files/2023-12/RIL-Anti-bribery-and-Anti-corruption-Policy.pdf.

Corporate Governance Practices

RIL endeavours to continuously improve and adopt the best Corporate Governance codes and practices. Some of the implemented global governance norms and best practices include the following:

- Quarterly review by the Stakeholders' Relationship Committee of securities related filings with Stock Exchanges.
- Board committees for oversight on matters relating to risks, corporate social responsibility, business responsibility and sustainability reporting, environmental, social and governance etc.
- Executive Committees of senior management for continuous review of operational and financial risk mitigation measures and governance practices.
- Independent Internal Audit Function providing risk based assurance across all material areas of Group Risk and Compliance exposures.
- Quarterly secretarial compliance certification from an independent Company Secretary in whole-time practice.
- Assurance by an independent firm of Chartered Accountants on the functions of Registrar and Transfer Agent.
- Independent review of related party transactions by one of the Big4 accounting firms/Independent accounting firms for arm's length consideration and comparison with the benchmarks available for similar type of transactions.

RIL's Integrated Reporting

RIL published its maiden Integrated Annual Report in the FY 2016-17 aligned with the International Integrated Reporting Council's (IIRC) <IR> framework. RIL's Integrated Reporting is covered in Management Discussion and Analysis Report.

Board of Directors

The Company has defined guidelines and an established framework for the meetings of the Board and its Committees. These guidelines seek to systematise the decision-making process at the meetings of the Board and Committees in an informed and efficient manner.

Core Skills/Expertise/ Competencies available with the Board

The Board comprises qualified and experienced members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills/expertise/ competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Leadership/Operational experience
- Strategic Planning
- Industry Experience, Research & Development and Innovation
- Global Business
- Financial, Regulatory/Legal & Risk Management
- Corporate Governance

While all the Board members possess the skills identified, their area of core expertise is given in their respective profiles below:

Brief Profile of Directors

Brief profile of Directors of the Company including their category, shareholding in the Company, number of other Directorships including name of listed entities where he/she is a director alongwith the category of their directorships, committee positions held by them in other companies as a Member or Chairperson, areas of expertise and other details are given below:

		Directorship in other equity listed company(ies) and category of directorship*	Areas of Expertise
 **Mukesh D. Ambani**** Chairman and Managing Director (DIN: 00001695)	**Appointed:** April 1, 1977 **Shareholding*:** 80,52,020 equity shares **Other Directorship(s)*#:** 2 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **Adil Zainulbhai##** Independent Director (DIN: 06646490)	**Appointed:** June 18, 2014 **Shareholding*:** Nil **Other Directorship(s)*#:** 9 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** 7 – (including 5 as Chairman)	– Cipla Limited - Independent Director – Network18 Media & Investments Limited - Independent Director – TV18 Broadcast Limited – Independent Director – Larsen and Toubro Limited - Independent Director	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **Raminder Singh Gujral** Independent Director (DIN: 07175393)	**Appointed:** June 12, 2015 **Shareholding*:** 12,899 equity shares **Other Directorship(s)*#:** 3 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** 2 – (as Chairman)	– Adani Green Energy Limited - Independent Director	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **Dr. Shumeet Banerji** Independent Director (DIN: 02787784)	**Appointed:** July 21, 2017 **Shareholding*:** 14,400 equity shares **Other Directorship(s)*#:** 3 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **Arundhati Bhattacharya** Independent Director (DIN: 02011213)	**Appointed:** October 17, 2018 **Shareholding*:** 91 equity shares **Other Directorship(s)*#:** 2 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **His Excellency Yasir Othman H. Al Rumayyan** Independent Director (DIN: 09245977)	**Appointed:** July 19, 2021 **Shareholding*:** Nil **Other Directorship(s)*#:** Nil **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Global Business – Industry Experience, Research & Development and Innovation – Corporate Governance
 **K. V. Chowdary** Independent Director (w.e.f. July 21, 2022) (DIN: 08485334)	**Appointed:** October 18, 2019 **Shareholding*:** Nil **Other Directorship(s)*#:** 7 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** 5 – (including 1 as Chairman)	– CCL Products (India) Limited - Independent Director – Divi's Laboratories Limited - Independent Director – Tata Motors Limited - Independent Director – Anant Raj Limited - Independent Director	– Leadership/ Operational experience – Strategic Planning – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **K. V. Kamath** Independent Director (DIN: 00043501)	**Appointed:** January 20, 2023 **Shareholding*:** 4,849 equity shares **Other Directorship(s)*#:** 1 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	– Jio Financial Services Limited - Independent Director	– Leadership/ Operational experience – Strategic Planning – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **Isha M. Ambani@** Non-Executive Director (DIN: 06984175)	**Appointed:** October 27, 2023 **Shareholding*:** 80,52,021 equity shares **Other Directorship(s)*#:** 4 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	– Jio Financial Services Limited - Non-Executive Director	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Corporate Governance
 **Akash M. Ambani@** Non-Executive Director (DIN: 06984194)	**Appointed:** October 27, 2023 **Shareholding*:** 80,52,021 equity shares **Other Directorship(s)*#:** 3 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Corporate Governance
 **Anant M. Ambani@** Non-Executive Director (DIN: 07945702)	**Appointed:** October 27, 2023 **Shareholding*:** 80,52,021 equity shares **Other Directorship(s)*#:** 5 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Corporate Governance

		Directorship in other equity listed company(ies) and category of directorship*	Areas of Expertise
 **Nikhil R. Meswani** Executive Director (DIN: 00001620)	**Appointed:** June 26, 1986 **Shareholding*:** 35,80,529 equity shares **Other Directorship(s)*#:** 1 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** Nil	Nil	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **Hital R. Meswani** Executive Director (DIN: 00001623)	**Appointed:** August 04, 1995 **Shareholding*:** 34,38,688 equity shares **Other Directorship(s)*#:** 3 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** 1 – (as Chairman)	Nil	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance
 **P.M.S. Prasad** Executive Director (DIN: 00012144)	**Appointed:** August 21, 2009 **Shareholding*:** 6,40,000 equity shares **Other Directorship(s)*#:** 5 **Committee membership(s)/ chairmanship(s) in other company(ies)*^:** 4	– Network18 Media & Investments Limited - Non-Executive Director – TV18 Broadcast Limited - Non-Executive Director	– Leadership/ Operational experience – Strategic Planning – Industry Experience, Research & Development and Innovation – Global Business – Financial, Regulatory/Legal & Risk Management – Corporate Governance

** as on March 31, 2024*
*** Promoter Director*
 # excluding Directorship(s) in foreign companies and Section 8 companies under the Companies Act, 2013.
^ In accordance with Regulation 26 of the Listing Regulations.
ceased to be a director of the Company upon completion of his second term as an Independent Director on March 31, 2024.
@ assumed office as a Non-Executive Director of the Company on October 27, 2023.

 **Haigreve Khaitan$** Independent Director (DIN: 00005290)	**Appointed:** April 01, 2024		– Leadership/ Operational experience – Strategic Planning – Financial, Regulatory/Legal & Risk Management – Corporate Governance

$ appointed as an additional director, designated as an independent director of the Company w.e.f. April 1, 2024.

Notes:
a) Shri Mukesh D. Ambani is the father of Ms. Isha M. Ambani, Shri Akash M. Ambani and Shri Anant M. Ambani.
b) Shri Nikhil R. Meswani and Shri Hital R. Meswani are brothers and not related to Promoter Director.
c) None of the other Directors are related to any other Director on the Board.

The detailed profile of the Directors is available on the website of the Company.
The number of Directorship(s) and Committee Membership(s)/Chairmanship(s) of all Directors is/are within the respective limits prescribed under the Companies Act, 2013 and the Listing Regulations.

Board Independence

In the opinion of the Board, the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

Meeting of Independent Directors

The Company's Independent Directors met 3 (Three) times in the FY 2023-24. Such meetings were conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views.

Board Meetings and Attendance

Number of Board meetings and Attendance of Directors

During the FY 2023-24, 7 (Seven) Board meetings were held as against the statutory requirement of four meetings.

The details of Board meetings and attendance of Directors at these meetings and at last Annual General Meeting (AGM) are given below:

Name of the Director	Last AGM held on August 28, 2023	Board Meetings held on							% Attendance of Director
		April 21, 2023	July 21, 2023	August 28, 2023	October 27, 2023	January 19, 2024	February 28, 2024	March 22, 2024	
Mukesh D. Ambani	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
Adil Zainulbhai@	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes	85.71%
Raminder Singh Gujral	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
Dr. Shumeet Banerji	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	85.71%
Arundhati Bhattacharya	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
His Excellency Yasir Othman H. Al Rumayyan	Yes	No	Yes	Yes	Yes	Yes	No	Yes	71.43%
K. V. Chowdary	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
K. V. Kamath	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
Nita M. Ambani*	Yes	Yes	Yes	No	NA	NA	NA	NA	66.67%
Nikhil R. Meswani	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
Hital R. Meswani	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
P. M. S. Prasad	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
Pawan Kumar Kapil##	NA	Yes	NA	NA	NA	NA	NA	NA	100%
Isha M. Ambani**	NA	NA	NA	NA	Yes	Yes	Yes	Yes	100%
Akash M. Ambani**	NA	NA	NA	NA	Yes	Yes	Yes	Yes	100%
Anant M. Ambani**	NA	NA	NA	NA	Yes	Yes	Yes	Yes	100%
% Attendance	100%	92.31%	100%	91.67%	100%	92.86%	85.71%	100%	

@ ceased to be a director of the Company upon completion of his second term as an Independent Director on March 31, 2024.
** ceased to be a director of the Company w.e.f. end of business hours of August 28, 2023.*
*** assumed office as a Non-Executive Director of the Company on October 27, 2023.*
completed his 5-year term as a whole-time director of the Company, on May 15, 2023. Upon completion of his term, he also ceased to be a Director of the Company.

Board Familiarisation and Induction Programme

Details of familiarisation programmes for the Independent Directors are available on the website of the Company and can be accessed at https://www.ril.com/InvestorRelations/Downloads.aspx.

Board Compensation

The Company's Remuneration Policy for Directors, Key Managerial Personnel and Other Employees is available on the website of the Company and can be accessed at https://www.ril.com/sites/default/files/2023-01/Remuneration-Policy-for-Directors.pdf

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements. The remuneration policy is in consonance with existing industry practice.

Remuneration of the Executive Directors for the Financial Year 2023-24

(₹ in crore)

Name of the Director	Salary, Allowances and Perquisites	Retiral Benefits	Commission payable	Total	Stock Options
Mukesh D. Ambani		Nil			
Nikhil R. Meswani	7.59	0.44	17.28	25.31	-
Hital R. Meswani	7.70	0.44	17.28	25.42	-
P. M. S. Prasad	17.34#	0.59	-	17.93	-
Pawan Kumar Kapil*	0.45	0.02	-	0.47	-

 # includes performance linked incentives for the FY 2022-23 paid in the FY 2023-24

** completed his 5-year term as a whole-time director of the Company, on May 15, 2023. Upon completion of his term, he also ceased to be a Director of the Company. Performance linked incentives of ₹ 2.30 crore for FY 2022-23 paid in the FY 2023-24.*

The tenure of office of the Managing Director and Whole-time Directors is for 5 (five) years from their respective date of appointment and can be terminated by either party by giving three months' notice in writing. They are also eligible for re-appointment. There is no separate provision for payment of severance fees.

Remuneration of the Non-Executive Directors for the Financial Year 2023-24

(₹ in crore)

Name of the Director	Sitting Fee	Commission payable	Total
Adil Zainulbhai	0.31	2.25	2.56
Raminder Singh Gujral	0.30	2.25	2.55
Dr. Shumeet Banerji	0.22	2.25	2.47
Arundhati Bhattacharya	0.17	2.25	2.42
His Excellency Yasir Othman H. Al Rumayyan	0.05	2.25	2.30
K. V. Chowdary	0.41	2.25	2.66
K. V. Kamath	0.10	2.25	2.35
Nita M. Ambani*	0.02	0.92	0.94
Isha M. Ambani**	0.04	0.97	1.01
Akash M. Ambani**	0.04	0.97	1.01
Anant M. Ambani**	0.04	0.97	1.01
Total	**1.70**	**19.58**	**21.28**

** ceased to be a director of the Company w.e.f. end of business hours of August 28, 2023.*

*** assumed office as a Non-Executive Director of the Company on October 27, 2023.*

During the year, there were no other pecuniary relationships or transactions of Non-Executive Directors with the Company. The Company has not granted any stock options to its Non-Executive Directors.

Directors and Officers Insurance

In line with the requirements of Regulation 25(10) of the Listing Regulations, the Company has in place a Directors and Officers Liability Insurance policy.

Performance Evaluation Criteria for Directors

The Human Resources, Nomination and Remuneration Committee has devised the criteria for evaluation of the performance of the Directors including the Independent Directors. The said criteria specifies certain parameters like attendance, acquaintance with business, communication inter se between board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy, benchmarks established by global peers etc., which is in compliance with applicable laws, regulations and guidelines.

Board Committees

The Board has constituted seven main Committees, viz. Audit Committee, Human Resources, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility and Governance Committee, Risk Management Committee, Environmental, Social and Governance Committee and Finance Committee and is authorised to constitute other functional Committees, from time to time, depending on business needs. The recommendations of the Committees are submitted to the Board for approval. During the year, all the recommendations of the Committees were accepted by the Board.

Smt. Savithri Parekh, Company Secretary and Compliance Officer of the Company, is the Secretary to all the Committees constituted by the Board.

Procedure at Committee Meetings

The Company's guidelines relating to the Board meetings are applicable to the Committee meetings. The composition and terms of reference of all the Committees are in compliance with the Companies Act, 2013 and the Listing Regulations, as applicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its functioning. Minutes of the proceedings of Committee meetings are circulated to the respective Committee members and are also placed before the Board for its noting.

Audit Committee

Composition

Sr. No.	Name of the Director	Designation
1	Raminder Singh Gujral	Chairman
2	Adil Zainulbhai	Member
3	K. V. Chowdary	Member

Shri Adil Zainulbhai ceased to be a Director of the Company upon completion of his second term on March 31, 2024 and consequently ceased to be a member of the Committee. Shri Haigreve Khaitan has been appointed as a member of the Committee w.e.f. April 1, 2024.

All the members of the Audit Committee possess requisite qualifications.

Brief Terms of Reference

Terms of Reference of the Committee, inter alia, include the following:

- Recommend appointment, remuneration and terms of appointment of auditors, including cost auditors, of the Company.
- Approval of payment to statutory auditors, including cost auditors, for any other services rendered by them.
- Review with the management, the quarterly financial statements before submission to the Board for approval.
- Review and monitor the auditor's independence, performance and effectiveness of audit process.
- Approval or any subsequent modification of transactions with related parties of the Company.
- Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Review the functioning of the whistle-blower mechanism/oversee the vigil mechanism.
- Review financial statements, in particular the investments made by the Company's unlisted subsidiaries.

The detailed terms of reference of the Committee is available on the website of the Company.

Meeting and Attendance

14 (Fourteen) meetings of the Committee were held during the year, as against the statutory requirement of four meetings. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by			% Attendance at Meeting
	Raminder Singh Gujral	Adil Zainulbhai	K. V. Chowdary	
April 19, 2023	Yes	Yes	Yes	100%
April 21, 2023	Yes	Yes	Yes	100%
May 23, 2023	Yes	Yes	Yes	100%
July 20, 2023	Yes	Yes	Yes	100%
July 21, 2023	Yes	Yes	Yes	100%
August 18, 2023	Yes	Yes	Yes	100%
October 11, 2023	Yes	Yes	Yes	100%
October 27, 2023	Yes	Yes	Yes	100%
December 12, 2023	Yes	Yes	Yes	100%
January 12, 2024	Yes	Yes	Yes	100%
January 19, 2024	Yes	No	Yes	66.67%
February 28, 2024	Yes	Yes	Yes	100%
March 12, 2024	Yes	Yes	Yes	100%
March 22, 2024	Yes	Yes	Yes	100%
% Attendance	100%	92.86%	100%	

The representatives of Statutory Auditors are permanent invitees to the Audit Committee meetings held quarterly, to approve financial results. The representatives of Statutory Auditors, Executives from Accounts department, Finance department, Corporate Secretarial department and Internal Audit department attend the Audit Committee meetings.

The Lead Cost Auditor attends the Audit Committee meeting where cost audit report is discussed.

Human Resources, Nomination and Remuneration Committee

Composition

Sr. No.	Name of the Director	Designation
1	Adil Zainulbhai	Chairman
2	Raminder Singh Gujral	Member
3	Dr. Shumeet Banerji	Member
4	K. V. Chowdary	Member

Shri Adil Zainulbhai ceased to be a Director of the Company upon completion of his second term on March 31, 2024 and consequently ceased to be chairman and member of the Committee. Dr. Shumeet Banerji has been appointed as Chairman of the Committee w.e.f. April 1, 2024.

Brief Terms of Reference

Terms of Reference of the Committee *inter alia,* include the following:

- Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- Formulate the criteria for evaluation of performance of the Independent Directors and the Board of Directors.
- Devise a policy on Board Diversity.
- Identify persons who are qualified to become Directors and who may be appointed in senior management

in accordance with the criteria laid down and to recommend to the Board their appointment and / or removal.

- Specify the manner for effective evaluation of performance of Board, its Committees and Individual Directors to be carried out either by the Board, by the Human Resources, Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.
- Review Human Resource policies and overall human resources of the Company.

The detailed terms of reference of the Committee is available on the website of the Company.

Meeting and Attendance

6 (Six) meetings of the Committee were held during the year as against statutory requirement of one meeting. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by				% Attendance at Meeting
	Adil Zainulbhai	Raminder Singh Gujral	Dr. Shumeet Banerji	K. V. Chowdary	
April 20, 2023	Yes	Yes	Yes	Yes	100%
June 21, 2023	Yes	Yes	No	Yes	75%
July 21, 2023	Yes	Yes	Yes	Yes	100%
August 28, 2023	Yes	Yes	Yes	Yes	100%
October 18, 2023	Yes	Yes	Yes	Yes	100%
January 18, 2024	Yes	Yes	Yes	Yes	100%
% Attendance	100%	100%	83.33%	100%	

Risk Management Committee

Composition

Sr. No.	Name of the Member	Designation
1	Adil Zainulbhai	Chairman
2	Dr. Shumeet Banerji	Member
3	K. V. Chowdary	Member
4	Hital R. Meswani	Member
5	P. M. S. Prasad	Member
6	Srikanth Venkatachari	Member

Shri Alok Agarwal ceased to be a member of the Committee.

Shri Adil Zainulbhai ceased to be a Director of the Company upon completion of his second term on March 31, 2024 and consequently ceased to be chairman and member of the Committee. Shri Raminder Singh Gujral has been appointed as member and chairman of the Committee w.e.f. April 1, 2024.

Brief Terms of Reference

Terms of Reference of the Committee, *inter alia*, include the following:

- Frame Risk Management Plan and Policy.
- Oversee implementation/ Monitoring of Risk Management Plan and Policy.
- Periodically review and evaluate the Risk Management Policy and Practices with respect to risk assessment and risk management processes.
- Review of cyber security and related risks.

The detailed terms of reference of the Committee is available on the website of the Company.

Meeting and Attendance

4 (Four) meetings of the Committee were held during the year as against statutory requirement of two meetings. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of Meeting	Attended by							% Attendance at Meeting
	Adil Zainulbhai	Dr. Shumeet Banerji	K. V. Chowdary	Hital R. Meswani	P. M. S. Prasad	Alok Agarwal	Srikanth Venkatachari	
May 19, 2023	Yes	Yes	Yes	Yes	Yes	No	Yes	85.71%
July 18, 2023	Yes	Yes	Yes	Yes	Yes	No	Yes	85.71%
August 10, 2023	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%
November 28, 2023	Yes	Yes	Yes	Yes	Yes	Yes	No	85.71%
% Attendance	100%	100%	100%	100%	100%	50%	75%	

Corporate Social Responsibility & Governance Committee

Composition

Sr. No.	Name of the Director	Designation
1	Dr. Shumeet Banerji	Chairman
2	K. V. Chowdary	Member
3	Nikhil R. Meswani	Member

Terms of Reference

The terms of reference of the Committee is available on the website of the Company.

Meeting and Attendance

4 (Four) meetings of the Committee were held during the year. These meetings were held on April 19, 2023; July 19, 2023; October 18, 2023 and January 18, 2024.

Stakeholders' Relationship Committee

Composition

Sr. No.	Name of the Director	Designation
1	K. V. Chowdary	Chairman
2	Arundhati Bhattacharya	Member
3	Nikhil R. Meswani	Member
4	Hital R. Meswani	Member

Brief Terms of Reference

The terms of reference of the Committee is available on the website of the Company.

Meeting and Attendance

4 (Four) meetings of the Committee were held during the year as against statutory requirement of one meeting. These meetings were held on April 19, 2023; July 18, 2023; October 17, 2023 and January 12, 2024.

Investor Grievance Redressal

The number of complaints received and resolved to the satisfaction of investors during the financial year 2023-24 (with an investor base of ~34.63 lakh) and their break-up are as under:

Type of Complaints	No. of Complaints
Non-Receipt of Annual Reports	726
Non-Receipt of Dividend	286
Non-Receipt of Interest/ Redemption payments	3
Transfer of securities	919
Rights Issue related	12
Total	**1,946**

As on March 31, 2024, no complaints were outstanding.

The response time for attending to investors' correspondence during the financial year 2023-24 is as under:

Particulars	Number	%
Total number of correspondences received during the FY 2023-24	445,443	100.00
Replied within 1 to 4 days of receipt	444,404	99.77
Replied after 4 days of receipt but within prescribed timelines	1,039	0.23

Compliance Officer

Smt. Savithri Parekh, Company Secretary and Compliance Officer, is the Compliance Officer of the Company.

Environmental, Social and Governance Committee

Composition

Sr. No.	Name of the Director	Designation
1	Hital R. Meswani	Chairman
2	Arundhati Bhattacharya	Member
3	P. M. S. Prasad	Member

Shri Pawan Kumar Kapil completed his 5-year term as a whole-time director of the Company, on May 15, 2023. Upon completion of his term, he ceased to be a Director and member of the Environmental, Social and Governance Committee of the Company. He attended the meeting of the Committee held on April 18, 2023.

Terms of Reference

The terms of reference of the Committee is available on the website of the Company.

Meeting and Attendance

4 (Four) meetings of the Committee were held during the year. These meetings were held on April 18, 2023; July 18, 2023; November 16, 2023 and March 19, 2024.

Finance Committee

Composition

Sr. No.	Name of the Director	Designation
1	Mukesh D. Ambani	Chairman
2	Nikhil R. Meswani	Member
3	Hital R. Meswani	Member

Terms of Reference

The terms of reference of the Committee is available on the website of the Company.

Meeting Details

4 (Four) meetings of the Committee were held during the year. These meetings were held on May 24, 2023; November 3, 2023; November 9, 2023 and March 13, 2024.

Succession Planning

The Company believes that sound succession plan for the senior leadership is very important for creating a robust future for the Company. The Human Resources, Nomination and Remuneration Committee works along with the Human Resource team of the Company for a structured leadership succession plan.

Senior Management

Particulars of senior management:

Sr. No	Name of Senior Management Personnel ("SMP")	Designation
1	Shri Srikanth Venkatachari	Chief Financial Officer
2	Shri Harish Shah	President - Corporate Planning & Strategy
3	Shri L. V. Merchant	Group Controller
4	Smt. Savithri Parekh	Company Secretary and Compliance Officer
5	Shri Sanjiv Singh	Group President - Oil to Chemicals
6	Shri Srinivas Tuttagunta	COO Supply & Trading
7	Shri Avinash Kumar Verma	President Operations – Petchem
8	Shri B Narayan	Chief Procurement Officer
9	Shri Ashwani Prashara	CHRO Hydrocarbons Operations
10	Shri Mahesh Marve	Head of Technology
11	Shri Durga Dube	Executive Vice President and Head - Cyber Security and Information Risk Management

During the financial year, Shri Alok Agarwal ceased to be a senior management personnel

Framework for Monitoring Subsidiary Companies

The details of material subsidiaries, during the financial year 2023-24, are given below:

Name	Date of Incorporation	Place of Incorporation	Name of Statutory Auditors	Date of Appointment of Statutory Auditors
Jio Platforms Limited	November 15, 2019	India	Deloitte Haskins & Sells LLP/ Chaturvedi & Shah LLP	December 21, 2020
Reliance Jio Infocomm Limited	February 15, 2007	India	Deloitte Haskins & Sells LLP/ DTS & Associates LLP	September 26, 2019/ September 28, 2020
Reliance Retail Limited	June 29, 1999	India	DTS & Associates LLP	September 30, 2022
Reliance Retail Ventures Limited	December 13, 2006	India	Deloitte Haskins & Sells LLP	September 24, 2020
Reliance Global Energy Services (Singapore) Pte. Limited	August 12, 2008	Singapore	Deloitte and Touche LLP, Singapore	September 26, 2023
Reliance International Limited	June 16, 2021	Abu Dhabi	PKF Accountants & Business Advisers LLP	December 18, 2023

The composition and effectiveness of Boards of subsidiaries is reviewed by the Company periodically. A robust compliance management system covering all the subsidiaries is also in place.

The Company is in compliance with the provisions governing material subsidiaries. Copy of the Secretarial Audit Reports of Jio Platforms Limited, Reliance Jio Infocomm Limited, Reliance Retail Limited and Reliance Retail Ventures Limited forms part of this report. The Secretarial Audit Report of these material subsidiaries does not contain any qualification, reservation, adverse remark or disclaimer.

The Company's Policy for determining Material Subsidiaries is available on the website of the Company and can be accessed at https://www.ril.com/sites/default/files/2023-01/Material-Subsidiaries.pdf.

General Body Meetings

Annual General Meetings

The date, time and venue of the Annual General Meetings held during preceding three years and the special resolution(s) passed thereat, are as follows:

Date and Time	Special Resolution(s) Passed	Venue
August 28, 2023 02:00 p.m.	1. Re-appointment of Shri Mukesh D. Ambani as Managing Director 2. Re-appointment of Smt. Arundhati Bhattacharya as an Independent Director 3. Alteration of Articles of Association of the Company 4. Alteration of Objects Clause of the Memorandum of Association of the Company	Held through video conference/ other audio-visual means (Deemed venue - 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai – 400 021)
August 29, 2022 02:00 p.m.	1. Appointment of Shri K. V. Chowdary as an Independent Director 2. Alteration of Objects Clause of the Memorandum of Association of the Company	
June 24, 2021 02:00 p.m.	1. Re-appointment of Dr. Shumeet Banerji as an Independent Director	

Tribunal Convened Meeting

In accordance with the order dated March 27, 2023 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench, the Company convened meetings of its Equity Shareholders, Secured Creditors and Unsecured Creditors on May 2, 2023, to consider and approve, the Scheme of Arrangement between Reliance Industries Limited and its shareholders and creditors & Reliance Strategic Investments Limited and its shareholders and creditors.

Members and Creditors exercised their vote(s) by remote e-voting and e-voting at the meeting.

Voting results of the meetings are available on the website of the Stock Exchanges and the Company.

Resolution(s) passed through Postal Ballot

During the year, ordinary resolutions for appointment of Ms. Isha M. Ambani, Shri Akash M. Ambani and Shri Anant M. Ambani as Non-Executive Directors of the Company, were passed by members of the Company on October 26, 2023 through postal ballot. The resolutions were passed with more than requisite majority.

Procedure adopted for Postal Ballot

The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder, and MCA Circulars. Shri Anil Lohia, a Practising Chartered Accountant, (Membership No.: 031626), Partner, Dayal and Lohia, Chartered Accountants acted as Scrutiniser for conducting the Postal Ballot in a fair and transparent manner. The Scrutiniser submitted his report on October 27, 2023 after completion of scrutiny. Voting results are available on the website of the Stock Exchanges and the Company.

It is proposed to obtain approval of members of the Company, through Postal Ballot, by way of remote e-voting process for:

- Appointment of Shri Haigreve Khaitan (DIN: 00005290) as an Independent Director of the Company;
- Re-appointment of His Excellency Yasir Othman H. Al Rumayyan (DIN: 09245977) as an Independent Director of the Company;
- Re-appointment of Shri P.M.S. Prasad (DIN: 00012144) as a Whole-time Director designated as an Executive Director;
- Approval of Material Related Party Transactions of the Company; and
- Approval of Material Related Party Transactions of Subsidiaries of the Company.

The same shall be passed in compliance with the provisions of the Companies Act, 2013 and the Listing Regulations.

Means of Communication

Quarterly results: The Company's quarterly/half-yearly/annual financial results are sent to the Stock Exchanges and published in 'Indian Express', 'Financial Express' and 'Loksatta'. They are also available on the website of the Company.

News releases, presentations: Official news releases and official media releases are generally sent to Stock Exchanges and are also available on the website of the Company.

Presentations to institutional investors/analysts: Detailed presentations are made to institutional investors and financial analysts on the Company's quarterly, half-yearly as well as annual financial results and are sent to the Stock Exchanges. These presentations, video recordings and transcript of the meetings are available on the website of the Company.

Website: The Company's website (www.ril.com) contains a separate dedicated section 'Investor Relations' where shareholders' information is available.

Chairman's Communiqué: A copy of the Chairman's speech is sent to all the shareholders, whose e-mail addresses are registered with the Company/Depository Participants. The document is also available on the website of the Company.

Letters/e-mails/SMS to Investors: Apart from sending Annual Report, the Company has also addressed various investor-centric letters/e-mails/SMS to its shareholders during the year. This include reminders for claiming unclaimed/unpaid dividend from the Company; claiming shares lying in unclaimed suspense account with the Company; dematerialisation of shares, updating e-mail address, PAN, bank account details and Nomination details. The Company has sent Quarterly and Annual financial results of the Company filed with the Stock Exchanges to all the shareholders, whose e-mail addresses are registered with the Company/ Depository Participants.

In accordance with the SEBI Circulars the Company has sent letters, emails and SMS, to its shareholders intimating them to furnish valid PAN, Nomination, Contact details, Mobile Number, Specimen Signature, Bank Account details updated, for receiving dividend electronically with effect from April 01, 2024.

Chatbot: State of the art Chatbot application providing shareholders instant automated annual general meeting related query resolution was deployed.

SEBI Complaints Redress System (SCORES): Investor complaints are processed at Securities and Exchange Board of India ("SEBI") in a centralised web-based complaints redress system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports by concerned companies and online viewing by investors of actions taken on the complaints and their current status.

Shareholders' Feedback Survey: The Company takes feedback from shareholders on various matters relating to investor services and Annual Report for improvement in future.

General Shareholder Information

Annual General Meeting

August 29, 2024 at 02.00 P.M. IST through Video Conferencing/ Other Audio Visual Means as set out in the Notice convening the Annual General Meeting. Deemed venue of the meeting is 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai – 400 021.

Dividend Payment Date

Between August 29, 2024 and September 04, 2024 electronically to all the shareholders who have furnished bank account details to the Company/its Registrar and Transfer Agent/Depository Participant, as applicable.

Financial Year

April 1 to March 31

Financial Calendar

(Tentative) Results for the quarter ending

June 30, 2024 - Third week of July, 2024;
September 30, 2024 - Fourth week of October, 2024;
December 31, 2024 - Third week of January, 2025; and
March 31, 2025 - Fourth week of April, 2025.

Annual General Meeting – July/ August

Listing on Stock Exchanges

	Name of the stock exchanges	Address
Equity Shares ISIN: INE002A01018	– BSE Limited (BSE) Scrip Code – 500325	– Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
	– National Stock Exchange of India Limited (NSE) Trading Symbol – RELIANCE	– Exchange Plaza, C-1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051
Global Depository Receipts (GDRs)	– Luxembourg Stock Exchange	– 35A Boulevard Joseph II, L-1840, Luxembourg
Overseas Depository	– The Bank of New York Mellon Corporation	– 101, Barclay Street New York, NY 10286
Domestic Custodian	– ICICI Bank Limited	– Empire Complex, 1st Floor, 414, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400 013
Debentures	– BSE Limited (BSE)	– Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
	– National Stock Exchange of India Limited (NSE)	– Exchange Plaza, C-1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051
Bonds	– Singapore Exchange Limited	– 4 Shenton Way, #02-01 SGX Centre 2, Singapore 068807
	– Luxembourg Stock Exchange	– 35A Boulevard Joseph II, L-1840, Luxembourg
	– India International Exchange (IFSC) Limited (India Inx)	– 1st Floor, Unit No. 101, The Signature Building No. 13B, Road 1C, Zone 1, GIFT SEZ, GIFT CITY, Gandhinagar – 382 355
Commercial Papers	– BSE Limited	– Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Payment of Listing Fees

Annual listing fees for the FY 2024-25 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.

Fees Paid to the Statutory Auditors

Total fees, for all services, paid by the Company and its subsidiaries, on a consolidated basis, to Statutory Auditors of the Company and other firms in the network entity of which the Statutory Auditors are a part, during the year ended March 31, 2024, is ₹ 78.65 crore.

Credit Rating

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies. There has been no revision in credit ratings during the FY 2023-24. The details of the Credit Rating are mentioned in Management Discussion and Analysis Report.

Debenture Trustee

Axis Trustee Services Limited
The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg, Dadar (West), Mumbai – 400 028
Tel: +91-22-62300451, Fax: +91-22-62300700
E-mail: debenturetrustee@axistrustee.in; complaints@axistrustee.in, Website Address: www.axistrustee.in

Stock Market Price Data

Month	National Stock Exchange of India Limited (NSE)			BSE Limited (BSE)		
	High Price (₹)	Low Price (₹)	Volume (No.)	High Price (₹)	Low Price (₹)	Volume (No.)
April 2023	2,424.95	2,308.55	9,68,40,090	2,424.00	2,308.50	29,79,991
May 2023	2,537.70	2,413.05	10,08,69,573	2,537.45	2,413.35	28,44,256
June 2023	2,584.00	2,451.00	10,32,48,415	2,584.00	2,451.05	36,47,741
July 2023	2,856.00	2,469.30	19,84,24,710	2,855.00	2,469.55	89,78,788
August 2023	2,582.80	2,399.90	14,92,37,543	2,582.15	2,400.00	78,91,449
September 2023	2,483.00	2,325.00	15,85,16,918	2,489.70	2,325.65	73,58,764
October 2023	2,367.00	2,220.30	10,28,36,679	2,367.15	2,221.05	76,82,544
November 2023	2,411.95	2,275.20	10,35,67,402	2,411.75	2,275.25	1,01,68,137
December 2023	2,614.00	2,377.60	12,77,31,315	2,614.80	2,380.00	2,17,58,563
January 2024	2,919.95	2,568.95	13,29,79,070	2,917.95	2,568.30	77,53,399
February 2024	2,999.90	2,836.10	11,94,05,281	2,999.85	2,836.70	50,51,876
March 2024	3,024.90	2,825.80	11,30,97,499	3,024.80	2,826.90	50,44,754

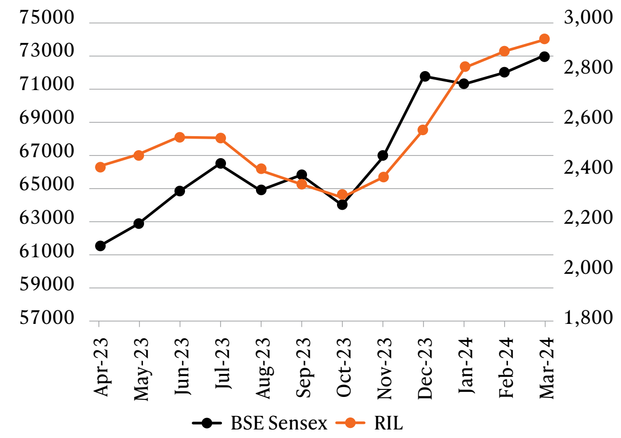
[Source: This information is compiled from the data available on the websites of BSE and NSE]

Share Price Performance in comparison to broad based indices – BSE Sensex and NSE Nifty as on March 31, 2024

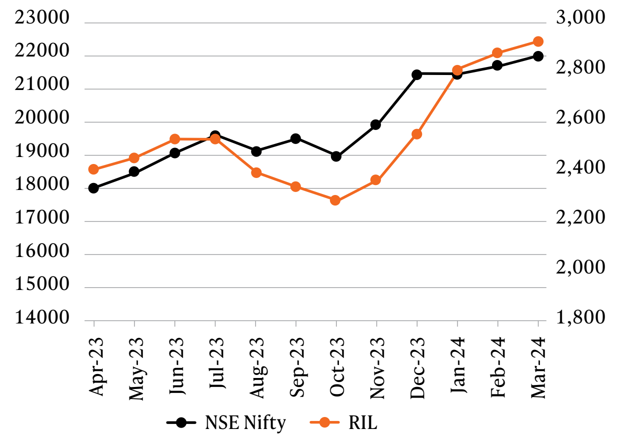
	RIL Share Performance on BSE	Sensex Performance	RIL Share Performance on NSE	NIFTY Performance
FY 2023-24	27.70%	24.85%	27.48%	28.61%
2 Years	13.02%	25.75%	12.79%	27.84%
3 Years	48.60%	48.76%	48.36%	51.98%
5 Years	118.39%	90.45%	117.99%	92.08%
10 Years	540.52%	229.00%	538.56%	233.03%

RIL's share price on BSE and NSE has been adjusted for the FY 2017-18 and earlier years, on account of issue of bonus shares in the FY 2017-18.

BSE Sensex vs RIL Share Price



NSE Nifty vs RIL Share Price



Registrar and Transfer Agent

KFin Technologies Limited
Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad – 500 032
Toll Free No.: 1800 309 4001 (From 9:00 a.m. to 6:00 p.m. on all working days)
E-mail: rilinvestor@kfintech.com,
Website: www.kfintech.com

Share Transfer System

As mandated by SEBI, securities of the Company can be transferred/ traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.

The Company has received a certificate from a Company Secretary in Practice, certifying that during the year, all certificates/Letters of confirmation for transfer (pursuant to Court order received from Custodian Government of India Account, The Special Court (Torts) Act, 1992), transmission, transposition, sub-division, consolidation, renewal, exchange and change/deletion of names of shareholders, were issued as required under Regulation 40(9) of the Listing Regulations. The said certificate was duly filed with the Stock Exchanges.

Shareholding Pattern as on March 31, 2024

Sr. No.	Category of Shareholder	Number of Shareholders	Total Number of Shares (Fully Paid-up)	Total Number of Shares (Partly Paid-up)	Total Number of Shares (Fully Paid-up & Partly Paid-up)	% of Total Number of Shares (A+B+C)
(A)	**Promoter and Promoter Group**					
(1)	Indian	47*	3,32,27,48,048	-	3,32,27,48,048	49.11%
(2)	Foreign	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group	**47***	**3,32,27,48,048**	**-**	**3,32,27,48,048**	**49.11%**
(B)	**Public Shareholding**					
(1)	Institutions	2,298	2,58,55,09,468	-	2,58,55,09,468	38.21%
(2)	Central Government/State Government(s)/President of India	75	76,87,594	-	76,87,594	0.12 %
(3)	Non-institutions	34,60,855	68,79,29,270	4,17,418	68,83,46,688	10.17%
	Total Public Shareholding	**34,63,228**	**3,28,11,26,332**	**4,17,418**	**3,28,15,43,750**	**48.50 %**
(C)	**Non-Promoter Non-Public**					
(1)	Shares held by Custodian(s) against which Depository Receipts have been issued	1	16,18,17,216	-	16,18,17,216	2.39%
	Total shares held by Non-Promoter Non-Public	**1**	**16,18,17,216**	**-**	**16,18,17,216**	**2.39%**
	Total (A) + (B) + (C)	**34,63,276**	**6,76,56,91,596**	**4,17,418**	**6,76,61,09,014**	**100%**

** As per information furnished by the Promoter and Promoter Group, there are 52 members forming part of Promoter and Promoter Group of the Company, of which 5 promoter group entities do not hold any shares.*

Dematerialisation of Shares

Mode of Holding	% of Total Shares
NSDL	96.00
CDSL	3.37
Physical	0.63
Total	**100.00**

Build-up of Equity Share Capital, category-wise shareholding, Dividend declared for the last 10 years, Bonus Issue of fully paid-up equity shares

The statement showing build-up of equity share capital, category-wise shareholding, dividend declared by the Company in the last 10 years, bonus issue of fully paid-up equity shares is available on the website of the Company and can be accessed at https://www.ril.com/sites/default/files/2024-07/Build-up-of-Equity-Share-Capital.pdf

Liquidity

The Company's equity shares are among the most liquid and actively traded shares on the Indian Stock Exchanges. RIL shares consistently rank among the top few frequently traded shares both in terms of the number of shares traded as well as value.

Relevant data for the average daily turnover of equity shares for the FY 2023-24 is given below:

Particulars	BSE	NSE	Total
Shares (Nos.)	3,70,570	61,25,018	64,95,588
Value (₹ in crore)	93.57	1,568.69	1,662.26

[Source: This information is compiled from the data available on the websites of BSE and NSE]

Outstanding Global Depository Receipts (GDRs)/ Warrants and Convertible Bonds, Conversion Date and Likely Impact on Equity

GDRs: Outstanding GDRs as on March 31, 2024 represent 16,18,17,216 equity shares constituting 2.39% of Company's paid-up equity share capital. Each GDR represents two underlying equity shares in the Company. GDR is not a specific time-bound instrument and can be surrendered at any time and converted into the underlying equity shares in the Company. The shares so released in favour of the investors upon surrender of GDRs can either be held by investors concerned in their name or sold in the Indian secondary markets for cash. To the extent of shares so sold in Indian markets, GDRs can be reissued under the available headroom.

There are no outstanding warrants or convertible bonds having any impact on equity.

RIL GDR Programme

The Global Depository Receipts of the Company are listed on Luxembourg Stock Exchange and are traded on the International Order Book (London Stock Exchange) and amongst qualified institutional investors on the over-the-counter market in the United States of America.

RIL GDRs are exempted securities under US Securities Law. RIL GDR programme has been established under Rule 144A and Regulation S of the US Securities Act, 1933. Reporting is done under the exempted route of Rule 12g3-2(b) under the US Securities Exchange Act, 1934.

Commodity Price Risks/ Foreign Exchange Risk and Hedging Activities

The Company has in place a robust risk management framework for identification and monitoring and mitigation of commodity price and foreign exchange risks. The risks are tracked and monitored on a regular basis and mitigation strategies are adopted in line with the risk management framework. For further details on the above risks, please refer the Enterprise Risk Management section of the Management Discussion and Analysis Report.

Risk Management Policy with Respect to Commodities Including Through Hedging

- **Commodities Exposure**
  The Company is exposed to price volatility on various Petroleum, Petrochemical and other Energy related commodities, as part of its business operations. Due to the dynamic markets, prices of such Commodities fluctuate and can result in Margin Risk. This policy prescribes the guidelines for hedging Commodities Price risks.
- **Hedging Policy**
  Exposures are identified and measured across the Company so that appropriate hedging can be done on a net basis. For commodities hedging, there exist Over The Counter (OTC) and exchange markets that offer financial instruments (derivatives), that enable managing the Price risk.

Strategic decisions regarding the timing and the usage of derivatives instruments such as Swaps/Futures/Options are taken based on various factors including market conditions, physical inventories, macro-economic situation. These decisions and execution are done in line with the Board approved Commodities Risk Management Framework. The Risk Management Committee has oversight on all hedging actions taken.

More details on Risk Management are covered under the Enterprise Risk Management section of the Management Discussion and Analysis Report.

Exposure of the Company to commodity risks, which are material is as under:

Commodity Name	Exposure towards the particular commodity (in ₹ crore)	Exposure in quantity terms towards the particular commodity (in 1000 Metric tonnes)	% of such exposure hedged through commodity derivatives				
			Domestic market		International market		
			OTC	Exchange	OTC	Exchange*	Total
Crude	3,22,745	71,424	-	-	0.18%	12.50%	12.68%
Middle Distillates	1,99,956	30,523	-	-	2.49%	17.50%	19.99%
Light Distillates	1,07,146	16,173	-	-	0.00%	9.15%	9.15%
Polymer	54,294	5,694	-	-	-	-	-
Petchem Intermediate	42,779	5,162	-	-	0.00%	0.00%	0.00%
Polyester	24,859	2,393	-	-	-	-	-
Total	**7,51,779**	**1,31,369**					

**Includes OTC transactions cleared through International Exchanges.*

Plant Locations in India

Oil to Chemicals	DTA Jamnagar Refinery	Jamnagar, Gujarat
	SEZ Jamnagar Refinery	
	Hazira Manufacturing Division	Surat, Gujarat
	Dahej Manufacturing Division	Bharuch, Gujarat
	Vadodara Manufacturing Division	Vadodara, Gujarat
	Patalganga Manufacturing Division	Raigad, Maharashtra
	Nagothane Manufacturing Division	
	Silvassa Manufacturing Division	Union Territory of Dadra and Nagar Haveli and Daman and Diu
	Barabanki Manufacturing Division	Barabanki, Uttar Pradesh
	Hoshiarpur Manufacturing Division	Hoshiarpur, Punjab
Oil & Gas	KG-D6	East Godavari, Andhra Pradesh
	Coal Based Methane	Shahdol, Madhya Pradesh
Composites	Vadodara Composites Division	Vadodara, Gujarat
Textiles	Naroda Manufacturing Division	Ahmedabad, Gujarat

Address for Correspondence

For shares held in physical form

KFin Technologies Limited
Selenium Tower B, Plot 31-32,
Gachibowli Financial District,
Nanakramguda, Hyderabad – 500 032
Toll Free No.: 1800 309 4001 (From 9:00 a.m. to 6:00 p.m. on all working days)
E-mail: rilinvestor@kfintech.com,
Website: www.kfintech.com

For shares held in demat form

Depository Participant(s) of the investor concerned and/or KFin Technologies Limited.

Any Query on the Annual Report

Smt. Savithri Parekh
Company Secretary and
Compliance Officer
Reliance Industries Limited
3rd Floor, Maker Chambers IV, 222,
Nariman Point,
Mumbai – 400 021
E-mail: investor.relations@ril.com;
rilagm@ril.com

Transfer of Unpaid/Unclaimed Amounts of dividend and Shares to Investor Education and Protection Fund

In accordance with the provisions of the Companies Act, 2013, during the year, the Company has:

a) credited ₹ 29.60 crore to Investor Education and Protection Fund (IEPF);

b) transferred 9,71,654 equity shares of ₹ 10/- each, to the credit of IEPF Authority.

The Company has uploaded on its website, the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2024.

Details of shares transferred to IEPF Authority during FY 2023-24 are also available on the website of the Company. The Company has also uploaded these details on the website of the IEPF Authority (www.iepf.gov.in).

The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owner claims the shares.

Last date to claim unclaimed/unpaid dividends before transfer to IEPF, for the financial year 2016-17 and thereafter, are as under:

Financial Year	Declaration Date	Date to claim before transfer to IEPF
2016-17	July 21, 2017	August 26, 2024
2017-18	July 5, 2018	August 4, 2025
2018-19	August 12, 2019	September 11, 2026
2019-20	July 15, 2020	August 14, 2027
2020-21	June 24, 2021	July 26, 2028
2021-22	August 29, 2022	September 30, 2029
2022-23	August 28, 2023	September 27, 2030

The procedure for claiming underlying shares and unpaid/unclaimed dividend from IEPF Authority is covered in the Shareholders' Referencer available on the website of the Company.

Further, in accordance with the IEPF Rules, the Board of Directors have appointed Smt. Savithri Parekh as Nodal Officer of the Company and Shri Vivin Mally as Deputy Nodal Officer of the Company for the purposes of verification of claims of shareholders pertaining to shares transferred to IEPF and/or refund of dividend from IEPF Authority and for coordination with IEPF Authority. The details of the Nodal Officer and Deputy Nodal Officer are available on the website of the Company.

Unclaimed amounts relating to interest and/or redemption proceeds of debentures issued by the Company

During the FY 2023-24, no claims were received by the Company from the debenture holders with respect to any amounts. No unclaimed amounts relating to interest and/or redemption proceeds of debentures is lying with the Company as on the date of this report.

Equity Shares in the Unclaimed Suspense Account

In terms of Regulation 39 of the Listing Regulations, details of the equity shares lying in the Unclaimed Suspense Account are as follows:

Particulars	No. of Shareholders (Phase-wise Transfers)	No. of Equity Shares
Aggregate number of shareholders and the outstanding shares in the Unclaimed Suspense Account lying as on April 1, 2023	61,371	57,88,946
Less: Number of shareholders who approached the Company for transfer of shares	2,002	2,78,370
Add: Number of shareholders and aggregate number of shares transferred to the Unclaimed Suspense Account during the year	-	-
Less: Number of shares transferred to IEPF Authority during the year	154	17,583
Aggregate number of shareholders and the outstanding shares in the Unclaimed Suspense Account lying as on March 31, 2024	59,215	54,92,993

The voting rights on the shares in the suspense account as on March 31, 2024 shall remain frozen till the rightful owner claims the shares.

Other Disclosures

Disclosure on materially significant related party transactions that may have potential conflict with the Company's interests at large

There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

The Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is available on the website of the Company and can be accessed at https://www.ril.com/sites/default/files/2023-01/Policy-on-Materiality-of-RPT.pdf.

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

During the FY 2023-24, contracts/arrangements/transactions were entered into with related parties in accordance with the policy of the Company on Materiality of Related Party Transactions and on dealing with Related Party Transactions. The Company has made full disclosure of transactions with the related parties as set out in Note 34 of Standalone Financial Statement, forming part of the Annual Report.

Details of non-compliance by the Company, penalties, strictures imposed on the Company by stock exchange or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years

(i) The Securities and Exchange Board of India (SEBI), on August 8, 2014 had passed an adjudication order on a show cause notice issued to the Company for alleged non-disclosure of the diluted Earnings per Share in the quarterly financial results for the quarters ended June 2007, September 2007, December 2007, March 2008, June 2008 and September 2008 and imposed monetary penalty of ₹ 13 crore. On an appeal by the Company, the Hon'ble Securities Appellate Tribunal set aside SEBI's order and remanded the matter for fresh consideration by SEBI. SEBI issued a fresh show cause notice dated April 5, 2016 in the matter alleging incorrect disclosure of the diluted Earnings per Share. The Company filed a reply to the show cause notice and attended the personal hearing on July 26, 2016. SEBI appointed new Adjudicating Officer (AO). The last hearing before the AO was held on November 22, 2018. Further details sought by AO were provided in December, 2018. After more than 2 years, the AO sent a letter dated March 19, 2021 granting an opportunity to the Company to make additional submissions and personal hearing in the matter. The Company filed additional submissions in the matter. The AO, vide his order dated September 20, 2021, disposed off the show cause notice without levy of any penalty.

(ii) On December 16, 2010, SEBI issued a show cause notice (SCN), inter alia to the Company (RIL) in connection with the trades by RIL in the stock exchanges in 2007 in the shares of Reliance Petroleum Limited, then a subsidiary of RIL. Hearings were held before the Whole Time Member (WTM) of SEBI in respect of the SCN. By an order dated March 24, 2017, the WTM passed the directions: (i) prohibiting inter alia RIL from dealing in equity derivatives in the 'Futures & Options' segment of stock exchanges, directly or indirectly, for a period of one year from the date of the order; and (ii) to RIL to disgorge an amount of ₹ 447.27 crore along with interest at the rate of 12% per annum from November 29, 2007 till the date of payment. In May 2017, RIL and the other noticees filed an appeal before the Securities Appellate Tribunal (SAT) against this order. SAT, by a majority order (2:1), dismissed the appeal on November 5, 2020 and directed RIL to pay the disgorged amount within sixty days from the date of the order. The appeal of RIL and other noticees has been admitted by the Hon'ble Supreme Court of India. By its order dated December 17, 2020, the Hon'ble Supreme Court of India directed RIL to deposit ₹ 250 crore in the Investors' Protection Fund, subject to the final result of the appeal and stayed the recovery of the balance, inclusive of interest, pending the appeal. RIL has complied with the order dated December 17, 2020 of the Hon'ble Supreme Court of India.

In the very same matter, on November 21, 2017, SEBI issued show cause notice, inter alia, to RIL, asking RIL to show cause as to why inquiry should not be held in terms of SEBI (Procedure for Holding Inquiry and Imposing

Penalties by Adjudicating Officer) Rules, 1995 and penalty not be imposed under the provisions of the Securities and Exchange Board of India Act, 1992. The Adjudicating Officer of SEBI passed an order on January 1, 2021 imposing a penalty of ₹ 25 crore on RIL. RIL paid the penalty under protest and filed an appeal before the SAT against this order. SAT has vide its order dated December 4, 2023 did not interfere with the order passed by the AO since the matter was already covered by its earlier decision dated November 5, 2020, which is in appeal by RIL before the Hon'ble Supreme Court. RIL has filed an appeal in Hon'ble Supreme Court against Order dated December 4, 2023 of the SAT.

(iii) The Company had issued debentures with convertible warrants in the year 1994 and allotted equity shares against the warrants in the year 2000. In this matter, SEBI had filed a complaint on July 16, 2020, inter alia against the Company before the Special Court, Mumbai, for taking cognisance of alleged offences under Regulations 3, 5 and 6 of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 1995 and section 77(2) and section 77A of Companies Act, 1956. The Special Court, Mumbai, vide order dated September 30, 2020, dismissed SEBI's complaint as barred by limitation. Against the said order of the Special Court, SEBI has filed a revision application before the Hon'ble High Court, Bombay and the same is pending.

(iv) On December 22, 2021, SEBI issued a show cause notice inter alia to RIL asking it to show cause as to why inquiry should not be held against it in terms of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 read with Section 15I of the Securities and Exchange Board of India Act, 1992 for alleged violation of Principle No. 4 under Schedule A – Principles for Fair Disclosure of UPSI read with Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 read with Regulation 30(11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The alleged violation, if established, will make RIL liable for monetary penalty (of not less than ₹ 1 lakh and which may extend to maximum of ₹ 1 crore) under Section 15HB of the SEBI Act, 1992. RIL filed a detailed reply to this show cause notice. The Adjudicating Officer of SEBI passed an order on June 20, 2022 imposing a penalty of ₹ 30 lakh. Appeal has been filed before the Securities Appellate Tribunal ("SAT") against this order. SAT has stayed the operation of the order dated June 20, 2022 and appeal is pending.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to provide a work environment which ensures that every employee is treated with dignity, respect and afforded equal treatment. Training/awareness programmes are conducted throughout the year to create sensitivity towards ensuring respectable workplace. Please refer Human Capital section of Management Discussion and Analysis Report, for more details.

Details of loans and advances in the nature of loans to firms/ companies in which directors are interested

The Company has not given any loans or advances to any firm/company in which its directors are interested.

Loans granted to subsidiaries are given in Notes to the Standalone Financial Statement.

Agreements relating to the Company

There are no agreements with any party which impact the management or control of the Company or impose any restriction or create any liability upon the Company.

Adoption of Mandatory and Discretionary Requirements

The Company has complied with all mandatory requirements of Regulation 34 of the Listing Regulations.

The Company has adopted the following discretionary requirements of the Listing Regulations:

Audit Qualification

The Company is in the regime of unmodified opinions on financial statements.

Reporting of Internal Auditor

The Internal Audit Department of the Company, co-sourced with professional firms of Chartered Accountants, reports directly to the Audit Committee.

The Company is in compliance with the corporate governance requirements specified in Regulations 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations.

Certificate on Compliance with Code of Conduct

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Conduct' and 'Our Code' in respect of the FY 2023-24.

Mukesh D. Ambani
Chairman and Managing Director

April 22, 2024
Mumbai

Certificate of Non-Disqualification of Directors

(pursuant to Regulation 34(3) read with Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To:
The Members
Reliance Industries Limited
3rd Floor, Maker Chambers IV, 222
Nariman Point, Mumbai 400 021
Maharashtra, India.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Reliance Industries Limited having CIN L17110MH1973PLC019786 and registered office at 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400 021, Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ended 31 March 2024, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in the Company	Sr. No.	Name of Director	DIN	Date of appointment in the Company
1.	Mukesh Dhirubhai Ambani	00001695	01.04.1977	9.	Nita Mukesh Ambani**	03115198	18.06.2014
2.	Adil Zainulbhai*	06646490	20.12.2013	10.	Isha Mukesh Ambani@	06984175	27.10.2023
3.	Raminder Singh Gujral	07175393	12.06.2015	11.	Akash Mukesh Ambani@	06984194	27.10.2023
4.	Shumeet Banerji	02787784	21.07.2017	12.	Anant Mukesh Ambani@	07945702	27.10.2023
5.	Arundhati Bhattacharya	02011213	17.10.2018	13.	Nikhil Rasiklal Meswani	00001620	26.06.1986
6.	Veerayya Chowdary Kosaraju	08485334	18.10.2019	14.	Hital Rasiklal Meswani	00001623	04.08.1995
7.	His Excellency Yasir Othman H. Al-Rumayyan	09245977	19.07.2021	15.	Madhusudana Sivaprasad Panda	00012144	21.08.2009
8.	Kundapur Kamath	00043501	20.01.2023	16.	Pawan Kumar Kapil#	02460200	16.05.2010

** ceased to be a director of the Company upon completion of his second term as Independent Director on 31 March 2024*
*** ceased to be a director of the Company w.e.f. end of business hours of 28 August 2023*
@ assumed office as a Non-executive Director of the Company on 27 October 2023
 # ceased to be a director of the Company upon completion of his term as a whole-time director on 15 May 2023

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these, based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Pune
Date: 22 April 2024

Dr. K. R. Chandratre
FCS No.: 1370, C. P. No.: 5144
UDIN: F001370F000213230
Peer Review Certificate No.: 1206/2021

CEO/CFO Certificate

Under Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
Reliance Industries Limited

1. We have reviewed financial statements and the cash flow statement of Reliance Industries Limited ("the Company") for the year ended March 31, 2024 and to the best of our knowledge and belief:
   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
   i. there are no significant changes in internal controls over financial reporting during the year;
   ii. there are no significant changes in accounting policies during the year; and
   iii. there are no instances of significant fraud of which we have become aware.

Srikanth Venkatachari
Chief Financial Officer

Mukesh D. Ambani
Chairman & Managing Director

Place: Mumbai

Date: April 22, 2024

Form No. MR-3
Secretarial Audit Report

For the financial year ended March 31, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Jio Platforms Limited
Office - 101, Saffron, Nr. Centre Point
Panchwati 5 Rasta, Ambawadi,
Ahmedabad - 380006

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by Jio Platforms Limited [CIN: U72900GJ2019PLC110816] (hereinafter called the 'Company') for the **financial year ended March 31, 2024** (hereinafter called the 'period under audit'). Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the Company's corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided to us including through permitted access to the Company's in-house portal as also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the period under audit, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the audit period according to the provisions of:

i. The Companies Act, 2013 ("the Act") and the Rules framed thereunder;

ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; and

iii. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investments;

iv. The Securities Contracts (Regulation) Act, 1956 and the Rules framed thereunder.

We have also examined compliance by the Company with the applicable clauses of the Secretarial Standard on Meetings of Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India which are mandatorily applicable to the Company.

During the period under audit, the Company has complied with the provisions of the Act, Rules, Regulations, Standards, etc. mentioned above.

During the period under audit, provisions of the following Acts, Rules and Regulations were not applicable to the Company:

i. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent they related to Foreign Direct Investment and External Commercial Borrowings;

ii. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992: -

   a) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with clients;

   b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; *

   e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

   f) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

   h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

   i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

   *The Company being a material subsidiary of Reliance Industries Limited ("RIL") as defined in Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, certain employees of the Company have been categorised as "Designated Persons" and are covered under the RIL's Code of Conduct framed under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

iii. The Company has not entered into any listing agreements with the stock exchanges.

We further report that -

The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under audit were carried out in compliance with the provisions of the Act.

Adequate notices were given to all directors of the Company as regards the schedule of the Meetings of the Board (including Meetings of its Committees), except where consent of the directors were received for scheduling meeting at a shorter notice. Agenda and detailed notes on agenda were also sent to all the directors of the Company at least seven days in advance, except where consent of directors were received for circulation of the Agenda and notes on Agenda at a shorter notice. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for ensuring meaningful participation by the directors at the meetings.

All decisions at the Meetings of the Board and its Committees were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

We further report that during the period under audit, no specific events/ actions which have a major bearing on the Company's affairs have taken place, in pursuance of the above referred laws, rules, regulations and standards except for the following:

1. The Board of Directors of the Company at their meeting held on 20th April, 2023, had approved investment in Accops Systems Private Limited, in one or more tranches, for an amount up to ₹ 516 crore.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
PR No. 637/2019

Date: 21/04/2024
Place: Mumbai

Kalidas Ramaswami
Partner
FCS: 2440/CP No. 22856
UDIN: F002440F000200176

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To,
The Members,
Jio Platforms Limited
Office - 101, Saffron, Nr. Centre Point
Panchwati 5 Rasta, Ambawadi
Ahmedabad - 380006

Re: Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions or corporate and other applicable laws, rules, regulations, standards, is the responsibility of management. Our examination was limited to the verification of procedures on test-check basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
PR No. 637/2019

Date: 21/04/2024
Place: Mumbai

Kalidas Ramaswami
Partner
FCS: 2440/CP No. 22856
UDIN: F002440F000200176

Form No. MR-3
Secretarial Audit Report

For the financial year ended March 31, 2024

[Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014]

To
The Members,
Reliance Jio Infocomm Limited,
Office – 101, Saffron, Nr. Centre Point
Panchwati 5 Rasta, Ambawadi,
Ahmedabad 380006.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Reliance Jio Infocomm Limited, (CIN: U72900GJ2007PLC105869)** (hereinafter called the 'Company') for the financial year ended March 31, 2024 ('period under audit'). Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the Company's corporate conducts/ statutory compliances and for expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained and provided to us including through access to the Company's in-house portal as also the information provided by the Company, its officers, agents and authorised representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the period under audit, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period under audit according to the provisions of:

I. The Companies Act, 2013 ("the Act") and the Rules made thereunder;
II. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
III. The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;
IV. The Foreign Exchange Management Act, 1999 and the Rules/Regulations made thereunder to the extent of Overseas Direct Investments and External Commercial Borrowings;
V. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
VI. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; As on March 31, 2024, 50,000 6.20% Unsecured Redeemable Non-Convertible Debentures of face value of ₹ 10 lakh each, aggregating to ₹ 5,000 crore, were listed for trading on BSE Limited and the National Stock Exchange of India Limited.
VII. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, including maintenance of a 'Structural Digital Database'.

We have also examined compliance by the Company with the applicable clauses of the Secretarial Standard on Meetings of Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and notified by Central Government under Section 118(10) of the Act which are mandatorily applicable to the Company.

During the period under audit, the Company has complied with the provisions of the Act, Rules, Regulations, Standards, as mentioned above.

We have also examined, on test-check basis, the relevant documents and records maintained by the Company according to the following laws applicable specifically to the Company:

1. The Indian Telegraph Act, 1885 & Indian Telegraph Right of Way Rules, 2016;
2. The Indian Wireless Telegraphy Act, 1933;
3. The Telecom Regulatory Authority of India Act, 1997;
4. The Information Technology Act, 2000
5. The Aadhaar and Other Laws (Amendment) Act, 2019

Based on such examination and having regard to the compliance system prevailing in the Company, we report that, the Company has complied with the provisions of the above laws during the period under audit.

During the period under audit, provisions of the following Acts, Rules and Regulations were not applicable to the Company:

1. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder with respect to Foreign Direct Investment.
2. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
   (a) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 relating to the Companies Act, 2013 and dealing with clients;
   (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
   (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

(f) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under audit were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors of the Company as regards the schedule of the meetings of the Board (including meetings of the Committees) except where consent of directors was received for holding the meeting at a shorter notice. Agenda and detailed notes on Agenda were also sent to all the directors of the Company at least seven days in advance, except in cases where consent of directors was received for circulation of the Agenda and notes on Agenda at a shorter notice. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meetings and for meaningful participation by the directors at the meetings.

All decisions at the meetings of the Board and the meetings of the Committees were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company, which are commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the period under audit, the following specific events/actions having major bearing on the Company's affairs have taken place in pursuance of the above referred laws, rules, regulations and standards:

i) The Company has raised External Commercial Borrowings by way of foreign currency syndicated term loans of up to US$ 2,976 Million, Euro 90.599 Million and JPY 86,736.6 Million.

ii) The Company had issued Commercial Papers ("CPs"), in one or more tranches, which were listed on the BSE Limited in accordance with the provisions of SEBI Operational Circular bearing no. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021. As on March 31, 2024, CPs amounting to ₹ 2,500 crore were outstanding.

iii) As per the recommendation made by the Board of Directors of the company, at their meeting held on April 21, 2023, the shareholders of the Company at their 16th Annual General Meeting of the company, held on September 26, 2023, have approved by special resolution an amendment in the Articles of Association of the company, through insertion of new Article 90A after the existing article 90.

For BNP & Associates
Company Secretaries
[Firm Reg No: P2014MH037400]
PR No: 637/2019

Date: April 22, 2024
Place: Mumbai

Kalidas Ramaswami
Partner
FCS: F2440/CP No. 22856
UDIN: F002440F000203291

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure - A

To
The Members,
Reliance Jio Infocomm Limited
Office - 101, Saffron, Nr. Centre Point
Panchwati 5 Rasta, Ambawadi
Ahmedabad, 380006

Re: Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management. Our responsibility is to express an opinion on the secretarial records based on our audit.
2. We have followed the audit practices and processes as were considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained Management representation about the compliance of laws, rules and regulations and happening of material events, etc.
5. The compliance of the provisions or corporate and other applicable laws, rules, regulations, standards, is the responsibility of the Management. Our examination was limited to the verification of procedures on test-check basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For BNP & Associates
Company Secretaries
[Firm Reg No: P2014MH037400]
PR No: 637/2019

Date: April 22, 2024
Place: Mumbai

Kalidas Ramaswami
Partner
FCS: F2440/CP No. 22856
UDIN: F002440F000203291

Secretarial Audit Report

For the financial year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

To
The Members
Reliance Retail Limited
3rd Floor, Court House
Lokmanya Tilak Marg
Dhobi Talao, Mumbai- 400 002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Reliance Retail Limited** having **CIN: U01100MH1999PLC120563** ('**the Company**'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Management's responsibility

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ('**CSAS**') prescribed by the Institute of Company Secretaries of India. These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

Basis for Opinion

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

Opinion

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided as scanned copies in physical or electronic mode or through permitted access to the Company's in-house portal and also the information provided by the Company, its officers and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 ('**the Audit Period**'), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Audit Period according to the provisions of:

i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder- **Not Applicable to the Company during the Audit Period**;

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment;

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **Not Applicable to the Company during the Audit Period**;

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **Not Applicable to the Company during the Audit Period**;

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- **Not Applicable to the Company during the Audit Period**;

   d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable to**

the Company during the Audit Period;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **Not Applicable to the Company during the Audit Period**;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable to the Company during the Audit Period**;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- **Not Applicable to the Company during the Audit Period**;

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company during the Audit Period**; and

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Not Applicable to the Company during the Audit Period**.

We have also examined compliance with:

i) Applicable Secretarial Standards issued by the Institute of Company Secretaries of India; and

ii) The Listing Agreements entered into by the Company with Stock Exchange(s) - **Not Applicable to the Company during the Audit Period**.

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that, the Company has identified the following laws as specifically applicable to the Company:

i) The Food Safety and Standards Act, 2006 and Rules;

ii) The Legal Metrology Act 2009 and Rules;

iii) State Agriculture Produce Marketing Act;

iv) The Bureau of Indian Standards Act, 2016;

v) The Trade Marks Act, 1999.

We further report that-

The Board of Directors of the Company was constituted comprising Executive Director, Non-Executive Directors including Woman Director and Independent Directors. There was no change in the composition of the Board of Directors during the Audit Period.

Adequate notice was given to all directors of the Company of the meetings of the Board (including meetings of the Committees), except where consent of directors was received for shorter notice. The agenda and detailed notes on agenda were sent at least seven days in advance for the Board and Committee meetings, except for the meetings which were convened at shorter notice with the consent of directors.

All decisions made at Board meetings and Committee meetings have unanimous consent of directors (excluding the directors who were concerned or interested in specific items) as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that the Company has devised a system which enables the directors to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the Audit Period, one extra-ordinary general meeting was convened and held, at shorter notice with the consent of the members, in due compliance with the applicable provisions of the Act.

We further report that having regard to the compliance system prevailing in the Company and as per explanations and management representations obtained and relied upon by us the Company has adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the Audit Period the Company has done the following transactions in due compliance with the applicable provisions of the Act:

1. Converted 80 crore-8.5% Non-Cumulative Optionally Convertible Preference Shares (‘OCPS’) of ₹ 10 each issued at premium of ₹ 40 per OCPS into 400 crore equity shares of ₹ 10 each aggregating ₹ 4000 crore;
2. Approved variation in the terms and conditions of redemption and conversion of 3,300 Compulsorily Convertible Debentures of face value of ₹ 10,00,000 each (“CCDs”).
3. Converted 3,300 CCDs into 33,00,00,000 9% Non-Cumulative Compulsorily Redeemable Preference Shares (‘RPS’) of ₹ 10 each aggregating ₹ 330 crore and thereafter the RPS were redeemed at par;
4. National Company Law Tribunal, Mumbai Bench vide its order dated January 05, 2024 approved reduction of equity share capital of the Company by ₹ 7,86,54,230 by cancelling and extinguishing 78,65,423 fully paid up equity shares held by shareholders other than Promoter, the holding Company of the Company;
5. Transferred supply chain assets of the Company to Reliance Logistics and Warehouse Holdings Limited, a fellow subsidiary of the Company for a consideration of up to ₹ 8,000 crore pursuant to Section 180(1) (a) of the Companies Act, 2013;
6. Borrowed funds from the holding company and banks pursuant to sections 179 and 180 of the Act.

For Shashikala Rao & Co.
Company Secretaries
ICSI Unique Code: P2010MH067400
PR 4740/2023

Shashikala Rao
Partner
FCS 3866 CP No 9482
UDIN F003866F000210853

Place: Mumbai
Date: April 22, 2024

Annexure to the Secretarial Audit Report

To,
The Members
Reliance Retail Limited

Our report of even date is to be read along with this letter:

1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and financial statements and disclosures made therein.
2. Wherever required, we have obtained a Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
3. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Shashikala Rao & Co.
Company Secretaries
ICSI Unique Code: P2010MH067400
PR 4740/2023

Shashikala Rao
Partner
FCS 3866 CP No 9482
UDIN F003866F000210853

Place: Mumbai
Date: April 22, 2024

Form No. MR-3
Secretarial Audit Report

For the financial year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

To,
The Members,
Reliance Retail Ventures Limited
CIN: U51909MH2006PLC166166
4th Floor, Court House,
Lokmanya Tilak Marg,
Dhobi Talao, Mumbai- 400 002

We have conducted the Secretarial Audit of the compliance with applicable statutory provisions and the adherence to good corporate practices by **Reliance Retail Ventures Limited** (hereinafter called the "**Company**") for the Financial Year ended **31st March, 2024**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and furnished to us through access to the Company's in-house portal and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March 2024**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2024** according to the provisions of:

i. The Companies Act, 2013 ('the Act') and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder - **Not Applicable as the Securities of the Company are not listed on any Stock Exchange**.

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings:- **Not Applicable to the extent of External Commercial Borrowings**;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') **are Not Applicable as the Securities of the Company are not listed on any Stock Exchange**;

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **except to the extent of being a promoter as defined, of a listed entity;**

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

   e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

   g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

   h. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

   i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

vi. Framework/Operational Circular for Issue and Listing of Commercial Papers issued by Securities and Exchange Board of India including amendments thereto.

The Management of the Company has confirmed that there are no laws identified which are specifically applicable to the Company.

We have also examined compliance with the applicable Standards/ Regulations of the following:

(i) Secretarial Standards with regard to Meeting of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with the Stock Exchanges: **Applicable to the extent of Commercial Papers listed during the period under review**.

During the period under audit, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors including a Woman Director and Independent Directors. No changes in the composition of the Board of Directors took place during the period under audit.
- Adequate notice is given to all Directors of the schedule of the Board Meetings (including Committees Meetings). Agenda and detailed notes on agenda were also sent atleast seven days in advance, except where consent of directors was received for circulation of the Agenda and notes on Agenda at a shorter notice. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation by the directors at the meeting.
- As recorded in the Minutes of Board/Committee Meetings, all decisions of the Board and Committees thereof were carried out unanimously.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary based on the certificates issued by functional heads and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place which commensurate with size and operations of the Company, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

We further report that during the financial year under audit, following were the event/actions which occurred, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc:

1. Pursuant to necessary approvals obtained from Audit Committee, the Board and the shareholders of the holding company and of the Audit Committee of the Company, the Board has passed a resolution on 22nd March 2024 to accord consent to enter into necessary agreements, to transfer mid-sized warehousing relating assets of the Company aggregating upto ₹ 3,000 crore to Reliance Logistics and Warehouse Holdings Limited, a subsidiary Company;
2. Members of the Company at the Extraordinary General Meeting held on 25th August 2023 have, pursuant to Section 186 of the Act, passed a Special Resolution and granted consent to the Board of Directors to make loans, investments and give guarantees upto ₹ 1,15,000 crore, outstanding at any point of time, over and above the limits prescribed in the aforesaid Section of the Act;
3. The Company has during the year under review issued and allotted 14,77,02,906 equity shares of ₹ 10/- each at a premium of ₹ 1,196.09/- per share aggregating to ₹ 17,814.29 crore on private placement basis to Reliance Industries Limited (the holding company) and three financial investors;
4. The Members at the Annual General Meeting held on 28th September 2023 and at the Extra-Ordinary General Meetings held on 10th October 2023 and 10th November 2023 respectively, have passed special resolutions to approve and adopt the restated Articles of Association, which were amended pursuant to shareholders' agreements entered into by the Company with the investors.

The Report is to be read with our letter of even date which is annexed as Annexure A hereto and forms an integral part of this report.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 5218/2023

Aparna Gadgil
Partner
ACS: 14713| COP No.: 8430
ICSI UDIN: A014713F000203286

22nd April, 2024 I Thane

Annexure A

To,
The Members,
Reliance Retail Ventures Limited
CIN: U51909MH2006PLC166166
4th Floor, Court House,
Lokmanya Tilak Marg,
Dhobi Talao, Mumbai- 400 002

Our Secretarial Audit Report for the financial year ended **31st March 2024** of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
4. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, we have obtained reasonable assurance about whether the statements prepared, documents or Records, in relation to Secretarial Audit, maintained by the Auditee, are free from misstatement.
6. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, etc

Disclaimer

7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 5218/2023

Aparna Gadgil
Partner
ACS: 14713| COP No.: 8430
ICSI UDIN: A014713F000203286

22nd April, 2024 I Thane

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Members of

Reliance Industries Limited

1. This certificate is issued in accordance with the terms of our engagement letter dated September 22, 2023.
2. We, Deloitte Haskins & Sells LLP, Chartered Accountants and Chaturvedi & Shah LLP, Chartered Accountants, the Statutory Auditors of Reliance Industries Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations). This report is required by the Company for annual submission to the stock exchange and to be sent to the Shareholders of the Company.

Managements' Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
8. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations.
9. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole

Opinion

10. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2024.

11. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Restriction on Use

12. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No. 102912
UDIN: 24102912BKEPFU3347

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAIY8639

Place: Mumbai
Date: April 22, 2024

Dear Members,

The Board of Directors present the Company's Forty-seventh Annual Report (Post-IPO) and the Company's audited financial statements for the financial year ended March 31, 2024.

Financial Results

The Company's financial performance (standalone and consolidated) for the year ended March 31, 2024 is summarised below:

	Standalone				Consolidated			
	2023-24		2022-23#		2023-24		2022-23	
	₹ crore	US$ million*	₹ crore	US$ million*	₹ crore	US$ million*	₹ crore	US$ million*
Profit Before Tax (Before Exceptional Items)	**55,273**	**6,627**	**54,118**	**6,586**	**1,04,727**	**12,556**	**94,046**	**11,445**
Current Tax	(10,922)	(1,310)	(6,186)	(753)	(13,590)	(1,629)	(8,398)	(1,022)
Deferred Tax	(2,309)	(277)	(4,930)	(600)	(12,117)	(1,453)	(11,978)	(1,458)
Profit from Continuing Operations (Before Exceptional Items)	**42,042**	**5,040**	**43,002**	**5,233**	**79,020**	**9,474**	**73,670**	**8,965**
Exceptional Items (net of tax)	-	-	-	-	-	-	-	-
Profit from Continuing Operations	**42,042**	**5,040**	**43,002**	**5,233**	**79,020**	**9,474**	**73,670**	**8,965**
Profit from Discontinued Operations (net of tax)	-	-	1,188	145	-	-	418	51
Profit for the Year	**42,042**	**5,040**	**44,190**	**5,378**	**79,020**	**9,474**	**74,088**	**9,016**
Net Profit attributable to Non-Controlling Interest	-	-	-	-	(9,399)	(1,127)	(7,386)	(899)
Net Profit Attributable to Owners of the Company	**42,042**	**5,040**	**44,190**	**5,378**	**69,621**	**8,347**	**66,702**	**8,117**
Balance in Retained Earnings	97,110	13,970	72,545	10,981	2,95,739	39,733	2,47,951	33,919
Pursuant to Scheme of Arrangement ^	-	-	(23,502)	(2,860)	-	-	(21,867)	(2,661)
Transferred to statement of Profit & Loss A/c ^	-	-	-	-	(818)	(98)	(790)	(96)
Fresh issue of equity by subsidiary ^	-	-	-	-	11,184	1,341	-	-
Sub-Total	**1,39,152**	**19,010**	**93,233**	**13,499**	**3,75,726**	**49,323**	**2,91,996**	**39,279**
Appropriations								
Transferred to General Reserve	(30,000)	(3,597)	-	-	(30,000)	(3,597)	-	-
Transferred to Statutory Reserve	-	-	-	-	-	-	(38)	(5)
Transferred to Debenture Redemption Reserve	-	-	-	-	-	-	(96)	(12)
Transferred (to)/from Special Economic Zone Reinvestment Reserve	150	18	8,960	1,090	150	18	8,960	1,090
Dividend on Equity Shares	(6,089)	(730)	(5,083)	(619)	(6,089)	(730)	(5,083)	(619)
Closing Balance	**1,03,213**	**14,701**	**97,110**	**13,970**	**3,39,787**	**45,014**	**2,95,739**	**39,733**

Figures in brackets represent deductions.
 # During the year, Hon'ble National Company Law Tribunal, Ahmedabad Bench and Mumbai Bench, sanctioned the Scheme of Arrangement between the Company and Reliance Projects & Property Management Services Limited ("RPPMSL"), inter alia, for demerger of Digital EPC & Infrastructure Undertaking of RPPMSL into the Company ("Scheme"). The Appointed Date for the Scheme was close of business hours of December 31, 2022 and the Effective Date was August 9, 2023. Consequently, the previous year standalone financial statement has been adjusted for giving effect to the Scheme.
** 1 US$ = ₹ 83.41 Exchange Rate as on March 31, 2024 (1 US$ = ₹ 82.17 as on March 31, 2023).*
^ Refer Note 15 of the Standalone and Consolidated Financial Statements.

Results of operations and the state of Company's affairs.

Highlights of the Company's financial performance for the year ended March 31, 2024 are as under:

Standalone

- Value of sales and services was ₹ 5,74,956 crore (US$ 68.9 billion)
- Exports for the year was ₹ 2,99,832 crore (US$ 35.9 billion)
- EBITDA for the year was ₹ 86,393 crore (US$ 10.4 billion)
- Cash Profit for the year was ₹ 62,041 crore (US$ 7.4 billion)
- Net Profit for the year was ₹ 42,042 crore (US$ 5.0 billion)

Consolidated

- Value of sales and services was ₹ 10,00,122 crore (US$ 119.9 billion)
- EBITDA for the year was ₹ 1,78,677 crore (US$ 21.4 billion)
- Cash Profit for the year was ₹ 1,41,969 crore (US$ 17.0 billion)
- Net Profit for the year was ₹ 79,020 crore (US$ 9.5 billion)

Dividend

The Board of Directors have recommended a dividend of ₹ 10/- (Rupees Ten only) per equity share of ₹ 10/- (Rupees Ten only) each fully paid-up of the Company (last year ₹ 9/- per equity share of ₹ 10/- each). Dividend is subject to approval of members at the ensuing Annual General Meeting and shall be subject to deduction of income tax at source.

The dividend recommended is in accordance with the Company's Dividend Distribution Policy. The said Policy is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/Dividend-Distribution-Policy.pdf

Details of material changes from the end of the financial year

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report. There has been no change in the nature of business of the Company.

Material events during the year under review

Financial Services Demerger Scheme

The Scheme of Arrangement between the Company and its shareholders and creditors & Reliance Strategic Investments Limited (presently known as Jio Financial Services Limited "JFSL") and its shareholders and creditors (Financial Services Demerger Scheme) became effective from July 1, 2023 and the Appointed Date was closing business hours of March 31, 2023. In accordance with the Financial Services Demerger Scheme, JFSL issued and allotted 1 (One) fully paid-up equity share of JFSL having face value of ₹ 10 (Rupees Ten) each for every 1 (One) fully paid-up equity share of ₹ 10 (Rupees Ten) each of the Company to the shareholders of the Company whose names were recorded in the register of members and/or records of the depository as on the Record Date i.e., July 20, 2023.

The equity shares of JFSL were admitted for trading on BSE Limited and National Stock Exchange of India Limited on August 21, 2023.

EPC Scheme

The Scheme of Arrangement between Reliance Projects & Property Management Services Limited (RPPMSL) and its shareholders and creditors & the Company and its shareholders and creditors (EPC Scheme) *inter alia*, for demerger of Digital EPC & Infrastructure undertaking of RPPMSL into the Company became effective from August 9, 2023 and the Appointed Date was close of business hours of December 31, 2022. The demerged undertaking of RPPMSL includes assets, liabilities and reserves of Reliance Infratel Limited, which was transferred and vested in RPPMSL through a Composite Scheme of Amalgamation, with effect from the Appointed Date of December 22, 2022.

Issue of Debentures on private placement basis

The Company has issued and allotted secured, redeemable, non-convertible debentures - PPD Series P aggregating ₹ 20,000 crore.

Partnership with Brookfield Infrastructure and Digital Realty for data center business in India

The Company has entered into a joint venture agreement with Brookfield Infrastructure and Digital Realty Trust, Inc. for developing data centers in India. The Company holds 33.33% stake in each of the five Indian SPVs formed in this regard for setting up new projects.

The joint venture (JV) will be well positioned to serve global and local enterprises, SMBs and the vibrant startups of India, for their cloud and colocation requirements as they move their compute resources on the cloud and off-premise.

Data centers developed by the JV will leverage Digital Realty's industry-leading energy-efficient data center platform design and operating procedures, highly-repeatable Pervasive Data Center Architecture (PDx®) approach and relationships with global customers, Brookfield's in-depth knowledge of the Indian infrastructure market, and the Company's massive digital ecosystem and very strong enterprise relationships with an existing client base of 80% of large named private enterprises in India.

Reliance and Disney – Strategic Joint Venture

The Company, Viacom 18 Media Private Limited (Viacom18) and The Walt Disney Company (Disney) announced the signing of binding definitive agreements to form a joint venture (JV) that will combine the businesses of Viacom18 and Star India Private Limited. The Company has agreed to invest at closing ₹ 11,500 crore (~US$ 1.4 billion) into the JV for its growth strategy.

The JV will be one of the leading TV and digital streaming platforms for entertainment and sports content in India, bringing together iconic media assets across entertainment (e.g. Colors, StarPlus, StarGOLD) and sports (e.g. Star Sports and Sports18) as well as access to highly anticipated events across television and digital platforms through JioCinema and Hotstar.

The Company will also purchase 13.01% equity stake (on a fully diluted basis) of Viacom18 from Paramount Global, thereby increasing the holding of the Company in Viacom18 to 70.49% (on a fully diluted basis). Upon completion of the steps, the JV will be controlled by the Company and owned 16.34% by the Company, 46.82% by Viacom18 and 36.84% by Disney.

Management Discussion and Analysis Report

Management Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is presented in a separate section, which forms part of this Annual Report.

Business operations/ performance of the Company and its major subsidiaries

Major developments and business performance of the Company and its major subsidiaries consolidated with the Company are given below:

Retail

Reliance Retail delivered resilient performance with another year of strong revenue growth and profit.

The business grew its store footprint across consumption baskets. Investments in boosting supply chain infrastructure and omni channel capabilities remained a priority as business continues to deepen its presence. Reliance Retail is amongst the most visited retailers in the world with over a billion customers walking into its stores through the year.

The business recorded a Gross Revenue of ₹ 3,06,848 crore for the year FY24 with a growth of 17.8% over last year. It continues its strong track record of profit growth registering an EBITDA of ₹ 23,082 crore, higher by 28.4% Y-o-Y. It also undertook an equity fund raise of ₹ 17,814 crore in FY24.

Digital Services

Digital Services achieved a revenue of ₹ 1,32,938 crore driven by industry leading subscriber growth in mobility and ramp-up of wireline services leading to better subscriber mix. Registered an EBITDA of ₹ 56,697 crore which was on account of higher revenue and consistent improvement in margins.

Jio has rolled out its True5G network across India, with over 108 million subscribers migrated to Jio's 5G network. JioAirFiber services are now being offered in ~5,900 cities/ towns, with further ramp-up towards pan India coverage. Jio introduced affordable international roaming and in-flight packs with bundled voice and data for seamless travel across USA, UAE and other Top 50 countries. In-flight packs are being offered in partnership with 22 airlines.

Media and Entertainment

Media business delivered one of the strongest performances, setting new operating and revenue benchmarks across verticals. Revenue from operations of the Network18 Group for the year was at ₹ 9,297 crore, up by 49.4% Y-o-Y, driven by strong growth across all segments. Sports was the biggest driver of revenue growth for Viacom18 while News revenue growth was driven by both TV network and Digital platforms. Moneycontrol Pro crossed 7.5 lakh paid subscribers, making it the #1 subscription-based digital news platform in India. During the year, Reliance, Viacom18 and The Walt Disney Company announced the signing of binding definitive agreements to form a joint venture that will combine the businesses of Viacom18 and Star India.

Merger of TV18 Broadcast and e-Eighteen.com (E18) with Network18 through a scheme of arrangement was also announced during the year consolidating TV and Digital news assets and Moneycontrol business in one listed company.

Oil to Chemicals

Revenue of Oil to Chemicals for FY24 was at ₹ 5,64,749 crore impacted on account of lower product price realisation following 13.5% Y-o-Y decline in average Brent crude oil prices. This was partially offset by higher volumes.

EBITDA for Oil to Chemicals for FY24 was at ₹ 62,393 crore with optimised feedstock sourcing, advantageous ethane cracking, and lower SAED impact, although the margin environment across transportation fuel and downstream chemicals remained weak through the year.

Oil & Gas (Exploration & Production)

Oil & Gas segment witnessed sharp improvement in Revenue by 48.0% on a Y-o-Y basis to ₹ 24,439 crore & EBITDA by 48.6% Y-o-Y to ₹ 20,191 crore mainly on account of higher gas and condensate production. This was partly offset by lower gas price realisation from KG-D6 and CBM Field. Post commissioning of MJ field, KG-D6 production has been ramped up to 30 MMSCMD, thereby contributing ~ 30% of India's gas production. Average production for the year from the three fields together is ~27 MMSCMD gas and ~18,000 bbls of oil and condensate. Development Plan for Additional Wells in R and Sat Cluster for incremental production approved by Government.

To augment and sustain production from CBM Block, a 40 multi-lateral well campaign is being executed to augment production – 13 wells completed and 10 under production ramp up. RIL also successfully contracted 0.9 MMSCMD of CBM from Shahdol at 12.67% of Brent + US$ 0.78 for 2 years.

Credit Rating

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies. The details of credit ratings are disclosed in the Management Discussion and Analysis Report, which forms part of this Annual Report.

Consolidated Financial Statement

In accordance with the provisions of the Companies Act, 2013 ("the Act") and the Listing Regulations read with Ind AS 110-Consolidated Financial Statements, Ind AS 28-Investments in Associates and Joint Ventures and Ind AS 31-Interests in Joint Ventures, the consolidated audited financial statement forms part of this Annual Report.

Subsidiary, Joint Venture and Associate companies

During the year under review, companies listed in **Annexure I** to this Report have become and/or ceased to be the subsidiary, joint venture or associate of the Company.

A statement providing details of performance and salient features of the financial statements of subsidiary, associate, joint venture companies, as per Section 129(3) of the Act, is provided as Annexure A to the consolidated audited financial statement and therefore not repeated in this Report to avoid duplication.

The audited financial statement including the consolidated financial statement of the Company and all other documents required to be attached thereto is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/reports/RIL-Integrated-Annual-Report-2023-24.pdf. The financial statements of the subsidiaries, are available on the Company's website and can be accessed at https://www.ril.com/investors/subsidiaries-associates/financial-statements-of-subsidiaries/financial-statements-of-subsidiaries-2023-24.

The Company has formulated a Policy for determining Material Subsidiaries. The said Policy is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/Material-Subsidiaries.pdf

During the year under review, Jio Platforms Limited, Reliance Jio Infocomm Limited, Reliance Retail Limited, Reliance Retail Ventures Limited, Reliance Global Energy Services (Singapore) Pte. Limited and Reliance International Limited were material subsidiaries of the Company as per the Listing Regulations.

Secretarial Standards

The Company has followed the applicable Secretarial Standards, with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Directors' Responsibility Statement

Your Directors state that:

a) in the preparation of the annual accounts for the year ended March 31, 2024, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;

b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit of the Company for the year ended on that date;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Directors have prepared the annual accounts on a going concern basis;

e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Corporate Governance

The Company is committed to maintain the highest standards of governance and has also implemented several best governance practices. The Corporate Governance Report as per the Listing Regulations forms part of this Annual Report. Certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Corporate Governance Report.

Business Responsibility & Sustainability Report

In accordance with the Listing Regulations, the Business Responsibility & Sustainability Report (BRSR) describes the performance of the Company on environmental, social and governance aspects. The disclosures on key performance indicators (KPIs) of BRSR Core and Independent Assurance Report on the identified sustainability information are available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/reports/BRSR202324.pdf.

Contracts or arrangements with related parties

During the year under review:

a) all contracts/arrangements/transactions entered by the Company with related parties were in the ordinary course of business and on arm's length basis.

b) contracts/arrangements/transactions which were material, were entered into with related parties in accordance with the policy of the Company on Materiality of Related Party Transactions and on dealing with Related Party Transactions.

Details of contracts/arrangements/transactions with related party which are required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 are provided in **Annexure II** to this Report.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/Policy-on-Materiality-of-RPT.pdf

There were no materially significant related party transactions which could have potential conflict with the interests of the Company at large.

Members may refer to Note 34 of the Standalone Financial Statement which sets out Related Parties Disclosures pursuant to Ind AS.

Corporate Social Responsibility (CSR)

The CSR activities undertaken through the year reflect the approach 'Reliance for All - Growth for All, Care for All, Access for All'. These CSR initiatives of the Company, under the leadership of Smt. Nita M. Ambani, Founder Chairperson, Reliance Foundation, have touched the lives of more than 76 million people, over 55,500 villages and several urban locations across India since 2010.

Through 2023-24, the Company has been scaling up its efforts to enhance impact on communities across different spheres of agriculture, entrepreneurship, education, sports and technology adoption. As per the CSR Policy, the Company stepped up on its endeavours to bring positive momentum on the lives of the people and enable an inclusive approach through initiatives in the areas of Rural Transformation, Health, Education, Sports for Development, Women Empowerment, Disaster Management, Arts, Culture & Heritage and Environment. The three core commitments of Scale, Impact and Sustainability, with a focus on environment, forms the bedrock of the Company's philosophy on CSR initiatives.

The Company through its various CSR initiatives, has aligned with various national priority initiatives including the Gram Uday Se Bharat Uday Abhiyan, Unnat Bharat Abhiyan, Swachh Bharat Abhiyan, POSHAN Abhiyan, Jal Shakti Abhiyan, Sabki Yojana Sabka Vikas, Skill India Mission, NIPUN Bharat Mission, Digital India and Doubling Farmers' Income.

The CSR initiatives of the Company have won several awards including the US-India Strategic Partnership Forum 2023 Global Leadership Award, for Philanthropy and CSR, conferred on Reliance Foundation Founder Chairperson - Smt. Nita M. Ambani. She was also awarded the "Sports Leader of the Year - Female" award for exemplary leadership in driving India's sports story. The Company also won Best Corporate Promoting Sports in India; Golden Peacock Award; Gold at the prestigious MarCom Awards 2023; Business World – 7th Edition Healthcare Excellence Awards 2024 given to Sir H. N. Reliance Foundation Hospital for Institutional Excellence among others.

The CSR Policy is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/CSR-Policy.pdf. During the year under review, there has been no change in the said Policy.

During the year under review, the Company has spent ₹ 900 crore (2.14% of the average net profits of the immediately preceding three financial years) towards identified and approved CSR initiatives covered under Schedule VII to the Act, directly/through implementing agencies. The progress and impact through the CSR initiatives reaffirm Reliance's commitment of 'We Care'; contributing to India's national priorities and building a hopeful future for all.

The Annual Report on CSR activities including summary of Impact Assessment Report is annexed and marked as **Annexure III** to this Report.

Risk Management

The Company has a structured Group Risk Management Framework, designed to identify, assess and mitigate risks appropriately. The Risk Management Committee has been entrusted with the responsibility to assist the Board in:

a) overseeing the Company's enterprise wide risk management framework;

b) ensuring that all material Strategic and Commercial risks including Cybersecurity, Safety and Operations, Compliance, Control and Financial risks have been identified and assessed; and

c) ensuring that all adequate risk mitigation measures are in place to address these risks.

Further details on the risk management activities including the implementation of risk management policy, key risks identified and their mitigations are covered in Management Discussion and Analysis Report, which forms part of this Annual Report.

Internal Financial Controls

The key internal financial controls have been documented, automated wherever possible and embedded in the respective business processes.

Assurance to the Board on the effectiveness of internal financial controls is obtained through Three Lines of Defence which include:

a) Management reviews and self-assessment;

b) Continuous controls monitoring by functional experts; and

c) Independent design and operational testing by the Group Internal Audit function.

The Company believes that these systems provide reasonable assurance that the Company's internal financial controls are adequate and are operating effectively as intended.

Directors and Key Managerial Personnel

In accordance with the provisions of the Act and the Articles of Association of the Company, Shri Hital R. Meswani and Shri P.M.S. Prasad, Directors of the Company, retire by rotation at the ensuing Annual General Meeting. The Board of Directors of the Company, based on the recommendation of the Human Resources, Nomination and Remuneration (HRNR) Committee, have recommended their re-appointment.

Smt. Nita M. Ambani resigned from the Board of the Company with effect from end of business hours of August 28, 2023 to devote her energies and time to guide and enable Reliance Foundation, of which she is the Founder Chairperson, to make even greater impact for India. The Board appreciated the work done by her in Reliance Foundation and expressed its deepest gratitude for the valuable contributions during her tenure on the Board of the Company.

The Board of Directors of the Company, based on the recommendation of the HRNR Committee, recommended appointment of Ms. Isha M. Ambani, Shri Akash M. Ambani and Shri Anant M. Ambani as non-executive directors of the Company and the shareholders of the Company approved their appointment on October 26, 2023. Ms. Isha M. Ambani, Shri Akash M. Ambani and Shri Anant M. Ambani assumed office as non-executive directors of the Company on October 27, 2023.

Shri Adil Zainulbhai, independent director of the Company, ceased to be a director of the Company upon completion of his second term on March 31, 2024. The Board places on record its sincere thanks for guidance and support provided during his tenure, which immensely benefitted the Company and the Group.

The Board of Directors of the Company, based on the recommendation of the HRNR Committee, appointed Shri Haigreve Khaitan as an additional director, designated as an independent director of the Company with effect from April 1, 2024. The term of his appointment as an independent director will be for a period of 5 (five) years and the appointment is subject to approval of the shareholders. In the opinion of the Board, Shri Haigreve Khaitan possess requisite expertise, integrity, experience and proficiency.

The Company has received declarations from all the Independent Directors of the Company confirming that:

a) they meet the criteria of independence prescribed under the Act and the Listing Regulations; and

b) they have registered their names in the Independent Directors' Databank.

The Company has devised, *inter alia*, the following policies viz.:

a) Policy for selection of Directors and determining Directors' independence; and

b) Remuneration Policy for Directors, Key Managerial Personnel and other employees.

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the HRNR Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, while considering their appointment as independent directors of the Company. The said Policy also provides for the factors in evaluating the suitability of individual board members with diverse background and experience that are relevant for the Company's operations. There has been no change in the policy during the year under review. The said policy is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/Policy-for-Selection-of-Directors.pdf

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements. The remuneration policy is in consonance with existing industry practice. There has been no change in the policy during the year under review. The said policy is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/Remuneration-Policy-for-Directors.pdf

Performance Evaluation

The Company has a policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which includes criteria for performance evaluation of Non-Executive Directors and Executive Directors.

In accordance with the manner of evaluation specified by the HRNR Committee, the Board carried out annual performance evaluation of the Board, its Committees and Individual Directors. The Independent Directors carried out annual performance evaluation of the Chairman, the non-independent directors and the Board as a whole. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board based on the report of evaluation received from the respective Committees.

A consolidated report was shared with the Chairman of the Board for his review and giving feedback to each Director.

Employees' Stock Option Scheme

The HRNR Committee, through RIL ESOS 2017 Trust *inter alia* administers and monitors Reliance Industries Limited Employees' Stock Option Scheme 2017 (ESOS-2017).

The ESOS-2017 is in line with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SBEB Regulations). The details as required to be disclosed under the SBEB Regulations are available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/reports/esos_2017_disclosure.pdf.

Auditors and Auditors' Report

Auditors

Deloitte Haskins & Sells LLP, Chartered Accountants and Chaturvedi & Shah LLP, Chartered Accountants, were appointed as the Auditors of the Company for a term of 5 (five) consecutive years, at the 45th Annual General Meeting (Post-IPO) held on August 29, 2022. The Auditors have confirmed that they are not disqualified from continuing as the Auditors of the Company.

The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer. The Notes to the financial statements referred in the Auditors' Report are self-explanatory and do not call for any further comments.

Cost Auditors

The Board has appointed the following Cost Accountants as Cost Auditors for conducting the audit of cost records of various products and services of the Company, for the financial year 2024-25:

i. Textiles Business – Kiran J. Mehta & Co.;

ii. Chemicals Business – Diwanji & Co., K.G. Goyal & Associates, V.J. Talati & Co., Suresh D. Shenoy, Shome & Banerjee, Dilip M. Malkar & Co. and V. Kumar & Associates;

iii. Polyester Business – Kiran J. Mehta & Co., Dilip M. Malkar & Co. and V. Kumar & Associates;

iv. Electricity Generation – Diwanji & Co. and K. G. Goyal & Associates;

v. Petroleum Business – Suresh D. Shenoy;

vi. Oil & Gas Business – V.J. Talati & Co. and Shome & Banerjee;

vii. Gasification (for petroleum activities) - Suresh D. Shenoy;

viii. Composites – Kiran J. Mehta & Co.; and

ix. Telecommunications - Shome & Banerjee.

Shome & Banerjee, Cost Accountants, have been nominated as the Company's Lead Cost Auditor.

In accordance with the provisions of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, the Company has maintained cost records.

Secretarial Auditor

The Board has appointed Dr. K.R. Chandratre, Practising Company Secretary, to conduct Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2024 is annexed and marked as **Annexure IV** to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Disclosures

Meetings of the Board

Seven meetings of the Board of Directors were held during the year. The particulars of the meetings held and attendance of each Director are detailed in the Corporate Governance Report.

Audit Committee

Shri Adil Zainulbhai, independent director of the Company, ceased to be a director of the Company upon completion of his second term on March 31, 2024 and consequently ceased to be a member of the Audit Committee. The Audit Committee presently comprises Shri Raminder Singh Gujral (Chairman), Shri K. V. Chowdary and Shri Haigreve Khaitan. All the recommendations made by the Audit Committee were accepted by the Board.

Human Resources, Nomination and Remuneration (HRNR) Committee

Shri Adil Zainulbhai ceased to be the Chairman and a member of the HRNR Committee upon completion of his second term as an independent director. The HRNR Committee presently comprises Dr. Shumeet Banerji (Chairman), Shri Raminder Singh Gujral and Shri K. V. Chowdary.

Corporate Social Responsibility and Governance (CSR&G) Committee

The CSR&G Committee comprises Dr. Shumeet Banerji (Chairman), Shri Nikhil R. Meswani and Shri K. V. Chowdary.

Environmental, Social and Governance (ESG) Committee

The ESG Committee comprises Shri Hital R. Meswani (Chairman), Shri P.M.S. Prasad and Smt. Arundhati Bhattacharya.

Stakeholders' Relationship (SR) Committee

The SR Committee comprises Shri K. V. Chowdary (Chairman), Smt. Arundhati Bhattacharya, Shri Nikhil R. Meswani and Shri Hital R. Meswani.

Risk Management (RM) Committee

During the year, Shri Alok Agarwal ceased to be a member of the RM Committee. Shri Adil Zainulbhai also ceased to be the Chairman and a member of the RM Committee upon completion of his second term as an independent director.
The RM Committee presently comprises Shri Raminder Singh Gujral (Chairman), Dr. Shumeet Banerji, Shri Hital R. Meswani, Shri P.M.S. Prasad, Shri K. V. Chowdary and Shri Srikanth Venkatachari.

Vigil Mechanism and Whistle-blower Policy

The Company has established a robust Vigil Mechanism and Whistle-blower Policy in accordance with the provisions of the Act and the Listing Regulations. Ethics & Compliance Task Force (ECTF) comprising Executive Director, General Counsel, Group Controller and Company Secretary has been established, which oversees and monitors the implementation of ethical business practices in the Company. ECTF evaluates incidents of suspected or actual violations of the Code of Conduct and reports them to the Audit Committee every quarter.

Employees and other stakeholders are required to report actual or suspected violations of applicable laws and regulations and the Code of Conduct. Such genuine concerns (termed Reportable Matter) disclosed as per Policy are called "Protected Disclosures" and can be raised by a Whistle-blower through an e-mail or dedicated telephone line or a letter to the ECTF or to the Chairman of the Audit Committee. The Vigil Mechanism and Whistle-blower Policy is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/2023-01/Vigil-Mechanism-and-Whistle-Blower-Policy.pdf.

Prevention of sexual harassment at workplace

In accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (POSH Act) and the Rules made thereunder, the Company has in place a policy which mandates no tolerance against any conduct amounting to sexual harassment of women at workplace. The Company has constituted Internal Complaints Committee(s) (ICCs) to redress and resolve any complaints arising under the POSH Act. Training/awareness programme are conducted throughout the year to create sensitivity towards ensuring a respectable workplace.

Particulars of loans, investments, guarantees and securities

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security provided is proposed to be utilised by the recipient are disclosed in the Standalone Financial Statement (Please refer Note 2, 3, 7, 10, 34 and 40 to the Standalone Financial Statement).

Conservation of energy, technology absorption, foreign exchange earnings and outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in **Annexure V** to this Report.

Annual Return

The Annual Return of the Company as on March 31, 2024 is available on the Company's website and can be accessed at https://www.ril.com/sites/default/files/reports/AnnualReturn-2023-24.pdf.

Particulars of employees and related disclosures

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules, forms part of this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to rilagm@ril.com.

General

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Details relating to deposits covered under Chapter V of the Act.
- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company, except for the grant of options under Employees' Stock Options Scheme referred to in this Report.
- Neither the Managing Director nor the Whole-time Directors of the Company receive any salary or commission from any of the subsidiaries of the Company.
- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- No fraud has been reported by the Auditors to the Audit Committee or the Board.
- There has been no change in the nature of business of the Company.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of one time settlement with any Bank or Financial Institution.

Acknowledgement

The Board places on record its deep sense of appreciation for the committed services by all the employees of the Company. The Board would also like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, government and regulatory authorities, stock exchanges, customers, vendors, members, debenture holders and debenture trustee during the year under review.

For and on behalf of the Board of Directors

Mukesh D. Ambani
Chairman and Managing Director
Mumbai, April 22, 2024

Annexure I

Companies/bodies corporate which became/ceased to be subsidiary, joint venture or associate as per the provisions of the Companies Act, 2013:

1. Companies/bodies corporate which became subsidiary during the financial year 2023-24:

Sr. No.	Name of the Company/Body Corporate
1.	Accops System FZ-LLC
2.	Accops Systems Private Limited
3.	Reliance Luxe Beauty Limited (Formerly known as Arvind Beauty Brands Retail Limited)
4.	Bismi Connect Limited (Formerly known as Bismi Connect Private Limited)
5.	Bismi Hypermart Limited (Formerly known as Bismi Hypermart Private Limited)
6.	Columbus Centre Corporation (Cayman)
7.	Columbus Centre Holding Company LLC
8.	Crystalline Silica and Mining Limited
9.	Eternalia Media Private Limited
10.	Ethane Coral LLC
11.	Ethane Diamond LLC
12.	Ethane Jade LLC
13.	ICD Columbus Centre Hotel LLC
14.	Indiawin Sports USA Inc.
15.	IPCO Holdings LLP
16.	IW Columbus Centre LLC
17.	Jio Infrastructure Management Services Limited
18.	KIKO Cosmetics Retail Private Limited
19.	Lotus Chocolate Company Limited
20.	Metro Cash and Carry India Private Limited
21.	Mimosa Networks Bilişim Teknolojileri Limited Şirketi
22.	Mimosa Networks, Inc.
23.	New York Hotel, LLC
24.	Reliance Electrolyser Manufacturing Limited
25.	Reliance Green Hydrogen and Green Chemicals Limited
26.	Reliance New Power Electronics Limited
27.	Soubhagya Confectionery Private Limited
28.	Thodupuzha Retail Private Limited
29.	Vengara Retail Private Limited

2. Companies/bodies corporate which ceased to be subsidiary during the financial year 2023-24:

Sr. No.	Name of the Company/Body Corporate
1.	Intelligent Supply Chain Infrastructure Management Private Limited
2.	JD International Pte Ltd^
3.	Reliance Eagleford Upstream Holding LP[$]
4.	Reliance Infratel Limited[#]
5.	Reliance Jio Media Limited[$$]
6.	Reliance SMSL Limited[#]
7.	Saavn, LLC[@]
8.	Saavn Holdings, LLC^^
9.	skyTran Israel Ltd*

^ liquidated

[$] merged with Reliance Marcellus LLC

[#] Amalgamated with Reliance Projects & Property Management Services Limited

[$$] Ceased to be a subsidiary pursuant to the Scheme of Amalgamation of Reliance Jio Media Limited with Reliance Corporate IT Park Limited and their respective shareholders and creditors (the Scheme). The Appointed Date of the Scheme was opening business hours of 1st April, 2023.

[@] merged with Saavn Holdings, LLC

^^ merged with Saavn Media Limited

** Liquidated, certificate of liquidation is awaited*

3. Companies/bodies corporate which became joint venture or associate during the financial year 2023-24:

Sr. No.	Name of the Company/Body Corporate
1.	BAM DLR Data Center Services Private Limited
2.	BAM DLR Chennai Private Limited
3.	BAM DLR Kolkata Private Limited
4.	BAM DLR Mumbai Private Limited
5.	BAM DLR Network Services Private Limited

4. Companies/bodies corporate which ceased to be joint venture or associate during the financial year 2023-24: Nil

For and on behalf of the Board of Directors

Mukesh D. Ambani
Chairman and Managing Director
Mumbai, April 22, 2024

Annexure II
Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. **Details of contracts or arrangements or transactions not at arm's length basis**: Not Applicable
2. **Details of material contracts or arrangement or transactions at arm's length basis**:
   a) **Name of the related party and nature of relationship**
   Reliance International Limited (RINL), a wholly-owned subsidiary of the Company.
   b) **Nature of contracts/arrangements/transactions**
   The Company and RINL have entered into crude and product supply agreements pursuant to which the Company purchases and sales high speed diesel, crude oil and other petrochemical products.
   Apart from above, the Company and RINL enter into other allied transactions in the ordinary course of business.
   c) **Duration of the contracts/arrangements/transactions**
   Tenure of the crude and product supply agreements entered between the Company and RINL is upto March 31, 2050 unless terminated earlier pursuant to provisions of the said agreements. The parties may mutually agree to extend the term for further period on mutually accepted terms.
   d) **Salient terms of the contracts or arrangements or transactions including the value, if any:**
   (i) aggregate value of purchase by the Company from RINL for FY2023-24 – ₹ 1,11,117 crore;
   (ii) aggregate value of sales by the Company to RINL for FY2023-24 – ₹ 2,56,880 crore; and
   (iii) aggregate value of other allied transactions between the Company and RINL for FY2023-24 – ₹ 223 crore.
   e) **Date(s) of approval by the Board, if any:**
   Transactions of the Company with RINL are in the ordinary course of business and on an arm's length basis and accordingly, approval of the Board under Section 188 of the Companies Act, 2013 was not applicable.
   f) **Amount paid as advances, if any:**
   Nil

For and on behalf of the Board of Directors

Mukesh D. Ambani
Chairman and Managing Director
Mumbai, April 22, 2024

Annexure III
Annual Report on Corporate Social Responsibility (CSR) Activities for the Financial Year 2023-24

1. Brief outline on CSR Policy of the Company — Refer Section: Corporate Social Responsibility (CSR) in the Board's Report
2. Composition of CSR Committee

Sl. No	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dr. Shumeet Banerji	Chairman (Non-Executive Director)	4	4
2	Shri K. V. Chowdary	Member (Non-Executive Director)	4	4
3	Shri Nikhil R. Meswani	Member (Executive Director)	4	4

3.	Provide the weblink where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company	Composition of CSR Committee	https://www.ril.com/OurCompany/Leadership/BoardCommittees.aspx
		CSR Policy	https://www.ril.com/sites/default/files/2023-01/CSR-Policy.pdf
		CSR projects approved by the Board	https://www.ril.com/sites/default/files/2023-06/RIL-Website-CSR-Projects-2023-24.pdf
4.	Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.	The Company has carried out Impact Assessment through Independent third parties. The summary of the reports are attached and also available at https://www.ril.com/sites/default/files/reports/CSR-IA-2023-24.pdf	

5.	(a)	Average net profit of the company as per sub-section (5) of section 135	₹ 42,003 crore
	(b)	Two percent of average net profit of the company as per sub-section (5) of section 135	₹ 840 crore
	(c)	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	Nil
	(d)	Amount required to be set-off for the financial year, if any	Nil
	(e)	Total CSR obligation for the financial year [(b)+(c)-(d)]	₹ 840 crore
6.	(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	₹ 900 crore
	(b)	Amount spent in Administrative Overheads	Nil
	(c)	Amount spent on Impact Assessment, if applicable	*
	(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	₹ 900 crore

** Amount claimed towards Impact Assessment is ₹ 50 lakh*

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year	Amount Unspent (₹ in crore)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
₹ 900 crore	NIL			NIL	

(f) Excess amount for set-off, if any:

Sl. No.	Particulars	Amount
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	₹ 840 crore
(ii)	Total amount spent for the Financial Year	₹ 900 crore
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	₹ 60 crore
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	₹ 60 crore

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (₹ in crore)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (₹ in crore)	Amount Spent in the Financial Year (₹ in crore)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (₹ in crore)	Deficiency, if any
					Amount (₹ in crore)	Date of Transfer		
1	FY-2022-23							
2	FY-2021-22				NIL			
3	FY-2020-21							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/acquired Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent - ₹ in crore	Details of entity/Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135

Not Applicable

For and on behalf of the Board of Directors

Dr. Shumeet Banerji
Chairman, CSR&G Committee

Nikhil R. Meswani
Executive Director

Mukesh D. Ambani
Chairman and Managing Director

Mumbai, April 22, 2024

Programme – WomenConnect Challenge

1. Study – End line Evaluation of WomenConnect Challenge (Round 1)

Impact Study Agency – SoulAce Consulting Private Limited

Background

The WomenConnect Challenge India by Reliance Foundation and USAID aims to empower women by improving access to and use of digital technology. The project has digitally connected over 3 lakh women.

Objectives

To assess women's access to different digital tools and services; measure the impact of technology use on women's economic empowerment; evaluate the impact of digital literacy training on women's proficiency and comfort with technology; and measure shifts in attitudes of family members and the community regarding women's technology use.

Key findings

- 76% women reported increased access to internet. Over half of the women participants reported increased access to digital tools, services and access to a feature or Android phone, post intervention.
- 74%, 88%+ and 59% of the women, reported increased comfort with digital tools, using a mobile device independently and using the internet independently, respectively, post intervention.
- 78% women reported an increase in their contribution to household expenses. Overall, 41% women reported an increase in livelihood opportunities, income generation, and savings potential post-intervention. 13% women reported they had begun new entrepreneurial ventures. Qualitative data suggests that women value the role of increased access to information and knowledge, improved market access, and the ability to leverage technology to expand their businesses or income generating activities.
- 76% women reported agreement with the idea of men and women having equal access to social, economic, and political resources and opportunities. 54% women reported increased freedom to spend their money post intervention. 70% women reported increased participation in economic decisions in the family and 76% women reported a positive change in men's perception of the family.

2. Study: Evaluating the Impact of Disaster Preparedness and Response Interventions of Reliance Foundation Disaster Management Programme

Impact Assessment Agency – Centre for Environment and Regional Development (CERD)

Background

Reliance Foundation's interventions in Disaster Management cover immediate response and encompass preparedness, capacity building, and awareness campaign in close collaboration with government bodies and partners.

Objective:

To provide a comprehensive and systematic assessment of the various disaster management programmes related to 'Disaster Preparedness and Response; gauge the impact of these interventions on rural communities; and assess the alignment of the programme to national and international priorities.

Key Findings:

- 91% stakeholders reported improvement in reach and impact due to timely interventions. 1,732 volunteers have been trained in 14 states.
- 94% farmers reported an increase in annual income due to weather and expert livelihood advisories provided. 96% beneficiaries reported improved vaccination schedule for livestock against seasonal diseases due to weather advisories. 88% livestock rearers took decisions related to fodder management based on advisories while 87% modified sheds and shelters.
- 90% of the beneficiaries reported improved preparedness levels in dealing with disaster after RF's capacity building initiatives.
- More than 75% of partner stakeholders including grassroot level partners reported a rating of 4 or 5 on a scale of 1 to 5 Response Coordination and Resource Mobilisation, which ensures sustainability of the interventions and exchange of information between service providers and beneficiaries at crucial hours of disasters.

3. Study: Impact Assessment of Reliance Foundation Sports Programme – Promoting Grassroot Sports Initiatives.

Impact Assessment Agency – Kantar Public

Background

Reliance Foundation Sports for Development programme nurtures sporting talent from grassroots and helps them grow into high performers.

Objective

To evaluate the impact of the programme on skills, performance, opportunities, access to sports, and experience of the athletes associated with the programme.

Key findings:

- 98% RF athletes reported that RF provides superior training. Over 94% non-RF athlete respondents consider RF as competitive in comparison to other competitive programmes or foundations and expressed satisfaction, specifically in relation to programmes, competitions, and tournaments organised by RF.
- Across the eight sports programmes within RF, a majority (87% - 93%) of athletes perceive the benefits – encompassing improved mental and physical health, social cohesion, access to sports, and career development – as good or very good. 95% agree that RF offers a high-quality learning environment for athletes.
- Over 95% of respondents consider RF sports programme effective in enhancing their skills and performance. Over 92% agree that competitions organised by RF offer valuable opportunities to showcase their skills and abilities.
- In the case of RF Young Champs (RFYC), the achievement and competitiveness rating rose notably from 42% before RF enrollment to 93% post-enrollment. Athletes in RFYS and RFDL witnessed a surge from initial ratings of 47% and 43%, respectively, to 94% and 93% after associating with RF.
- Over 53% perceive the management staff at Reliance Foundation as very good. In assessing the performance of foundation programmes, a substantial 96% of Reliance Foundation (RF) athletes agree that RF outperforms; among non-RF athletes, 69% agree that RF's programme performance is superior.
- Over 91% of athletes reported strong alignment with the values and vision of RF leadership.
- 52.13% of participants consider the sports programme effective, while an additional 43.25% deem it highly effective in enhancing their skills and performance. These combined responses reiterates the significant perception among respondents that the sports programme excels in contributing to the improvement of their abilities and overall performance, increased awareness and interest in sports scholarships among athletes. Better quality of coaching delivered by trained PE teachers in schools.
- These impacts collectively contribute to the overall success and effectiveness of the Reliance Foundation Sports programme in nurturing talent and promoting sports development across different levels.

4. Study: Impact Assessment Study of Reliance Foundation's Drishti Programme for Improving Vision Care among underprivileged communities

Impact Assessment Agency – Sustainable Outcomes Private Limited

Background

RF's Drishti programme aims to enhance and restore the vision of individuals from underprivileged segments of society.

Objective

Measure the overall impact of the programme on the quality of lives of the visually impaired; quantify the economic benefits of the beneficiaries achieved through the programme.

Key findings

- Corneal transplants have proven instrumental in enhancing the quality of life for the beneficiaries. Individuals reporting 'severe or extreme pain' decreased from 48% before the surgery to 13.2% after the surgery. The percentage of beneficiaries reporting 'good or very good' in carrying out daily activities increased from 16.3% to 34.7%. Assessment of Vision-Related Quality of Life (VFQOL) Index, which assesses general functioning, visual functioning and psychosocial wellbeing of the patients on a scale of 10, reported an increase in quality from point 5 before intervention to point 8 after intervention. Social participation increased from 17% to 44%. 69% of the individuals expressed satisfaction with the quality of service they received.
- The programme saved ₹ 4.3 crore in potential out-of-pocket expenses of beneficiaries on corneal transplants. It has averted 3,347 DALYs (Disability-adjusted life year is sum of life years lost due to disability).

5. Study: Social Impact Assessment of Infrastructure Project at National Cancer Institute, Nagpur

Impact Assessment Agency – Indian Institute of Management (IIM), Nagpur

Background

To help vulnerable sections of the society to avail affordable cancer treatment, Reliance Foundation established modern facilities at the National Cancer Institute (NCI), Nagpur, for diagnosis, prevention, and treatment of various types of cancers.

Objective

Assess impact of RF's support in improving access to and quality of healthcare services provided through NCI-Nagpur. Analyse the impact of medical care on patient health outcomes, quality of life and treatment effectiveness in medical specialties.

Key findings

- More than 87 % of the patients or their relatives are satisfied with the NCI infrastructure and other facilities.
- Apart from Maharashtra, patients from Madhya Pradesh and Chhattisgarh also avail services from NCI
- Close to 92% of the patients' families have an annual income of less than ₹ 7 lakhs out of which 68% have incomes less than ₹ 3 lakh per annum
- 85% believe that the treatments and other costs like diagnostic tests are lower at NCI compared to other similar institutions
- Over 95% respondents are satisfied with the quantity and quality of free food given to patients and their attenders.

6. Study: Impact Assessment Report on Findings from Community Development Programme in Shahdol, Madhya Pradesh

Impact Assessment Agency – Samhita Social Ventures

Background

Reliance Foundation's interventions in Shahdol and Kotma, Madhya Pradesh, focus on strengthening agriculture and allied livelihoods, water resource development, strengthening community interest groups, etc.

Objective

Assess the socio-economic impact of programme interventions and measure the improvement in quality of life in targeted communities.

Key Findings

- The top three benefits from the agriculture support received from Reliance Foundation were reported to increase in crop yield (87% respondents), increase in income (60%) and improved crop quality (50%). 53% found Sustainable Intensification of Rice (SRI) to have reduced their costs. Reliance Nutrition Garden (RNG) initiatives offer combined livelihood and health benefits with 96% reporting improved availability of fresh vegetable, 64% reporting increased dietary diversity and 61% reporting reduced expenditure. The median income reported from agriculture is ₹ 50,000.
- Most farmers reported earning up to ₹ 10,000 through off-farm livelihood activities. Improved vaccination rates (80% respondents) and reduced diseases (40%) in goat farming have been found to be the key benefits resulting from the support given by Reliance Foundation.
- 61% reported increased availability of drinking and household water, which was primarily attributed to the installation of new hand pumps (81% respondents) and deepening of farm ponds (43%). 23% reported decreased water fetching time as a result of installation of hand pumps.
- Most (90%) community members reported accessing the mobile medical unit. Provision of free of cost medicines (98% respondents) and free of cost screening (70%) were the key benefits reported. 46% have received protein supplements through the Anganwadi and 13% through Mobile Medical Unit (MMU) as part of the anaemia control programme for Antenatal and Postnatal (ANC/PNC) mothers.
- Most respondents reported gaining new skills (91%) and increased confidence (76%) as primary benefits of the skilling programme.

7. Study: Impact Assessment of Interventions at Hazira

Impact Assessment Agency – ThinkThrough Consulting Private Limited

Background
Reliance Foundation has been implementing an Integrated model for sustainability at the Hazira business site of the Company, focusing on holistic community development.

Objective
Evaluate the effectiveness, and sustainability of interventions in health, skill development, education and community infrastructure support, and assess the extent to which the activities have contributed to the well-being of the targeted communities including students, vulnerable children and patients with HIV, pregnant mothers, truck drivers, industrial workers, village and community members of Mora and Suvali village.

Key Findings
- 86% of caregivers reported significant improvement in the overall health and well-being of malnourished children due to provision of nutrition kits. 88% caregivers reported a significant increase in energy and activity levels of children and 92% believed the nutrition kits contributed to their child's ability to attend school regularly. Majority (84%) of caregivers reported a significant increase in their child's appetite and food intake since receiving nutrition kits.
- 97% respondents reported moderate to significant cost saving because of mobile health unit (MHU).
- 93% rated the accessibility of ART centre as 'excellent'.
- Truck drivers reported saving ₹ 1,000-1,500 on medical costs due to Project Khushi, which is an initiative to provide medical services within truck parking areas.
- 63% respondents deem industrial trainings relevant to their jobs and responsibilities. Over 60% trainees reported an improvement in problem-solving abilities and 53% reported an increase in productivity after the training. 65% participants indicated taking on more challenging tasks or responsibilities.
- Over 91% respondents reported daily usage of distributed potable water, showcasing high reliance on water distribution plant intervention. 97% community members drink the water supplied by Reliance Foundation. 91% of respondents reported no interruptions in the pipeline distribution system. 86% respondents expressed confidence in the long-term sustainability of the water distribution system.

8. Study: Impact study of interventions at Jamnagar

Impact Assessment Agency – ThinkThrough Consulting Private Limited

Background
Reliance Foundation has been implementing community development initiatives focusing on healthcare, nutrition and awareness, education, skilling, women empowerment, animal welfare, etc., at the Jamnagar business site of the Company.

Objective
Assess the impact of the integrated initiatives across the diverse themes of Health; Education; Skilling; Women Empowerment; Animal Welfare. The targeted beneficiaries include women, youth and other community members from Motikhavdi, Jamnagar, Padna and nearby villages, vulnerable children with HIV, fishermen, students, etc.

Key Findings
- 98% caregivers of HIV positive children expressed high satisfaction with the quality of ration kits provided. 98% caregivers expressed satisfaction with the counselling support provided by the Reliance Foundation medical team.
- Quality of education was enhanced by focusing on school infrastructure development. This led to increased enrolment, attendance and student engagement.
- Free-of-cost forklift training was provided to youth. The training enhanced employability and personal development. Over 35 trainees secured positions through vendors, while others received job assistance.
- Regarding the Swashray initiative that trains women in diverse fields and offers employment opportunities, approximately 80% of the women reported fair compensation and stable monthly pay, while 100% reported improvement in their economic well-being.
- With respect to the veterinary hospital established by Reliance Foundation, 92% respondents felt satisfied with the helpline assistance, and hospital services.
- 98% of the fishermen who were provided with fishing equipment and bicycles noted a significant improvement in catch quality and transportation time, 65% reported daily increase in income by ₹ 500.

9. Study: Impact Study of Rural Community Infrastructure Development Initiatives

Impact Assessment Agency – Athena Infonomics India Private Limited (AIIPL)

Background
Reliance Foundation extended grants support towards community infrastructure initiatives in multiple states for road construction, foot pathway and other community infrastructure development, installation of solar power facilities, etc., promoting sustainable community transformation.

Objective
To evaluate the relevance, effectiveness and impact of the community infrastructure initiatives.

Key findings
- The 1.2 km road constructed by Reliance Foundation in Baharagora, Jharkhand, connecting four villages was found to be used by all villages and 98% respondents reported ease of plying vehicles/bicycle and increased availability of public transport. More than 90% villagers noted reduction in travel time to access basic facilities and healthcare services.
- 93% of villagers reported improved access to emergency healthcare after road construction by Reliance Foundation in Baharagora; 83% reported improved students' attendance; 97% reported optimisation of transportation cost of agricultural materials; 57% observed increase in local employment opportunities, while 38% reported establishment of new businesses. The road construction positively impacted establishment of new community infrastructure (reported by 69% respondents) like WASH facilities, schools and communication centres. 85% villagers reported increased social interaction.
- Re-construction of a 6-km sheltered pathway from Alipiri to Tirupati in Andhra Pradesh to address the needs of pilgrims visiting Tirumala was found to be highly relevant in ensuring safety and convenience for the pilgrims.
- 97% of pilgrims found the new foot-pathway in Tirupati offering greater convenience compared to the old pathway, while 94% perceived enhanced safety and security.
- The increased capacity of the solar power plant (60 kW to 90 kW) at Govardhan Eco Village in Maharashtra addressed the increasing demand for solar power. 97% of the Govardhan eco-village residents and visitors expressed satisfaction with the effectiveness of the upgraded solar grid in providing consistent electricity supply. Over 90% of power-cut incidents lasted less than 10 minutes, significantly minimising the adverse effects on community initiatives and student training.
- The upgraded solar power plant in the village increased solar usage from 20% to 55% and contributed significantly to environmental and economic sustainability, resulting in the saving of 267.7 tonnes of carbon dioxide and a 52.35% reduction in greenhouse gas emissions. Furthermore, the upgraded solar grid yielded savings of ₹ 67,96,935 in electricity bills.

Annexure IV

Secretarial Audit Report

For the financial year ended 31 March 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Reliance Industries Limited
3rd Floor, Maker Chambers IV,
222, Nariman Point,
Mumbai – 400 021

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Reliance Industries Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the Audit Period covering the financial year ended on 31 March 2024 ('Audit Period'), complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March, 2024 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992: —

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period);
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client (Not applicable to the Company during the Audit Period);
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the Audit Period);
- (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period); and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

(ii) Listing Agreements entered into by the Company with BSE Limited and the National Stock Exchange of India Limited.

During the Audit Period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

(a) The Petroleum Act, 1934 and Rules made thereunder;

(b) The Oilfields (Regulation and Development) Act, 1948 and Rules made thereunder;

(c) The Mines Act, 1952 and Rules made thereunder; and

(d) The Petroleum and Natural Gas Regulatory Board Act, 2006 and Rules made thereunder.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the Audit Period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Meetings of the Board and Committees. Except where consent of directors was received for scheduling meeting at a shorter notice, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the respective minutes of the meetings. The circular resolutions passed by the Board of Directors of the Company were approved with requisite majority.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Audit Period

1. The object clause of the Memorandum of Association of the Company was altered by inserting clause relating to setting up of Integrated Renewable Energy (RE) Power Projects required for grid scale transmission and distribution, utility, industrial, transport, mobility, commercial, residential and consumptive purpose as well as Distributed RE including Residential and Fleet Hubs.
2. The Articles of Association (AOA) of the Company was altered by:
   - a) deleting existing Article 32A as the Company has ceased to be the promoter of Jio Payments Bank Limited;
   - b) inserting new Article 90A – enabling appointment of director nominated by the debenture trustee(s) on the Board of Directors of the Company, only in the event of default.
3. The Company granted 27,912 options to the eligible employees under Employees' Stock Option Scheme 2017.
4. The Company issued and allotted secured, redeemable, non-convertible Debentures ("PPD Series P") aggregating Rs. 20,000 crore. Further, the Company redeemed Unsecured Non-Convertible Debentures amounting Rs. 14,395 crore (PPD Series K1, K2, M1, M2 and N), Secured Non-Convertible Debentures amounting Rs. 3,097 crore (Series PPD -12 and13). Part redemption of Rs. 1,000 crore of Secured Non-Convertible Debentures (Series PPD 8) was completed in accordance with the terms of the issue.
5. In accordance with the Scheme of Arrangement between the Company and its shareholders and creditors & Reliance Strategic Investments Limited (renamed as Jio Financial Services Limited ("JSFL")) and its shareholders and creditors, JFSL issued and allotted 1 (One) fully paid-up equity share of JFSL having face value of Rs. 10 (Rupees Ten) each for every 1 (One) fully paid-up equity share of Rs. 10 (Rupees Ten) each of the Company to the shareholders of the Company whose names were recorded in the register of members and/or records of the depository as on the Record Date i.e., Thursday, July 20, 2023. The equity shares of JFSL are traded on BSE Limited and National Stock Exchange of India Limited w.e.f. August 21, 2023.
6. The Scheme of Arrangement between Reliance Projects & Property Management Services Limited (RPPMSL) and its shareholders and creditors & the Company and its shareholders and creditors (EPC Scheme) *inter alia*, for demerger of Digital EPC & Infrastructure business of RPPMSL into the Company. The EPC Scheme became effective from August 9, 2023 and the Appointed Date was close of business hours of December 31, 2022.

Dr. K. R. Chandratre
FCS No.: 1370, C. P. No.: 5144
Place: Pune
Date: 22 April 2024

UDIN: F001370F000213219
Peer Review Certificate No.: 1206/2021

This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.

Annexure to the Secretarial Audit Report

To:
The Members
Reliance Industries Limited
3rd Floor, Maker Chambers IV,
222, Nariman Point,
Mumbai – 400 021

My report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test check basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Dr. K. R. Chandratre
FCS No.: 1370, C. P. No.: 5144
Place: Pune
Date: 22 April 2024

UDIN: F001370F000213219
Peer Review Certificate No.: 1206/2021

Annexure V

Particulars of energy conservation, technology absorption, foreign exchange earnings and outgo required under the Companies (Accounts) Rules, 2014

A. Conservation of energy

(i) Steps taken to conserve energy

Energy Management is one of the key components of Company's business strategy as a responsible corporate house. The objective always has been to continually improve the energy performance and strive for higher standard of performance.

The Company has dedicated energy teams and structured mechanism to monitor energy usage. Energy usage monitoring and regulatory compliance are ensured at equipment, plant, site and corporate levels.

Energy audits and benchmarking studies are conducted periodically to benchmark performance against global best and identify potential areas for possible improvement. The Company is continuously increasing renewable energy in it's energy basket and moving ahead towards it's commitment to be net carbon zero by 2035.

The strategy for energy optimisation is based on the 5 tenets of energy management:

- Optimise energy use
- Adaptation of new & emerging technologies, best practises and digital initiatives
- Utilise low grade waste heat
- Reduce carbon intensity of energy used
- Optimise cost of energy

Major energy conservation schemes implemented in FY 2023-24 are given below:

Jamnagar Refinery Complex:

- Commissioned CPH (condensate pre-heater) at DTA captive power plant & reduced steam consumption of 8.4 Gcal/hr.
- Higher flare gas recovery.
- Increased steam generation from FCC flue gas cooler resulted in saving of 8.3 Gcal/hr.
- Heat integration in Aromatics Unit resulted into energy saving of 15.3 Gcal/hr.
- Optimisation of pressure levels of internal steam generation resulted in saving of 44 Gcal/hr equivalent steam.
- Optimisation of Acid Gas Recovery and Sulphur Recovery Unit Incinerator operation resulted in fuel saving equivalent to 12.4 Gcal/hr.

Petrochemical Complexes:

- Improved efficiency by revamp of Cracked gas compressor turbine of Dahej gas cracker resulted in 7.6 Gcal/hr energy saving.
- In Hazira PTA, replacement of conventional dehydration distillation with azeotropic distillation resulted in 8.4 Gcal/hr energy saving.
- Steam saving with heat integration of Ethylene Oxide Stripper at Vadodara manufacturing division.

(ii) Steps taken to utilise alternate sources of energy

- Co-firing of biomass with coal at Dahej (17% by weight) and Hazira (10% by weight) manufacturing divisions.
- Started rice husk based in-house steam generation at Hoshiarpur manufacturing division.

(iii) Capital investment on energy conservation equipment

Sr. No	Manufacturing Division	Capital investments on energy efficient equipment (₹ in crore)	Energy savings (Gcal/hr)
1	Jamnagar Manufacturing Division (DTA)	10	17.1
2	Jamnagar Manufacturing Division (SEZ)	12.3	24.3
3	Hazira Manufacturing Division	35.9	8.4
4	Dahej Manufacturing Division	43	11.4
5	Vadodara Manufacturing Division	14.6	2.5
6	Pet Coke Gasification	13.8	81.7
7	Other manufacturing divisions	0.8	3.5
	Total	**130.4**	**148.9**

B. Technology absorption

The Company's research, technology development, and technology adoption create superior value and competitive advantage. Research and technology development focuses on:

(a) New products, processes, and catalysts development to strengthen existing business and pave way for new businesses through breakthrough technologies.

(b) Advance support to capital projects and reliability improvements in manufacturing plants through novel solutions.

(c) Innovative solutions to achieve net carbon zero target by 2035.

(i) Major efforts made towards technology absorption

Oil to Chemicals (O2C) Business

- Technology development for catalytic pyrolysis of waste plastic to oil.
- Biomass co-processing trials in Petcoke gasifiers for Green Syn Gas.
- Pilot demonstration of catalytic gasification of biomass for Green H_2.
- Development of waste tyre pyrolysis process for recycled chemicals and materials.
- Utilisation of Di-Sulphide Oils (DSO) as sulfiding agent to replace imported sulfiding additive.
- Production of Needle Coke from existing Coker Unit.
- Implementation of PP/PE catalyst system to produce various grades.
- Non-phthalate-based PP catalyst development for replacing the phthalate-based catalyst.
- Development of PBAT based bio-compostable compositions for flexible Bag-On-Roll packaging applications.
- Establishment of the polyester recycling technology.
- Implementation of REL-ORCAT for removal of olefins in Aromatics plant.
- Scale-up of in-house developed CPVC technology.
- Prototype development for DPE (Disentangled Polyethylene) based protective jackets.

Advanced materials and other R&D activities

- Development of PVC nano composites.
- Development of polyacrylonitrile (PAN) precursor for carbon fiber.
- Development of CVD model for polysilicon reactor.

Biofuels and Bio-Chemicals

- Algae biorefinery technology for production of sustainable specialty products viz. super proteins, nanocellulose, aqua & animal feed and algal personal care oil.
- Demonstration of (Polyhydroxyalkanoates) PHA-bioplastics production.
- Deployment of RCAT-HTL for converting wet waste to bio-crude.

(ii) Information regarding imported technology (imported during last three financial years)

Details of technology imported	Technology imported from	Year of import	Absorbed or not
JMD DTA Aromatics - Liquid Phase Isom Process to convert Xylenes in the liquid phase to a near-equilibrium mixture at low temperature.	UOP	FY 2021-22	Yes
Effluent-to-Revenue (E2R) technology (for retrofitting in DMD PTA-5 plant)	Koch Technology Solutions, UK	FY 2021-22	Detailed Engineering completed

(iii) The benefits derived from R&D and technology absorption, adoption and innovation:

Reliance's advancements in developing novel catalysts, processes and products accelerate competitiveness and growth of existing business. Reliance's robust R&D efforts and technology absorption enable the Company to develop cutting-edge solutions for new businesses. By investing in clean energy and promoting sustainable practices, the Company is contributing significantly towards climate change and protecting stakeholder value.

(iv) Expenditure incurred on Research and Development:

Sr. No.	Particulars	(₹ in crore)
a)	Capital	1,670
b)	Revenue	1,973
Total		**3,643**

C. Foreign exchange earnings and outgo

(i) Total foreign exchange earned and used

Sr. No.	Particulars	(₹ in crore)
a)	Foreign Exchange earned in terms of actual inflows	2,88,572
b)	Total savings in foreign exchange through products manufactured by the Company and deemed exports (US$ 21 billion)	1,75,143
	Sub-total (a+b)	**4,63,715**
c)	Foreign Exchange outgo in terms of actual outflows	3,67,617

For and on behalf of the Board of Directors

Mukesh D. Ambani
Chairman and Managing Director
Mumbai, April 22, 2024

To The Members of Reliance Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Reliance Industries Limited** ("the Company") which includes its joint operations, which comprise the Balance Sheet as at 31st March 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year ended on that date, and notes to the Standalone Financial Statements including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	**Litigation matters**	
	The Company has certain significant ongoing legal proceedings for various complex matters with the Government of India and other parties, continuing from earlier years, which are as under: **1. Matters in relation to Oil and Gas:** (a) Disallowance of certain costs under the production sharing contract, relating to Block KG-DWN-98/3 and consequent deposit of differential revenue on gas sales from D1D3 field to the gas pool account maintained by Gail (India) Limited. (b) Claim against the Company in respect of gas said to have migrated from neighbouring blocks (KGD6). (c) Claims relating to limits of cost recovery, profit sharing and audit and accounting provisions of the public sector corporations etc., arising under two production sharing contracts entered into in 1994. (d) Suit for specific performance of a contract for supply of natural gas before the Hon'ble Bombay High Court. Refer Notes 35.3 and 35.4 to the Standalone Financial Statements. **2. Matter relating to trading in shares of Reliance Petroleum Limited ('RPL'):** Securities Appellate Tribunal judgement dated 5th November, 2020, dismissing the Company's appeal made in relation to Order passed by the Securities and Exchange Board of India ('SEBI') under Section 11B of the SEBI Act, 1992 in connection with trades by the Company in the stock exchanges in 2007 in the shares of Reliance Petroleum Limited, then subsidiary of the Company, against which an appeal has been filed with the Hon'ble Supreme Court of India which is pending. Refer Note 36(IV) to the Standalone Financial Statements. Due to complexity involved in these litigation matters, management's judgement regarding recognition, measurement and disclosure of provisions for these legal proceedings is inherently uncertain and might change over time as the outcomes of the legal cases are determined. Accordingly, it has been considered as a key audit matter.	Our audit procedures included and were not limited to the following: – Tested the design, implementation and operating effectiveness of the controls established by the Company in the process of evaluation of litigation matters. – Assessed the management's position through discussions with the in-house legal expert and external legal opinions obtained by the Company (where considered necessary) on both, the probability of success in the aforesaid cases, and the magnitude of any potential loss. – Discussed with the management on the developments in respect of these litigations during the year ended 31st March, 2024 till the date of approval of the Standalone Financial Statements. – Rolled out of enquiry letters to the Company's legal counsel and assessed the responses received. – Assessed the objectivity and competence of the Company's legal counsel involved in the process. – Reviewed the disclosures made by the Company in the Standalone Financial Statements. – Obtained Management representation letter on the assessment of these matters.
2.	**Fair Valuation of Investments**	
	As at 31st March, 2024, the Company has investments of ₹ 78,093 crore in Equity and Preference Shares of Jio Digital Fibre Private Limited ('JDFPL') which are measured at fair value as per Ind AS 109 read with Ind AS 113. These investments are Level 3 investments as per the fair value hierarchy in Ind AS 113 and accordingly determination of fair value is based on a high degree of judgement and input from data that is not directly observable in the market. Further, the fair value is significantly influenced by the expected pattern of future benefits of the tangible assets of JDFPL (fibre assets). Accordingly, it has been considered as a key audit matter. Refer Notes 2 and 38A to the Standalone Financial Statements.	Our audit procedures included and were not limited to the following: – Tested the design, implementation and operating effectiveness of the controls established by the Company in the process of determination of fair value of the investments. – Reviewed the fair valuation reports provided by the management by involvement of internal valuation specialists. – Assessed the assumptions around the cash flow forecasts, discount rates, expected growth rates and its effect on business and terminal growth rates used and the valuation methodology inter-alia through involvement of the internal specialists. – Discussed potential changes in key drivers as compared to previous year / actual performance with management to evaluate the inputs and assumptions used in the cash flow forecasts. – Assessed the objectivity and competence of our internal specialist and Company's external experts involved in the process. – Reviewed the disclosures made by the Company in the Standalone Financial Statements. – Obtained Management Representation Letter as regards to fair valuation of these investments

Sr. No.	Key Audit Matter	Auditor's Response
3.	**Information Technology (IT) systems and controls over financial reporting**	
	We identified IT systems and controls over financial reporting as a key audit matter for the Company because its financial accounting and reporting systems are fundamentally reliant on IT systems and IT controls to process significant transaction volumes, specifically with respect to revenue and raw material consumption. Also, due to such large transaction volumes and the increasing challenge to protect the integrity of the Company's systems and data, cyber security has become more significant. Automated accounting procedures and IT environment controls, which include IT governance, IT general controls over program development and changes, access to program and data and IT operations, IT application controls and interfaces between IT applications, are required to be designed and to operate effectively to ensure accurate financial reporting.	Our procedures included and were not limited to the following: – Assessed the complexity of the IT environment by engaging IT specialists and through discussion with the head of IT and internal audit at the Company and identified IT applications that are relevant to our audit. – Tested the design, implementation and operating effectiveness of IT general controls over program development and changes, access to program and data and IT operations by engaging IT specialists. – Performed inquiry procedures with the head of cybersecurity at the Company in respect of the overall security architecture and any key threats addressed by the Company in the current year. – Tested the design, implementation and operating effectiveness of IT application controls in the key processes impacting financial reporting of the Company by engaging IT specialists. – Tested the design, implementation and operating effectiveness of controls relating to data transmission through the different IT systems to the financial reporting systems by engaging IT specialists.

Information Other than the Financial Statements and Auditor's Report Thereon

– The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

– Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

– In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

– If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

– Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

– Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.

– Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

– Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

– Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls with reference to financial statements that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 36 to the Standalone Financial Statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company except for an amount of ₹ 2 crore which are held in abeyance due to pending legal cases.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014, as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed for the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

As stated in Note 44 to the Standalone Financial Statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the year ended 31st March, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B", a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No.102912
UDIN: 24102912BKEPFY4627

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAJA8417

Place: Mumbai
Date: April 22, 2024

"ANNEXURE A"

To The Independent Auditor's Report
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to Standalone Financial Statements under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Standalone Financial Statements of **Reliance Industries Limited** ("the Company") which includes its joint operations as at 31st March, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A company's internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at 31st March, 2024, based on the criteria for internal financial control with reference to Standalone Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No.102912
UDIN: 24102912BKEPFY4627

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAJA8417

Place: Mumbai
Date: April 22, 2024

"ANNEXURE B"

To the Independent Auditors' Report

(Referred to in paragraph 2, under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible assets.

b) The Company has a program of verification of Property, Plant and Equipment so as to cover all the items once in every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain items of Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the Standalone Financial Statements included in Property, Plant and Equipment, according to information and explanations given to us and based on verification of the registered sale deed/ Transfer deed/ Conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at Balance Sheet date, except for leasehold land as disclosed in Note 1.7 to the Standalone Financial Statements in respect of which the allotment letters are received and supplementary agreements are entered; however, lease deeds are pending execution.

d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.

(ii) a) The inventories except for goods in transit were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and the procedure of such verification by the Management is appropriate having regard to size of the Company and the nature of its operations. In respect of goods in transit, majority of the goods have been received subsequent to the year-end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification when compared with books of account.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at points of time during the year, from banks on the basis of security of current assets. In our opinion and according to information and explanations given to us, and as disclosed in note 21.5 of the Standalone Financial Statements, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company of the respective quarters.

(iii) The Company has made investments in, provided guarantee or security and granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year, in respect of which:

a) The Company has provided loans and guarantee (in respect of loans) during the year and details of which are given below:

(₹ crore)

	Loans	Guarantees
Aggregate amount granted/ provided during the year		
- Subsidiaries	41,865	-
- Joint Ventures	-	3,450
Balance outstanding as at Balance Sheet date		
- Subsidiaries	10,051	2,467
- Joint Ventures	-	5,350

The Company has not provided advances in the nature of loans or security to any other entity during the year.

b) The investments made, guarantees provided and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular.

d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the Balance Sheet date.

e) No loans granted by the Company which had fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) of the Order is not applicable.

(iv) The Company has not granted loans or provided guarantees or securities to parties covered under Section 185 of the Companies Act, 2013 ("the Act"). The Company has complied with the provisions of section 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) The Company has neither accepted deposits from the public nor accepted any amount which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for the maintenance of cost records under section 148(1) of the Act, related to the manufacturing activities and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company.

(vii) (a) In respect of statutory dues:

Undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authority.

There were no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at 31st March, 2024 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2024 on account of any dispute are given below:

Name of the statute	Nature of the dues	Amount (₹ In crore)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty and Service Tax	-*	FY 1990-91 to FY 1996-97	Commissioner of Central Excise (Appeals)
		23	FY 1991-92 to FY 2017-18	The Customs, Excise and Service Tax Appellate Tribunal
Central Sales Tax Act, 1956 and Sales Tax Act of various States	Sales Tax/ VAT/ Octroi and Entry Tax	23	FY 2005-06 to FY 2017-18	Joint Commissioner / Commissioner (Appeals) of Sales Tax
		38	FY 1999-00 to FY 2019-20	Sales Tax Appellate Tribunal
		97	FY 2004-05 to FY 2013-14	High Court
Customs Act, 1962	Customs Duty	97	FY 2023-24	The Customs, Excise and Service Tax Appellate Tribunal
Goods and Services Tax Act, 2017	Goods and Services Tax	1	FY 2017-18	Tribunal
Income Tax Act, 1961	Income Tax	156	AY 2005-06, AY 2009-10, AY 2014-15, AY 2015-16, AY 2016-17, AY 2017-18, AY 2021-22, AY 2023-24, AY 2024-25	Commissioner of Income Tax (Appeals)

** less than ₹ 1 crore*

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were applied by the Company during the year for the purposes for which the loans were obtained, other than temporary deployment pending application.

(d) On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of Standalone Financial Statements of the Company, the Company has not taken funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) In our opinion, money received during the year towards unpaid calls related to right issue of equity shares in an earlier year have been, prima facie, applied by the Company for the purposes for which they were raised. The Company has not raised money by way of Initial Public Offer/ further public offer through debt instruments.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and according to the information and explanations given by the management, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the Act has been filed by Cost Auditor or Secretarial Auditor or us, in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company and provided to us during the year when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Sections 177 and 188 of the Act, where applicable, for all transaction with related parties and details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports issued during the year and till the date of the audit report covering period upto 31st March, 2024.

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities and is not required to obtain Certificate of Registration (CoR) for such activities from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) As represented by the management, the Group has more than one Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016. There are 2 CICs forming part of the Group.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios disclosed in Note 41 to the Standalone Financial Statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social responsibility (CSR) and there are no unspent CSR amounts for the year requiring a transfer to a fund specified in Schedule VII of the Act or special account in compliance with the provision of sub-section (6) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No.102912
UDIN: 24102912BKEPFY4627

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAJA8417

Place: Mumbai
Date: April 22, 2024

Balance Sheet

As at 31st March, 2024

(₹ in crore)

	Notes	As at 31st March, 2024	As at 31st March, 2023
Assets			
Non-Current Assets			
Property, Plant and Equipment	1	2,58,911	2,52,967
Intangible Assets	1	40,719	29,334
Capital Work-in-Progress	1	44,294	30,972
Intangible Assets Under Development	1	17,338	23,385
Financial Assets			
Investments	2	3,01,400	2,65,067
Loans	3	10,051	12,431
Other Financial Assets	4	16,902	2,215
Other Non-Current Assets	5	7,403	2,832
Total Non-Current Assets		**6,97,018**	**6,19,203**
Current Assets			
Inventories	6	85,100	84,756
Financial Assets			
Investments	7	68,663	86,074
Trade Receivables	8	14,740	24,143
Cash and Cash Equivalents	9	69,248	61,007
Loans	10	-	595
Other Financial Assets	11	11,747	35,109
Other Current Assets	13	13,127	11,773
Total Current Assets		**2,62,625**	**3,03,457**
Total Assets		**9,59,643**	**9,22,660**

(₹ in crore)

	Notes	As at 31st March, 2024	As at 31st March, 2023
Equity and Liabilities			
Equity			
Equity Share capital	14	6,766	6,766
Other Equity	15	5,08,330	4,72,312
Total Equity		**5,15,096**	**4,79,078**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	16	1,61,059	1,35,561
Lease Liabilities		2,692	2,786
Other Financial Liabilities	17	-	584
Provisions	18	1,701	1,296
Deferred Tax Liabilities (Net)	19	36,259	33,968
Other Non-Current Liabilities	20	2,822	-
Total Non-Current Liabilities		**2,04,533**	**1,74,195**
Current Liabilities			
Financial Liabilities			
Borrowings	21	50,731	80,262
Lease Liabilities		93	97
Trade Payables Due to:	22		
Micro and Small Enterprises		492	533
Other than Micro and Small Enterprises		1,29,367	1,19,278
Other Financial Liabilities	23	27,493	42,468
Other Current Liabilities	24	30,866	25,735
Provisions	25	972	1,014
Total Current Liabilities		**2,40,014**	**2,69,387**
Total Liabilities		**4,44,547**	**4,43,582**
Total Equity and Liabilities		**9,59,643**	**9,22,660**
Material Accounting Policies	A-C		
See accompanying Notes to the Financial Statements	1 to 46		

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Srikanth Venkatachari
Chief Financial Officer

Abhijit A. Damle
Partner
Membership No. 102912

Sandesh Ladha
Partner
Membership No. 047841

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani
DIN: 00001695
Chairman and Managing Director

N.R. Meswani
DIN: 00001620

H.R. Meswani
DIN: 00001623

P.M.S. Prasad
DIN: 00012144

Executive Directors

Akash M. Ambani
DIN: 06984194

Isha M. Ambani
DIN: 06984175

Anant M. Ambani
DIN: 07945702

Raminder Singh Gujral
DIN: 07175393

Dr. Shumeet Banerji
DIN: 02787784

Arundhati Bhattacharya
DIN: 02011213

K.V. Chowdary
DIN: 08485334

K.V. Kamath
DIN: 00043501

Haigreve Khaitan
DIN: 00005290

Non-Executive Directors

Statement of Profit and Loss

For the year ended 31st March, 2024

(₹ in crore)

	Notes	2023-24	2022-23
Income			
Value of Sales		5,33,566	5,62,057
Income from Services		41,390	16,031
Value of Sales & Services (Revenue)		**5,74,956**	**5,78,088**
Less: GST Recovered		27,014	25,265
Revenue from Operations	26	**5,47,942**	**5,52,823**
Other Income	27	12,128	11,149
Total Income		**5,60,070**	**5,63,972**
Expenses			
Cost of Materials Consumed		3,76,418	3,99,644
Purchase of Stock-in-Trade		13,453	9,974
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	28	2,700	(5,862)
Excise Duty		13,408	13,476
Employee Benefits Expense	29	7,807	6,265
Finance Costs	30	13,430	12,633
Depreciation / Amortisation and Depletion Expense	1	17,690	11,167
Other Expenses	31	59,891	62,557
Total Expenses		**5,04,797**	**5,09,854**
Profit Before Tax		**55,273**	**54,118**
Tax Expenses			
Current Tax	12	10,922	6,186
Deferred Tax	12	2,309	4,930
Profit From Continuing Operations		**42,042**	**43,002**
Profit From Discontinued Operations (Net of Tax)	32	**-**	**1,188**
Profit for the Year		**42,042**	**44,190**
Other Comprehensive Income			
Continuing Operations:			
i. Items that will not be reclassified to Profit or Loss	27.1	(38)	9
ii. Income tax relating to items that will not be reclassified to Profit or Loss		11	(3)
iii. Items that will be reclassified to Profit or Loss	27.2	63	(9,949)
iv. Income tax relating to items that will be reclassified to Profit or Loss		7	1,803
Total Other Comprehensive Income / (Loss) from Continuing Operations (Net of Tax)		**43**	**(8,140)**
Discontinued Operations:			
i. Items that will be reclassified to Profit or Loss (Net of Tax)		-	15
Total Other Comprehensive Income from Discontinued Operations (Net of Tax)		**-**	**15**
Total Other Comprehensive Income / (Loss) for the Year (Net of Tax)		**43**	**(8,125)**
Total Comprehensive Income for the Year		**42,085**	**36,065**

(₹)

	Notes	2023-24	2022-23
Earnings per Equity Share of Face Value of ₹ 10 each			
Continuing Operations:			
Basic (in ₹)	33	62.14	63.56
Diluted (in ₹)	33	62.14	63.56
Discontinued Operations:			
Basic (in ₹)	33	-	1.76
Diluted (in ₹)	33	-	1.76
Continuing and Discontinued operations:			
Basic (in ₹)	33	62.14	65.32
Diluted (in ₹)	33	62.14	65.32
Material Accounting Policies	A-C		
See accompanying Notes to the Financial Statements	1 to 46		

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Srikanth Venkatachari
Chief Financial Officer

Abhijit A. Damle
Partner
Membership No. 102912

Sandesh Ladha
Partner
Membership No. 047841

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani DIN: 00001695 — Chairman and Managing Director

N.R. Meswani DIN: 00001620
H.R. Meswani DIN: 00001623
P.M.S. Prasad DIN: 00012144
— Executive Directors

Akash M. Ambani DIN: 06984194
Isha M. Ambani DIN: 06984175
Anant M. Ambani DIN: 07945702
Raminder Singh Gujral DIN: 07175393
Dr. Shumeet Banerji DIN: 02787784
Arundhati Bhattacharya DIN: 02011213
K.V. Chowdary DIN: 08485334
K.V. Kamath DIN: 00043501
Haigreve Khaitan DIN: 00005290
— Non-Executive Directors

A. Equity Share Capital

(₹ in crore)

	Balance as at 1st April, 2022	Change during the year 2022-23	Balance as at 31st March, 2023	Change during the year 2023-24	Balance as at 31st March, 2024
	6,765	1	6,766	-*	6,766

*₹ 1,50,000

B. Other Equity

(₹ in crore)

	Balance as at 1st April, 2023	Total Comprehensive Income for the Year	Dividend	Transfer (to)/from Retained Earnings	Transfer (to)/from General Reserve	On Rights Issue#	On Employee Stock Options	Others	Balance as at 31st March, 2024
As at 31st March, 2024									
Reserves and Surplus									
Capital Reserve	403	-	-	-	-	-	-	-	403
Debenture Redemption Reserve	1,683	-	-	-	-	-	-	-	1,683
Share Based Payments Reserve	41	-	-	-	-	-	12	-	53
Special Economic Zone Reinvestment Reserve *	150	-	-	(150)	-	-	-	-	-
Securities Premium	99,792	-	-	-	-	6	4	-	99,802
General Reserve	2,26,549	-	-	-	30,000	-	-	-	2,56,549
Retained Earnings	97,110	42,042	(6,089)	150	(30,000)	-	-	-	1,03,213
Other Comprehensive Income	46,584	43	-	-	-	-	-	-	46,627
Total	**4,72,312**	**42,085**	**(6,089)**	**-**	**-**	**6**	**16**	**-**	**5,08,330**

Refer Note 14.7 & 15

* Special Economic Zone Reinvestment Reserve created during the year of ₹ NIL.

(₹ in crore)

	Balance as at 1st April, 2022	Total Comprehensive Income for the Year	Dividend	Transfer (to)/from Retained Earnings	Transfer (to)/from General Reserve	On Rights Issue#	On Employee Stock Options	Others	Balance as at 31st March,2023
As at 31st March, 2023									
Reserves and Surplus									
Capital Reserve	403	-	-	-	-	-	-	-	403
Debenture Redemption Reserve	4,170	-	-	-	(2,487)	-	-	-	1,683
Share Based Payments Reserve	33	-	-	-	-	-	8	-	41
Special Economic Zone Reinvestment Reserve *	9,110	-	-	(8,960)	-	-	-	-	150
Securities Premium	99,730	-	-	-	-	40	22	-	99,792
General Reserve	2,24,062	-	-	-	2,487	-	-	-	2,26,549
Retained Earnings	72,545	44,190	(5,083)	8,960	-	-	-	(23,502)$	97,110
Other Comprehensive Income	54,709	(8,125)	-	-	-	-	-	-	46,584
Total	**4,64,762**	**36,065**	**(5,083)**	**-**	**-**	**40**	**30**	**(23,502)**	**4,72,312**

Refer Note 14.7 & 15

$ Transfer to statement of profit and loss on demerger (Refer Note 32 & 42.2).

* Special Economic Zone Reinvestment Reserve created during the year of ₹ NIL.

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

Abhijit A. Damle
Partner
Membership No. 102912

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Sandesh Ladha
Partner
Membership No. 047841

Date: April 22, 2024

Srikanth Venkatachari
Chief Financial Officer

Savithri Parekh
Company Secretary

For and on behalf of the Board

M.D. Ambani — Chairman and Managing Director
DIN: 00001695

Executive Directors:
N.R. Meswani DIN: 00001620
H.R. Meswani DIN: 00001623
P.M.S. Prasad DIN: 00012144

Non-Executive Directors:
Akash M. Ambani DIN: 06984194
Isha M. Ambani DIN: 06984175
Anant M. Ambani DIN: 07945702
Raminder Singh Gujral DIN: 07175393
Dr. Shumeet Banerji DIN: 02787784
Arundhati Bhattacharya DIN: 02011213
K.V. Chowdary DIN: 08485334
K.V. Kamath DIN: 00043501
Haigreve Khaitan DIN: 00005290

Statement of Cash Flow

For the year ended 31st March, 2024

(₹ in crore)

	2023-24	2022-23
A. Cash Flow from Operating Activities		
Net Profit Before Tax as per Statement of Profit and Loss		
Continuing Operations	55,273	54,118
Discontinued Operations	-	1,439
Adjusted for:		
Premium on buy back of debentures	-	33
Loss on Sale / Discard of Property, Plant and Equipment and Intangible Assets (Net)	113	33
Depreciation / Amortisation and Depletion Expense of Continuing Operations	17,690	11,167
Depreciation / Amortisation and Depletion Expense of Discontinued Operations	-	13
Effect of Exchange Rate Change	(1,307)	(3,174)
Net (Gain) / Loss on Financial Assets	(372)	1,116[#]
Dividend Income	(59)	(92)[#]
Interest Income	(9,349)	(10,975)[#]
Finance costs	13,430	12,633[#]
Operating Profit before Working Capital Changes	**75,419**	**66,311**
Adjusted for:		
Trade and Other Receivables	9,930	(3,068)
Inventories	(344)	(2,938)
Trade and Other Payables	(1,761)	(36)
Cash Generated from Operations	**83,244**	**60,269**
Taxes Paid (Net)	(9,246)	(4,929)
Net Cash Flow from Operating Activities *	**73,998**	**55,340**
B. Cash Flow from Investing Activities		
Expenditure on Property, Plant and Equipment and Intangible Assets	(34,258)	(29,324)
Proceeds from disposal of Property, Plant and Equipment and Intangible Assets	62	146
Investments in Subsidiaries and Joint Ventures	(40,506)	(59,983)
Disposal of Investments in Subsidiaries	4,305	213
Purchase of Other Investments	(3,75,590)	(2,19,404)
Proceeds from Sale of Financial Assets	3,94,803	2,78,222
Loans repaid – Subsidiaries, Associates, Joint Ventures and Others	2,975	12,573
Interest Income	9,858	9,640[#]
Dividend Income from Subsidiaries / Associates	59	92[#]
Net Cash Used in Investing Activities	**(38,292)**	**(7,825)**
C. Cash Flow From Financing Activities		
Proceeds from Issue of Equity Share Capital [@]	-	-
Net Proceeds from Rights Issue	7	40
Payment of Lease Liabilities	(98)	(77)
Proceeds from Borrowings - Non-Current (including current maturities)	38,592	4,260
Repayment of Borrowings - Non-Current (including current maturities)	(23,930)	(20,252)
Borrowings - Current (Net)	(19,074)	27,696
Dividend Paid	(6,089)	(5,083)
Interest Paid	(16,873)	(13,953)[#]
Net Cash Used in Financing Activities	**(27,465)**	**(7,369)**
Net Increase in Cash and Cash Equivalents	8,241	40,146
Opening Balance of Cash and Cash Equivalents	61,007	21,714
Add: On Merger (Refer Note 42.1)	-	4,147
Less: On Demerger (Refer Note 42.2)	-	5,000
Closing Balance of Cash and Cash Equivalents (Refer Note 9)	**69,248**	**61,007**

 # Other than Financial Services Segment.

** Includes amount spent in cash towards corporate social responsibility ₹ 900 crore (Previous year ₹ 744 crore).*

@ ₹ 1,50,000 (Previous Year ₹ 10,00,000).

Change in Liability Arising from Financing Activities

(₹ in crore)

	1st April, 2023	Cash flow	Foreign exchange movement/Others	31st March, 2024
Borrowing - Non-Current (including current maturities) (Refer Note 16)	1,79,451	14,662	379	1,94,492
Borrowing - Current (Refer Note 21)	36,372	(19,074)	-	17,298
	2,15,823	**(4,412)**	**379**	**2,11,790**

(₹ in crore)

	1st April, 2022	Cash flow	Foreign exchange movement/Others	31st March, 2023
Borrowing - Non-Current (including current maturities) (Refer Note 16)	1,85,165	(15,992)	10,278	1,79,451
Borrowing - Current (Refer Note 21)	9,398	27,696	(722)	36,372
	1,94,563	**11,704**	**9,556**	**2,15,823**

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

Abhijit A. Damle
Partner
Membership No. 102912

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Sandesh Ladha
Partner
Membership No. 047841

Srikanth Venkatachari
Chief Financial Officer

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani DIN: 00001695 — Chairman and Managing Director

N.R. Meswani DIN: 00001620
H.R. Meswani DIN: 00001623
P.M.S. Prasad DIN: 00012144
— Executive Directors

Akash M. Ambani DIN: 06984194
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Dr. Shumeet Banerji DIN: 02787784
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K.V. Chowdary DIN: 08485334
K.V. Kamath DIN: 00043501
Haigreve Khaitan DIN: 00005290
— Non-Executive Directors

A. Corporate Information

Reliance Industries Limited ("the Company") is a listed entity incorporated in India. The registered office of the Company is located at 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400 021, India.

The Company is engaged in activities spanning across hydrocarbon exploration and production, Oil to Chemicals, Retail and Digital Services.

B. Material Accounting Policies:

B.1 Basis of Preparation and Presentation

The Financial Statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:

i) Certain Financial Assets and Liabilities (including derivative instruments),

ii) Defined Benefit Plans – Plan Assets and

iii) Equity settled Share Based Payments

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the Rules notified under the relevant provisions of the Companies Act, 2013, (as amended from time to time) and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time. The Company follows indirect method prescribed in Ind AS 7 – Statement of Cash Flows for presentation of its cash flows.

The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest crore (₹00,00,000), except when otherwise indicated.

B.2 Summary of Material Accounting Policies

(a) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification considering an operating cycle of 12 months being the time elapsed between deployment of resources and the realisation/ settlement in cash and cash equivalents there-against.

(b) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. In case of land the Company has availed fair value as deemed cost on the date of transition to Ind AS.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.

Depreciation on Property, Plant and Equipment is provided using written down value method on depreciable amount except in case of certain assets of Oil to Chemicals and Other segment which are depreciated using straight line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is as under:

Particular	Depreciation
Fixed Bed Catalyst (useful life: 2 years or more)	Over its useful life as technically assessed
Fixed Bed Catalyst (useful life: up to 2 years)	100% depreciated in the year of addition
Plant and Machinery (useful life: 25 to 50 years)	Over its useful life as technically assessed
Buildings (Useful life: 30 to 65 years)	Over its useful life as technically assessed

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(c) Leases

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. Initially the right of use assets measured at cost which comprises initial cost of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. Subsequently measured at cost less any accumulated depreciation/ amortisation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability.

The right-of-use assets is depreciated/ amortised using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

(d) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation/depletion and impairment losses, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the Intangible Assets.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Intangible Assets Under Development.

The Company assesses if useful life of an intangible asset is finite or indefinite. A summary of amortisation/depletion policies applied to the Company's Intangible Assets to the extent of depreciable amount is as follows:

Particular	Amortisation / Depletion
Technical Know-How	Over the useful life of the underlying assets ranging from 5 years to 35 years.
Computer Software	Over a period of 5 years.
Development Rights	W.r.t. Oil and Gas, depleted using the unit of production method. The cost of producing wells along with its related facilities including decommissioning costs are depleted in proportion of oil and gas production achieved vis-à-vis Proved Developed Reserves. The cost for common facilities including its decommissioning costs are depleted using Proved Reserves. With respect to other development rights, these are amortized over the period of contract.
Others	In case of Jetty, the aggregate amount amortised to date is not less than the aggregate rebate availed by the Company.

The amortisation period and the amortisation method for Intangible Assets with a finite useful life are reviewed at each reporting date.

(e) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value.

Cost of finished goods, work-in-progress, raw materials, chemicals, stores and spares, packing materials, trading and other products are determined on weighted average basis.

(f) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provision for Decommissioning Liability

The Company records a provision for decommissioning costs towards site restoration activity. Decommissioning costs are provided at the present value of future expenditure using a current pre-tax rate expected to be incurred to fulfil decommissioning obligations and are recognised as part of the cost of the underlying assets. Any change in the present value of the expenditure, other than unwinding of discount on the provision, is reflected as adjustment to the provision and the corresponding asset. The change in the provision due to the unwinding of discount is recognised in the Statement of Profit and Loss.

(g) Contingent Liabilities

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

(h) Current Tax and Deferred Tax

The tax expenses for the period comprise of current tax and deferred tax. The Company exercises judgment in computation of current tax considering the relevant rulings and reassesses the carrying amount of deferred tax assets at the end of each reporting period.

(i) Share Based Payments

In case of Group equity-settled share-based payment transactions, where the Company grants stock options to the employees of its subsidiaries, the transactions are accounted by increasing the cost of investment in subsidiary with a corresponding credit in the equity.

(j) Foreign Currencies Transactions and Translation

Exchange gains or losses on foreign currency borrowings taken prior to April 1, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such assets.

(k) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company is generally the principal as it typically controls the goods or services before transferring them to the customer.

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional.

Generally, the credit period varies between 0-60 days from the shipment or delivery of goods or completion of services as the case may be. The Company provides volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified and also accrues discounts to certain customers based on customary business practices which is derived on the basis of crude price volatility and various market demand – supply situations. Consideration are determined based on its most likely amount. Generally, sales of petroleum products contain provisional pricing features where revenue is initially recognised based on provisional price. Difference between final settlement price and provisional price is recognised subsequently.

(l) Financial Instruments

i. Financial Assets

Purchase and sale of Financial Assets are recognised using trade date accounting. Trade receivables that do not contain a significant financing component are measured at transaction price.

The Company has elected to account for its investments in subsidiaries, associates and joint venture at cost less impairment loss (if any).

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognised in Statement of Profit and loss when the Company's right to receive payment is established. The investments in preference shares with the right to surplus assets which are in nature of equity in accordance with Ind AS 32 are treated as separate category of investment and measured at FVTOCI. Other Financial Assets are generally measured at Fair Value Through Profit or Loss (FVTPL) except where the Company, based on the business model objectives, measures these at Amortized Cost or Fair Value Through Other Comprehensive Income (FVTOCI).

The Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit or Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables, the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii. Financial Liabilities

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts are determined to approximate fair value due to the short maturity of these instruments.

iii. Derivative Financial Instruments and Hedge Accounting

The Company uses various derivative financial instruments such as interest rate swaps, currency swaps, forwards & options and commodity contracts to mitigate the risk of changes in interest rates, exchange rates and commodity prices. At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedge which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or is treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a Non-Financial Assets or Non-Financial liability.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

A. Cash Flow Hedge

The Company designates derivative contracts or non-derivative Financial Assets/ Liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions.

B. Fair Value Hedge

The Company designates derivative contracts or non-derivative Financial Assets/Liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices.

iv. Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(m) Accounting for Oil and Gas Activity

Oil and Gas Joint Arrangement are in the nature of joint operations. Accordingly, assets and liabilities as well as income and expenditure are accounted on the basis of available information on a line-by-line basis with similar items in the Company's Financial Statements, according to the participating interest of the Company.

The Company follows the Guidance Note on Accounting for Oil and Gas producing activities – Ind AS issued by the Institute of Chartered Accountants of India for the purposes of the accounting. Seismic costs, geological and geophysical studies, petroleum exploration license fees and general and administration costs directly attributable to exploration and evaluation activities are expensed off. The costs incurred on acquisition of interest in oil and gas blocks and on exploration and evaluation other than those which are expensed off are accounted for as Intangible Assets Under Development. All development costs incurred in respect of proved reserves are also capitalised under Intangible Assets Under Development. Once a well is ready to commence commercial production, the costs accumulated in Intangible Assets Under Development are classified as Intangible Assets corresponding to proved developed oil and gas reserves. The exploration and evaluation expenditure which does not result in discovery of proved oil and gas reserves and all cost pertaining to production are charged to the Statement of Profit and Loss.

The Company uses technical estimation of reserves as per the Petroleum Resources Management System guidelines 2011 and standard geological and reservoir engineering methods. The reserve review and evaluation is carried out annually.

C. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The preparation of the Company's Financial Statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

(A) Estimation of Oil and Gas Reserves

The determination of the Company's estimated oil and natural gas reserves requires significant judgements and estimates to be applied and these are regularly reviewed and updated. Factors such as the availability of geological and engineering data, reservoir performance data, acquisition and divestment activity, drilling of new wells, and commodity prices all impact on the determination of the Company's estimates of its oil and natural gas reserves. The Company bases it's proved reserves estimates on the requirement of reasonable certainty with rigorous technical and commercial assessments based on conventional industry practice and regulatory requirements.

Estimates of oil and natural gas reserves are used to calculate depletion charges for the Company's oil and gas properties. The impact of changes in estimated proved reserves is dealt with prospectively by amortising the remaining carrying value of the asset over the expected future production. Oil and natural gas reserves also have a direct impact on the assessment of the recoverability of asset carrying values reported in the Financial Statements.

Details on proved reserves and production both on product and geographical basis are provided in Note 35.2.

(B) Property Plant and Equipment/ Intangible Assets

Estimates are involved in determining the cost attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the management. Property, Plant and Equipment/Intangible Assets are depreciated/ amortised over their estimated useful life, after taking into account estimated residual value. Management reviews the estimated useful life and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be recorded during any reporting period. The useful life and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological and future risks. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

(C) Provisions

The timing of recognition and quantification of the liability (including litigations) requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

(D) Impairment of Financial and Non-Financial Assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

In case of non-financial assets, assessment of impairment indicators involves consideration of future risks. Further, the Company estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

(E) Fair Value Measurement

For estimates relating to fair value of financial instruments refer note 38 of financial statements.

1. Property, Plant & Equipment, Intangible Assets, Capital Work-in-Progress and Intangible Assets Under Development.

(₹ in crore)

Description	Gross Block				Depreciation / Amortisation and Depletion				Net Block	
	As at 01-04-2023	Additions / Adjustments	Deductions / Adjustments	As at 31-03-2024	As at 01-04-2023	For the Year#	Deductions / Adjustments	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023
Property, Plant and Equipment										
Own Assets:										
Land	38,966	8	-	38,974	-	-	-	-	38,974	38,966
Buildings	26,868	5,574	82	32,360	9,403	790	64	10,129	22,231	17,465
Plant & Machinery	2,72,637	6,798	1,049	2,78,386	1,18,582	5,134	890	1,22,826	1,55,560	1,54,055
Electrical Installations	8,709	1,049	76	9,682	4,877	650	76	5,451	4,231	3,832
Equipments $	23,563	2,249	14	25,798	5,070	2,728	13	7,785	18,013	18,493
Furniture & Fixtures	935	247	2	1,180	519	84	2	601	579	416
Vehicles	1,007	109	15	1,101	644	131	14	761	340	363
Ships	508	4	-	512	373	12	-	385	127	135
Aircrafts & Helicopters	46	-	-	46	42	1	-	43	3	4
Sub-Total	**3,73,239**	**16,038**	**1,238**	**3,88,039**	**1,39,510**	**9,530**	**1,059**	**1,47,981**	**2,40,058**	**2,33,729**
Right-of-Use Assets:										
Land	17,689	-	-	17,689	2,045	172	-	2,217	15,472	15,644
Plant & Machinery	4,619	-	-	4,619	1,025	213	-	1,238	3,381	3,594
Ships	10	-	-	10	10	-	-	10	-	-
Sub-Total	**22,318**	**-**	**-**	**22,318**	**3,080**	**385**	**-**	**3,465**	**18,853**	**19,238**
Total (A)	**3,95,557**	**16,038**	**1,238**	**4,10,357**	**1,42,590**	**9,915**	**1,059**	**1,51,446**	**2,58,911**	**2,52,967**
Intangible Assets *										
Technical Knowhow Fees	4,665	4	-	4,669	3,534	107	-	3,641	1,028	1,131
Software	1,060	100	-	1,160	946	37	-	983	177	114
Development Rights	63,534	18,451	-	81,985	35,535	7,173	-	42,708	39,277	27,999
Others	1,745	681	-	2,426	1,655	534	-	2,189	237	90
Total (B)	**71,004**	**19,236**	**-**	**90,240**	**41,670**	**7,851**	**-**	**49,521**	**40,719**	**29,334**
Total (A + B)	**4,66,561**	**35,274**	**1,238**	**5,00,597**	**1,84,260**	**17,766**	**1,059**	**2,00,967**	**2,99,630**	**2,82,301**
Previous Year	**4,13,733**	**54,643**	**1,815**	**4,66,561**	**1,74,107**	**11,256**	**1,103**	**1,84,260**	**2,82,301**	**2,39,626**
Capital Work-in-Progress									**44,294**	30,972
Intangible Assets under Development									**17,338**	23,385

Depreciation / Amortisation and Depletion Expense for the year includes depreciation of ₹ 76 crore (Previous Year ₹ 75 crore) capitalised during the year. Thus, the net amount considered in Statement of Profit and Loss related to continuing operations is ₹ 17,690 crore (Previous Year ₹ 11,167 crore) and discontinued operations is ₹ Nil (Previous Year ₹ 13 crore).

$ *Includes office equipments.*

* *Other than internally generated.*

1.1 Right-of-Use (Land) includes:

i) ₹ 6,923 crore (Previous Year ₹ 6,923 crore) towards investment in preference shares representing right to hold and use all the immovable properties of the investee entity.

1.2 Buildings includes:

i) Cost of shares in Co-operative Societies of ₹ 2,69,200 (Previous Year ₹ 2,03,200).

ii) ₹ 88 crore (Previous Year ₹ 88 crore) in shares of Companies / Societies with right to hold and use certain area of Buildings.

1.3 Intangible Assets - Others include: Jetties amounting to ₹ 812 crore (Previous Year ₹ 812 crore), the Ownership of which vests with Gujarat Maritime Board.

1.4 Capital work-in-Progress and Intangible Assets Under Development includes:

i) ₹ 7,987 crore (Previous Year ₹ 4,868 crore) on account of Project Development Expenditure.

ii) ₹ 6,709 crore (Previous Year ₹ 3,358 crore) on account of cost of construction materials at site.

1.5 Additions in Property, Plant & Equipment, Intangible Assets, Capital work-in-progress and Intangible assets under Development includes ₹ 251 crore (net loss) [Previous Year ₹ 1,373 crore (net loss)] on account of exchange difference during the Year.

1.6 For Assets given as security -Refer Note 16.1.

1.7 Details of title deeds of immovable properties not held in the name of the Company:

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value (₹ in crore)	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
Property, Plant and Equipment	Land	83	Gujarat Industrial Development Corporation	No	01/02/2015	Lease deed execution is under process.

1.8 Capital-Work-in Progress (CWIP)

Ageing as at 31st March,2024:

(₹ in crore)

	Amount in CWIP for a Period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	25,220	15,187	3,366	521	44,294
Projects temporarily suspended	-	-	-	-	-
Total	**25,220**	**15,187**	**3,366**	**521**	**44,294**

Ageing as at 31st March, 2023:

(₹ in crore)

	Amount in CWIP for a Period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	20,787	5,718	1,831	2,636	30,972
Projects temporarily suspended	-	-	-	-	-
Total	**20,787**	**5,718**	**1,831**	**2,636**	**30,972**

1.9 Intangible Assets Under Development (IAUD):

Ageing as at 31st March, 2024:

(₹ in crore)

	Amount in IAUD for a Period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	10,873	5,954	35	476	17,338
Projects temporarily suspended	-	-	-	-	-
Total	**10,873**	**5,954**	**35**	**476**	**17,338**

Ageing as at 31st March, 2023:

(₹ in crore)

	Amount in IAUD for a Period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	15,555	2,530	1,616	3,684	23,385
Projects temporarily suspended	-	-	-	-	-
Total	**15,555**	**2,530**	**1,616**	**3,684**	**23,385**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
2. Investments – Non-Current				
Investments measured at Amortised Cost				
In Preference Shares of Joint Venture Companies				
Unquoted, fully paid up				
Alok Industries Limited - 9% Non Convertible Redeemable Preference Shares of ₹ 1 each	33,00,00,00,000	3,300	-	-
		3,300		**-**
In Debentures of Joint Venture Companies				
Unquoted, fully paid up				
BAM DLR Chennai Private Limited - Non Convertible Debenture of ₹ 100 each	63,00,000	63	-	-
		63		**-**
In Preference Shares of Other Companies				
Unquoted, fully paid up				
Summit Digitel Infrastructure Limited - 0% Redeemable, Non-Participating, Non-Cumulative and Non-Convertible Preference Shares of ₹ 10 each	5,00,00,000	16	5,00,00,000	15
		16		**15**
In Government Securities				
Unquoted				
6 Years National Savings Certificates (Deposited with Sales Tax Department and Other Government Authorities) [₹ 39,087 (Previous Year ₹ 39,087)]		-		-
		-		**-**
Total of Investments measured at Amortised Cost		**3,379**		**15**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
Investments measured at Cost				
In Equity Shares of Associate Companies				
Quoted, fully paid up				
Reliance Industrial Infrastructure Limited of ₹ 10 each	68,60,064	16	68,60,064	16
		16		**16**
In Equity Shares of Joint Venture Companies				
Quoted, fully paid up				
Alok Industries Limited of ₹ 1 each	1,98,65,33,333	269	1,98,65,33,333	269
		269		**269**
In Equity Shares of Associate Companies				
Unquoted, fully paid up				
Gujarat Chemical Port Limited of ₹ 1 each	64,29,20,000	64	64,29,20,000	64
Indian Vaccines Corporation Limited of ₹ 10 each [$]	62,63,125	1	62,63,125	1
Jamnagar Utilities & Power Private Limited Class 'A' shares of ₹ 1 each [₹ 40,40,000; (Previous Year ₹ 40,40,000)]	52,00,000	-	52,00,000	-
Reliance Europe Limited of Sterling Pound 1 each	11,08,500	4	11,08,500	4
Vadodara Enviro Channel Limited of ₹ 10 each [₹ 143,020; (Previous Year ₹ 143,020)]	14,302	-	14,302	-
		69		**69**
In Equity Shares of Joint Venture Companies				
Unquoted, fully paid up				
BAM DLR Chennai Private Limited of ₹ 10 each	1,52,58,850	210	-	-
BAM DLR Data Center Services Private Limited of ₹ 10 each	24,70,000	9	-	-
BAM DLR Kolkata Private Limited of ₹ 10 each [₹ 34,00,950; (Previous Year ₹ Nil)]	2,05,000	-	-	-
BAM DLR Mumbai Private Limited of ₹ 10 each	12,02,86,182	134	-	-
BAM DLR Network Services Private Limited of ₹ 10 each	19,84,000	2	-	-
Football Sports Development Limited of ₹ 10 each	10,80,141	134	10,80,141	134
India Gas Solution Private Limited of ₹ 10 each	2,25,00,000	23	2,25,00,000	23
Pipeline Management Services Private Limited of ₹ 10 each [₹ 50,00,000; (Previous Year ₹ 50,00,000)]	5,00,000	1	5,00,000	1
Sintex Industries Limited of ₹ 1 each	6,00,00,00,000	600	6,00,00,00,000	600
		1,113		**758**
In Preference Shares of Joint Venture Companies				
Unquoted, fully paid up				
Alok Industries Limited - 9% Optionally Convertible Preference Shares of ₹ 1 each	2,50,00,00,000	250	2,50,00,00,000	250
		250		**250**
In Debentures of Joint Venture Companies				
Unquoted, fully paid up				
Sintex Industries Limited - 6% Unsecured Optionally Fully Convertible Debenture of ₹ 1 each	9,00,00,00,000	900	9,00,00,00,000	900
		900		**900**

[$] *Net of provision for impairment.*

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
In Equity Shares of Subsidiary Companies				
Unquoted, fully paid up				
Indiawin Sports Private Limited of ₹ 10 each	26,50,000	3	26,50,000	3
Jio Limited of ₹ 10 each [₹ 3,00,000; (Previous Year ₹ 3,00,000)]	30,000	-	30,000	-
Jio Platforms Limited of ₹ 10 each	5,93,78,41,645	54,863	5,93,78,41,645	54,846
Reliance 4IR Realty Development Limited of ₹ 10 each	10,00,00,000	17,614	10,00,00,000	17,614
Reliance Bhutan Limited ₹ 10 each [₹ 5,00,000; (Previous Year ₹ 5,00,000)]	50,000	-	50,000	-
Reliance BP Mobility Limited of ₹ 10 each [₹ 4,95,790; (Previous Year ₹ 4,95,790)]	49,579	-	49,579	-
Reliance Commercial Dealers Limited of ₹ 10 each	1,50,00,000	25	1,50,00,000	25
Reliance Content Distribution Limited of ₹ 10 each [₹ 5,00,000; (Previous Year ₹ 5,00,000)]	50,000	-	50,000	-
Reliance Digital Health Limited of ₹ 10 each	16,17,18,500	186	16,17,18,500	186
Reliance Ethane Holding Pte. Ltd. of USD 1 each	22,42,72,113	1,844	15,56,72,113	992
Reliance Ethane Pipeline Limited of ₹ 10 each	5,00,50,000	49	5,00,50,000	49
Reliance Exploration & Production DMCC of AED 1,000 each	16,66,900	2,738	1,76,200	289
Reliance Gas Pipelines Limited of ₹ 7 each	37,30,00,000	257	37,30,00,000	257
Reliance Global Energy Services (Singapore) Pte. Ltd of SGD 1 each	15,00,000	65	15,00,000	65
Reliance Global Energy Services Limited of GBP 1 each	30,00,000	54	30,00,000	54
Reliance Industries (Middle East) DMCC of AED 1,000 each	7,62,235	1,366	7,62,235	1,366
Reliance International Limited of USD 1 each	2,50,00,000	189	2,50,00,000	189
Reliance Mappedu Multi Modal Logistics Park Limited of ₹ 10 each [₹ 10; (Previous Year ₹ 10)]	1	-	1	-
Reliance New Energy Limited of ₹ 10 each	6,45,04,00,000	6,450	6,24,73,00,000	6,247
Reliance Petro Marketing Limited of ₹ 10 each	50,000	299	50,000	299
Reliance Projects & Property Management Services Limited of ₹ 10 each	10,00,00,000	32	10,00,00,000	32
Reliance Retail Ventures Limited of ₹ 10 each	5,85,84,86,658	19,817	5,83,77,58,520	17,317
Reliance Sibur Elastomers Private Limited of ₹ 10 each	1,76,35,43,119	1,764	1,76,35,43,119	1,764
Reliance SOU Limited of ₹ 10 each [₹ 1,00,000; (Previous Year ₹ 1,00,000)]	10,000	-	10,000	-
Reliance Strategic Business Ventures Limited of ₹ 10 each	10,00,00,000	10,035	10,00,00,000	10,035
Reliance Syngas Limited of ₹ 10 each [₹ 10,00,000; (Previous Year ₹ 10,00,000]	1,00,000	-	1,00,000	-
Reliance Ventures Limited of ₹ 10 each	26,91,150	2,351	26,91,150	2,351
Rise Worldwide Limited of ₹ 10 each	10,67,20,148	253	10,67,20,148	253
SenseHawk, Inc. of USD 0.0001 each	32,12,690	158	32,12,690	158
		1,20,412		**1,14,391**
In Preferred Shares of Subsidiary Companies				
Unquoted, fully paid up				
SenseHawk, Inc. of USD 0.00001 each - Series B	21,18,803	106	21,18,803	106
		106		**106**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
In Preference Shares of Subsidiary Companies				
Unquoted, fully paid up				
Indiawin Sports Private Limited - 9% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	22,49,96,000	225	22,49,96,000	225
Reliance 4IR Realty Development Limited - 0.01% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	6,07,51,270	12,510	6,07,51,270	12,510
Reliance Content Distribution Limited - 6% Non-Cumulative Optionally Convertible Preference Shares of ₹10 each	5,34,00,60,000	5,340	5,34,00,60,000	5,340
Reliance Ethane Pipeline Limited - 6% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	18,55,00,000	182	18,55,00,000	182
Reliance Exploration & Production DMCC - 5% Non-Cumulative Compulsorily Convertible Preference Shares of AED 1,000 each	-	-	14,90,700	2,449
Reliance Gas Pipelines Limited - 6% Non-Cumulative Optionally Convertible Preference Shares of ₹ 7 each	36,76,50,000	253	36,76,50,000	253
Reliance Projects & Property Management Services Limited - 0.01% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	9,79,52,40,000	12,009	9,79,52,40,000	12,009
Reliance Prolific Traders Private Limited - 9% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	14,39,92,000	1,296	14,39,92,000	1,296
Reliance Strategic Business Ventures Limited - 6% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	27,75,000	288	27,75,000	288
Reliance Universal Traders Private Limited - 9% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	1,71,64,000	103	1,71,64,000	103
Viacom 18 Media Private Limited - 0.001% Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each	24,61,33,682	18,930	-	-
		51,136		**34,655**
Members Contribution in Subsidiary Companies, Unquoted				
Reliance Eagleford Upstream LLC $		-		-
Reliance Marcellus LLC $		532		166
		532		**166**
In Debentures of Subsidiary Companies				
Unquoted, fully paid up				
Reliance 4IR Realty Development Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	3,44,97,311	6,976	3,10,69,300	6,276
Reliance Ambit Trade Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	3,11,10,000	31	3,11,10,000	31
Reliance Comtrade Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each [₹ 20,00,000; (Previous Year ₹ 20,00,000)]	2,00,000	-	2,00,000	-
Reliance Content Distribution Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	48,49,52,700	485	48,51,52,700	485
Reliance Digital Health Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	34,32,57,000	378	33,54,49,000	369
Reliance Eminent Trading & Commercial Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	2,12,00,000	21	2,12,00,000	21
Reliance Gas Pipelines Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 7 each	56,00,00,000	392	56,00,00,000	392

$ *Net of provision for impairment.*

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
Reliance New Energy Limited - Zero Coupon Unsecured Compulsorily Convertible Debentures of ₹ 10 each	22,50,00,000	225	22,50,00,000	225
Reliance New Energy Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	9,33,92,20,000	9,339	-	-
Reliance Prolific Commercial Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	3,75,70,000	38	3,75,70,000	38
Reliance Strategic Business Ventures Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	18,76,19,496	22,514	11,61,53,165	13,787
		40,399		**21,624**
In Corpus of Trust				
Unquoted				
Independent Media Trust		3,367		3,367
Jio Financial Services Limited Trust [₹ 30,000; (Previous Year ₹ Nil)]		-		-
		3,367		**3,367**
Total of Investments measured at Cost		**2,18,569**		**1,76,571**
Investments measured at Fair Value through Other Comprehensive Income (FVTOCI)				
In Equity Shares of Other Companies				
Unquoted, fully paid up				
Ahmedabad Mega Clean Association of ₹ 10 each [₹ 1,00,000; (Previous Year ₹ 1,00,000)]	10,000	-	10,000	-
Petronet India Limited of ₹ 0.10 each [₹ 10,00,000; (Previous Year ₹ 10,00,000)]	1,00,00,000	-	1,00,00,000	-
Petronet VK Limited of ₹ 10 each $ [₹ 20,000; (Previous Year ₹ 20,000)]	1,49,99,990	-	1,49,99,990	-
VAKT Holdings Limited of USD 0.001 each	81,810	15	58,009	58
		15		**58**
Quoted, fully paid up				
Balaji Telefilms Limited of ₹ 2 each	2,52,00,000	185	2,52,00,000	93
Eros STX Global Corporation of GBP 0.30 each. [₹ 6,487; (Previous Year ₹ 12,78,191)]	31,11,088	-	31,11,088	-
		185		**93**
In Preference Shares of Other Companies				
Unquoted, fully paid up				
Jio Digital Fibre Private Limited - 0.01% Cumulative Redeemable Preference Shares of ₹ 10 each	12,50,000	1	12,50,000	1
Jio Digital Fibre Private Limited - 0.01% Optionally Convertible Preference Shares of ₹ 10 each	77,70,11,98,375	77,842	77,70,11,98,375	77,842
Reliance Storage Limited - 0.001% Cumulative Compulsory Convertible Preference Shares of ₹ 10 each *	-	-	9,14,50,00,000	9,145
		77,843		**86,988**

$ *Net of provision for impairment.*

* *Merged with Viacom 18 Media Private Limited w.e.f. 13th April, 2023.*

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
Other Investments				
In Membership Share in LLP, Unquoted				
Labs 02 Limited Partnership		43		46
Breakthrough Energy Ventures II L.P.		398		288
In Membership Interest in LLC, Unquoted				
BreakThrough Energy Ventures LLC		718		758
		1,159		**1,092**
Total of Investments measured at Fair Value Through Other Comprehensive Income		**79,202**		**88,231**
Investments measured at Fair Value Through Profit or Loss (FVTPL)				
In Equity Shares of Other Companies				
Unquoted, fully paid up				
Jio Digital Fibre Private Limited of ₹ 1 each	2,49,54,43,333	250	2,49,54,43,333	250
Total of Investments measured at Fair Value Through Profit or Loss		**250**		**250**
Total Investments Non-Current		**3,01,400**		**2,65,067**
Aggregate amount of Quoted Investments		**470**		**378**
Market Value of Quoted Investments		**6,196**		**2,934**
Aggregate amount of Unquoted Investments		**3,00,930**		**2,64,689**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
2.1 Category-Wise Investments – Non-Current		
Financial assets measured at Amortised Cost	3,379	15
Financial assets measured at Cost	2,18,569	1,76,571
Financial assets measured at Fair Value through Other Comprehensive Income	79,202	88,231
Financial assets measured at Fair Value through Profit or Loss	250	250
Total Investments – Non-Current	**3,01,400**	**2,65,067**

2.2 The list of subsidiaries, joint ventures and associates along with proportion of ownership interest held and country of incorporation are disclosed in Note 39 and Note 40 of Consolidated Financial Statement.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
3. Loans – Non-Current		
Unsecured and Considered Good		
Loans and advances to Related parties (Refer Note 34 (V))	10,051	12,431
Total	**10,051**	**12,431**

A. Loans and Advances In The Nature of Loans Given To Subsidiaries:

(₹ in crore)

Sr. No.	Name of the company	As at 31st March, 2024	Maximum Balance during the year	As at 31st March, 2023	Maximum Balance during the year
	Loans – Non-Current ^				
1	Reliance 4IR Realty Development Limited	6,162	6,192	2,084	3,849
2	Reliance Corporate IT Park Limited	2,114	2,773	2,723	4,009
3	Reliance Ethane Pipeline Limited	168	403	403	623
4	Reliance Gas Pipelines Limited	-		-	395
5	Reliance Industrial Investments and Holdings Limited	-		-	10,802
6	Reliance New Energy Limited	-	6,582	426	471
7	Reliance Projects & Property Management Services Limited	136	145	-	31,197
8	Reliance Sibur Elastomers Private Limited	1,216	1,216	-	-
9	Reliance Strategic Business Ventures Limited	255	15,556	6,795	16,128
		10,051		**12,431**	
	Loans – Current				
1	Reliance Content Distribution Limited	-	-	-	700
2	Reliance Corporate IT Park Limited	-	-	-	161
3	Reliance Sibur Elastomers Private Limited	-	595	595	595
		-		**595**	
	Total	**10,051**		**13,026**	

All the above loans and advances have been given for business purposes.

^ Loans and Advances that fall under the category of 'Loans - Non-Current' are re-payable after more than 1 year.

Note 1 Investment by Reliance 4IR Realty Development Limited in Subsidiaries:

In Equity Shares:

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
1	Dronagiri Bokadvira East Infra Limited	50,000	19	Dronagiri Navghar South Second Infra Limited	50,000
2	Dronagiri Bokadvira North Infra Limited	50,000	20	Dronagiri Navghar West Infra Limited	50,000
3	Dronagiri Bokadvira South Infra Limited	50,000	21	Dronagiri Pagote East Infra Limited	50,000
4	Dronagiri Bokadvira West Infra Limited	50,000	22	Dronagiri Pagote North First Infra Limited	50,000
5	Dronagiri Dongri East Infra Limited	50,000	23	Dronagiri Pagote North Infra Limited	50,000
6	Dronagiri Dongri North Infra Limited	50,000	24	Dronagiri Pagote North Second Infra Limited	50,000
7	Dronagiri Dongri South Infra Limited	50,000	25	Dronagiri Pagote South First Infra Limited	50,000
8	Dronagiri Dongri West Infra Limited	50,000	26	Dronagiri Pagote South Infra Limited	50,000
9	Dronagiri Funde East Infra Limited	50,000	27	Dronagiri Pagote West Infra Limited	50,000
10	Dronagiri Funde North Infra Limited	50,000	28	Dronagiri Panje East Infra Limited	50,000
11	Dronagiri Funde South Infra Limited	50,000	29	Dronagiri Panje North Infra Limited	50,000
12	Dronagiri Funde West Infra Limited	50,000	30	Dronagiri Panje South Infra Limited	50,000
13	Dronagiri Navghar East Infra Limited	50,000	31	Dronagiri Panje West Infra Limited	50,000
14	Dronagiri Navghar North First Infra Limited	50,000	32	Kalamboli East Infra Limited	50,000
15	Dronagiri Navghar North Infra Limited	50,000	33	Kalamboli North First Infra Limited	50,000
16	Dronagiri Navghar North Second Infra Limited	50,000	34	Kalamboli North Infra Limited	50,000
17	Dronagiri Navghar South First Infra Limited	50,000	35	Kalamboli North Second Infra Limited	50,000
18	Dronagiri Navghar South Infra Limited	50,000	36	Kalamboli North Third Infra Limited	50,000

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
37	Kalamboli South First Infra Limited	50,000	48	Reliance Vantage Retail Limited	5,60,000
38	Kalamboli South Infra Limited	50,000	49	Surela Investment and Trading Limited	5,000
39	Kalamboli West Infra Limited	50,000	50	The Indian Film Combine Private Limited	5,73,751
40	Reliance Ambit Trade Private Limited	10,00,000	51	Ulwe East Infra Limited	50,000
41	Reliance Comtrade Private Limited	10,00,000	52	Ulwe North Infra Limited	50,000
42	Reliance Corporate IT Park Limited	2,37,99,94,480	53	Ulwe South Infra Limited	50,000
43	Reliance Eminent Trading & Commercial Private Limited	1,00,00,000	54	Ulwe Waterfront East Infra Limited	50,000
44	Reliance Progressive Traders Private Limited	1,00,00,000	55	Ulwe Waterfront North Infra Limited	50,000
45	Reliance Prolific Commercial Private Limited	10,00,000	56	Ulwe Waterfront South Infra Limited	50,000
46	Reliance Prolific Traders Private Limited	1,00,00,000	57	Ulwe Waterfront West Infra Limited	50,000
47	Reliance Universal Traders Private Limited	1,00,00,000	58	Ulwe West Infra Limited	50,000

In Preference Shares:

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
1	Reliance Corporate IT Park Limited	5,37,66,63,246	3	Reliance Progressive Traders Private Limited	2,03,06,000
2	Reliance Eminent Trading & Commercial Private Limited	17,37,000	4	Reliance Universal Traders Private Limited	7,20,00,000

Note 2 Investment by Reliance New Energy Limited in Subsidiaries:

In Equity Shares:

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
1	Faradion Limited	2,76,087	6	Reliance Lithium Werks B.V.	70,11,976
2	REC Solar Holdings AS	1,000	7	Reliance New Energy Battery Storage Limited	8,08,70,000
3	Reliance Bio Energy Limited	49,20,02,500	8	Reliance New Solar Energy Limited	5,00,00,00,000
4	Reliance Electrolyser Manufacturing Limited	36,10,000	9	Reliance Power Electronics Limited	2,60,33,000
5	Reliance Green Hydrogen and Green Chemicals Limited	37,10,000			

In Preference Shares:

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
1	REC Solar Holdings AS	283	3	Reliance Lithium Werks B.V.	15,25,862
2	Reliance Bio Energy Limited	11,57,70,000	4	Reliance New Solar Energy Limited	2,36,69,40,000

Note 3 Investment by Reliance Projects & Property Management Services Limited in Subsidiaries:

In Equity Shares:

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
1	Kutch New Energy Projects Limited	10,000	7	Reliance New Energy Hydrogen Electrolysis Limited	10,000
2	Reliance Carbon Fibre Cylinder Limited	10,000	8	Reliance New Energy Hydrogen Fuel Cell Limited	10,000
3	Reliance Chemicals and Materials Limited	28,70,30,000	9	Reliance New Energy Power Electronics Limited	10,000
4	Reliance Hydrogen Electrolysis Limited	10,000	10	Reliance New Energy Storage Limited	10,000
5	Reliance Hydrogen Fuel Cell Limited	10,000	11	Reliance Petro Materials Limited	11,10,000
6	Reliance New Energy Carbon Fibre Cylinder Limited	10,000			

Note 4 Investment by Reliance Strategic Business Ventures Limited in Subsidiaries:

In Equity Shares:

Sr. No.	Name of the company	No. of Shares	Sr. No.	Name of the company	No. of Shares
1	Columbus Centre Corporation	1.032049118	6	Jio Infrastructure Management Services Limited	60,000
2	Enercent Technologies Private Limited	95,667	7	Reliance Polyester Limited	10,00,00,000
3	India Mumbai Indians (Pty) Limited	33,66,00,001	8	Stoke Park Limited	9,93,12,403
4	Indiawin Sports Middle East Limited	1,37,50,000	9	VasyERP Solutions Private Limited	5,33,333
5	Indiawin Sports USA Inc.	1,70,00,000			

In Preference Shares:

Sr. No.	Name of the company	No. of Shares
1	skyTran Inc.	4,46,64,684

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
4.	**Other Financials Assets – Non-Current**		
	Deposits with Related Parties (Refer Note 34 (V))	563	577
	Receivable from Related Parties	15,465	-
	Others *	874	1,638
		16,902	**2,215**

** Includes fair valuation of interest free deposits.*

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
5.	**Other Non-Current Assets (Unsecured and Considered Good)**		
	Capital Advances	1,050	594
	Advance Income Tax (Net of Provision)	-	1,663
	Others *	6,353	575
	Total	**7,403**	**2,832**

** Includes ₹ 295 crore (Previous Year ₹ 295 crore) deposited in Gas pool account (Refer Note 35.3), and Financial Assets measured at Amortised cost.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
Advance Income Tax (Net of Provision)		
At start of year	1,663	2,906
Charge for the year - Current Tax	(10,922)	(6,437)
Others	13	265#
Tax paid (Net) during the year	9,246	4,929
At end of year	**-**	**1,663**

 # On merger of Digital EPC and Infrastructure Undertaking.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
6. Inventories		
Raw Materials (Including Material in Transit)	17,969	12,712
Work-in-Progress *	42,279	40,697
Finished Goods	15,513	19,564
Stock-in-Trade	134	247
Stores and Spares	9,205	11,536
Total	**85,100**	**84,756**

** Includes land, development cost and inventory on completion of projects.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
7. Investment – Current		
Investments Measured at Amortised Cost		
In Collateral Borrowing & Lending Obligation - Unquoted	999	-
In Debentures or Bonds - Unquoted, fully paid up	-	12,795
Total of Investments measured at Amortised Cost	**999**	**12,795**
Investments measured at Fair Value through Other Comprehensive Income (FVTOCI)		
In Government Securities - Quoted fully paid up *	7,929	21,586
In Mutual Fund - Quoted	4,758	4,977
In Mutual Fund - Unquoted	4,825	7,294
In Debentures or Bonds - Quoted, fully paid up *	18,107	25,430
Total of Investments measured at Fair Value Through Other Comprehensive Income	**35,619**	**59,287**
Investments measured at Fair Value Through Profit or Loss (FVTPL)		
In Government Securities - Quoted fully paid up *	23,652	583
In Debentures or Bonds - Quoted, fully paid up *	1,957	52
In Treasury Bills - Quoted	3,471	13,157
In Mutual Fund - Unquoted	116	1
In Certificate of Deposit - Quoted	1,018	-
In Commercial Papers - Quoted	1,831	199
Total of Investments measured at Fair Value Through Profit or Loss	**32,045**	**13,992**
Total Investments - Current	**68,663**	**86,074**
Aggregate amount of Quoted Investments	62,723	65,984
Market Value of Quoted Investments	62,723	65,984
Aggregate amount of Unquoted Investments	5,940	20,090

** Includes ₹ 8,712 crore (Previous Year ₹ Nil) given as collateral security for borrowings (Refer Note 21.2) and ₹ 72 crore (Previous Year ₹ 79 crore) given as collateral security for derivatives contracts.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
7.1 Category-Wise Investments – Current		
Financial assets measured at Amortised Cost	999	12,795
Financial assets measured at Fair Value through Other Comprehensive Income	35,619	59,287
Financial Assets measured at Fair value through Profit or Loss	32,045	13,992
Total Investments - Current	**68,663**	**86,074**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
8. Trade Receivables (Unsecured and Considered Good)		
Trade Receivables	14,740	24,143
Total	**14,740**	**24,143**

8.1 Trade Receivables ageing:

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2024							
(i) Undisputed Trade Receivables - considered good	13,282	1,414	37	3	2	2	**14,740**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	**13,282**	**1,414**	**37**	**3**	**2**	**2**	**14,740**

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2023							
(i) Undisputed Trade Receivables - considered good	21,941	2,154	28	6	9	5	**24,143**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	**21,941**	**2,154**	**28**	**6**	**9**	**5**	**24,143**

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
9.	**Cash and Cash Equivalents**		
	Cash on Hand	17	17
	Balances with Banks *	69,231	60,990
	Cash and Cash Equivalents as per Balance Sheet	**69,248**	**61,007**
	Cash and Cash Equivalents as per Cash Flows Statement	**69,248**	**61,007**

** Includes Unclaimed Dividend of ₹ 172 crore (Previous Year ₹ 187 crore) and Fixed Deposits of ₹ 15,001 crore (Previous Year ₹ 27,788 crore) with maturity of more than 12 months. Fixed Deposits of ₹ 3,063 crore (Previous Year ₹ 33,842 crore) given as collateral security. Principal amount of these Fixed Deposits can be withdrawn or an equivalent amount can be availed against such deposits by the Company at any point of time without prior notice or penalty.*

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
10.	**Loans – Current**		
	Unsecured and Considered Good		
	Loans to Related Parties (Refer Note 34 (V)) #	-	595
	Total	**-**	**595**

 # Refer Note 3.A for details of Loans.

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
11.	**Other Financial Assets – Current**		
	Deposits with Related Parties (Refer Note 34 (V))	39	18
	Other Deposits	3,238	1,603
	Receivables from Related Parties	1,541	27,460
	Others *	6,929	6,028
	Total	**11,747**	**35,109**

** Includes fair valuation of derivatives.*

(₹ in crore)

		Year ended 31st March,2024	Year ended 31st March,2023
12.	**Taxation**		
	Tax Expenses Recognised in Statement of Profit and Loss		
	Current tax		
	Continuing Operations	10,922	6,186
	Discontinued Operations (Refer Note 32)	-	251
		10,922	**6,437**
	Deferred tax	2,309	4,930
	Tax expenses recognised in the current year	**13,231**	**11,367**

Tax expenses for the year can be reconciled to the accounting profit as follows:

(₹ in crore)

	Year ended 31st March,2024	Year ended 31st March,2023
Profit Before Tax from Continuing Operations	55,273	54,118
Profit Before Tax from Discontinued Operations	-	1,439
Profit Before Tax from Continuing Operations and Discontinued Operations	**55,273**	**55,557**
Applicable Tax Rate	25.168%	34.944%
Computed Tax Expense	13,911	19,414
Tax effect of:		
Expenses disallowed	4,348	1,154
Additional allowances net of MAT Credit	(7,337)	(14,131)
Current Tax Provision (A)	**10,922**	**6,437**
Incremental Deferred tax Liability / (Asset) on account of Property, Plant and Equipment and Intangible Assets	2,321	2,668
Incremental Deferred tax Liability / (Asset) on account of Financial Assets and Other items	(12)	2,262
Deferred Tax Provision (B)	**2,309**	**4,930**
Tax Expenses Recognised in Statement of Profit and Loss (A+B)	**13,231**	**11,367**
Effective Tax Rate	**23.94%**	**20.46%**

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
13.	**Other Current Assets (Unsecured and Considered Good)**		
	Balance with Customs, Central Excise, GST and state authorities	9,666	7,999
	Others #	3,461	3,774
	Total	**13,127**	**11,773**

 # Includes prepaid expenses and claims receivable.

(₹ in crore)

			As at 31st March, 2024	As at 31st March, 2023
14.	**Share Capital**			
	Authorised Share Capital:			
	14,00,00,00,000 *(14,00,00,00,000)*	Equity Shares of ₹ 10 each	14,000	14,000
	1,00,00,00,000 *(1,00,00,00,000)*	Preference Shares of ₹ 10 each	1,000	1,000
			15,000	**15,000**
	Issued and Subscribed Capital:			
	6,76,61,09,014 *(6,76,60,94,014)*	Equity Shares of ₹ 10 each	6,766	6,766
	Total		**6,766**	**6,766**
	Paid Up Capital:			
	6,76,61,09,014 *(6,76,60,94,014)*	Equity Shares of ₹ 10 each fully paid up	6,766	6,766
		Less: Calls Unpaid [₹ 27,21,523 Previous Year (₹ 32,42,410)] (Refer Note 14.7)	-	-
Total			**6,766**	**6,766**

(₹ in crore)

			As at 31st March, 2024	As at 31st March, 2023
14.1	3,66,933	Shares held by Associates		
	(3,66,933)			

Figures in italic represents previous year's figure.

Name of the Shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% held	No. of Shares	% held
14.2 The details of shareholders holding more than 5% shares:				
Srichakra Commercials LLP	73,95,99,829	10.93	73,95,99,829	10.93
Devarshi Commercials LLP	54,55,69,460	8.06	54,55,69,460	8.06
Karuna Commercials LLP	54,55,69,460	8.06	54,55,69,460	8.06
Tattvam Enterprises LLP	54,55,69,460	8.06	54,55,69,460	8.06
Life Insurance Corporation of India	41,54,11,317	6.14	43,41,84,326	6.42

14.3 Shareholding of Promoter

Sr. No.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	No. of shares at the end of the year	% of total shares	% change during the year
As at 31st March, 2024							
1	Fully paid-up equity shares of ₹ 10 each	Mukesh D Ambani	80,52,020	-	80,52,020	0.12	-
Total			**80,52,020**	**-**	**80,52,020**	**0.12**	

Sr. No.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	No. of shares at the end of the year	% of total shares	% change during the year
As at 31st March, 2023							
1	Fully paid-up equity shares of ₹ 10 each	Mukesh D Ambani	80,52,020	-	80,52,020	0.12	-
Total			**80,52,020**	**-**	**80,52,020**	**0.12**	

(₹ in crore)

Particulars	As at 31st March, 2024	As at 31st March, 2023
	No. of Shares	No. of Shares
14.4 The Reconciliation of the Number of Shares Outstanding is set out below:		
Equity Shares at the beginning of the year	6,76,60,94,014	6,76,59,94,014
Add: Shares issued on exercise of employee stock options (Refer Note 29.2)	15,000	1,00,000
Equity Shares at the end of the year	**6,76,61,09,014**	**6,76,60,94,014**

14.5 Pursuant to 'Reliance Industries Limited Employees' Stock Option Scheme 2017' (ESOS-2017), options granted and remaining to be vested as at the end of the year is 1,82,912.

14.6 Rights, Preferences and Restrictions Attached to Shares:

The Company has only one class of equity shares having face value of ₹ 10 each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

14.7 Issue of shares under rights issue:

The Company had issued 42,26,26,894 equity shares of face value of ₹ 10/- each on right basis ('Rights Equity Shares'). In accordance with the terms of issue, ₹ 314.25 i.e. 25% of the Issue Price per Rights Equity Share, was received from the concerned allottees on application and shares were allotted. The Board had made First call of ₹ 314.25 per Rights Equity Share (including a premium of ₹ 311.75 per share) in May, 2021 and Second and Final call of ₹ 628.50 per Rights Equity Share (including a premium of ₹ 623.50 per share) in November, 2021. As on March 31, 2024, 4,17,418 partly paid-up equity shares are outstanding on which an aggregate amount (including premium) of ₹ 34 crore (Previous Year ₹ 41 crore) is unpaid.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
15. Other Equity				
Capital Reserve				
As per last Balance Sheet		**403**		**403**
Securities Premium				
As per last Balance Sheet	99,792		99,730	
On Exercise of Employee stock options	4		22	
Calls Received - Right Issue (Refer Note 14.7)	6		40	
		99,802		**99,792**
Debentures Redemption Reserve				
As per last Balance Sheet	1,683		4,170	
Transferred to General Reserves	-		(2,487)	
		1,683		**1,683**
Share Based Payments Reserve				
As per last Balance Sheet	41		33	
On Employee Stock Options	12		8	
		53		**41**
Special Economic Zone Reinvestment Reserve				
As per last Balance Sheet	150		9,110	
Transferred (to) / from Retained Earnings *	(150)		(8,960)	
		-		**150**
General Reserve				
As per last Balance Sheet	2,26,549		2,24,062	
Transferred from Debenture Redemption Reserve	-		2,487	
Transferred from Retained Earnings	30,000		-	
		2,56,549		**2,26,549**
Retained Earnings				
As per last Balance Sheet	97,110		72,545	
Profit for the year	42,042		44,190	
Transferred to Statement of Profit and Loss (Refer Note 32 & 42.2)	-		(23,502)	
	1,39,152		**93,233**	
Appropriations				
Dividend on Equity Shares [Dividend per Share ₹ 9 (Previous Year ₹ 8)]	(6,089)		(5,083)	
Transferred from/(to) General Reserve	(30,000)		-	
Transferred from/(to) Special Economic Zone Reinvestment Reserve	150		8,960	
		1,03,213		**97,110**

** Consider Special Economic Zone Reinvestment Reserve created during the year ₹ NIL (Previous year ₹ NIL).*

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
Other Comprehensive Income (OCI)				
As per last Balance Sheet	46,584		54,709	
Movement (Net) during the year	43		(8,125)	
		46,627		**46,584**
Total		**5,08,330**		**4,72,312**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Non-Current	Current	Non-Current	Current
16. Borrowings				
Secured - At Amortised cost				
Non-Convertible Debentures	21,184	1,000	2,008	4,097
	21,184	**1,000**	**2,008**	**4,097**
Unsecured - At Amortised cost				
Non-Convertible Debentures	9,012	2,281	11,321	14,389
Bonds	51,407	9,006	59,538	655
Term Loans - from Banks	79,456	21,049	62,597	24,444
Term Loans - from Others	-	97	97	305
	1,39,875	**32,433**	**1,33,553**	**39,793**
Total	**1,61,059**	**33,433**	**1,35,561**	**43,890**

16.1 Secured Non-Convertible Debentures referred above to the extent of:

(a) ₹ 20,183 crore (Previous year ₹ Nil) are secured by way of hypothecation of all the movable plant and machinery, electrical equipments, installations and capital work in progress, both present and future, located at Hazira, Dahej, Patalganga, Nagothane and Silvassa Manufacturing Divisions of the Company.

(b) ₹ 2,001 crore (Previous year ₹ 6,105 crore) are secured by way of hypothecation of all the movable plant and machinery, both present and future, located at Hazira and Dahej Manufacturing Divisions of the Company.

16.2 Maturity Profile and Interest rate of Non-Convertible Debentures are as set out below:

a) Secured:

(₹ in crore)

Rate of Interest	Non-Current*				Current
	2033-2034	2032-2033	2025-26	Total	2024-25
8.25%	-	-	1,000	1,000	1,000
7.79%	15,000	5,000	-	20,000	-
Total	**15,000**	**5,000**	**1,000**	**21,000**	**1,000**

Excludes ₹ 184 crore (Non-Current) of fair valuation impact.

b) Unsecured:

(₹ in crore)

Rate of Interest	Non-Current*			Current*
	2028-29	2025-26	Total	2024-25
7.40%	-	1,650	1650	-
8.65%	2,190	-	2190	-
8.70%	800	-	800	-
8.95%	1,990	-	1990	-
9.00%	-	-	-	850
9.05%	2,409	-	2409	-
9.25%	-	-	-	1,437
Total	**7,389**	**1,650**	**9,039**	**2,287**

** Includes ₹ 33 crore (Non-Current ₹ 27 crore and Current ₹ 6 crore) as prepaid finance charges and fair valuation impact.*

16.3 Maturity Profile and Interest rate of Bonds are as set out below:

(₹ in crore)

Rate of Interest	Non-Current*											Current*
	2096-97	2061-62	2051-52	2046-47	2044-45	2040-41	2031-32	2027-28	2026-27	2025-26	Total	2024-25
1.87%	-	-	-	-	-	-	-	-	-	162	162	162
2.06%	-	-	-	-	-	-	-	-	-	159	159	159
2.44%	-	-	-	-	-	-	-	-	-	180	180	180
2.51%	-	-	-	-	-	-	-	-	-	188	188	188
2.88%	-	-	-	-	-	-	12,511	-	-	-	12,511	-
3.63%	-	-	14,596	-	-	-	-	-	-	-	14,596	-
3.67%	-	-	-	-	-	-	-	6,672	-	-	6,672	-
3.75%	-	6,255	-	-	-	-	-	-	-	-	6,255	-
4.13%	-	-	-	-	-	-	-	-	-	-	-	8,341
4.88%	-	-	-	-	6,255	-	-	-	-	-	6,255	-
6.25%	-	-	-	-	-	4,170	-	-	-	-	4,170	-
7.63%	-	-	-	-	-	-	-	25	-	-	25	-
8.25%	-	-	-	-	-	-	-	-	283	-	283	-
9.38%	-	-	-	-	-	-	-	-	184	-	184	-
10.25%	104	-	-	-	-	-	-	-	-	-	104	-
10.50%	-	-	-	80	-	-	-	-	-	-	80	-
Total	**104**	**6,255**	**14,596**	**80**	**6,255**	**4,170**	**12,511**	**6,697**	**467**	**689**	**51,824**	**9,030**

** Includes ₹ 441 crore (Non-Current ₹ 417 crore and Current ₹ 24 crore) as prepaid finance charges and of Fair valuation impact.*

16.4 Maturity Profile of Unsecured Term Loans are as set out below:

(₹ in crore)

	Non-Current			Current
	Above 5 years	1-5 years	Total	2024-25
Term Loans- from Banks *	2,855	77,266	80,121	21,252
Term Loans- from Others	-	-	-	97
	2,855	**77,266**	**80,121**	**21,349**

** Includes ₹ 868 crore (Non-Current ₹ 665 crore and Current ₹ 203 crore) as prepaid finance charges.*
Interest rates on unsecured term loans are in range of 0.29% to 7.50% per annum.

16.5 The Company has satisfied all the covenants prescribed in terms of borrowings.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
17. Other Financial Liabilities – Non-Current		
Other Payables *	-	584
Total	**-**	**584**

** Includes Creditors for Capital Expenditure.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
18. Provisions – Non-Current		
Provision for decommissioning of Assets #	1,701	1,296
Total	**1,701**	**1,296**

 # Provision for Decommissioning of Assets is for Tapti, KGD6 and CBM Block. The increase in provision of ₹ 405 crore (Previous Year decrease of ₹ 302 crore) is towards (i) decommissioning provision of MJ field in KGD6 Block (ii) changes in the exchange rates (iii) unwinding of discount (iv) change in timing of the activity.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
19. Deferred Tax Liabilities (Net)		
The movement on the deferred tax account is as follows:		
At the start of the year	33,968	30,832
Charge to Statement of Profit and Loss	2,309	4,930
Charge / (Credit) to Other Comprehensive Income *	(18)	(1,794)
At the end of year	**36,259**	**33,968**

** Includes Nil [Previous Year (₹ 5 crore)] pertaining to discontinued operations.*

Component of Deferred tax liabilities / (asset)

(₹ in crore)

		Charge / (Credit) to		
	As at 1st April, 2023	Statement of Profit and Loss	Other Comprehensive Income	As at 31st March, 2024
Deferred tax liabilities / (asset) in relation to:				
Property, Plant and Equipment and Intangible Asset	33,980	2,321	-	36,301
Financial Assets and Others (Net)	383	87	(18)	452
Loan and Advances	(30)	3	-	(27)
Provisions	(365)	(102)	-	(467)
	33,968	**2,309**	**(18)**	**36,259**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
20. Other Non-Current Liabilities		
Contract Liabilities	2,822	-
Total	**2,822**	**-**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
21. Borrowings – Current		
Secured - At Amortised Cost		
Working Capital Loans		
From Banks		
Rupee Loans	5,798	31,372
From Others		
Rupee Loans	8,500	-
	14,298	**31,372**
Unsecured - At Amortised Cost		
Other Loans		
From Banks		
Rupee Loans	3,000	5,000
From Others		
Commercial paper *	-	-
	3,000	**5,000**
Current maturities of Non-Current Borrowings (Refer Note 16)	**33,433**	**43,890**
Total	**50,731**	**80,262**

** Maximum amount outstanding at any time during the year was ₹ 18,008 crore (Previous Year ₹ 2,840 crore).*

21.1 Working Capital Loans from Banks of ₹ 5,798 crore (Previous Year ₹ 31,372 crore) are secured by hypothecation of present and future stock of raw materials, work-in-progress, finished goods, stores and spares (not relating to plant and machinery), book debts, outstanding monies, receivables, claims, bills, materials in transit, fixed deposit etc. save and except stock and receivables of Oil & Gas segment (Refer Note 9).

21.2 Working Capital Loans from Others of ₹ 8,500 crore (Previous Year ₹ NIL) are secured by Government Securities (Refer Note 7).

21.3 Refer note 38 B (iv) for maturity profile.

21.4 The Company has satisfied all the covenants prescribed in terms of borrowings.

21.5 In respect of working capital loans, quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of account.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
22. Trade Payables Due To		
Micro and Small Enterprises	492	533
Other than Micro and Small Enterprises	1,29,367	1,19,278
Total	**1,29,859**	**1,19,811**

22.1 There are no overdue amounts to Micro, Small and Medium Enterprises as on 31st March, 2024.

22.2 Trade Payables Ageing

(₹ in crore)

	Outstanding for following Periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31st March, 2024						
(i) MSME	492	-	-	-	-	492
(ii) Others	1,25,912	2,167	-	-	1,288	1,29,367
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	**1,26,404**	**2,167**	**-**	**-**	**1,288**	**1,29,859**

(₹ in crore)

	Outstanding for following Periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31st March, 2023						
(i) MSME	533	-	-	-	-	533
(ii) Others	1,17,457	407	-	1,338	76	1,19,278
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	**1,17,990**	**407**	**-**	**1,338**	**76**	**1,19,811**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
23. Other Financial Liabilities – Current		
Interest accrued but not due on Borrowings	1,852	2,484
Unclaimed Dividends #	172	187
Other Payable to Related Parties	13,158	10,101
Other Payables *	12,311	29,696
Total	**27,493**	**42,468**

 # Does not include any amount due and outstanding, to be credited to Investor Education and Protection Fund except ₹ 2 crore (Previous Year ₹ 2 crore) which is held in abeyance due to legal cases pending.

** Includes Creditors for Capital Expenditure, Security Deposit and Financial Liability at Fair Value.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
24. Other Current Liabilities		
Contract Liabilities	22,855	20,640
Other Payables ^	8,011	5,095
Total	**30,866**	**25,735**

^ Includes statutory dues.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
25. Provisions – Current		
Provisions for Employee Benefits (Refer Note 29.1) **	334	321
Provisions for Income Tax (Net of advance tax)	13	-
Other Provisions #	625	693
Total	**972**	**1,014**

*** The provision for employee benefits includes annual leave and vested long service leave entitlement accrued.*

 # The Company had recognised liability for excise duty payable on clearance of goods lying in stock as on 31st March, 2023 of ₹ 394 crore as per the estimated pattern of dispatches. For the year ended 31st March 2024, ₹ 394 crore was utilised for clearance of goods. Provision recognised under this class for the year is ₹ 341 crore which is outstanding as on 31st March, 2024. Actual outflow is expected in the next financial year. The Company had recognised customs duty liability on goods imported under various export incentive schemes of ₹ 177 crore as at 31st March, 2023. For the year ended 31st March, 2024, further provision of ₹ 523 crore was made and sum of ₹ 579 crore were reversed on fulfilment of export obligation. Closing balance on this account as at 31st March, 2024 is ₹ 121 crore.

(₹ in crore)

	2023-24	2022-23
26. Revenue from Operations		
Disaggregated Revenue		
Oil to Chemicals	4,87,451	5,21,978
Oil & Gas	24,425	16,457
Retail	17	28
Others	1,420	946
Value of Sales	**5,13,313**	**5,39,409**
Income from Services	34,629	13,414
Value of Services	**34,629**	**13,414**
Total ^^	**5,47,942**	**5,52,823**

^^ Net of GST.

Revenue from contract with customers differ from the revenue as per contracted price due to factors such as taxes recovered, volume rebate, discounts, hedge etc.

(₹ in crore)

	2023-24		2022-23	
27. Other Income				
Interest				
Bank deposits	4,129		1,715	
Debt instruments	5,052		9,174	
Other Financial Assets measured At Amortised Cost	90		84	
Others	78		2	
		9,349		**10,975**
Dividend Income		**59**		**92**
Other Non-operating Income		**2,349**		**1,198**
Gain / (Loss) on Financial Assets				
Realised Gain / (Loss)	18		(1,189)	
Unrealised Gain	353		73	
		371		**(1,116)**
Total		**12,128**		**11,149**

Above includes income from assets measured at Cost / Amortised Cost of ₹ 5,730 crore (Previous Year ₹ 6,549 crore), income from assets measured at Fair Value Through Profit or Loss of ₹ 1,764 crore (Previous Year ₹ 152 crore) and income from assets measured at Fair Value Through Other Comprehensive Income of ₹ 2,285 crore (Previous Year ₹ 3,250 crore).

(₹ in crore)

	2023-24	2022-23
27.1 Other Comprehensive Income - Items that will not be Reclassified to Profit or Loss		
Remeasurement loss of Defined Benefit Plan	(78)	(24)
Equity instruments through OCI	40	33
Total	**(38)**	**9**

(₹ in crore)

	2023-24	2022-23
27.2 Other Comprehensive Income - Items that will be Reclassified to Profit or Loss		
Government Securities	483	(394)
Debenture or Bonds	434	(701)
Debt Income Fund	97	79
Fixed Maturity Plan	-	(91)
Commodity Hedge	150	874
Cash flow Hedge	(1,101)	(9,716)
Total	**63**	**(9,949)**

(₹ in crore)

	2023-24	2022-23
28. Changes In Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		
A) Inventories (At Close)		
Finished Goods / Stock-in-Trade	15,647	19,811
Work-in-Progress *	39,036	37,599
	54,683	**57,410**
B) Inventories (At Commencement)		
Finished Goods / Stock-in-Trade	19,811	15,419
Work-in-Progress *	37,599	5,883
	57,410	**21,302**
C) On Merger (Refer Note 42.1)	**-**	**30,273**
D) Capitalised during the year	**27**	**27**
Total (B-A+C-D)	**2,700**	**(5,862)**

** Excludes inventory on completion of projects.*

(₹ in crore)

	2023-24	2022-23
29. Employee Benefits Expense		
Salaries and Wages	6,408	4,779
Contribution to Provident Fund and Other Funds	384	292
Staff Welfare Expenses	1,015	1,194
Total	**7,807**	**6,265**

29.1 As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined are given below:

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

(₹ in crore)

Particulars	2023-24	2022-23
Employer's Contribution to Provident Fund	213	151
Employer's Contribution to Superannuation Fund	27	22
Employer's Contribution to Pension Scheme	99	67

The Company's Provident Fund is exempted under Section 17 of Employees' Provident Fund and Miscellaneous Provisions Act, 1952.

Defined Benefit Plan

I) Reconciliation of opening and closing balances of Defined Benefit Obligation

(₹ in crore)

Particulars	Gratuity (Funded)	
	2023-24	2022-23
Defined Benefit Obligation at beginning of the period	1,015	1,001
Current Service Cost	47	46
Interest Cost	77	71
Actuarial Loss	95	12
Benefits Paid *	(114)	(110)
Liability Transferred In/(Out) (Net)	149	(5)
Defined Benefit Obligation at end of the period	**1,269**	**1,015**

** Includes benefits of ₹ 112 crore (Previous Year ₹ 108 crore) paid by the Company.*

II) Reconciliation of opening and closing balances of fair value of Plan Assets

(₹ in crore)

Particulars	Gratuity (Funded)	
	2023-24	2022-23
Fair value of Plan Assets at beginning of the year	1,129	1,071
Return on Plan Assets	102	66
Benefits Paid	(2)	(3)
Assets Transferred In /(Out) (Net)	149	(5)
Fair value of Plan Assets at end of the year	**1,378**	**1,129**

III) Reconciliation of fair value of Assets and Obligations

(₹ in crore)

Particulars	Gratuity (Funded)	
	2023-24	2022-23
Fair value of Plan Assets	1,378	1,129
Present value of Obligation	1,269	1,015
Amount recognised in Balance Sheet [Surplus]	109	114

IV) Expenses recognised during the year

(₹ in crore)

Particulars	Gratuity (Funded)	
	2023-24	2022-23
In Income Statement		
Current Service Cost	47	46
Interest Cost	77	71
Return on Plan Assets	(86)	(76)
Net Cost	**38**	**41**
In Other Comprehensive Income (OCI)		
Actuarial Loss	95	14
Return on Plan Assets	(17)	10
Net Expense for the year recognised in OCI	**78**	**24**

V) Investment Details:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	₹ in crore	% Invested	₹ in crore	% Invested
GOI Securities	- *	0.01	1	0.09
Insurance Policies	1,378	99.99	1,128	99.91
	1,378	**100.00**	**1,129**	**100.00**

** ₹ 10,00,000*

VI) Actuarial assumptions

(₹ in crore)

Mortality Table (IALM)	Gratuity (Funded)	
	2023-24 2012-14 (Urban)	2022-23 2012-14 (Urban)
Discount Rate (per annum)	7.23%	7.60%
Expected rate of return on Plan Assets (per annum)	7.23%	7.60%
Rate of escalation in Salary (per annum)	6%	6%
Rate of employee turnover (per annum)	7%	3%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Expected Rate of Return on Plan Assets is determined considering several applicable factors, mainly the composition of Plan Assets held, assessed risks, historical results of return on Plan Assets and the Company's policy for Plan Assets Management.

VII) The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2023-24.

VIII) Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

(₹ in crore)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Decrease	Increase	Decrease	Increase
Change in rate of discounting (delta effect of +/- 0.5%)	23	24	21	22
Change in rate of salary increase (delta effect of -/+ 0.5%)	23	24	22	23
Change in rate of employee turnover (delta effect of -/+ 0.5%)	2	2	2	2

Defined benefit plans typically expose the Company to actuarial risks such as: Investment Risk, Interest Risk, Longevity Risk and Salary Risk.

Investment Risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest Risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary Risk	The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

29.2 Share Based Payments

a) Scheme details

The Company has Employees' Stock Option Scheme i.e. ESOS-2017 under which options have been granted at the exercise price of ₹ 10 per share to be vested from time to time on the basis of performance and other eligibility criteria. Details of number of options outstanding have been tabulated below:

Financial Year (Year of Grant)	Number of Options Outstanding		Financial Year of Vesting	Exercise Price (₹)	Range of Fair value at Grant Date (₹)
	As at 31st March, 2024	As at 31st March, 2023			
ESOS - 2017					
Details of Employee Stock Options granted from 1st April, 2020 to 31st March, 2024					
2020-21	2,00,000	2,00,000	2021-22 to 2024-25	10.00	2,133.40 - 2,151.90
2021-22	75,000	90,000	2022-23 to 2025-26	10.00	2,595.20 - 2,613.30
2023-24	27,912	-	2024-25 to 2025-26	10.00	2,836.60 - 2,840.70
Total	**3,02,912**	**2,90,000**			

Exercise period would commence from the date of Vesting and would expire not later than seven years from the Grant Date or such other period as may be decided by the Human Resources, Nomination and Remuneration Committee of the Board.

b) Fair Value on the grant date

The fair value at grant date is determined using "Black Scholes Model" which takes into account the exercise price, term of the option, share price at grant date and expected price volatility of the underlying shares, expected dividend yield and the risk free interest rate for the term of the option.

The model inputs for options granted during the year ended 31st March, 2021, 31st March, 2022 and 31st March, 2024 are mentioned below:

		ESOS - 2017		
a)	Weighted average exercise price	₹ 10	₹ 10	₹ 10
b)	Grant date:	05.10.2020	30.03.2022	26.03.2024
c)	Vesting year:	2021-22 to 2024-25	2022-23 to 2025-26	2024-2025 to 2025-2026
d)	Share Price at grant date:	₹ 2,212	₹ 2,673	₹ 2,883
e)	Expected price volatility of Company's share:	30.20% to 31.90%	30.70% to 33.00%	27.27% to 30.50%
f)	Expected dividend yield:	0.60%	0.49%	0.30%
g)	Risk free interest rate:	5.10% to 5.60%	5.86% to 6.34%	7.00% to 7.01%

The expected price volatility is based on the historic volatility (based on remaining life of the options).

c) Movement in share options during the year:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Number of share options	Weighted average exercise price	Number of share options	Weighted average exercise price
Balance at the beginning of the year	2,90,000	10.00	3,90,000	10.00
Granted during the year	27,912	10.00	-	-
Exercised during the year	(15,000)	10.00	(1,00,000)	10.00
Balance at the end of the year	**3,02,912**	**10.00**	**2,90,000**	**10.00**

Weighted average remaining contractual life of the share option outstanding at the end of the year is 1,533 days (Previous Year 1,817 days).

(₹ in crore)

	2023-24	2022-23
30. Finance Costs		
Interest Expenses *	12,152	11,969
Interest on Lease Liabilities	225	227
Applicable loss on foreign currency transactions and translation	1,053	437
Total	**13,430**	**12,633**

** Net of Interest Capitalised of ₹ 3,522 crore (Previous Year ₹ 2,023 crore).*

(₹ in crore)

	2023-24	2022-23
31. Other Expenses		
Manufacturing Expenses		
Stores, Chemicals and Packing Materials	7,480	7,201
Electric Power, Fuel and Water	20,358	23,593
Labour Processing, Production Royalty and Machinery Hire Charges	9,563	7,076
Repairs to Building	207	119
Repairs to Machinery	1,719	1,475
Exchange Difference (Net)	32	399
Excise Duty #	603	4,460
Lease Rent	65	81
	40,027	**44,404**
Selling and Distribution Expenses		
Warehousing and Distribution Expenses	8,185	9,033
Sales Tax / VAT	2,023	1,438
Other Selling and Distribution Expenses	1,313	1,069
	11,521	**11,540**
Establishment Expenses		
Professional Fees	1,666	831
General Expenses	3,760	3,070
Rent	183	134
Insurance	732	656
Rates & Taxes	798	682
Other Repairs	752	393
Travelling Expenses	310	278
Payment to Auditors	41	36
Loss on Sale / Discard of Property, Plant and Equipment and Intangible Assets	155	90
Charity and Donations	1,605	1,523
	10,002	**7,693**
Less: Transferred to Project Development Expenditure	1,659	1,080
Total	**59,891**	**62,557**

 # Excise Duty shown under manufacturing expenditure represents the aggregate of Excise Duty borne by the Company and difference between Excise Duty on opening and closing stock of finished goods.

(₹ in crore)

Particulars	2023-24	2022-23
31.1 Payment to Auditors as:		
(a) Fees as Auditors	34	30
(b) Tax Audit Fees	2	2
(c) Fees for Other Services	4	3
(d) Cost Audit Fees	1	1
Total	**41**	**36**

Fees for Other Services includes certification fees paid to auditors.

31.2 Corporate Social Responsibility (CSR)

(a) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is ₹ 840 crore (Previous Year ₹ 739 crore).

(b) Expenditure related to Corporate Social Responsibility is ₹ 900 crore (Previous Year ₹ 744 crore).

(₹ in crore)

Particulars	2023-24	2022-23
Rural Transformation	107	73
Healthcare	186	282
Education and Skill Development	531	281
Sports for Development	24	56
Environment, Ecology and Animal Welfare	40	32
Others including Disaster Management, Women Empowerment, Arts and Culture	12	20
Total	**900**	**744**

(c) Out of note (b) above, ₹ 223 crore (Previous Year ₹ 397 crore) contributed to Reliance Foundation, ₹ 20 crore (Previous Year ₹ 34 crore) to Reliance Foundation Youth Sports, ₹ 105 crore (Previous Year ₹ 207 crore) to Reliance Foundation Institution of Education and Research, ₹ 126 crore (Previous Year ₹ Nil) to Sir HN Hospital Trust, ₹ 170 crore (Previous Year ₹ 15 crore) to Jamnaben Hirachand Ambani Foundation, ₹ 11 crore (Previous Year ₹ NIL) to Dhirubhai Ambani Foundation, ₹ 6 crore (Previous Year ₹ NIL) to Sir Hurkisondas Nurrotumdas Hospital & Research Centre and ₹ 3 crore (Previous Year ₹ 3 crore) to Hirachand Govardhandas Ambani Public Charitable Trust which are related parties.

32. Discontinued Operations

(i) Demerger of Financial Services Business Undertaking:

The Company vide the Scheme of arrangement ('the Scheme') demerged its financial services business undertaking to Reliance Strategic Investments Limited (presently known as Jio Financial Services Limited) a wholly owned subsidiary of the Company with effect from the appointed date of March 31, 2023. The Scheme has been sanctioned by the Hon'ble National Company Law Tribunal (Mumbai Bench) vide its Order dated June 28, 2023 (Refer Note 42.2).

The Company has derecognised the net carrying value of assets of ₹ 23,502 crore as on the appointed date i.e. March 31, 2023 to the Statement of Profit and Loss. Further, in accordance with the Scheme net amount of ₹ 23,502 crore so derecognised has been adjusted against / withdrawn from retained earnings.

Accordingly the demerged undertaking comprising of separate reportable segment of the Company and the attributable unallocated assets and liabilities represents discontinued operations and has been accounted for in accordance with the stipulations of Ind AS 105 - Non-current assets held for sale and discontinued operations.

(ii) Profit from Discontinued Operations for the Year:

(₹ in crore)

	2023-24		2022-23	
Total Income		-		1,459
Expenses		-		(20)
Tax Expenses on above		-		(251)
Derecognition of net carrying value of assets	-		(23,502)	
Adjusted against retained earnings	-	-	23,502	-
Profit after tax from discontinued operations		**-**		**1,188**

(iii) Cash flows from Discontinued Operations

(₹ in crore)

	2023-24	2022-23
Net cash inflows from operating activities	-	2,284
Net cash inflows from investing activities	-	5,760

(₹ in crore)

	2023-24	2022-23
33. Earnings Per Share (EPS)		
Face Value Per Equity Share (₹)	10	10
Continuing Operations		
Basic earnings per share (₹)	62.14	63.56
Diluted earnings per share (₹)	62.14	63.56
Discontinued Operations		
Basic earnings per share (₹)	-	1.76
Diluted earnings per share (₹)	-	1.76
Continuing Operations and Discontinued Operations		
Basic earnings per share (₹)	62.14	65.32
Diluted earnings per share (₹)	62.14	65.32
Continuing Operations		
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in crore)	42,042	43,002
Discontinued Operations		
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in crore)	-	1,188
Continuing Operations and Discontinued Operations		
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in crore)	42,042	44,190
Weighted Average number of Equity Shares used as denominator		
Basic EPS	6,76,58,10,816	6,76,55,50,967
Diluted EPS	6,76,62,40,686	6,76,61,55,766
Reconciliation of weighted average number of shares outstanding		
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS ^	6,76,58,10,816	6,76,55,50,967
Total Weighted Average Potential Equity Shares *	4,29,870	6,04,799
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	6,76,62,40,686	6,76,61,55,766

^ Refer Note 14.7

** Dilutive impact of Employee Stock Option Scheme and Partly paid Rights Issue Shares.*

34. Related Parties Disclosures

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

(I) List of related parties and relationships:

Sr. No.	Name of the Subsidiary Companies
1	7-India Convenience Retail Limited
2	Aaidea Solutions Limited
3	Accops Systems FZ-LLC ^
4	Accops Systems Private Limited ^
5	Actoserba Active Wholesale Limited
6	Addverb Technologies BV
7	Addverb Technologies Limited
8	Addverb Technologies Pte. Ltd.
9	Addverb Technologies Pty Limited
10	Addverb Technologies USA Inc.
11	Adventure Marketing Private Limited #
12	AETN18 Media Private Limited #
13	Amante Exports (Private) Limited
14	Amante India Limited
15	Amante Lanka (Private) Limited
16	Asteria Aerospace Limited
17	Bhadohi DEN Entertainment Private Limited
18	Bismi Connect Limited (Formerly known as Bismi Connect Private Limited) ^
19	Bismi Hypermart Limited (Formerly known as Bismi Hypermart Private Limited) ^
20	Catwalk Worldwide Limited (Formerly known as Catwalk Worldwide Private Limited)
21	Channels India Network Private Limited
22	Chennai Cable Vision Network Private Limited
23	Colorful Media Private Limited #
24	Colosceum Media Private Limited #
25	Columbus Centre Corporation (Cayman) ^
26	Columbus Centre Holding Company LLC ^
27	Cover Story Clothing Limited
28	Cover Story Clothing UK Limited
29	Crystalline Silica and Mining Limited ^
30	C-Square Info-Solutions Limited
31	Dadha Pharma Distribution Limited
32	DEN Ambey Cable Networks Private Limited
33	Den Broadband Limited
34	Den Budaun Cable Network Private Limited
35	Den Discovery Digital Networks Private Limited
36	Den Enjoy Cable Networks Private Limited
37	Den Enjoy Navaratan Network Private Limited
38	Den F K Cable TV Network Private Limited
39	Den Fateh Marketing Private Limited
40	Den Kashi Cable Network Limited
41	Den Malayalam Telenet Private Limited
42	Den Mod Max Cable Network Private Limited
43	Den Nashik City Cable Network Private Limited
44	Den Networks Limited
45	Den Premium Multilink Cable Network Private Limited
46	Den Rajkot City Communication Private Limited
47	Den Satellite Cable TV Network Limited
48	Den Saya Channel Network Limited
49	Den Supreme Satellite Vision Private Limited
50	Den-Manoranjan Satellite Private Limited
51	Digital18 Media Limited #
52	Digital Media Distribution Trust %
53	Drashti Cable Network Limited
54	Dronagiri Bokadvira East Infra Limited
55	Dronagiri Bokadvira North Infra Limited
56	Dronagiri Bokadvira South Infra Limited
57	Dronagiri Bokadvira West Infra Limited
58	Dronagiri Dongri East Infra Limited
59	Dronagiri Dongri North Infra Limited
60	Dronagiri Dongri South Infra Limited
61	Dronagiri Dongri West Infra Limited
62	Dronagiri Funde East Infra Limited
63	Dronagiri Funde North Infra Limited
64	Dronagiri Funde South Infra Limited
65	Dronagiri Funde West Infra Limited
66	Dronagiri Navghar East Infra Limited
67	Dronagiri Navghar North First Infra Limited
68	Dronagiri Navghar North Infra Limited
69	Dronagiri Navghar North Second Infra Limited
70	Dronagiri Navghar South First Infra Limited
71	Dronagiri Navghar South Infra Limited
72	Dronagiri Navghar South Second Infra Limited
73	Dronagiri Navghar West Infra Limited
74	Dronagiri Pagote East Infra Limited
75	Dronagiri Pagote North First Infra Limited
76	Dronagiri Pagote North Infra Limited
77	Dronagiri Pagote North Second Infra Limited
78	Dronagiri Pagote South First Infra Limited
79	Dronagiri Pagote South Infra Limited
80	Dronagiri Pagote West Infra Limited
81	Dronagiri Panje East Infra Limited

^ Relationships established during the year.

 # Control by Independent Media Trust of which the Company is the sole beneficiary.

% Company / Subsidiary is a beneficiary.

Sr. No.	Name of the Subsidiary Companies
82	Dronagiri Panje North Infra Limited
83	Dronagiri Panje South Infra Limited
84	Dronagiri Panje West Infra Limited
85	e-Eighteen.com Limited #
86	Elite Cable Network Private Limited
87	Eminent Cable Network Private Limited
88	Enercent Technologies Private Limited
89	Eternalia Media Private Limited ^
90	Ethane Coral LLC ^
91	Ethane Diamond LLC ^
92	Ethane Jade LLC ^
93	Faradion Limited
94	Faradion UG
95	Foodhall Franchises Limited
96	Future Lifestyles Franchisee Limited
97	Futuristic Media and Entertainment Limited
98	Galaxy Den Media & Entertainment Private Limited
99	Genesis Colors Limited
100	Genesis La Mode Private Limited
101	GLB Body Care Private Limited
102	GLF Lifestyle Brands Private Limited
103	GML India Fashion Private Limited
104	Grab A Grub Services Limited
105	Greycells18 Media Limited #
106	Hamleys (Franchising) Limited
107	Hamleys Asia Limited
108	Hamleys of London Limited
109	Hamleys Toys (Ireland) Limited
110	Hathway Bhaskar CCN Multi Entertainment Private Limited
111	Hathway Bhawani Cabletel & Datacom Limited
112	Hathway Cable and Datacom Limited
113	Hathway Digital Limited
114	Hathway Kokan Crystal Cable Network Limited
115	Hathway Mantra Cable & Datacom Limited
116	Hathway Nashik Cable Network Private Limited
117	Hathway VCN Cablenet Private Limited ^
118	ICD Columbus Centre Hotel LLC ^
119	Independent Media Trust %
120	India Mumbai Indians (Pty) Ltd
121	IndiaCast Media Distribution Private Limited #
122	IndiaCast UK Limited #
123	IndiaCast US Limited #
124	Indiavidual Learning Limited
125	Indiawin Sports Middle East Limited
126	Indiawin Sports Private Limited
127	Indiawin Sports USA Inc. ^
128	Infomedia Press Limited #
129	Intelligent Supply Chain Infrastructure Management Private Limited @
130	Intimi India Limited
131	IPCO Holdings LLP ^
132	IW Columbus Centre LLC ^
133	Jaisuryas Retail Ventures Limited
134	Jio Cable and Broadband Holdings Private Limited $
135	Jio Content Distribution Holdings Private Limited $
136	Jio Digital Distribution Holdings Private Limited $
137	Jio Estonia OÜ
138	Jio Futuristic Digital Holdings Private Limited $
139	Jio Haptik Technologies Limited
140	Jio Infrastructure Management Services Limited &
141	Jio Internet Distribution Holdings Private Limited $
142	Jio Limited
143	Jio Media Limited
144	Jio Platforms Limited
145	Jio Satellite Communications Limited
146	Jio Television Distribution Holdings Private Limited $
147	Jio Things Limited
148	Just Dial Limited
149	Kalamboli East Infra Limited
150	Kalamboli North First Infra Limited
151	Kalamboli North Infra Limited
152	Kalamboli North Second Infra Limited
153	Kalamboli North Third Infra Limited
154	Kalamboli South First Infra Limited
155	Kalamboli South Infra Limited
156	Kalamboli West Infra Limited
157	Kalanikethan Fashions Limited
158	Kalanikethan Silks Limited
159	KIKO Cosmetics Retail Private Limited ^
160	Kishna Den Cable Networks Private Limited
161	Kutch New Energy Projects Limited
162	Libra Cable Network Limited
163	Lithium Werks China Manufacturing Co., Ltd

 # Control by Independent Media Trust of which the Company is the sole beneficiary.

^ Relationships established during the year.

@ Ceased to be related party during the year.

$ Control by Digital Media Distribution Trust of which Reliance Content Distribution Limited is the sole beneficiary, which is a wholly-owned subsidiary of the Company.

& Relationship changed from Entities under Common Joint Control to Subsidiary.

% Company / Subsidiary is a beneficiary.

Sr. No.	Name of the Subsidiary Companies
164	Lithium Werks Technology B.V.
165	Lotus Chocolate Company Limited ^
166	M Entertainments Private Limited
167	Mahadev Den Cable Network Limited
168	Mahavir Den Entertainment Private Limited
169	Mansion Cable Network Private Limited
170	Mayuri Kumkum Limited
171	Media18 Distribution Services Limited #
172	Meerut Cable Network Private Limited
173	Mesindus Ventures Limited
174	Metro Cash and Carry India Private Limited ^
175	Mimosa Networks Bilişim Teknolojileri Limited Şirketi ^
176	Mimosa Networks, Inc. ^
177	Mindex 1 Limited
178	Model Economic Township Limited
179	Moneycontrol.Dot Com India Limited #
180	MYJD Private Limited
181	Netmeds Healthcare Limited
182	Network18 Media Trust %
183	Network18 Media & Investments Limited #
184	New Emerging World of Journalism Limited
185	New York Hotel, LLC ^
186	NextGen Fast Fashion Limited
187	Nilgiris Stores Limited
188	NowFloats Technologies Limited
189	Purple Panda Fashions Limited
190	Radiant Satellite (India) Private Limited
191	Radisys B.V.
192	Radisys Canada Inc.
193	Radisys Cayman Limited
194	Radisys Convedia (Ireland) Limited
195	Radisys Corporation
196	Radisys GmbH
197	Radisys India Limited
198	Radisys International LLC
199	Radisys International Singapore Pte. Ltd
200	Radisys Spain S.L.U.
201	Radisys Systems Equipment Trading (Shanghai) Co. Ltd
202	Radisys Technologies (Shenzhen) Co., Ltd.
203	Radisys UK Limited
204	RB Holdings Private Limited #
205	RB Media Holdings Private Limited #
206	RB Mediasoft Private Limited #
207	RBML Solutions India Limited
208	REC Americas LLC
209	REC ScanModule Sweden AB
210	REC Solar (Japan) Co., Ltd
211	REC Solar EMEA GmbH
212	REC Solar France
213	REC Solar Holdings AS
214	REC Solar Norway AS
215	REC Solar Pte. Limited
216	REC Systems (Thailand) Co., Ltd
217	REC Trading (Shanghai) Co., Ltd
218	REC US Holdings, Inc.
219	Recron (Malaysia) Sdn. Bhd.
220	Reliance 4IR Realty Development Limited
221	Reliance A&T Fashions Private limited
222	Reliance Abu Sandeep Private Limited
223	Reliance AK-OK Fashions Limited
224	Reliance Ambit Trade Private Limited
225	Reliance Beauty & Personal Care Limited
226	Reliance Bhutan Limited
227	Reliance Bio Energy Limited
228	Reliance BP Mobility Limited
229	Reliance Brands Eyewear Private Limited (Formerly Rod Retail Private Limited)
230	Reliance Brands Holding UK Limited
231	Reliance Brands Limited
232	Reliance Brands Luxury Fashion Private Limited
233	Reliance Carbon Fibre Cylinder Limited
234	Reliance Chemicals and Materials Limited
235	Reliance Clothing India Limited
236	Reliance Commercial Dealers Limited
237	Reliance Comtrade Private Limited
238	Reliance Consumer Products Limited
239	Reliance Content Distribution Limited
240	Reliance Corporate IT Park Limited
241	Reliance Digital Health Limited
242	Reliance Digital Health USA Inc.
243	Reliance Eagleford Upstream Holding LP @
244	Reliance Eagleford Upstream LLC
245	Reliance Electrolyser Manufacturing Limited ^
246	Reliance Eminent Trading & Commercial Private Limited
247	Reliance Ethane Holding Pte. Ltd.
248	Reliance Ethane Pipeline Limited
249	Reliance Exploration & Production DMCC
250	Reliance Finance and Investments USA LLC
251	Reliance GAS Lifestyle India Private Limited
252	Reliance Gas Pipelines Limited

 # Control by Independent Media Trust of which the Company is the sole beneficiary.

^ Relationships established during the year.

@ Ceased to be related party during the year.

% Company / Subsidiary is a beneficiary.

Sr. No.	Name of the Subsidiary Companies
253	Reliance Global Energy Services (Singapore) Pte. Limited
254	Reliance Global Energy Services Limited
255	Reliance Global Project Services Pte. Ltd
256	Reliance Global Project Services UK Limited
257	Reliance Green Hydrogen and Green Chemicals Limited ^
258	Reliance Hydrogen Electrolysis Limited
259	Reliance Hydrogen Fuel Cell Limited
260	Reliance Industries (Middle East) DMCC
261	Reliance Infratel Limited @
262	Reliance Innovative Building Solutions Private Limited
263	Reliance International Limited
264	Reliance Jio Global Resources, LLC
265	Reliance Jio Infocomm Limited
266	Reliance Jio Infocomm Pte. Ltd.
267	Reliance Jio Infocomm UK Limited
268	Reliance Jio Infocomm USA, Inc.
269	Reliance Jio Media Limited @
270	Reliance Jio Messaging Services Limited @
271	Reliance Lifestyle Products Private Limited
272	Reliance Lithium Werks B.V.
273	Reliance Lithium Werks USA LLC
274	Reliance Logistics and Warehouse Holdings Limited @
275	Reliance Luxe Beauty Limited (Formerly Known as Arvind Beauty Brands Retail Limited) ^
276	Reliance Mappedu Multi Modal Logistics Park Limited
277	Reliance Marcellus LLC
278	Reliance Neucomm LLC
279	Reliance New Energy Battery Storage Limited
280	Reliance New Energy Carbon Fibre Cylinder Limited
281	Reliance New Energy Hydrogen Electrolysis Limited
282	Reliance New Energy Hydrogen Fuel Cell Limited
283	Reliance New Energy Limited
284	Reliance New Energy Power Electronics Limited
285	Reliance New Energy Storage Limited
286	Reliance New Power Electronics Limited ^
287	Reliance New Solar Energy Limited
288	Reliance Petro Marketing Limited
289	Reliance Petro Materials Limited
290	Reliance Polyester Limited
291	Reliance Power Electronics Limited
292	Reliance Progressive Traders Private Limited
293	Reliance Projects & Property Management Services Limited
294	Reliance Prolific Commercial Private Limited
295	Reliance Prolific Traders Private Limited
296	Reliance Rahul Mishra Fashion Private Limited
297	Reliance Retail and Fashion Lifestyle Limited
298	Reliance Retail Limited
299	Reliance Retail Ventures Limited
300	Reliance Ritu Kumar Private Limited
301	Reliance Sibur Elastomers Private Limited
302	Reliance SMSL Limited @
303	Reliance SOU Limited
304	Reliance Strategic Business Ventures Limited
305	Reliance Syngas Limited
306	Reliance TerraTech Holdings LLC
307	Reliance UbiTek LLC
308	Reliance Universal Traders Private Limited
309	Reliance Vantage Retail Limited
310	Reliance Ventures Limited
311	Reliance-GrandOptical Private Limited
312	Reverie Language Technologies Limited
313	RIL USA, Inc.
314	RISE Worldwide Limited
315	Ritu Kumar M.E. (FZE)
316	Roptonal Limited #
317	Rose Entertainment Private Limited
318	RP Chemicals (Malaysia) Sdn. Bhd.
319	RRB Mediasoft Private Limited #
320	Saavn Holdings, LLC (Formerly known as Saavn Inc.) @
321	Saavn LLC @
322	Saavn Media Limited
323	SankhyaSutra Labs Limited
324	SenseHawk, Inc.
325	Sensehawk India Private Limited
326	Sensehawk MEA Limited
327	Shopsense Retail Technologies Limited
328	Shri Kannan Departmental Store Limited
329	skyTran Inc.
330	Soubhagya Confectionery Private Limited ^
331	Srishti Den Networks Limited
332	Stoke Park Limited
333	Strand Life Sciences Private Limited
334	Surajya Services Limited
335	Surela Investment And Trading Limited
336	Tesseract Imaging Limited
337	The Indian Film Combine Private Limited
338	Thodupuzha Retail Private Limited ^

^ Relationships established during the year.

@ Ceased to be related party during the year.

 # Control by Independent Media Trust of which the Company is the sole beneficiary.

Sr. No.	Name of the Subsidiary Companies
339	Tira Beauty Limited
340	Tresara Health Limited
341	TV18 Broadcast Limited #
342	Ulwe East Infra Limited
343	Ulwe North Infra Limited
344	Ulwe South Infra Limited
345	Ulwe Waterfront East Infra Limited
346	Ulwe Waterfront North Infra Limited
347	Ulwe Waterfront South Infra Limited
348	Ulwe Waterfront West Infra Limited
349	Ulwe West Infra Limited
350	Urban Ladder Home Décor Solutions Limited
351	V - Retail Limited (Formerly known as V - Retail Private Limited)
352	VasyERP Solutions Private Limited
353	VBS Digital Distribution Network Limited
354	Vengara Retail Private Limited ^
355	Viacom 18 Media (UK) Limited #
356	Viacom 18 Media Private Limited #
357	Viacom 18 US Inc. #
358	Vitalic Health Limited
359	Watermark Infratech Private Limited #
360	Web18 Digital Services Limited #

^ Relationships established during the year.

 # Control by Independent Media Trust of which the Company is the sole beneficiary.

(II) Transactions during the Year with related parties:

(₹ in crore)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Subsidiaries/ Beneficiary	Associates / Joint Ventures	Key Managerial Personnel/ Relative	Others	Total
1	Purchase of Property, Plant and Equipment and Intangible Assets	9,747	13	-	1	9,761
		4,121	*1*	-	*1*	*4,123*
2	Purchase / Subscription of Investments	36,786	3,718	-	-	40,504
		66,496	*2,283*	-	-	*68,779*
3	Sale / Redemption of Investments	3,352	-	-	-	3,352
		213	-	-	-	*213*
4	Net Loans and Advances, Deposits Given/ (Returned)	(2,954)	(15)	-	-	(2,969)
		(41,094)	*(16)*	-	-	*(41,110)*
5	Deposit (Refund) / Received	-	-	-	-	-
		2,254	-	-	-	*2,254*
6	Revenue from Operations	3,29,718	3,975	-	3	3,33,696
		3,04,294	*4,640*	-	*2*	*3,08,936*
7	Other Income	1,150	132	-	6	1,288
		2,400	*283*	-	*6*	*2,689*
8	Purchase of Goods / Services	1,30,160	1,647	-	1,484	1,33,291
		25,993	*1,386*	-	*1,571*	*28,950*
9	Electric Power, Fuel and Water	124	4,552	-	-	4,676
		104	*4,569*	-	-	*4,673*
10	Labour Processing and Hire Charges	6,063	8	-	-	6,071
		5,457	*15*	-	*54*	*5,526*
11	Employee Benefits Expenses	362	1	-	659	1,022
		361	*3*	-	*492*	*856*
12	Payment to Key Managerial Personnel/ Relative	-	-	99	-	99
		-	-	*103*	-	*103*
13	Selling and Distribution Expenses	332	76	-	2,574	2,982
		265	*65*	-	*2,266*	*2,596*
14	Rent	4	14	-	-	18
		1	*17*	-	-	*18*
15	Professional Fees	223	23	-	-	246
		167	*11*	-	-	*178*
16	General Expenses #	896	9	-	11	916
		669	*5*	-	*9*	*683*
17	Travelling Expenses	168	-	-	-	168
		130	-	-	-	*130*
18	Donations	-	-	-	674	674
		-	-	-	*796*	*796*

Note: Figures in italic represents Previous Year's amounts.

 # Does not include sitting fees of Non-Executive Directors.

(III) Balances as at 31st March, 2024

(₹ in crore)

Sr. No.	Nature of Balances	Subsidiaries/ Beneficiary	Associates / Joint Ventures	Key Managerial Personnel/ Relative	Others	Total
1	Investments	2,15,952	5,980	-	-	2,21,932
		1,74,309	*2,262*	-	-	*1,76,571*
2	Trade Receivables	5,930	171	-	-	6,101
		12,756	*1,016*	-	-	*13,772*
3	Loans and Advances	10,051	-	-	-	10,051
		13,026	-	-	-	*13,026*
4	Deposits	96	153	-	353	602
		74	*168*	-	*353*	*595*
5	Other Financial Assets- Current	1,540	1	-	-	1,541
		27,460	-	-	-	*27,460*
6	Other Financial Assets- Non Current	15,465	-	-	-	15,465
		-	-	-	-	-
7	Others Non-current assets	1	-	-		1
		-	-	-	-	-
8	Trade and Other Payables	56,674	511	-	92	57,277
		2,777	*1,159*	-	-	*3,936*
9	Other Financial Liabilities - Current	13,158	-	-	-	13,158
		10,101	-	-	-	*10,101*
10	Other Current Liabilities	17,993	-	-	-	17,993
		12,152	-	-	-	*12,152*
11	Financial Guarantees	7,256	5,350	-	-	12,606
		8,949	*1,900*	-	-	*10,849*
12	Performance Guarantees	3,235	-	-	-	3,235
		1,965	-	-	-	*1,965*

Note: Figures in italic represents Previous Year's amounts.

(IV) Disclosure in Respect of Major Related Party Transactions during the year

(₹ in crore)

Particulars	2023-24	2022-23
1 Purchase of Property Plant & Equipment and Intangible Assets		
Subsidiary		
Asteria Aerospace Limited	-	1
Jio Platforms Limited	2,103	1,240
Jio Things Limited	8	-
REC Solar Pte. Limited	37	-
Reliance Brands Limited	4	1
Reliance Corporate IT Park Limited	1,763	2,677
Reliance Ethane Pipeline Limited	1	-
Reliance Lifestyle Products Private Limited	1	2
Reliance New Solar Energy Limited	5,669	-
Reliance Projects & Property Management Services Limited	61	85
Reliance Retail Limited	87	31
Reliance Sibur Elastomers Private Limited	12	14
Reliance Syngas Limited	1	-

(₹ in crore)

Particulars	2023-24	2022-23
Associate		
Jamnagar Utilities & Power Private Limited	-	1
Sterling and Wilson Renewable Energy Limited	10	-
Joint Venture		
Sintex Industries Limited	3	-
Company under Common Control #		
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited)	-	70
Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	1	1
2 Purchase / Subscription of Investments		
Subsidiary		
Independent Media Trust	-	2
Reliance 4IR Realty Development Limited	700	8,776
Reliance Digital Health Limited	9	369
Reliance Ethane Holding Pte. Ltd.	852	-
Reliance Gas Pipelines Limited	-	392
Reliance Marcellus LLC	366	166
Reliance New Energy Limited	9,542	923
Reliance Projects & Property Management Services Limited	1,545	39,645
Reliance Retail Limited	-	299
Reliance Retail Ventures Limited	2,500	-
Reliance Strategic Business Ventures Limited	21,272	15,056
SenseHawk, Inc.	-	264
Joint Venture		
Alok Industries Limited	3,300	-
BAM DLR Chennai Private Limited ^	273	-
BAM DLR Data Center Services Private Limited ^	9	-
BAM DLR Mumbai Private Limited ^	134	-
BAM DLR Network Services Private Limited ^	2	-
Sintex Industries Limited	-	1,500
Company under Common Control #		
Reliance Industrial Investments and Holdings Limited	-	604
3 Sale / Redemption of Investments		
Subsidiary		
Indiawin Sports Private Limited	-	25
Jio Platforms Limited	-	102
Reliance Content Distribution Limited	-	86
Reliance Strategic Business Ventures Limited	3,352	-
4 Net Loans and Advances, Deposits Given / (Returned)		
Subsidiary		
Reliance 4IR Realty Development Limited	4,078	(783)
Reliance Commercial Dealers Limited	-	(8)
Reliance Corporate IT Park Limited	(609)	(731)
Reliance Ethane Pipeline Limited	(235)	(190)

^ Relationships established during the year.

 # Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

(₹ in crore)

Particulars	2023-24	2022-23
Reliance Gas Pipelines Limited	-	(395)
Reliance New Energy Limited	(426)	426
Reliance Projects & Property Management Services Limited	136	(32,576)
Reliance Sibur Elastomers Private Limited	621	595
Reliance Strategic Business Ventures Limited	(6,540)	(254)
Surela Investment And Trading Limited	21	-
Associate		
Gujarat Chemical Port Limited	(15)	(16)
Company under Common Control #		
Reliance Industrial Investments and Holdings Limited	-	(7,148)
5 Deposit (Refund) / Received		
Subsidiary		
Reliance New Energy Limited	-	(24)
Reliance Jio Infocomm Limited	-	2,278
6 Revenue from Operations		
Subsidiary		
Genesis La Mode Private Limited	1	-
Indiawin Sports Private Limited	5	-
Jio Infrastructure Management Services Limited &	4	-
Jio Media Limited	-	1
Jio Platforms Limited	1,102	1,032
Model Economic Township Limited	2	1
RBML Solutions India Limited	564	306
Recron (Malaysia) Sdn. Bhd.	1	2,084
Reliance Bio Energy Limited	1	-
Reliance BP Mobility Limited	31,191	13,486
Reliance Brands Limited	10	3
Reliance Chemicals and Materials Limited	4	1
Reliance Commercial Dealers Limited	49	41
Reliance Corporate IT Park Limited	500	500
Reliance Ethane Pipeline Limited	5,127	3,414
Reliance Gas Pipelines Limited	29	42
Reliance Global Energy Services (Singapore) Pte. Limited	15,932	28,721
Reliance Industries (Middle East) DMCC	6	-
Reliance International Limited	2,56,880	2,35,672
Reliance Jio Infocomm Limited	10,273	4,453
Reliance Jio Infocomm Pte. Ltd.	2	1
Reliance New Solar Energy Limited	795	114
Reliance Petro Marketing Limited	1,722	600
Reliance Polyester Limited	1,750	121
Reliance Projects & Property Management Services Limited	44	406
Reliance Retail Limited	426	113
Reliance Sibur Elastomers Private Limited	1,196	1,136
Reliance Syngas Limited	120	497
Reverie Language Technologies Limited	2	-

& *Relationship changed from Entities under Common Joint Control to Subsidiary.*

Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

(₹ in crore)

Particulars	2023-24	2022-23
RIL USA, Inc.	385	5,764
RISE Worldwide Limited	4	-
RP Chemicals (Malaysia) Sdn. Bhd.	1,026	885
TV18 Broadcast Limited	1	-
Viacom 18 Media Private Limited	558	552
Associate		
Big Tree Entertainment Private Limited	2	8
BookmyShow Live Private Limited	1	-
Gujarat Chemical Port Limited	4	4
Jamnagar Utilities & Power Private Limited	280	349
Joint Venture		
Alok Industries Limited	1,926	3,085
Football Sports Development Limited	9	4
India Gas Solutions Private Limited	1,631	1,167
Marks and Spencer Reliance India Private Limited	-	20
Ryohin-Keikaku Reliance India Private Limited	1	-
Sintex Industries Limited	118	-
TCO Reliance India Private Limited	-	1
Companies under Common Control #		
Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited)	1	889
Jio Insurance Broking Limited (Formerly known as Reliance Retail Insurance Broking Limited)	-	6
Reliance Industrial Investments and Holdings Limited	-	347
Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	1	1
Sir HN Hospital Trust	-	1
7 Other Income		
Subsidiary		
E-Eighteen.Com Limited	7	6
Network18 Media & Investments Limited	1	1
Recron (Malaysia) Sdn. Bhd.	1	3
Reliance 4IR Realty Development Limited	350	230
Reliance BP Mobility Limited	29	66
Reliance Brands Limited	2	-
Reliance Brands Luxury Fashion Private Limited	1	-
Reliance Chemicals and Materials Limited	4	-
Reliance Corporate IT Park Limited	189	201
Reliance Ethane Pipeline Limited	27	41
Reliance Gas Pipelines Limited	-	10
Reliance Global Energy Services (Singapore) Pte. Limited	1	1
Reliance Industries (Middle East) DMCC	1	1
Reliance International Limited	17	4
Reliance Jio Infocomm Limited	13	16
Reliance New Energy Limited	167	7
Reliance New Solar Energy Limited	4	8

Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

(₹ in crore)

	Particulars	2023-24	2022-23
	Reliance Projects & Property Management Services Limited	26	1,013
	Reliance Retail Limited	2	2
	Reliance Sibur Elastomers Private Limited	81	23
	Reliance Strategic Business Ventures Limited	186	662
	Reliance Syngas Limited	9	3
	Reliance Ventures Limited	7	67
	RIL USA, Inc.	-	6
	Rise Worldwide Limited	4	3
	RP Chemicals (Malaysia) Sdn. Bhd.	1	-
	Saavn Media Limited	-	2
	skyTran Inc.	12	17
	TV18 Broadcast Limited	8	7
	Associate		
	BookmyShow Live Private Limited	1	-
	Gujarat Chemical Port Limited	46	15
	Reliance Industrial Infrastructure Limited	2	2
	Joint Venture		
	Alok Industries Limited	66	13
	Burberry India Private Limited	1	-
	IBN Lokmat News Private Limited	2	1
	India Gas Solutions Private Limited	9	248
	Ryohin-Keikaku Reliance India Private Limited	1	-
	Sintex Industries Limited	1	-
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Jamnaben Hirachand Ambani Foundation	5	5
	Sir HN Hospital Trust	1	1
8	**Purchase of Goods / Services**		
	Subsidiary		
	Enercent Technologies Private Limited	-	4
	Jio Platforms Limited	814	198
	Radisys India Limited	3	-
	Reliance BP Mobility Limited	9	2
	Reliance Brands Luxury Fashion Private Limited	2	-
	Reliance Corporate IT Park Limited	2	1
	Reliance Ethane Pipeline Limited	8,161	5,080
	Reliance Global Energy Services (Singapore) Pte. Limited	671	429
	Reliance Industries (Middle East) DMCC	1,659	1,531
	Reliance International Limited	1,11,117	8,088
	Reliance Jio Global Resources, LLC	120	-
	Reliance Jio Infocomm Limited	228	183
	Reliance Lifestyle Products Private Limited	1	-
	Reliance New Solar Energy Limited	12	-
	Reliance Petro Marketing Limited	1,811	-
	Reliance Polyester Limited	94	9
	Reliance Progressive Traders Private Limited	2	-
	Reliance Projects & Property Management Services Limited	975	-

(₹ in crore)

	Particulars	2023-24	2022-23
	Reliance Prolific Commercial Private Limited	2	-
	Reliance Prolific Traders Private Limited	1	-
	Reliance Retail Limited	56	60
	Reliance Sibur Elastomers Private Limited	1,378	135
	Reliance Syngas Limited	8	35
	RIL USA, Inc.	3,034	4,618
	Associate		
	Big Tree Entertainment Private Limited	2	-
	Gujarat Chemical Port Limited	167	157
	Jamnagar Utilities & Power Private Limited	26	62
	MM Styles Private Limited	7	-
	Reliance Industrial Infrastructure Limited	20	20
	Sterling and Wilson Renewable Energy Limited	1	-
	Joint Venture		
	Alok Industries Limited	176	64
	India Gas Solutions Private Limited	1,239	1,083
	Sintex Industries Limited	9	-
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Sikka Ports & Terminals Limited	1,484	1,571
9	**Electric Power, Fuel and Water**		
	Subsidiary		
	Reliance Corporate IT Park Limited	115	93
	Reliance Sibur Elastomers Private Limited	9	11
	Associate		
	Jamnagar Utilities & Power Private Limited	4,539	4,557
	Reliance Industrial Infrastructure Limited	13	12
10	**Labour Processing and Hire Charges**		
	Subsidiary		
	Reliance Ethane Pipeline Limited	339	319
	Reliance Syngas Limited	5,724	5,138
	Associate		
	Reliance Industrial Infrastructure Limited	8	15
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Sikka Ports & Terminals Limited	-	54
11	**Employee Benefit Expenses**		
	Subsidiary		
	Jio Platforms Limited	94	82
	Reliance Corporate IT Park Limited	64	83
	Reliance Projects & Property Management Services Limited	150	162
	Reliance Retail Limited	53	33
	Tresara Health Limited	1	1
	Associate		
	Future101 Design Private Limited	1	2

(₹ in crore)

	Particulars	2023-24	2022-23
	Joint Venture		
	Alok Industries Limited	-	1
	Post Employment Benefit *		
	IPCL employees Provident Fund Trust	119	121
	Reliance Employees Provident Fund Bombay	433	299
	Reliance Industries Limited Staff superannuation scheme	26	20
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Jamnaben Hirachand Ambani Foundation	2	-
	Sir HN Hospital Trust	79	52
12	**Payment to Key Managerial Personnel / Relative**		
	Key Managerial Personnel		
	Shri Mukesh D. Ambani	-	-
	Shri Nikhil R. Meswani	25	25
	Shri Hital R. Meswani	25	25
	Shri P.M.S. Prasad	18	14
	Shri Pawan Kumar Kapil $$~ (₹ 47,21,421)	-	4
	Shri Alok Agarwal $$$	5	13
	Shri Srikanth Venkatachari	19	17
	Smt. Savithri Parekh	3	3
	Relative of Key Managerial Personnel		
	Smt. Nita M. Ambani ***	1	2
	Ms. Isha M. Ambani **	1	-
	Shri Akash M. Ambani **	1	-
	Shri Anant M. Ambani **	1	-
13	**Selling and Distribution Expenses**		
	Subsidiary		
	Jio Things Limited	1	-
	Reliance BP Mobility Limited	115	172
	Reliance Brands Limited	1	1
	Reliance Industries (Middle East) DMCC	8	-
	Reliance International Limited	206	90
	Reliance Projects & Property Management Services Limited	-	1
	Reliance Retail Limited	-	1
	Viacom 18 Media Private Limited	1	-
	Associate		
	Gujarat Chemical Port Limited	74	57
	Reliance Industrial Infrastructure Limited	2	3
	Joint Venture		
	India Gas Solutions Private Limited	-	5

** Also include employee contribution.*

$$ Ceased to be related party w.e.f. 15th May, 2023.

$$$ Ceased to be related party w.e.f. 1st June, 2023.

*** Appointed as Director w.e.f. 27th October, 2023.*

**** Cessation of directorship w.e.f. close of business hours of 28th August, 2023.*

~ Does not include rent free accommodation provided by the Company.

(₹ in crore)

	Particulars	2023-24	2022-23
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Sikka Ports & Terminals Limited	2,574	2,266
14	**Rent**		
	Subsidiary		
	Reliance BP Mobility Limited	1	1
	Surela Investment And Trading Limited	3	-
	Associate		
	Reliance Industrial Infrastructure Limited	13	17
	Joint Venture		
	Alok Industries Limited	1	-
15	**Professional Fees**		
	Subsidiary		
	Jio Platforms Limited	53	39
	Reliance Brands Limited	1	1
	Reliance Corporate IT Park Limited	142	29
	Reliance Digital Health USA Inc.	2	8
	Reliance Global Energy Services (Singapore) Pte. Limited	-	2
	Reliance Jio Global Resources LLC	-	35
	Reliance Projects & Property Management Services Limited	20	49
	RIL USA, Inc.	5	4
	Associate		
	Big Tree Entertainment Private Limited	4	-
	Reliance Europe Limited	19	11
16	**General Expenses**		
	Subsidiary		
	Reliance BP Mobility Limited	12	15
	Reliance Commercial Dealers Limited	685	542
	Reliance Global Energy Services (Singapore) Pte. Limited	-	1
	Reliance Industries (Middle East) DMCC	-	1
	Reliance Jio Infocomm Limited	158	52
	Reliance Retail Limited	39	58
	The Indian Film Combine Private Limited	2	-
	Associate		
	Big Tree Entertainment Private Limited	3	1
	Future101 Design Private Limited	-	1
	MM Styles Private Limited	1	-
	Vadodara Enviro Channel Limited	5	2
	Joint Venture		
	Zegna South Asia Private Limited	-	1
	Company under Common Control #		
	Jio Payment Solutions Limited (Formerly Reliance Payment Solutions Limited)	1	-
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Sikka Ports & Terminals Limited	10	9
17	**Travelling Expenses**		
	Subsidiary		
	Stoke Park Limited	168	130

 # Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

(₹ in crore)

Particulars		2023-24	2022-23
18	**Donations**		
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Dhirubhai Ambani Foundation	11	-
	Hirachand Govardhandas Ambani Public Charitable Trust	3	3
	Jamnaben Hirachand Ambani Foundation	180	155
	Reliance Foundation	223	397
	Reliance Foundation Institution of Education and Research	105	207
	Reliance Foundation Youth Sports	20	34
	Sir HN Hospital Trust	126	-
	Sir Hurkisondas Nurrotamdas Hospital and Research Centre	6	-

(V) Balances as at 31st March, 2024

(₹ in crore)

Particulars		As at 31st March, 2024	As at 31st March, 2023
1	**Loans and Advances**		
	Subsidiary		
	Reliance 4IR Realty Development Limited	6,162	2,084
	Reliance Corporate IT Park Limited	2,114	2,723
	Reliance Ethane Pipeline Limited	168	403
	Reliance New Energy Limited	-	426
	Reliance Projects & Property Management Services Limited	136	-
	Reliance Sibur Elastomers Private Limited	1,216	595
	Reliance Strategic Business Ventures Limited	255	6,795
2	**Deposits**		
	Non-Current		
	Subsidiary		
	Reliance Commercial Dealers Limited *	44	43
	Reliance Ethane Pipeline Limited	30	30
	Associate		
	Gujarat Chemical Port Limited *	18	33
	Jamnagar Utilities & Power Private Limited *	118	118
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Sikka Ports & Terminals Limited *	353	353
	Current		
	Subsidiary		
	Reliance Jio Infocomm Limited	1	1
	Surela Investment And Trading Limited	21	-
	Associate		
	Gaurav Overseas Private Limited	17	17

** Fair value of deposit as per Accounting Standard.*

34.1 Compensation of Key Managerial Personnel

The compensation of directors and other member of Key Managerial Personnel during the year was as follows:

(₹ in crore)

		2023-24	2022-23
i	Short-term benefits	93	99
ii	Post employment benefits	2	2
		95	**101**

35.1 Disclosure of the Company's Interest in Oil and Gas Joint Arrangements (Joint Operation):

Sr. No.	Name of the Fields in the Joint Ventures	Company's % Interest 2023-24	Company's % Interest 2022-23	Partners and their Participating Interest (PI)	Country
1	Mid and South Tapti	30%	30%	BG Exploration & Production India Limited - 30%; Oil and Natural Gas Corporation Limited - 40%	India
2	NEC - OSN - 97/2	66.67%	66.67%	BP Exploration (Alpha) Limited - 33.33%	India
3	KG - DWN - 98/3	66.67%	66.67%	BP Exploration (Alpha) Limited - 33.33%	India
4	KG-UDWHP-2018/1	60%	60%	BP Exploration (Alpha) Limited - 40%	India
5	KG-UDWHP-2022/1	60%	-	BP Exploration (Alpha) Limited - 40%	India

35.2 Quantities of Company's Interest (on gross basis) in Proved Reserves and Proved Developed Reserves:

Particulars	Proved Reserves in India (Million MT*)		Proved Developed Reserves in India (Million MT*)	
	2023-24	2022-23	2023-24	2022-23
Oil:				
Opening Balance	3.29	3.31	0.04	0.06
Addition to Reserves	-	-	3.25	-
Revision of estimates	0.03	-	0.03	-
Production	(0.59)	(0.02)	(0.59)	(0.02)
Closing balance	**2.73**	**3.29**	**2.73**	**0.04**

Particulars	Proved Reserves in India (Million M3*)		Proved Developed Reserves in India (Million M3*)	
	2023-24	2022-23	2023-24	2022-23
Gas:				
Opening Balance	49,145	53,211	23,329	27,395
Addition to Reserves	-	-	16,727	-
Revision of estimates	150	895	150	895
Production	(6,852)	(4,961)	(6,852)	(4,961)
Closing balance	**42,443**	**49,145**	**33,354**	**23,329**

**1 cubic meter (M3) = 35.315 cubic feet, 1 cubic feet = 1000 BTU and 1 MT = 7.5 bbl*

The reserve estimates for producing fields are revised based on the performance of producing fields and with respect to discovered fields, the revision are based on the revised geological and reservoir simulation studies.

35.3 The Government of India (GOI), disallowed certain costs which the Production Sharing Contract (PSC), relating to Block KG-DWN-98/3 (KG-D6) entitles the Company to recover. The Company maintains that the Contractor is entitled to recover all of its costs under the terms of the PSC and there are no provisions that entitle the GOI to disallow the recovery of any Contract Cost. The Company referred the issue to arbitration with GOI for resolution of disputes. The demand from the GOI of $ 165 million (₹ 1,373 crore) being the Company's share (total demand $ 247 million – ₹ 2,060 crore) towards additional Profit Petroleum has been considered as contingent liability in the financial statements for the year ended 31st March, 2024.

In supersession of the Ministry's Gazette notification no. 22011/3/2012-ONG.D.V. dated 10th January, 2014, the GOI notified the New Domestic Natural Gas Pricing Guidelines, 2014 on 26th October, 2014. The GOI had directed the Company to instruct customers to deposit differential revenue on gas sales from D1D3 field on account of the prices determined under the guidelines converted to NCV basis and the prevailing price prior to 1st November, 2014 ($ 4.205 per MMBTU) to be credited to the gas pool account maintained by GAIL (India) Limited. The amount so deposited by customer to Gas Pool Account is ₹ 295 crore (net) as at 31st March, 2024. Revenue has been recognized at the GOI notified prices on GCV basis, in respect of gas quantities sold from D1D3 field from 1st November, 2014. This amount in the Gas Pool Account has also been challenged under cost recovery arbitration and is pending adjudication.

35.4 (a) The Government of India (GOI) sent a notice to the KG-D6 Contractor on 4th November, 2016 asking the Contractor to deposit approximately US $1.55 billion on account of alleged gas migration from ONGC's blocks. RIL, as Operator, for and on behalf of all constituents of the Contractor, initiated arbitration proceedings against the GOI contesting its unfair claim. The Arbitral Tribunal vide its Final Award dated 24th July, 2018 upheld Contractor's claims. GOI filed an Appeal on 15th November, 2018 before the Single Judge Bench of Hon'ble Delhi High Court (DHC), against the Final Award. Vide Judgment dated 9th May, 2023 the Hon'ble Single Judge of DHC upheld the Arbitration Award and dismissed GOI's appeal challenging the Award. An appeal was filed by GOI before the Division Bench of DHC to set aside single judge's judgment which is presently sub-judice.

(b) Arbitration was initiated by BG Exploration and Production India Limited and the Company (together the Claimants) against GOI under the PSCs for Panna – Mukta and Tapti blocks due to difference in interpretation of certain PSC provisions between Claimants and GOI. The Arbitration Tribunal has issued a number of final partial awards in this matter, some of which have (in part) not been in Claimant's favour. The arbitration is ongoing and a final award is yet to be issued. The arbitration has also led to satellite litigation in India (presently ongoing) and in the UK, which has resulted in court judgments that have not always been entirely in RIL's favour.

(c) NTPC filed suit in 2006 for specific performance of contract for supply of natural gas of 132 trillion BTU annually for a period of 17 years. This suit is still pending adjudication in the Bombay High Court and the Company's fact witnesses in the suit are to be cross examined by NTPC.

Considering the complexity of above issues, we represent that, the Company is of the view that any attempt for quantification of possible exposure to the Company will have an effect of prejudicing Company's legal position in the ongoing arbitration/ litigations. Moreover, the Company considers above demand/disputes as remote.

35.5 Exploration for and Evaluation of Oil and Gas Resources

The following financial information represents the amounts included in Intangible Assets under Development relating to activity associated with the exploration for and evaluation of oil and gas resources.

(₹ in crore)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Exploration & Evaluation (E&E) Cost		
Other Exploration Cost	308	4
Exploration Cost for the year	**308**	**4**

(₹ in crore)

	2023-24	2022-23
36. Contingent Liabilities and Commitments		
(I) Contingent Liabilities		
(A) Claims against the Company / disputed liabilities not acknowledged as debts		
(i) In respect of Joint Arrangements	1,373	1,406
(ii) In respect of Others	1,070	1,091
(B) Guarantees		
(i) On behalf of Joint Arrangements	817	1,947
(ii) On behalf of Subsidiaries / Associates / Joint Ventures	15,841	12,814
(II) Commitments		
(A) Estimated amount of contracts remaining to be executed on capital account and not provided for:		
(i) In respect of Joint Arrangements	436	1,753
(ii) In respect of Others	11,127	4,547
(B) Other Commitments		
(i) Investments	354	416

(III) The Income-Tax Assessments of the Company have been completed up to Assessment Year 2021-22. The total outstanding demand is ₹ 156 crore as on date. Based on the decisions of the Appellate authorities and the interpretations of other relevant provisions of the Income tax Act, 1961, the Company has been legally advised that the demand raised is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

(IV) On December 16, 2010, the Securities and Exchange Board of India (SEBI) issued a show cause notice ("SCN") inter alia to the Company (RIL) in connection with the trades by RIL in the stock exchanges in 2007 in the shares of Reliance Petroleum Limited, then a subsidiary of RIL. By an order dated March 24, 2017, the Whole Time Member ("WTM") passed directions: (i) prohibiting inter alia RIL from dealing in equity derivatives in the 'Futures & Options' segment of stock exchanges, directly or indirectly, for a period of one year from the date of the order; and (ii) to disgorge from RIL an amount of ₹ 447 crore along with interest at the rate of 12% per annum from November 29, 2007, till the date of payment. On an appeal by RIL, Securities Appellate Tribunal ("SAT") by a majority order (2:1), dismissed the appeal on November 5, 2020, and directed RIL to pay the disgorged amount within sixty days from the date of the order. The appeal of RIL and others has been admitted by the Hon'ble Supreme Court of India. By its order dated December 17, 2020, the Hon'ble Supreme Court of India directed RIL to deposit ₹ 250 crore in the Investors' Protection Fund, subject to the final result of the appeal and stayed the recovery of the balance, inclusive of interest, pending the appeal. RIL has complied with the order dated December 17, 2020, of the Hon'ble Supreme Court of India.

In the above matter, the adjudicating officer of SEBI ("AO") while adjudicating the show cause notice dated November 21, 2017 issued, inter alia, to RIL passed an order on January 1, 2021 imposing a penalty of ₹ 25 crore on RIL which has been paid under protest. In the appeal filed by RIL, the Hon'ble Securities Appellate Tribunal vide order dated December 4, 2023, did not interfere with the order passed by the AO since the matter was already covered by its earlier decision dated November 5, 2020, which is in appeal by RIL before the Hon'ble Supreme Court. RIL has filed an appeal in the Hon'ble Supreme Court of India against Order dated December 4, 2023 of SAT.

37. Capital Management

The Company adheres to a disciplined Capital Management framework in order to maintain a strong balance sheet. The main objectives are as follows:

a) Maintain AAA rating domestically and investment grade rating internationally.

b) Manage foreign exchange, interest rates and commodity price risk and minimise the impact of market volatility on earnings.

c) Diversify sources of financing and spread the maturity across tenure buckets in order to manage liquidity risk.

d) Leverage optimally in order to maximise shareholder returns.

The Net Gearing Ratio at end of the reporting period was as follows:

(₹ in crore)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Gross Debt	2,11,790	2,15,823
Cash and Marketable Securities *	1,37,945	1,43,402
Net debt (A)	**73,845**	**72,421**
Total Equity (As per Balance Sheet) (B)	**5,15,096**	**4,79,078**
Net Gearing (A/B)	**0.14**	**0.15**

** Cash & Marketable Securities include cash and cash equivalents of ₹ 69,248 crore (Previous Year ₹ 57,287 crore), current investments of ₹ 68,663 crore (Previous Year ₹ 86,074 crore) and Share Call money receivable on rights issue of ₹ 34 crore (Previous Year ₹ 41 crore).*

38. Financial Instruments

A. Fair value measurement hierarchy

(₹ in crore)

Particulars	As at 31st March, 2024				As at 31st March, 2023			
	Carrying Amount	Level of input used in			Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Investments *	4,378	-	-	-	12,810	-	-	-
Trade Receivables	14,740	-	-	-	24,143	-	-	-
Cash and Cash Equivalents	69,248	-	-	-	61,007	-	-	-
Loans	10,051	-	-	-	13,026	-	-	-
Other Financial Assets	27,510	-	-	-	35,994	-	-	-
At FVTPL								
Investments	32,295	24,414	7,631	250	14,242	9,223	4,769	250
Other Financial Assets	1,139	-	1,139	-	1,330	-	1,330	-
At FVTOCI								
Investments	1,14,821	20,068	15,737	79,016	1,47,518	24,931	34,450	88,137
Financial Liabilities								
At Amortised Cost								
Borrowings	2,11,790	-	-	-	2,15,823	-	-	-
Trade Payables	1,29,859	-	-	-	1,19,811	-	-	-
Lease Liabilities	2,785				2,883			
Other Financial Liabilities	25,068	-	-	-	41,202	-	-	-
At FVTPL								
Other Financial Liabilities	2,425	-	2,425	-	1,791	-	1,791	-
At FVTOCI								
Other Financial Liabilities	-	-	-	-	59	-	59	-

** Exclude Group Company investments ₹ 2,18,569 crore (Previous Year ₹ 1,76,571 crore) measured at cost (Refer Note 2.1).*

A.1 Reconciliation of fair value measurement of the investment categorised at level 3:

(₹ in crore)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	At FVTPL	At FVTOCI	At FVTPL	At FVTOCI
Opening Balance	250	88,137	250	78,740
Addition during the year	-	76	-	9,276
Sale/Reduction during the year	-	(9,145)	-	-
Total (Loss)/Gain	-	(52)	-	121
Closing Balance	**250**	**79,016**	**250**	**88,137**
Note: No amount transferred into/out of Level 3 of the fair value hierarchy				
Line item in which gain/(loss) recognised		Other Comprehensive Income-Items that will not be reclassified to Profit or Loss		Other Comprehensive Income-Items that will not be reclassified to Profit or Loss

A.2 Sensitivity of level 3 financial instrument's fair value to changes in significant unobservable inputs used in their fair valuation:

(₹ in crore)

Particulars	Valuation Technique	Significant Unobservable Input	Change in %	Sensitivity of the fair value to change in input	
				31st March, 2024	31st March, 2023
Investment in OCPS (FVTOCI)	Discounting Cash Flow	Discounting rate - 14.49% (Previous Year - 14.29%)	+0.10%	(1,611)	(1,433)
			-0.10%	1,635	1,455

A.3 The below table summarises the fair value of borrowings which are carried at amortised cost:

(₹ in crore)

Particulars	Level	31st March, 2024	31st March, 2023
Non-current borrowings (including current maturities)	Level 1	86,766	83,789
	Level 2	99,437	85,375
	Level 3	2,016	2,626

For current borrowings, the carrying amounts approximates fair value due to the short maturity of these instruments.

The financial instruments are categorised into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

Valuation Methodology

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

a) The fair value of investment in quoted Equity Shares, Bonds, Government Securities, Treasury Bills, Certificate of Deposit and Mutual Funds is measured at quoted price or NAV.

b) The fair value of Interest Rate Swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

c) The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using observable forward exchange rates and yield curves at the balance sheet date.

d) The fair value of over-the-counter Foreign Currency Option contracts is determined using the Black Scholes valuation model.

e) Commodity derivative contracts are valued using available information in markets and quotations from exchange, brokers and price index developers.

f) The fair value for level 3 instruments is valued using inputs based on information about market participants assumptions and other data that are available.

g) The fair value of the remaining financial instruments is determined using discounted cash flow analysis.

h) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

B. Financial Risk Management

The Company's activities expose it to variety of financial risks: market risk (including foreign currency risk and interest rate risk), commodity price risk, credit risk and liquidity risk. Within the boundaries of approved Risk Management Policy framework, the Company uses derivative instruments to manage the volatility of financial markets and minimize the adverse impact on its financial performance.

i) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk.

a) Foreign Currency Risk

Foreign currency risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The following table shows foreign currency exposures in US Dollar, Euro and Japanese Yen on financial instruments at the end of the reporting period. The exposure to all other foreign currencies are not material.

(₹ in crore)

Particulars	Foreign Currency Exposure					
	As at 31st March, 2024			As at 31st March, 2023		
	USD	EUR	JPY	USD	EUR	JPY
Borrowings	1,34,909	11,461	15,858	1,25,748	12,027	10,505
Trade and Other Payables	98,497	267	33	80,498	575	14
Trade and Other Receivables	(10,981)	(87)	(9)	(10,262)	(72)	(7)
Derivatives						
- Forwards & Futures	(35,952)	(11,434)	(16,092)	(15,137)	(11,816)	(10,588)
- Options	(47)	(47)	168	(4,860)	301	96
Exposure	**1,86,426**	**160**	**(42)**	**1,75,987**	**1,015**	**20**

Sensitivity analysis of 1% change in exchange rate at the end of reporting period net of hedges*

(₹ in crore)

Particulars	Foreign Currency Sensitivity					
	As at 31st March, 2024			As at 31st March, 2023		
	USD	EUR	JPY	USD	EUR	JPY
1% Depreciation in INR						
Impact on Equity	(167)	-	-	(172)	-	-
Impact on P&L	57	(2)	-	(1)	(10)	-
Total	**(110)**	**(2)**	**-**	**(173)**	**(10)**	**-**
1% Appreciation in INR						
Impact on Equity	167	-	-	172	-	-
Impact on P&L	(57)	2	-	1	10	-
Total	**110**	**2**	**-**	**173**	**10**	**-**

** Includes natural hedges arising from foreign currency denominated earnings, for which hedge accounting may be implemented.*

b) Interest Rate Risk

The Company is also exposed to interest rate risk as changes in interest rates will affect future cash flows or the fair values of its financial instruments, principally debt. The Company issues debt in a variety of currencies based on market opportunities and it uses derivatives to hedge interest rate exposures.

The exposure of the Company's borrowings and derivatives to interest rate changes at the end of the reporting period are as follows:

(₹ in crore)

Particulars	Interest Rate Exposure	
	As at 31st March, 2024	As at 31st March, 2023
Borrowings		
Non-Current - Floating (includes Current Maturities) *	99,340	93,073
Non-Current - Fixed (includes Current Maturities) *	96,311	87,426
Current	17,298	36,372
Total	**2,12,949**	**2,16,871**
Derivatives		
Foreign Currency Interest Rate Swaps		
- Receive Fix	10,376	2,136
- Pay Fix	8,090	9,943
Rupees Interest Rate Swaps		
- Receive Fix	32,195	20,790
- Pay Fix	25,515	20,510

** Including ₹ 1,159 Crore (Previous Year ₹ 1,048 Crore) of prepaid financial charges and fair valuation impact.*

Sensitivity analysis of 1% change in Interest rate

(₹ in crore)

Particulars	Interest rate Sensitivity			
	As at 31st March, 2024		As at 31st March, 2023	
	Up Move	Down Move	Up Move	Down Move
Impact on Equity	(407)	330	(357)	316
Impact on P&L	(509)	449	(500)	438
Total Impact	**(916)**	**779**	**(857)**	**754**

ii) Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of crude oil, other feed stock and products. The Company has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs.

The Company's commodity risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the Company enters into various transactions using derivatives and uses over-the-counter as well as Exchange Traded Futures, Options and Swap contracts to hedge its commodity and freight exposure.

iii) Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the Company. Credit risk arises from Company's activities in investments, dealing in derivatives and receivables from customers. The Company ensure that sales of products are made to customers with appropriate creditworthiness. Investment and other market exposures are managed against counterparty exposure limits. Credit information is regularly shared between businesses and finance function, with a framework in place to quickly identify and respond to cases of credit deterioration.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk is actively managed through Letters of Credit, Bank Guarantees, Parent company Guarantees, advance payments and factoring & forfaiting without recourse to the Company to avoid concentration of risk. The Company restricts its fixed income investments to liquid securities carrying high credit rating.

iv) Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on the due date. The Company maintains sufficient stock of cash, marketable securities and committed credit facilities. The Company accesses global and local financial markets to meet its liquidity requirements. It uses a range of products and a mix of currencies to ensure efficient funding from across well-diversified markets and investor pools. Treasury monitors rolling forecasts of the Company's cash flow position and ensures that the Company is able to meet its financial obligation at all times including contingencies.

The Company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses from across the different operating units and then arranges to either fund the net deficit or invest the net surplus in a range of short-dated, secure and liquid instruments including short-term bank deposits, money market funds, reverse repos and similar instruments. The portfolio of these investments is diversified to avoid concentration risk in any one instrument or counterparty.

(₹ in crore)

Particulars ^	Maturity Profile as at 31st March, 2024						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current *@	9,936	2,587	21,143	34,149	61,009	66,827	1,95,651
Current $	17,298	-	-	-	-	-	17,298
Total	**27,234**	**2,587**	**21,143**	**34,149**	**61,009**	**66,827**	**2,12,949**
Lease Liabilities (Gross)	81	81	150	552	552	4,024	5,440
Derivative Liabilities							
Forwards	759	447	650	49	57	-	1,962
Options	62	10	23	33	36	-	164
Interest Rate Swaps	-	-	2	34	260	3	299
Total	**821**	**457**	**675**	**116**	**353**	**3**	**2,425**

^ Does not include Trade Payables (Current) of ₹ 1,29,859 crore.

** Including ₹ 1,159 crore as prepaid financial charges and fair valuation impact.*

@ Does not include interest thereon (For Interest rate refer Note 16.2, 16.3 and 16.4).

$ Interest rate on current borrowings ranges from 6.8% to 8.5%.

(₹ in crore)

Particulars ^	Maturity Profile as at 31st March, 2023						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current *@	12,633	7,389	24,053	56,150	21,040	59,234	1,80,499
Current $	33,985	2,387	0	0	0	0	36,372
Total	**46,618**	**9,776**	**24,053**	**56,150**	**21,040**	**59,234**	**2,16,871**
Lease Liabilities (Gross)	81	81	161	587	552	4,301	5,763
Derivative Liabilities							
Forwards	645	389	314	71	4	0	1,423
Options	103	20	63	35	0	0	221
Interest Rate Swaps	3	13	44	38	46	3	147
Total	**751**	**422**	**421**	**144**	**50**	**3**	**1,791**

^ Does not include Trade Payables (Current) of ₹ 1,19,811 crore.

** Including ₹ 1,048 crore as prepaid financial charges and fair valuation impact.*

@ Does not include interest thereon (for interest rate Refer Note 16.2, 16.3 and 16.4).

$ Interest rate of current borrowings ranges from 5.6% to 8.5%.

C. Hedge Accounting

The Company's business objective includes safe-guarding its earnings against adverse price movements of crude oil and other feedstock, refined products, freight costs as well as foreign exchange and interest rates. The Company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include exchange traded futures and options, over-the-counter swaps, forwards and options as well as non-derivative instruments to achieve this objective.

There is an economic relationship between the hedged items and the hedging instruments. The Company has established a hedge ratio of 1:1 for the hedging relationships. To test the hedge effectiveness, the Company uses the Dollar Offset method and critical term matching method.

The hedge ineffectiveness can arise from:

- Differences in the timing of the cash flows.

- Different indexes (and accordingly different curves).

- The counterparties' credit risk differently impacting the fair value movements.

The table below shows the position of hedging instruments and hedged items as on the balance sheet date:

Disclosure of effects of hedge accounting

A. Fair Value Hedge

Hedging Instrument

Particulars	Nominal Value	Quantity (Kbbl)	Carrying Amount		Changes in Fair Value	Hedge Maturity	Line Item in Balance Sheet
			Assets	Liabilities			
As at 31st March, 2024							
Interest Rate Risk							
Derivative Contracts	11,237	NA	-	28	(28)	Jan 2028 to Mar 2029	Other Financial Liabilities
Investments	20,072	NA	20,253	-	181	Feb 2033 to Nov 2033	Investments
Commodity Price Risk							
Derivative Contracts	10,391	39,660	408	170	238	Apr 2024 to Dec 2024	Other Financial Assets / Liabilities
As at 31st March, 2023							
Commodity Price Risk							
Derivative Contracts	19,876	44,005	709	84	285	Apr 2023 to Jan 2024	Other Financial Assets / Liabilities

Hedged Items

(₹ in crore)

Particulars	Carrying Amount		Changes in Fair Value	Line Item in Balance Sheet
	Assets	Liabilities		
As at 31st March, 2024				
Interest Rate Risk				
Borrowings	-	31,466	(158)	Non-Current Borrowings
Commodity Price Risk				
Firm Commitments for purchase of feedstock and freight	-	408	(408)	Other Current Assets / Liabilities
Firm Commitments for sale of products	22	-	22	Other Current Assets
Inventories	4,917	-	148	Inventories

(₹ in crore)

Particulars	Carrying Amount		Changes in Fair Value	Line Item in Balance Sheet
	Assets	Liabilities		
As at 31st March, 2023				
Commodity Price Risk				
Firm Commitments for purchase of feedstock and freight	-	378	(12)	Other Current Assets / Liabilities
Firm Commitments for sale of products	84	-	57	Other Current Assets
Inventories	10,804	-	(330)	Inventories

B. Cash Flow Hedge

Hedging Instruments

(₹ in crore)

Particulars	Nominal Value	Carrying amount		Changes in Fair Value	Hedge Maturity	Line Item in Balance Sheet
		Assets	Liabilities			
As at 31st March, 2024						
Foreign Currency Risk						
Foreign Currency Risk Component - Trade Payables	24,291	-	25,022	(331)	30th June 2024 to 31st March 2027	Trade Payables
Foreign Currency Risk Component - Borrowings	1,37,180	-	1,50,364	(2,238)	30th June 2024 to 30th September 2034	Borrowings
Interest Rate Risk						
Interest Rate Swaps	4,003	-	71	(71)	30th September 2028 to 31st March 2029	Other Financial Liabilities
As at 31st March, 2023						
Foreign Currency Risk						
Foreign Currency Risk Component - Trade Payables	23,839	-	24,651	(812)	30th June, 2023 to 31st March, 2026	Trade Payables
Foreign Currency Risk Component - Borrowings	1,20,434	-	1,34,057	(10,078)	31st December, 2023 to 31st March, 2033	Borrowings

Hedged Items

(₹ in crore)

Particulars	Nominal Value	Changes in Fair Value	Hedge Reserve	Line Item in Balance Sheet
As at 31st March, 2024				
Foreign Currency Risk				
Highly Probable Forecasted Exports	1,61,471	2,569	(15,446)	Other Equity
Interest Rate Risk				
Borrowings	4,003	71	(51)	Other Equity
As at 31st March, 2023				
Foreign Currency Risk				
Highly Probable Forecasted Exports	1,44,273	10,890	(14,435)	Other Equity

C. Movement in Cash Flow Hedge

(₹ in crore)

Sr. No.	Particulars	2023-24	2022-23	Line Item in Balance Sheet / Statement of Profit and Loss
1	At the beginning of the year	(14,371)	(4,655)	
2	Loss recognised in other comprehensive income during the year	(2,646)	(12,202)	Items that will be reclassified to Profit or Loss
3	Amount reclassified to Profit or Loss during the year	1,545	2,486	Value of Sale and Finance Cost
4	At the end of the year	(15,472)	(14,371)	Other Comprehensive Income

39. As per Ind AS 108- "Operating Segment", segment information has been provided under the Notes to Consolidated Financial Statements.

40. Details of loans given, investments made and guarantee given covered u/s 186 (4) of the Companies Act, 2013.

Loans given and Investments made are given under the respective heads.

Corporate Guarantees given by the Company in respect of loans as at 31st March, 2024.

(₹ in crore)

Sr. No.	Particulars	As at 31st March, 2024	As at 31st March, 2023
1	Reliance Industries (Middle East) DMCC	1,344	1,325
2	Reliance Sibur Elastomers Private Limited	1,620	2,156
3	Sintex Industries Limited	1,900	1,900
4	Alok Industries Limited	3,450	-
5	Model Economic Township Limited	250	200

All the above Corporate Guarantees have been given for business purpose.

41. Ratio Analysis:

Sr. No.	Particulars	2023-24	2022-23	% Changes
1	Current Ratio	1.09	1.13	(3.5)
2	Debt-Equity Ratio	0.41	0.45	(8.9)
3	Debt Service Coverage Ratio	1.84	2.03	(9.4)
4	Return on Equity (%)	9.3%	10.4%	(10.6)
5	Inventory Turnover Ratio [a]	7.31	10.49	(30.3)
6	Trade Receivables Turnover Ratio	29.57	30.00	(1.4)
7	Trade Payables Turnover Ratio	3.64	3.69	(1.6)
8	Net Capital Turnover Ratio [b]	25.43	16.97	49.9
9	Net Profit Margin (%)	7.3%	7.6%	(4.0)
10	Return on Capital Employed (%)	17.0%	19.9%	(6.0)
11	Return on Investment (%) [c]	8.5%	6.7%	26.1

a) **Inventory Turnover Ratio** decreased due to higher inventory.

b) **Net Capital Turnover Ratio** increased primarily due to lower working capital.

c) **Return on Investments** increased due to higher yields on the investment portfolio.

41.1 Formula for computation of ratios are as follows:

Sr. No.	Particulars	Formula
1	Current Ratio	Current Assets / Current Liabilities
2	Debt-Equity Ratio	Total Debt / Total Equity
3	Debt Service Coverage Ratio	Earnings before Interest and Tax / Interest Expense + Principal Repayments made during the year for long term loans
4	Return on Equity (%)	Profit After Tax ^ / Average Net Worth
5	Inventory Turnover Ratio	Cost of Goods Sold (Cost of Material Consumed + Purchases + Changes in Inventory + Manufacturing Expenses) / Average Inventories of Finished Goods, Stock-in-Process and Stock-in-Trade
6	Trade Receivables Turnover Ratio	Value of Sales & Services / Average Trade Receivables
7	Trade Payables Turnover Ratio	Cost of Materials Consumed (after adjustment of RM Inventory) + Purchases of Stock-in-Trade + Other Expenses / Average Trade Payables
8	Net Capital Turnover Ratio	Value of Sales & Services / Working Capital (Current Assets - Current Liabilities)
9	Net Profit Margin	Profit After Tax ^ / Value of Sales & Services
10	Return on Capital Employed	Net Profit After Tax ^ + Deferred Tax Expense/(Income) + Finance Cost (-) Other Income / Average Capital Employed **
11	Return on Investment	Other Income (Excluding Dividend) / Average Cash, Cash Equivalents & Other Marketable Securities

^ Including Profit From Discontinued Operations.

*** Capital employed includes Equity, Borrowings, Deferred Tax Liabilities, Creditor for Capital Expenditure and reduced by Investments, Cash and Cash Equivalents, Capital Work-in-Progress and Intangible Assets under Development.*

42. Significant arrangements

42.1 Scheme of arrangement between the Company and Reliance Projects & Property Management Services Limited:

During the year, Hon'ble National Company Law Tribunal, Ahmedabad Bench and Mumbai Bench have sanctioned the scheme of arrangement between the Company and Reliance Projects & Property Management Services Limited ("RPPMSL"), inter alia, providing for demerger of the Digital EPC and Infrastructure Undertaking ("Demerged Undertaking") of RPPMSL into the Company ("Scheme"). The Appointed Date for the Scheme was close of business hours of December 31, 2022 and the Effective Date was August 9, 2023. The demerged undertaking of RPPMSL includes assets, liabilities and reserves of Reliance Infratel Limited, which was transferred and vested in RPPMSL through a Composite Scheme of Amalgamation, with effect from the appointed date of December 22, 2022. Consequently, the previous year financial statements has been adjusted for giving effect to the Scheme.

The Scheme has accordingly, been given effect to in the books of account of the Company as on the Appointed Date as under:

1. All the assets, liabilities, and reserves/retained earnings, if any, of the Digital EPC and Infrastructure Undertaking to the extent identified and transferred to it in pursuance of this Scheme have been recorded at their respective book values appearing in the books of RPPMSL as under:

(₹ in crore)

Assets	
Non-Current Assets	43,863
Current Assets	45,797
Total Assets (A)	**89,660**

(₹ in crore)

Liabilities	
Non-Current Liabilities	7,866
Current Liabilities	43,303
Total Liabilities (B)	**51,169**
Excess of assets over liabilities (A-B)	**38,491**

2. The difference between the net assets and the reserves/ retained earnings of the Digital EPC and Infrastructure Undertaking of the RPPMSL has been adjusted against the investment held by the Company in RPPMSL.

42.2 Scheme of arrangement between the Company and Reliance Strategic Investments Limited (presently known as Jio Financial Services Limited):

Pursuant to the Scheme of Arrangement between the Company and its shareholders & creditors and Reliance Strategic Investments Limited and its shareholders & creditors ("the Scheme"), approved by the Hon'ble National Company Law Tribunal, Mumbai bench, vide its orders dated June 28, 2023, the Company has demerged its financial services business undertaking to Reliance Strategic Investments Limited, on a going concern basis, at carrying value as appearing in the books of the Company on the appointed date i.e. March 31, 2023 as under:

(₹ in crore)

Assets	
Property, Plant and Equipment	39
Intangible Assets	10
Investments - Non-Current	13,790
Current Assets	10,408
Total Assets (A)	**24,247**

(₹ in crore)

Liabilities	
Borrowings - Current	743
Other Current Liabilities	2
Total Liabilities (B)	**745**
Excess of assets over liabilities (A-B)	**23,502**

43. Other Statutory Information

(i) Balances outstanding with Nature of transaction with struck off companies as per section 248 of the Companies Act, 2013:

Sr. No.	Name of struck off company	Nature of transactions with struck-off company	Balance outstanding (₹ in crore)	Relationship with the Struck off company
1	Brahamptra Yarn Procession Pvt Ltd (₹ 4,00,000)	Advance Received from Customer	-	NA
2	Surat Silk Industries Pvt Ltd (₹ 97,425)	Advance Received from Customer	-	NA
3	Prasad Textiles P Ltd (₹ 2,772)	Advance Received from Customer	-	NA
4	Ravi Filaments Private Limited (₹ 2,164)	Advance Received from Customer	-	NA
5	ARJ Infrastructure Pvt Ltd (₹ 64,400)	Trade Payables	-	NA

(ii) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(iii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iv) The Company does not have any transaction which is not recorded in the books of accounts; and which has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

44. Events after the Reporting Period

The Board of Directors have recommended dividend of ₹ 10/- per fully paid up equity share of ₹ 10/- each for the financial year 2023-24.

45. The figures for the corresponding previous year have been regrouped / reclassified wherever necessary, to make them comparable.

46. Approval of Financial Statements

The financial statements were approved for issue by the Board of Directors on April 22, 2024.

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Srikanth Venkatachari
Chief Financial Officer

Abhijit A. Damle
Partner
Membership No. 102912

Sandesh Ladha
Partner
Membership No. 047841

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani
DIN: 00001695
Chairman and Managing Director

N.R. Meswani
DIN: 00001620

H.R. Meswani
DIN: 00001623

P.M.S. Prasad
DIN: 00012144
Executive Directors

Akash M. Ambani
DIN: 06984194

Isha M. Ambani
DIN: 06984175

Anant M. Ambani
DIN: 07945702

Raminder Singh Gujral
DIN: 07175393

Dr. Shumeet Banerji
DIN: 02787784

Arundhati Bhattacharya
DIN: 02011213

K.V. Chowdary
DIN: 08485334

K.V. Kamath
DIN: 00043501

Haigreve Khaitan
DIN: 00005290
Non-Executive Directors

To The Members of Reliance Industries Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **Reliance Industries Limited** ("the Parent") which includes its joint operations and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and the Group's share of profit / loss in its associates and joint ventures, which comprise the Consolidated Balance Sheet as at 31st March, 2024, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year ended on that date, and Notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate / consolidated financial statements / financial information of the subsidiaries, associates and joint ventures referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2024, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint ventures in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	**Litigation matters**	
	The Parent has certain significant ongoing legal proceedings for various complex matters with the Government of India and other parties, continuing from earlier years, which are as under: **1. Matters in relation to Oil and Gas:** (a) Disallowance of certain costs under the production sharing contract, relating to Block KG-DWN-98/3 and consequent deposit of differential revenue on gas sales from D1D3 field to the gas pool account maintained by Gail (India) Limited. (b) Claim against the Parent in respect of gas said to have migrated from neighbouring blocks (KGD6). (c) Claims relating to limits of cost recovery, profit sharing and audit and accounting provisions of the public sector corporations etc., arising under two production sharing contracts entered into in 1994. (d) Suit for specific performance of a contract for supply of natural gas before the Hon'ble Bombay High Court. Refer Notes 34.3 and 34.4 to the Consolidated Financial Statements. **2. Matter relating to trading in shares of Reliance Petroleum Limited ('RPL'):** Securities Appellate Tribunal judgement dated 5th November, 2020, dismissing the Parent's appeal made in relation to Order passed by the Securities and Exchange Board of India ('SEBI') under Section 11B of the SEBI Act, 1992 in connection with trades by the Parent in the stock exchanges in 2007 in the shares of Reliance Petroleum Limited, then subsidiary of the Parent, against which an appeal has been filed with the Hon'ble Supreme Court of India which is pending. Refer Note 35 (III) to the Consolidated Financial Statements. Due to complexity involved in these litigation matters, management's judgement regarding recognition, measurement and disclosure of provisions for these legal proceedings is inherently uncertain and might change over time as the outcomes of the legal cases are determined. Accordingly, it has been considered as a key audit matter.	Our audit procedures included and were not limited to the following: – Tested the design, implementation and operating effectiveness of the controls established by the Parent in the process of evaluation of litigation matters. – Assessed the management's position through discussions with the in-house legal expert and external legal opinions obtained by the Parent (where considered necessary) on both, the probability of success in the aforesaid cases, and the magnitude of any potential loss. – Discussed with the management on the developments in respect of these litigations during the year ended 31st March 2024 till the date of approval of the Parent's Consolidated Financial Statements. – Rolled out enquiry letters to the Parent's legal counsel and assessed the responses received. – Assessed the objectivity and competence of the Parent's legal counsel involved in the process. – Reviewed the disclosures made by the Parent in the Consolidated Financial Statements. – Obtained Management Representation Letter on the assessment of these matters.
2.	**Fair Valuation of Investments**	
	As at 31st March 2024, the Parent has investments of ₹ 78,093 crore in Equity and Preference Shares of Jio Digital Fibre Private Limited ('JDFPL') which are measured at fair value as per Ind AS 109 read with Ind AS 113. These investments are Level 3 investments as per the fair value hierarchy in Ind AS 113 and accordingly determination of fair value is based on a high degree of judgement and input from data that is not directly observable in the market. Further, the fair value is significantly influenced by the expected pattern of future benefits of the tangible assets of JDFPL (fibre assets). Accordingly, it has been considered as a key audit matter. Refer Notes 2 and 37A to the Consolidated Financial Statements.	Our audit procedures included and were not limited to the following: – Tested the design, implementation and operating effectiveness of the controls established by the Parent in the process of determination of fair value of the investments. – Reviewed the fair valuation reports provided by the management by involvement of internal valuation specialists. – Assessed the assumptions around the cash flow forecasts, discount rates, expected growth rates and its effect on business and terminal growth rates used and the valuation methodology inter-alia through involvement of the internal specialists. – Discussed potential changes in key drivers as compared to previous year / actual performance with management to evaluate the inputs and assumptions used in the cash flow forecasts. – Assessed the objectivity and competence of our internal specialist and Parent's external experts involved in the process. – Reviewed the disclosures made by the Parent in the Consolidated Financial Statements. – Obtained Management Representation Letter as regards to fair valuation of these investments.

Sr. No.	Key Audit Matter	Auditor's Response
3.	**Revenue Recognition**	
(a)	The auditors of Reliance Jio Infocomm Limited ('RJIL'), a step-down subsidiary of the Parent, have reported revenue recognition as a key audit matter due to the high volumes of data processed by the IT systems and the complexity of those IT systems.	In respect of the key audit matter reported to us by the auditors of RJIL, we performed inquiry of the audit procedures performed by them to address the key audit matter. As reported by the subsidiary auditors, the audit procedures performed by them included and were not limited to the following: – Evaluated and tested the design, implementation and operating effectiveness of the relevant business process controls, inter-alia controls over the capture, measurement and authorisation of revenue transactions, involving internal Information Technology (IT) specialists for the automated controls, interface controls and reports generated through various relevant IT systems involved in the revenue process. – Involved internal IT specialists and tested the IT environment inter-alia for access controls, change management and application specific controls in the IT Systems over RJIL's billing and other relevant support systems. – Tested collections and the reconciliation between revenue per the billing system and the financial records. Performed procedures to test the computation of revenue and deferred revenue.
(b)	The auditors of Reliance Retail Ventures Limited ('RRVL'), a subsidiary of the Parent, have reported revenue recognition as a key audit matter at its subsidiary viz., Reliance Retail Limited ('RRL'). RRL is engaged in organised retail and the trading transactions generating revenue comprising of high volume of individually small transactions which increases the risk of revenue being recognised inappropriately and which highlights the criticality of sound internal processes of summarising and recording sales. RRL trades in various consumption baskets on a principal basis and recognises full value of consideration as its revenue. The revenue is recognised on transfer of control of traded goods to the customers. Transfer of control coincides with collection of cash or cash equivalent from customers. In view of the above and since revenue is a key performance indicator for RRL, revenue recognition is identified as a key audit matter.	In respect of the key audit matter reported to us by the auditors of RRVL, we performed inquiry of the audit procedure performed by them to address the key audit matter. As reported by the subsidiary auditors, the audit procedures performed by them included and were not limited to the following: – Obtained understanding of the process followed by the management to record the revenue from each store. – Evaluated the design and tested the operating effectiveness of the internal controls established by RRL over reconciliation of revenue recorded with underlying collection made by RRL. – Involved information technology specialist to test the automated controls and reports involved in the reconciliation of revenue. – On a test-check basis, selected samples of stores on various dates. For such selections, obtained details of revenue recorded through various modes of payment from RRL's accounting system. Reconciled revenue recorded as per such details with the underlying collection made by RRL as per cash receipts, merchant payment reports, and other third party supporting.
4.	**Information Technology (IT) systems and controls over financial reporting**	
	We identified IT systems and controls over financial reporting as a key audit matter for the Parent because its financial accounting and reporting systems are fundamentally reliant on IT systems and IT controls to process significant transaction volumes, specifically with respect to revenue and raw material consumption. Also, due to such large transaction volumes and the increasing challenge to protect the integrity of the Parent's systems and data, cyber security has become more significant. Automated accounting procedures and IT environment controls, which include IT governance, IT general controls over program development and changes, access to program and data and IT operations, IT application controls and interfaces between IT applications, are required to be designed and to operate effectively to ensure accurate financial reporting.	Our procedures included and were not limited to the following: – Assessed the complexity of the IT environment by engaging IT specialists and through discussion with the head of IT and internal audit at the Parent and identified IT applications that are relevant to our audit. – Tested the design, implementation and operating effectiveness of IT general controls over program development and changes, access to program and data and IT operations by engaging IT specialists. – Performed inquiry procedures with the head of cyber security at the Parent in respect of the overall security architecture and any key threats addressed by the Parent in the current year. – Tested the design, implementation and operating effectiveness of IT application controls in the key processes impacting financial reporting of the Parent by engaging IT specialists. – Tested the design, implementation and operating effectiveness of controls relating to data transmission through the different IT systems to the financial reporting systems by engaging IT specialists.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.
- Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the financial statements / financial information of the joint operations, subsidiaries, joint ventures and associates audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the joint operations, subsidiaries, joint ventures and associates, is traced from their financial statements / financial information audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its associates and joint ventures in accordance with the accounting principles generally accepted in India including Ind AS specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and its joint ventures and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Parent, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Management and Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intend to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are also responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Parent and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls with reference to financial statements that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) The Consolidated Financial Statements include the financial statements / financial information of 197 subsidiaries, whose audited standalone / consolidated financial statements / financial information reflect total assets of ₹ 855,098 crore as at 31st March, 2024, total revenues of ₹ 240,609 crore and net cash inflows amounting to ₹ 2,863 crore for the year ended on that date. The Consolidated Financial Statements also include the Group's share of net profit of ₹ 37 crore for the year ended 31st March, 2024, as considered in the Consolidated Financial Statements, in respect of 10 associates and 14 joint ventures. These financial statements / financial information have been audited by one of us either individually or jointly with other auditors.

(b) We did not audit the financial statements / financial information of 143 subsidiaries, whose standalone / consolidated financial statements / financial information reflect total assets of ₹ 383,059 crore as at 31st March, 2024, total revenues of ₹ 627,516 crore and net cash inflows amounting to ₹ 11,360 crore for the year ended on that date, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of net profit of ₹ 91 crore for the year ended 31st March, 2024, as considered in the Consolidated Financial Statements, in respect of 77 associates and 19 joint ventures, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates is based solely on the reports of the other auditors.

(c) We did not audit the financial statements / financial information of 9 subsidiaries, whose standalone / consolidated financial statements / financial information reflect total assets of ₹ 43 crore as at 31st March, 2024, total revenues of ₹ 35 crore and net cash outflows amounting to ₹ 98 crore for the year ended on that date, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of net profit of ₹ 259 crore for the year ended 31st March, 2024, as considered in the Consolidated Financial Statements, in respect of 38 associates and 28 joint ventures, whose financial statements / financial information have not been audited by us. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.

Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the Standalone / Consolidated Financial Statements / financial information of the subsidiaries, associates and joint ventures, except in respect of 9 subsidiaries, 15 associates and 26 joint ventures where audit under Section 143 of the Act has not yet been completed, we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

   b) In our opinion, proper books of account as required by law maintained by the Group, its associates and joint ventures including relevant records relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, except in relation to compliance with the requirements of audit trail, refer paragraph (i)(vi) below.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Loss, the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Parent as on 31st March, 2024 taken on record by the Board of Directors of the Parent and the reports of the statutory auditors of its subsidiary companies, associate companies and joint venture companies incorporated in India, none of the directors of the Group companies, its associate companies and joint venture companies incorporated in India is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f) The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.

g) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent, subsidiary companies, associate companies and joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to Consolidated Financial Statements of those companies.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies, associate companies and joint venture companies incorporated in India, the remuneration paid by the Parent and such subsidiary companies, associate companies and joint venture companies to their respective directors during the year is in accordance with the provisions of Section 197 read with Schedule V of the Act.

i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies, associate companies and joint venture companies incorporated in India:

i) The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and joint ventures – Refer Note 35 to the Consolidated Financial Statements.

ii) Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary companies, associate companies and joint venture companies incorporated in India, except for an amount of ₹ 2 crore which are held in abeyance due to pending legal cases at the Parent.

iv) (a) The respective Managements of the Parent and its subsidiaries, associates and joint ventures which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries, associates and joint ventures to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries, associates and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Parent and its subsidiaries, associates and joint ventures which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, no funds have been received by the Parent or any of such subsidiaries, associates and joint ventures from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries, associates and joint ventures shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary companies, associate companies and joint venture companies which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014, as provided under (a) and (b) above, contain any material misstatement.

v) The final dividend proposed in the previous year, declared and paid by the Parent and its associate companies which are companies incorporated in India, whose financial statements have been audited under the Act, where applicable, during the year is in accordance with Section 123 of the Act, as applicable.

The interim dividend declared and paid by the subsidiary companies which are companies incorporated in India, whose financial statements have been audited under the Act, where applicable, during the year and until the date of this report is in accordance with Section 123 of the Act, as applicable.

The Board of Directors of the Parent and an associate company which is a company incorporated in India, whose financial statements have been audited under the Act, where applicable, have proposed final dividend for the year which is subject to the approval of the members of the Parent and such associate company at the ensuing respective Annual General Meetings. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

vi) Based on our examination which included test checks and based on the other auditor's reports of its subsidiary companies, associate companies and joint venture companies which are companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below including certain vendor provided software applications which feed into the principal accounting software, the Parent, its subsidiary companies, associate companies and joint venture companies incorporated in India have used accounting software for maintaining their respective books of account for the year ended 31st March, 2024, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.

In respect of 4 acquired subsidiaries and 6 associates, certain accounting software used by the subsidiaries and associates for maintaining their books of account for the year ended 31st March, 2024 did not have a feature of recording audit trail (edit log) facility, as reported by the respective auditors.

In respect of 15 subsidiaries, 4 associates and 2 joint ventures, certain accounting software's audit trail feature operated for part of the year, as reported by the respective auditors.

Further, during the course of our audit, we and the respective other auditors, whose reports have been furnished to us by the Management of the Parent, have not come across any instance of the audit trail feature being tampered with in respect of the accounting software for the period for which the audit trail feature was operating.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors)

Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the year ended 31st March, 2024.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No.102912
UDIN: 24102912BKEPFZ7008

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAIZ6707

Place: Mumbai
Date: April 22, 2024

"ANNEXURE A"

To The Independent Auditor's Report
(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Consolidated Financial Statements of **Reliance Industries Limited** (hereinafter referred to as the "Parent") as at and for the year ended 31st March, 2024, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Parent and its subsidiary companies, its associate companies and joint venture companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies, its associate companies and joint venture companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal control with reference to Consolidated Financial Statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated Financial Statements of the Parent, its subsidiary companies, its associate companies and its joint venture companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, associate companies and joint venture companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the Parent, its subsidiary companies, its associate companies and its joint venture companies, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

A company's internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies, associate companies and joint venture companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31st March, 2024, based on the criteria for internal financial control with reference to Consolidated Financial Statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements insofar as it relates to 102 subsidiary companies, 32 associate companies and 12 joint venture companies, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matters.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No.102912
UDIN: 24102912BKEPFZ7008

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAIZ6707

Place: Mumbai
Date: April 22, 2024

"ANNEXURE B"

To The Independent Auditor's Report
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements, to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that in respect of those companies where audits have been completed under Section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements, except for an associate viz., Sterling and Wilson Renewable Energy Limited (CIN - L74999MH2017PLC292281) related to clause 3(ix)(a).

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Abhijit A. Damle
Partner
Membership No.102912
UDIN: 24102912BKEPFZ7008

Place: Mumbai
Date: April 22, 2024

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W-100355

Sandesh Ladha
Partner
Membership No. 047841
UDIN: 24047841BKCAIZ6707

Place: Mumbai
Date: April 22, 2024

Consolidated Balance Sheet

As at 31st March, 2024

(₹ in crore)

	Notes	As at 31st March, 2024	As at 31st March, 2023
Assets			
Non-Current Assets			
Property, Plant and Equipment	1	6,06,084	5,70,503
Spectrum	1	69,852	75,351
Other Intangible Assets	1	89,060	63,681
Goodwill		14,989	15,270
Capital Work-in-Progress	1	1,52,382	1,17,259
Spectrum Under Development	1	1,29,602	1,22,357
Other Intangible Assets Under Development	1	56,871	54,136
Financial Assets			
Investments	2	1,19,502	1,17,087
Loans	3	899	1,525
Other Financial Assets	4	2,622	2,523
Deferred Tax Assets (Net)	5	938	1,549
Other Non-Current Assets	6	43,085	40,894
Total Non-Current Assets		**12,85,886**	**11,82,135**
Current Assets			
Inventories	7	1,52,770	1,40,008
Financial Assets			
Investments	8	1,06,170	1,18,473
Trade Receivables	9	31,628	28,448
Cash and Cash Equivalents	10	97,225	68,664
Loans		2,517	176
Other Financial Assets	11	23,965	19,696
Other Current Assets	12	55,825	49,831
Total Current Assets		**4,70,100**	**4,25,296**
Total Assets		**17,55,986**	**16,07,431**

(₹ in crore)

	Notes	As at 31st March, 2024	As at 31st March, 2023
Equity and Liabilities			
Equity			
Equity Share Capital	14	6,766	6,766
Other Equity	15	7,86,715	7,09,106
Non-Controlling Interest		1,32,307	1,13,009
Total Equity		**9,25,788**	**8,28,881**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	16	2,22,712	1,83,176
Lease Liabilities		17,415	16,230
Deferred Payment Liabilities	17	1,08,272	1,12,847
Other Financial Liabilities	18	5,667	7,704
Provisions	19	2,044	1,607
Deferred Tax Liabilities (Net)	5	72,241	60,324
Other Non-Current Liabilities		4,480	919
Total Non-Current Liabilities		**4,32,831**	**3,82,807**
Current Liabilities			
Financial Liabilities			
Borrowings	20	1,01,910	1,30,790
Lease Liabilities		4,105	4,196
Trade Payables	21	1,78,377	1,47,172
Other Financial Liabilities	22	55,602	68,501
Other Current Liabilities	23	55,198	42,906
Provisions	24	2,175	2,178
Total Current Liabilities		**3,97,367**	**3,95,743**
Total Liabilities		**8,30,198**	**7,78,550**
Total Equity and Liabilities		**17,55,986**	**16,07,431**
Material Accounting Policies	A-C		
See accompanying Notes to the Financial Statements	1 to 46		

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

Abhijit A. Damle
Partner
Membership No. 102912

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Sandesh Ladha
Partner
Membership No. 047841

Srikanth Venkatachari
Chief Financial Officer

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani DIN: 00001695 — Chairman and Managing Director

N.R. Meswani DIN: 00001620
H.R. Meswani DIN: 00001623
P.M.S. Prasad DIN: 00012144
— Executive Directors

Akash M. Ambani DIN: 06984194
Isha M. Ambani DIN: 06984175
Anant M. Ambani DIN: 07945702
Raminder Singh Gujral DIN: 07175393
Dr. Shumeet Banerji DIN: 02787784
Arundhati Bhattacharya DIN: 02011213
K.V. Chowdary DIN: 08485334
K.V. Kamath DIN: 00043501
Haigreve Khaitan DIN: 00005290
— Non-Executive Directors

Consolidated Statement of Profit and Loss

For the year ended 31st March, 2024

(₹ in crore)

	Notes	2023-24	2022-23
Income			
Value of Sales		8,83,646	8,56,770
Income from Services		1,16,476	1,18,094
Value of Sales & Services (Revenue)		**10,00,122**	**9,74,864**
Less: GST Recovered		85,650	83,553
Revenue from Operations	25	**9,14,472**	**8,91,311**
Other Income	26	16,057	11,734
Total Income		**9,30,529**	**9,03,045**
Expenses			
Cost of Materials Consumed		4,00,345	4,50,241
Purchase of Stock-in-Trade		1,89,881	1,68,505
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	27	(4,883)	(30,263)
Excise Duty		13,408	13,476
Employee Benefits Expense	28	25,679	24,872
Finance Costs	29	23,118	19,571
Depreciation / Amortisation and Depletion Expense	1	50,832	40,303
Other Expenses	30	1,27,809	1,22,318
Total Expenses		**8,26,189**	**8,09,023**
Profit Before Share of Profit / (Loss) of Associates / Joint Ventures and Tax		**1,04,340**	**94,022**
Share of Profit / (Loss) of Associates and Joint Ventures		387	24
Profit Before Tax		**1,04,727**	**94,046**
Tax Expenses			
Current Tax	13	13,590	8,398
Deferred Tax	13	12,117	11,978
Profit from Continuing Operations		**79,020**	**73,670**
Profit from Discontinued Operations (Net of Tax)		**-**	**418**
Profit for the Year		**79,020**	**74,088**
Other Comprehensive Income:			
Continuing Operations:			
i. Items that will not be reclassified to Profit or Loss	26.1	3,852	(39)
ii. Income Tax relating to items that will not be reclassified to Profit or Loss		(433)	(13)
iii. Items that will be reclassified to Profit or Loss	26.2	244	(9,503)
iv. Income Tax relating to items that will be reclassified to Profit or Loss		6	1,829
Total Other Comprehensive Income / (Loss) from Continuing Operations (Net of Tax)		**3,669**	**(7,726)**
Discontinued Operations:			
i. Items that will not be reclassified to Profit or Loss (Net of Tax)		-	(11,101)
ii. Items that will be reclassified to Profit or Loss (Net of Tax)		-	15
Total Other Comprehensive Income / (Loss) from Discontinued Operations (Net of Tax)		**-**	**(11,086)**
Total Other Comprehensive Income / (Loss) for the Year (Net of Tax)		**3,669**	**(18,812)**
Total Comprehensive Income for the year		**82,689**	**55,276**

(₹ in crore)

	Notes	2023-24	2022-23
Net Profit Attributable to:			
a) Owners of the Company		69,621	66,702
b) Non-Controlling Interest		9,399	7,386
Other Comprehensive Income Attributable to:			
a) Owners of the Company		3,567	(18,783)
b) Non-Controlling Interest		102	(29)
Total Comprehensive Income attributable to:			
a) Owners of the Company		73,188	47,919
b) Non-Controlling Interest		9,501	7,357
Earnings Per Equity Share of Face Value of ₹ 10 each			
Continuing Operations:			
Basic (in ₹)	32	102.90	97.97
Diluted (in ₹)	32	102.90	97.97
Discontinued Operations:			
Basic (in ₹)	32	-	0.62
Diluted (in ₹)	32	-	0.62
Continuing and Discontinued Operations:			
Basic (in ₹)	32	102.90	98.59
Diluted (in ₹)	32	102.90	98.59
Material Accounting Policies	A-C		
See accompanying Notes to the Financial Statements	1 to 46		

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Srikanth Venkatachari
Chief Financial Officer

Abhijit A. Damle
Partner
Membership No. 102912

Sandesh Ladha
Partner
Membership No. 047841

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani
DIN: 00001695
Chairman and Managing Director

N.R. Meswani
DIN: 00001620

H.R. Meswani
DIN: 00001623

P.M.S. Prasad
DIN: 00012144

Executive Directors

Akash M. Ambani
DIN: 06984194

Isha M. Ambani
DIN: 06984175

Anant M. Ambani
DIN: 07945702

Raminder Singh Gujral
DIN: 07175393

Dr. Shumeet Banerji
DIN: 02787784

Arundhati Bhattacharya
DIN: 02011213

K.V. Chowdary
DIN: 08485334

K.V. Kamath
DIN: 00043501

Haigreve Khaitan
DIN: 00005290

Non-Executive Directors

Consolidated Statement of Changes in Equity

For the year ended 31st March, 2024

A. Equity Share Capital

(₹ in crore)

Balance as at 1st April, 2022	Change during the year 2022-23	Balance as at 31st March, 2023	Change during the year 2023-24	Balance as at 31st March, 2024
6,765	1	6,766	-*	6,766

*₹ 1,50,000

B. Other Equity

(₹ in crore)

	Balance as at 1st April, 2023	Total Comprehensive Income for the Year	Dividend	Transfer (to)/from Retained Earnings	Transfer (to)/from General Reserve	On Rights Issue*	On Employee Stock Options	Others	Balance as at 31st March, 2024
As at 31st March, 2024									
Reserves and Surplus									
Capital Reserve	280	-	-	-	-	-	-	-	280
Capital Redemption Reserve	44	-	-	-	-	-	-	-	44
Debenture Redemption Reserve	2,314	-	-	-	-	-	-	-	2,314
Share Based Payments Reserve	646	-	-	-	-	-	134	-	780
Statutory Reserve	445	-	-	-	-	-	-	-	445
Special Economic Zone Reinvestment Reserve $	150	-	-	(150)	-	-	-	-	-
Securities Premium	99,792	-	-	-	-	6	4	-	99,802
General Reserve	2,62,704	-	-	-	30,000	-	-	-	2,92,704
Retained Earnings	2,95,739	69,621	(6,089)	150	(30,000)	-	-	10,366^	3,39,787
Other Comprehensive Income	46,992	3,567#	-	-	-	-	-	-	50,559
Total	**7,09,106**	**73,188**	**(6,089)**	**-**	**-**	**6**	**138**	**10,366**	**7,86,715**

Refer Note 14.7 & 15

$ Special Economic Zone Reinvestment Reserve created during the year of ₹ Nil.

^ Mainly pursuant to fresh issue of equity by subsidiary.

 # Includes net movement in Foreign Currency Translation Reserve.

(₹ in crore)

	Balance as at 1st April, 2022	Total Comprehensive Income for the Year	Dividend	Transfer (to)/from Retained Earnings	Transfer (to)/from General Reserve	On Rights Issue*	On Employee Stock Options	On Demerger^	Others	Balance as at 31st March, 2023
As at 31st March, 2023										
Reserves and Surplus										
Capital Reserve	291	-	-	-	-	-	-	-	(11)	280
Capital Redemption Reserve	50	-	-	-	-	-	-	(6)	-	44
Debenture Redemption Reserve	4,705	-	-	96	(2,487)	-	-	-	-	2,314
Share Based Payments Reserve	434	-	-	-	-	-	212	-	-	646
Statutory Reserve	804	-	-	38	-	-	-	(397)	-	445
Special Economic Zone Reinvestment Reserve $	9,110	-	-	(8,960)	-	-	-	-	-	150
Securities Premium	1,14,796	-	-	-	-	40	22	(14,424)	(642)	99,792
General Reserve	2,60,221	-	-	-	2,487	-	-	(4)	-	2,62,704
Retained Earnings	2,47,951	66,702	(5,083)	8,826	-	-	-	(21,867)	(790)	2,95,739
Other Comprehensive Income	1,34,358	(18,783)#	-	-	-	-	-	(68,583)	-	46,992
Total	**7,72,720**	**47,919**	**(5,083)**	**-**	**-**	**40**	**234**	**(1,05,281)**	**(1,443)**	**7,09,106**

Refer Note 14.7 & 15

^ Refer Note 31 & 43

$ Special Economic Zone Reinvestment Reserve created during the year of ₹ Nil.

 # Includes net movement in Foreign Currency Translation Reserve.

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

Abhijit A. Damle
Partner
Membership No. 102912

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Sandesh Ladha
Partner
Membership No. 047841

Srikanth Venkatachari
Chief Financial Officer

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani DIN: 00001695 — Chairman and Managing Director

Executive Directors:
N.R. Meswani DIN: 00001620
H.R. Meswani DIN: 00001623
P.M.S. Prasad DIN: 00012144

Non-Executive Directors:
Akash M. Ambani DIN: 06984194
Isha M. Ambani DIN: 06984175
Anant M. Ambani DIN: 07945702
Raminder Singh Gujral DIN: 07175393
Dr. Shumeet Banerji DIN: 02787784
Arundhati Bhattacharya DIN: 02011213
K.V. Chowdary DIN: 08485334
K.V. Kamath DIN: 00043501
Haigreve Khaitan DIN: 00005290

(₹ in crore)

	2023-24	2022-23
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax as per Statement of Profit and Loss	**1,04,727**	**94,801**
Continuing Operations	1,04,727	94,046
Discontinued Operations	-	755
Adjusted for:		
Share of (Profit) / Loss of Associates and Joint Ventures from Continuing Operations	(387)	(24)
Share of (Profit) / Loss of Associates and Joint Ventures from Discontinued Operations	-	67
Premium on buy back of Debentures	-	33
(Profit) / Loss on Sale / Discard of Property, Plant and Equipment and Other Intangible Assets (Net)	178	(60)
Depreciation / Amortisation and Depletion Expense of Continuing Operations	50,832	40,303
Depreciation / Amortisation and Depletion Expense of Discontinued Operations	-	16
Effect of Exchange Rate Change	(1,330)	(3,680)
Net Gain on Financial Assets	(1,921)	1,214#
Dividend Income	(89)	(38)#
Interest Income	(10,745)	(11,240)#
Finance Costs	23,118	19,571#
Sub-total	**59,656**	**46,162**
Operating Profit before Working Capital Changes	**1,64,383**	**1,40,963**
Adjusted for:		
Trade and Other Receivables	(15,674)	13,194
Inventories	(12,756)	(32,228)
Trade and Other Payables	34,796	(600)
Sub-total	**6,366**	**(19,634)**
Cash Generated from Operations	**1,70,749**	**1,21,329**
Taxes Paid (Net)	(11,961)	(6,297)
Net Cash Flow from Operating Activities *	**1,58,788**	**1,15,032**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Expenditure for Property, Plant and Equipment, Spectrum and Other Intangible Assets	(1,52,883)	(1,40,988)
Proceeds from disposal of Property, Plant and Equipment and Other Intangible Assets	15,307	9,186
Purchase of Other Investments	(5,14,380)	(4,71,822)
Proceeds from Sale of Financial Assets	5,31,355	5,01,266
Payment of Deferred Payment Liabilities	(4,423)	-
Interest Income	10,648	11,103#
Dividend Income from Associates	59	17
Dividend Income from Others	16	3
Net Cash used in Investing Activities	**(1,14,301)**	**(91,235)**

(₹ in crore)

	2023-24	2022-23
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Equity Share Capital @	-	-
Proceeds from Issue of Share Capital to Non-Controlling Interest (Net of Dividend Paid)	20,915	479
Net Proceeds from Rights Issue	7	40
Payments to Non-Controlling Interest Shareholders towards Capital Reduction	(1,085)	-
Payment of Lease Liabilities	(2,483)	(1,406)
Proceeds from Borrowings – Non-current (including Current Maturities)	69,610	35,936
Repayment of Borrowings – Non-current (including Current Maturities)	(35,055)	(29,059)
Borrowings – Current (Net)	(25,293)	31,198
Dividend Paid	(6,089)	(5,083)
Interest Paid	(37,173)	(21,650)#
Net Cash Flow from / (used in) Financing Activities	**(16,646)**	**10,455**
Net Increase in Cash and Cash Equivalents	**27,841**	**34,252**
Opening Balance of Cash and Cash Equivalents	**68,664**	**36,178**
Add: Upon addition of Subsidiaries	720	4,278
Less: On Demerger (Refer Note 43)	-	6,044
Closing Balance of Cash and Cash Equivalents (Refer Note 10)	**97,225**	**68,664**

 # Other than Financial Services Segment.
** Includes amount spent in cash towards Corporate Social Responsibility of ₹ 1,592 crore (Previous Year ₹ 1,271 crore).*
@ ₹ 1,50,000 (Previous Year ₹ 10,00,000).

Change in Liability arising from Financing Activities

(₹ in crore)

Particulars	1st April, 2023	Cash flow	Foreign exchange movement / Others	31st March, 2024
Borrowings – Non-current (including Current Maturities) (Refer Note 16)	2,31,708	34,555	1,717	2,67,980
Borrowings – Current (Refer Note 20)	82,258	(25,293)	(323)	56,642
Total	**3,13,966**	**9,262**	**1,394**	**3,24,622**

(₹ in crore)

Particulars	1st April, 2022	Cash flow	Foreign exchange movement / Others	31st March, 2023
Borrowings – Non-current (including Current Maturities) (Refer Note 16)	2,14,719	6,877	10,112	2,31,708
Borrowings – Current (Refer Note 20)	51,586	31,198	(526)	82,258
Total	**2,66,305**	**38,075**	**9,586**	**3,13,966**

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

Abhijit A. Damle
Partner
Membership No. 102912

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Sandesh Ladha
Partner
Membership No. 047841

Srikanth Venkatachari
Chief Financial Officer

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani
DIN: 00001695
Chairman and Managing Director

N.R. Meswani
DIN: 00001620

H.R. Meswani
DIN: 00001623

P.M.S. Prasad
DIN: 00012144

Executive Directors

Akash M. Ambani
DIN: 06984194

Isha M. Ambani
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Anant M. Ambani
DIN: 07945702

Raminder Singh Gujral
DIN: 07175393

Dr. Shumeet Banerji
DIN: 02787784

Arundhati Bhattacharya
DIN: 02011213

K.V. Chowdary
DIN: 08485334

K.V. Kamath
DIN: 00043501

Haigreve Khaitan
DIN: 00005290

Non-Executive Directors

A. Corporate Information

The Consolidated Financial Statements comprise financial statements of "Reliance Industries Limited" ("the Company") and its subsidiaries (collectively referred to as "the Group") for the year ended 31st March, 2024.

The Company is a listed entity incorporated in India. The registered office of the Company is located at 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400 021, India.

The principal activities of the Group, its joint ventures and associates consist of Oil to Chemicals (O2C), Oil and Gas, Retail and Digital Services. Further details about the business operations of the Group are provided in Note 38 – Segment Information.

B. Material Accounting Policies

B.1 Basis of Preparation and Presentation

The Consolidated Financial Statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

i. Certain Financial Assets and Liabilities (including derivative instruments),

ii. Defined Benefit Plans – Plan Assets; and

iii. Equity settled Share Based Payments

The Consolidated Financial Statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the Consolidated Financial Statements.

The Consolidated Financial Statements comprises of Reliance Industries Limited and all its subsidiaries, being the entities that it controls. Control is assessed in accordance with the requirement of Ind AS 110 – Consolidated Financial Statements.

The Consolidated Financial Statements are presented in Indian Rupees (₹) and all values are rounded to the nearest crore (₹ 00,00,000), except when otherwise indicated.

B.2 Principles of Consolidation

(a) The financial statements of the Company and its subsidiaries are combined on a line-by-line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

(b) Profits or losses resulting from intra-group transactions that are recognised in assets, such as Inventory and Property, Plant and Equipment, are eliminated in full.

(c) In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Currency Translation Reserve (FCTR).

(d) The audited / unaudited financial statements of foreign subsidiaries / joint ventures / associates have been prepared in accordance with the Generally Accepted Accounting Principle of its Country of Incorporation or Ind AS.

(e) The differences in accounting policies of the Company and its subsidiaries / joint ventures / associates are not material and there are no material transactions from 1st January, 2024 to 31st March, 2024 in respect of subsidiaries / joint ventures / associates having financial year ended 31st December, 2023.

B.3 Summary of Material Accounting Policies

(a) Current and Non-Current Classification

The Group present assets and liabilities in the Balance Sheet based on Current / Non-Current classification considering an operating cycle of 12 months being the time elapsed between deployment of resources and the realisation / settlement in cash and cash equivalents there-against.

(b) Business Combination

For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets.

(c) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebate less accumulated depreciation and impairment loss, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. In case of land the Group has availed fair value as deemed cost on the date of transition to Ind AS.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.

Depreciation on Property, Plant and Equipment is provided using written down value method on depreciable amount except in case of certain assets of Oil to Chemicals and Other Segment, which are depreciated using straight line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is as under:

Particular	Depreciation
Fixed Bed Catalyst (useful life: 2 years or more)	Over its useful life as technically assessed
Fixed Bed Catalyst (useful life: up to 2 years)	100% depreciated in the year of addition
Premium on Leasehold Land (range up to 99 years)	Over the period of lease term
Plant and Machinery (useful life: 25 to 50 years)	Over its useful life as technically assessed
Buildings (useful life: 30 to 65 years)	Over its useful life as technically assessed

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(d) Leases

The Group, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. Initially the right of use assets measured at cost which comprises initial cost of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. Subsequently measured at cost less any accumulated depreciation/ amortisation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability.

The right-of-use assets is depreciated/ amortised using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate.

For short-term and low value leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the lease term.

(e) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebate less accumulated amortisation / depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the Intangible Assets.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Intangible Assets Under Development.

The Group assesses if useful life of an intangible asset is finite or indefinite.

A summary of the amortisation / depletion policies applied to the Group's Intangible Assets with a finite life to the extent of depreciable amount is as follows.

Particulars	Amortization
Technical Know-How	Over the useful life of the underlying assets ranging from 5 years to 35 years
Computer Software	Over a period of 5 to 10 years.
Development Rights	With respect to Oil and Gas, depleted using the unit of production method. The cost of producing wells along with its related facilities including decommissioning costs are depleted in proportion of oil and gas production achieved vis-à-vis Proved Developed Reserves. The cost for common facilities including its decommissioning costs are depleted using Proved Reserves. With respect to other development rights, these are amortized over the period of contract.
License Fee	Amortised over the remainder of the license period from the date of commencement of the commercial operation.

Particulars	Amortization
Spectrum Fees	Amortised from the date of commencement of commercial operation over the balance validity period, based on the expected pattern of consumption of the expected future economic benefits, in accordance with the applicable Accounting Standards.
Others	In case of Jetty, the aggregate amount amortised to date is not less than the aggregate rebate availed by the Group. In case of Platforms and related Product Developments, over a period ranging from 5 to 25 years.

The amortisation period and the amortisation method for Intangible Assets with a finite useful life are reviewed at each reporting date.

(f) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value.

Cost of finished goods, work-in-progress, raw materials, chemicals, stores and spares, packing materials, trading and other products are determined on weighted average basis.

(g) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provision for Decommissioning Liability
The Group records a provision for decommissioning costs towards site restoration activity. Decommissioning costs are provided at the present value of future expenditure using a current pre-tax rate expected to be incurred to fulfil decommissioning obligations and are recognised as part of the cost of the underlying assets. Any change in the present value of the expenditure, other than unwinding of discount on the provision, is reflected as adjustment to the provision and the corresponding asset. The change in the provision due to the unwinding of discount is recognised in the Consolidated Statement of Profit and Loss.

(h) Contingent Liabilities

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

(i) Current Tax and Deferred Tax

The tax expenses for the period comprise of current tax and deferred tax. The Group exercises judgment in computation of current tax considering the relevant rulings and reassesses the carrying amount of deferred tax assets / liabilities at the end of each reporting period.

(j) Share Based Payments

In case of Group equity-settled share-based payment transactions, where the Company grants stock options to the employees of its subsidiaries, the transactions are accounted by increasing the cost of investment in subsidiary with a corresponding credit in the equity.

(k) Foreign Currencies Transactions and Translation

Exchange gains or losses on foreign currency borrowings taken prior to April 1, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such assets.

(l) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Group is generally the principal as it typically controls the goods or services before transferring them to the customer.

Revenue is measured at the amount of consideration which the Group expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional.

Generally, the credit period varies between 0-60 days from the shipment or delivery of goods or completion of services as the case may be. The Group provides volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified and also accrues discounts to certain customers based on customary business practices which is derived on the basis of crude price volatility and various market demand – supply situations. Consideration are determined based on its most likely amount. Generally, sales of petroleum products contain provisional pricing features where revenue is initially recognised based on provisional price. Difference between final settlement price and provisional price is recognised subsequently.

(m) Financial Instruments

i. Financial Assets

Purchase and sale of Financial Assets are recognised using trade date accounting. Trade receivables that do not contain a significant financing component are measured at transaction price.

The Company has elected to account for its investments in associates and joint venture at cost less impairment loss (if any).

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Group has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognised in Statement of Profit and Loss when the Company's right to receive payment is established. The investments in preference shares with the right to surplus assets which are in nature of equity in accordance with Ind AS 32 are treated as separate category of investment and measured at Fair Value Through Other Comprehensive Income (FVTOCI). Other Financial Assets are generally measured at Fair Value Through Profit or Loss (FVTPL) except where the Group, based on the business model objectives, measures these at Amortized Cost or Fair Value Through Other Comprehensive Income (FVTOCI).

The Group uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit Or Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables, the Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii. Financial Liabilities
For trade and other payables maturing within one year from the balance sheet date, the carrying amounts are determined to approximate fair value due to the short maturity of these instruments.

iii. Derivative Financial Instruments and Hedge Accounting

The Group uses various derivative financial instruments such as interest rate swaps, currency swaps, forwards & options and commodity contracts to mitigate the risk of changes in interest rates, exchange rates and commodity prices. At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedge which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or is treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a Non-Financial Assets or Non-Financial liabilities.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

A. Cash Flow Hedge
The Group designates derivative contracts or non-derivative Financial Assets / Liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions.

B. Fair Value Hedge
The Group designates derivative contracts or non-derivative Financial Assets / Liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices.

iv. Offsetting
Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Group has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(n) Accounting for Oil and Gas Activity

Oil and Gas Joint Arrangement are in the nature of joint operations. Accordingly, assets and liabilities as well as income and expenditure are accounted on the basis of available information on a line-by-line basis with similar items in the Financial Statements, according to the participating interest of the Group.

The Group follows the Guidance Note on Accounting for Oil and Gas producing activities – Ind AS issued by the Institute of Chartered Accountants of India for the purpose of accounting. Seismic costs, geological and geophysical studies, petroleum exploration license fees and general and administration costs directly attributable to exploration and evaluation activities are expensed off. The costs incurred on acquisition of interest in oil and gas blocks and on exploration and evaluation other than those which are expensed off are accounted for as Intangible Assets Under Development. All development costs incurred in respect of proved reserves are also capitalised under Intangible Assets Under Development. Once a well is ready to commence commercial production, the costs accumulated in Intangible Assets Under Development are classified as Intangible Assets corresponding to proved developed oil and gas reserves. The exploration and evaluation expenditure which does not result in discovery of proved oil and gas reserves and all cost pertaining to production are charged to the Statement of Profit and Loss.

The Group uses technical estimation of reserves as per the Petroleum Resources Management System guidelines 2011 and standard geological and reservoir engineering methods. The reserve review and evaluation is carried out annually.

C. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The preparation of the Group's financial statements require management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(A) Estimation of Oil and Gas Reserves

The determination of the Group's estimated oil and natural gas reserves require significant judgements and estimates to be applied and these are regularly reviewed and updated. Factors such as the availability of geological and engineering data, reservoir performance data, acquisition and divestment activity, drilling of new wells, and commodity prices all impact on the determination of the Group's estimates of its oil and natural gas reserves. The Group bases it's proved reserves estimates on the requirement of reasonable certainty with rigorous technical and commercial assessments based on conventional industry practice and regulatory requirements.

Estimates of oil and natural gas reserves are used to calculate depletion charges for the Group's oil and gas properties. The impact of changes in estimated proved reserves is dealt with prospectively by amortising the remaining carrying value of the asset over the expected future production. Oil and natural gas reserves also have a direct impact on the assessment of the recoverability of asset carrying values reported in the financial statements.

Details on proved reserves and production both on product and geographical basis are provided in Note 34.

(B) Property Plant and Equipment / Other Intangible Assets

Estimates are involved in determining the cost attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the management. Property, Plant and Equipment / Other Intangible Assets are depreciated / amortised over their estimated useful life, after taking into account estimated residual value. Spectrum Cost is amortised over its balance validity period, based on the expected pattern of consumption of the expected future economic benefits.

Management reviews the estimated useful life and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful life and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological and future risks. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

(C) Provisions

The timing of recognition and quantification of the liability (including litigations) requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

(D) Impairment of Goodwill, Intangible Assets under Development and Intangible Assets with Indefinite Useful Life

Management reviews the carrying value of goodwill, intangible assets under development and intangible assets with indefinite useful life annually, to determine whether there has been any impairment by allocating the value of goodwill, intangible assets under development and intangible assets with indefinite useful life to a Cash Generating Unit (CGU). The Group has identified CGUs' for this purpose, considering the nature of the businesses to which each of the CGU relates.

Value in use i.e. the enterprise value of each CGU is aggregate of cash flow projections, for five years as approved by Senior Management and beyond five years extrapolated using a long-term growth rate which ranges from 2% to 5%. Cash flow projections are discounted by a pre-tax discount rate, being the Weighted Average Cost of Capital (WACC), which ranges from 8% to 12%.

The Management believes that any reasonably possible change in the above key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the CGU.

Goodwill and intangible assets with indefinite lives have been allocated to the respective CGUs. During the year ended March 31, 2024, the Group has determined that there is no impairment towards these assets.

(E) Impairment of Financial and Non-Financial Assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

In case of non-financial assets, the Group estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

(F) Fair Value Measurement

For estimates relating to fair value of financial instruments refer Note 37 of Consolidated Financial Statements.

(G) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses judgement in assessing whether a contract (or part of contract) include a lease, the lease term (including anticipated renewals), the applicable discount rate, variable lease payments whether are in-substance fixed. The judgement involves assessment of whether the asset included in the contract is a fully or partly identified asset based on the facts and circumstances, whether the contract include a lease and non-lease component and if so, separation thereof for the purpose of recognition and measurement, determination of lease term basis, inter alia the non-cancellable period of lease and whether the lessee intends to opt for continuing with the use of the asset upon the expiry thereof, and whether the lease payments are fixed are variable or a combination of both.

1. Property, Plant and Equipment, Spectrum, Other Intangible Assets, Capital Work-in-Progress, Spectrum Under Development and Intangible Assets under Development

(₹ in crore)

Description	Gross Block				Depreciation / Amortisation and Depletion				Net Block	
	As at 01-04-2023	Additions/ Adjustments **	Deductions/ Adjustments	As at 31-03-2024	As at 01-04-2023	For the Year #	Deductions/ Adjustments	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023
Property, Plant & Equipment										
Own Assets:										
Land	50,037	3,657	-	53,694	-	-	-	-	53,694	50,037
Buildings	62,193	15,511	4,871	72,833	17,045	2,974	2,339	17,680	55,153	45,148
Plant & Machinery	5,35,800	30,726	11,868	5,54,658	1,68,127	20,173	3,991	1,84,309	3,70,349	3,67,673
Electrical Installations	25,677	7,591	4,444	28,824	8,667	2,172	789	10,050	18,774	17,010
Equipments $	45,067	23,329	8,460	59,936	12,443	4,919	3,455	13,907	46,029	32,624
Furniture & Fixtures	12,484	5,688	3,538	14,634	2,727	1,654	373	4,008	10,626	9,757
Vehicles	1,140	120	42	1,218	748	142	38	852	366	392
Ships	508	4	-	512	373	12	-	385	127	135
Aircrafts and Helicopters	2,447	-	-	2,447	763	304	-	1,067	1,380	1,684
Sub-Total	**7,35,353**	**86,626**	**33,223**	**7,88,756**	**2,10,893**	**32,350**	**10,985**	**2,32,258**	**5,56,498**	**5,24,460**
Right-of-Use Assets:										
Land	29,660	3,983	50	33,593	3,137	837	6	3,968	29,625	26,523
Buildings	7,554	3,403	1,728	9,229	2,186	870	238	2,818	6,411	5,368
Plant & Machinery	21,887	2,957	435	24,409	7,773	3,396	285	10,884	13,525	14,114
Vehicles	80	2	2	80	42	15	2	55	25	38
Ships	10	-	-	10	10	-	-	10	-	-
Sub-Total	**59,191**	**10,345**	**2,215**	**67,321**	**13,148**	**5,118**	**531**	**17,735**	**49,586**	**46,043**
Total (A)	**7,94,544**	**96,971**	**35,438**	**8,56,077**	**2,24,041**	**37,468**	**11,516**	**2,49,993**	**6,06,084**	**5,70,503**
Spectrum Cost (B)	**93,177**	**-**	**-**	**93,177**	**17,826**	**5,499**	**-**	**23,325**	**69,852**	**75,351**
Other Intangible Assets *										
Technical Knowhow Fees	6,172	220	-	6,392	4,564	144	-	4,708	1,684	1,608
Software	15,349	611	104	15,856	6,923	675	45	7,553	8,303	8,426
Development Rights	63,590	18,482	-	82,072	35,563	7,198	-	42,761	39,311	28,027
Others	29,900	16,254	135	46,019	4,280	2,112	135	6,257	39,762	25,620
Total (C)	**1,15,011**	**35,567**	**239**	**1,50,339**	**51,330**	**10,129**	**180**	**61,279**	**89,060**	**63,681**
Total (A+B+C)	**10,02,732**	**1,32,538**	**35,677**	**10,99,593**	**2,93,197**	**53,096**	**11,696**	**3,34,597**	**7,64,996**	**7,09,535**
Previous Year	**8,70,615**	**1,37,785**	**5,668**	**10,02,732**	**2,55,826**	**41,106**	**3,735**	**2,93,197**	**7,09,535**	**6,14,789**
Capital Work-in-Progress									**1,52,382**	1,17,259
Spectrum Under Development									**1,29,602**	1,22,357
Intangible Assets Under Development									**56,871**	54,136

*** Additions / adjustments in gross block for the year include ₹ 5,738 crore on account of entities acquired during the year 2023-24.*

 # Depreciation / Amortisation and Depletion for the year includes depreciation of ₹ 142 crore (Previous Year ₹ 148 crore) capitalised during the year and ₹ 2,122 crore (Previous Year ₹ 639 crore) on account of entities acquired during the year 2023-24. Thus, the net amount considered in Statement of Profit and Loss related to continuing operations is ₹ 50,832 crore (Previous Year ₹ 40,303 crore) and discontinued operations is Nil (Previous Year ₹ 16 crore).

$ Includes Office Equipments.

** Other than internally generated.*

1.1 Buildings include:

i) Cost of shares in Co-operative Societies of ₹ 2,69,200 (Previous Year ₹ 2,03,200).

ii) ₹ 88 crore (Previous Year ₹ 88 crore) in shares of Companies / Societies with right to hold and use certain area of Buildings.

1.2 Other Intangible Assets - Others include:

i) Jetties amounting to ₹ 812 crore (Previous Year ₹ 812 crore), the Ownership of which vests with Gujarat Maritime Board.

ii) ₹ 7 crore (Previous Year ₹ 7 crore) in shares of companies with Right to hold and use Land and Buildings.

1.3 Capital work-in-Progress and Intangible Assets under Development include:

i) ₹ 27,756 crore (Previous Year ₹ 20,125 crore) on account of Project Development Expenditure.

ii) ₹ 20,904 crore (Previous Year ₹ 18,331 crore) on account of cost of construction materials at site.

1.4 Additions in Property, Plant & Equipment, Other Intangible Assets, Capital work-in-progress and Intangible Assets under Development includes ₹ 259 crore (net loss) [Previous Year ₹ 1,384 crore (net loss)] on account of exchange difference during the year.

1.5 For Assets given as security – Refer Note 16.1, 16.2 and 20.1.

1.6 Capital-Work-in Progress (CWIP)

Ageing as at 31st March, 2024:

(₹ in crore)

	Amount in CWIP for a Period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	89,744	51,707	6,802	4,129	1,52,382
Projects temporarily suspended	-	-	-	-	-
Total	**89,744**	**51,707**	**6,802**	**4,129**	**1,52,382**

Ageing as at 31st March, 2023:

(₹ in crore)

	Amount in CWIP for a Period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	87,173	14,173	4,121	11,792	1,17,259
Projects temporarily suspended	-	-	-	-	-
Total	**87,173**	**14,173**	**4,121**	**11,792**	**1,17,259**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
2. Investments – Non-Current				
A. Investment in Associates				
Investment measured at Cost				
In Equity Shares – Quoted, Fully Paid Up #				
GTPL Hathway Limited of ₹ 10 each	4,26,97,825	548	4,26,97,825	524
Reliance Industrial Infrastructure Limited of ₹ 10 each	68,60,064	242	68,60,064	221
Sterling and Wilson Renewable Energy Limited of ₹ 1 each	7,58,77,334	2,283	7,58,77,334	2,369
		3,073		**3,114**

 # Accounted using Equity Method.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
In Equity Shares – Unquoted, Fully Paid Up #				
Big Tree Entertainment Private Limited of ₹ 10 each	17,04,279	-	17,04,279	-
Circle E Retail Private Limited of ₹ 10 each	35,140	28	-	-
Clayfin Technologies Private Limited of ₹ 10 each	35,93,552	17	35,93,552	17
DEN ADN Network Private Limited of ₹ 10 each	19,38,000	3	19,38,000	3
Den Satellite Network Private Limited of ₹ 10 each	50,295	61	50,295	63
Eenadu Television Private Limited of ₹ 10 each	60,94,190	601	60,94,190	541
Future101 Design Private Limited of ₹ 10 each	5,658	39	5,658	35
Gaurav Overseas Private Limited of ₹ 10 each	14,23,000	-	14,23,000	1
Gujarat Chemical Port Limited of ₹ 1 each	64,29,20,000	926	64,29,20,000	778
Indian Vaccines Corporation Limited of ₹ 10 each	62,63,125	1	62,63,125	-
Jamnagar Utilities & Power Private Limited - Class A Shares of ₹ 1 each	54,52,000	3	54,32,000	2
MM Styles Private Limited of ₹ 10 each	4,03,596	288	4,03,596	271
Neolync Solutions Private Limited of ₹ 10 each (Previous Year ₹ 9.75 per share Paid Up)	6,667	60	6,667	39
NexWafe GmbH - Common Stock of EUR 1 each	7,433	-	7,433	4
NW18 HSN Holdings PLC of USD 0.2 each	92,62,233	-	92,62,233	-
Omnia Toys India Private Limited of ₹ 10 each	1,20,00,000	18	-	-
Pan Cable Services Private Limited of ₹ 10 each	10	-	10	-
Reliance Europe Limited of GBP 1 each	11,08,500	47	11,08,500	44
Reliance Logistics and Warehouse Holdings Limited of ₹ 10 each	2,60,00,000	19	-	-
Reliance Logistics and Warehouse Holdings Limited - Class B Shares of ₹ 10 each	2,93,98,112	216	-	-
Ritu Kumar Fashion (LLC) of AED 1,000 each	147	-	147	-
Vadodara Enviro Channel Limited of ₹ 10 each [₹ 1,43,020; (Previous Year ₹ 1,43,020)]	14,302	-	14,302	-
		2,327		**1,798**
In Preference Shares – Unquoted, Fully Paid Up				
Big Tree Entertainment Private Limited - Compulsorily Convertible Preference Shares Series B of ₹ 1,000 each	1,156	-	1,156	-
Big Tree Entertainment Private Limited - Compulsorily Convertible Preference Shares Series B1 of ₹ 10 each	2,31,200	-	2,31,200	-
Big Tree Entertainment Private Limited - Compulsorily Convertible Preference Shares Series C of ₹ 1,000 each	1,807	-	1,807	-
Big Tree Entertainment Private Limited - Compulsorily Convertible Preference Shares Series C 1 of ₹ 10 each	3,61,400	-	3,61,400	-
Big Tree Entertainment Private Limited - Compulsorily Convertible Preference Shares Series D of ₹ 10 each	3,41,857	269	3,41,857	219
Dunzo Digital Private Limited - Compulsorily Convertible Preference Shares Series F of ₹ 55 each	69,527	1,445	69,527	1,445
Dunzo Digital Private Limited - Optionally Convertible Preference Shares Series F3 of ₹ 55 each	9,396	200	9,396	200
Reliance Realty Limited of ₹ 10 each	50,00,000	200	50,00,000	200
Two Platforms Inc. of USD 4 each	37,50,000	96	37,50,000	107
		2,210		**2,171**
In Preference shares – Unquoted, Partly Paid Up				
NW18 HSN Holdings PLC – Class O Preference Shares of USD 0.2 each, paid up USD 0.05 each	12,75,367	-	12,75,367	-
		-		**-**

 # Accounted using Equity Method.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
In Preferred Shares- Unquoted, Fully Paid Up				
Caelux Corporation - Series A-1 Preferred Stock of USD 0.0001 each	1,76,83,466	98	-	-
Caelux Corporation - Series A-3 Preferred Stock of USD 0.0001 each	10,65,189	8	-	-
NexWafe GmbH - Series B1 Preferred Shares of EUR 1 each	1,518	2	1,518	2
NexWafe GmbH - Series B2 Preferred Shares of EUR 1 each	660	1	660	1
NexWafe GmbH - Series C Preferred Shares of EUR 1 each	86,887	213	86,887	213
		322		**216**
In Debentures or Bonds - Unquoted, Fully Paid Up				
Ashwani Commercials Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	-	-	13,55,90,000	136
		-		**136**
In Share Warrant – Unquoted, Partly Paid Up				
NW18 HSN Holdings PLC – Share Warrant of USD 10 each, Paid Up USD 0.01 each	24,18,393	-	24,18,393	-
		-		**-**
In Limited Liability Partnership				
GenNext Ventures Investment Advisers LLP [₹ 22,78,391; (Previous Year ₹ 33,39,976)]	-	-		-
		-		**-**
Total Investments in Associates		**7,932**		**7,435**
B. Investment in Joint Ventures				
Investment measured at Cost				
In Equity Shares – Quoted, Fully Paid Up #				
Alok Industries Limited of ₹1 each	1,98,65,33,333	-	1,98,65,33,333	-
In Equity Shares – Unquoted, Fully Paid Up #				
BAM DLR Chennai Private Limited of ₹ 10 each	1,52,58,850	207	-	-
BAM DLR Data Center Services Private Limited of ₹ 10 each	24,70,000	10	-	-
BAM DLR Kolkata Private Limited of ₹ 10 each [₹ 34,00,950]	2,05,000	-	-	-
BAM DLR Mumbai Private Limited of ₹ 10 each	12,02,86,182	133	-	-
BAM DLR Network Services Private Limited of ₹ 10 each	19,84,000	3	-	-
Brooks Brothers India Private Limited of ₹ 10 each	2,45,00,000	32	2,45,00,000	26
Burberry India Private Limited of ₹ 10 each	2,23,22,952	65	2,23,22,952	56
CAA Brands Reliance Private Limited (Formerly known as CAA Global Brands Reliance Private Limited) of ₹ 10 each [₹ Nil; (Previous Year ₹ 17,47,050)]	3,75,000	-	3,75,000	-
Canali India Private Limited of ₹ 10 each	1,22,50,000	25	1,22,50,000	20
Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited) of ₹ 10 each	5,31,00,000	48	5,31,00,000	52
IndoSpace MET Logistics Park Farukhnagar Private Limited of ₹ 10 each	2,43,43,661	21	2,43,43,661	24
D.E. Shaw India Securities Private Limited of ₹ 10 each	1,07,00,000	1	1,07,00,000	1
Diesel Fashion India Reliance Private Limited of ₹ 10 each	6,05,15,000	28	6,05,15,000	29
Ethane Crystal LLC Class A Shares of USD 1 each	86,666	1	86,666	1
Ethane Crystal LLC Class C Shares of USD 1 each	2,76,70,066	231	2,76,70,066	228
Ethane Emerald LLC Class A Shares of USD 1 each	81,680	1	81,680	1
Ethane Emerald LLC Class C Shares of USD 1 each	2,65,58,954	224	2,65,58,954	221
Ethane Opal LLC Class A Shares of USD 1 each	81,545	1	81,545	1

 # Accounted using Equity Method.

(₹ in crore)

	As at 31st March, 2024 Units	Amount	As at 31st March, 2023 Units	Amount
Ethane Opal LLC Class C Shares of USD 1 each	2,48,80,086	211	2,48,80,086	209
Ethane Pearl LLC Class A Shares of USD 1 each	87,021	1	87,021	1
Ethane Pearl LLC Class C Shares of USD 1 each	2,64,80,720	222	2,64,80,720	219
Ethane Sapphire LLC Class A Shares of USD 1 each	81,545	1	81,545	1
Ethane Sapphire LLC Class C Shares of USD 1 each	2,46,38,086	210	2,46,38,086	208
Ethane Topaz LLC Class A Shares of USD 1 each	81,545	1	81,545	1
Ethane Topaz LLC Class C Shares of USD 1 each	2,48,93,086	211	2,48,93,086	208
Football Sports Development Limited of ₹ 10 each	14,85,711	89	14,85,711	98
Hathway Bhawani NDS Network Limited of ₹ 500 each [₹ 18,57,815; (Previous Year ₹ 16,93,255)]	15,810	-	15,810	-
Hathway Cable MCN Nanded Private Limited of ₹ 10 each	13,05,717	1	13,05,717	1
Hathway Channel 5 Cable and Datacom Private Limited of ₹ 10 each	2,49,000	-	2,49,000	-
Hathway Dattatray Cable Network Private Limited of ₹ 10 each	20,400	-	20,400	-
Hathway Ice Television Private Limited of ₹ 10 each	1,02,000	-	1,02,000	-
Hathway Latur MCN Cable & Datacom Private Limited of ₹ 10 each [₹ 25,87,816; (Previous Year ₹ 27,64,424)]	51,000	-	51,000	-
Hathway MCN Private Limited of ₹ 10 each	9,63,000	7	9,63,000	7
Hathway Sai Star Cable & Datacom Private Limited of ₹ 10 each	68,850	-	68,850	-
Hathway Sonali OM Crystal Cable Private Limited of ₹ 10 each	68,000	-	68,000	-
Hathway Prime Cable & Datacom Private Limited of ₹ 10 each	2,29,500	-	2,29,500	-
IBN Lokmat News Private Limited of ₹ 10 each	86,25,000	-	86,25,000	-
Iconix Lifestyle India Private Limited of ₹ 10 each	52,86,250	158	52,86,250	144
India Gas Solution Private Limited of ₹ 10 each	2,25,00,000	376	2,25,00,000	317
Jio Space Technology Limited of ₹ 10 each	38,25,000	4	38,25,000	4
Marks and Spencer Reliance India Private Limited - Class A Shares of ₹ 10 each	81,42,722	35	81,42,722	47
Marks and Spencer Reliance India Private Limited - Class C Shares of ₹ 5 each	9,51,16,546	136	9,51,16,546	187
Pipeline Management Services Private Limited of ₹ 10 each	5,00,000	12	5,00,000	10
Reliance Bally India Private Limited of ₹ 10 each	48,50,000	9	48,50,000	8
Reliance International Leasing IFSC Limited of ₹ 10 each	24,99,997	2	-	-
Reliance Paul & Shark Fashions Private Limited of ₹ 10 each	1,54,00,000	8	1,31,00,000	6
Reliance Sideways Private Limited of ₹ 10 each [₹ 3,48,575; (Previous Year ₹ 1,76,298)]	5,000	-	5,000	-
Reliance-GrandVision India Supply Private Limited of ₹ 10 each *	-	-	1,35,00,000	5
Reliance-Vision Express Private Limited of ₹ 10 each	13,54,95,500	17	12,10,00,000	11
Ryohin-Keikaku Reliance India Private Limited of ₹ 10 each	3,53,78,000	17	3,17,52,000	15
Sanmina-SCI India Private Limited of ₹ 10 each	9,81,37,159	1,998	9,81,37,159	1,838
Sintex Industries Limited of ₹ 1 each	6,00,00,00,000	586	6,00,00,00,000	599
Sodium-ion Batteries Pty Limited of AUD $1.00 each	27,88,822	9	27,88,823	12
Sosyo Hajoori Beverages Private Limited of ₹ 10 each	12,50,000	204	12,50,000	200
TCO Reliance India Private Limited of ₹ 10 each	2,84,20,000	32	1,37,20,000	15
Ubona Technologies Private Limited of ₹ 10 each	10,821	11	10,821	10
Zegna South Asia Private Limited of ₹ 10 each	2,98,44,272	12	2,98,44,272	8
		5,611		**5,049**

** Merged with Reliance-Vision Express Private Limited w.e.f 7th November, 2023.*

(₹ in crore)

	As at 31st March, 2024 Units	Amount	As at 31st March, 2023 Units	Amount
In Preference Shares – Unquoted, Fully Paid Up				
Alok Industries Limited – 9% Non Convertible Redeemable Preference Shares of ₹ 1 each	33,00,00,00,000	3,300	-	-
Alok Industries Limited – 9% Optionally Convertible Preference Shares of ₹ 1 each	2,50,00,00,000	250	2,50,00,00,000	250
IBN Lokmat News Private Limited – 0.01% Optionally Convertible Non-Cumulative Redeemable Preference Share Series "II" of ₹ 100 each	1	-	1	-
IBN Lokmat News Private Limited – 0.10% Non-Cumulative Redeemable Preference Shares Series "I" of ₹ 100 each	2,20,000	-	2,20,000	-
IBN Lokmat News Private Limited – 0.10% Non-Cumulative Redeemable Preference Shares Series "II" of ₹ 100 each	2,49,999	5	2,49,999	5
IBN Lokmat News Private Limited – 0.10% Non-Cumulative Redeemable Preference Shares Series "III" of ₹ 100 each	20,35,250	2	20,35,250	2
		3,557		**257**
In Debentures or Bonds – Unquoted, Fully Paid Up				
BAM DLR Chennai Private Limited – Non-Convertible Debentures of ₹ 100 each	63,00,000	63	-	-
IndoSpace MET Logistics Park Farukhnagar Private Limited – Non-Convertible Bonds of ₹ 1,000 each	96,200	10	49,400	5
Sintex Industries Limited – 6% Unsecured Optionally Fully Convertible Debentures of ₹ 1 each	9,00,00,00,000	900	9,00,00,00,000	900
		973		**905**
In Limited Liability Partnership				
Hathway SS Cable & Datacom LLP [₹ 13,815; (Previous Year ₹ 2,94,891)]	-	-	-	-
		-		**-**
		4,530		**1,162**
Total Investments in Joint Ventures		**10,141**		**6,211**
C. Other Investments				
Investment measured at Amortised Cost				
In Government Securities – Unquoted				
6 Years National Savings Certificate (Deposited with Sales Tax Department and Other Government Authorities) [₹ 41,84,250; (Previous Year ₹ 44,31,760)]	-	-		-
		-		**-**
In Preference Shares – Unquoted, Fully Paid Up				
Summit Digitel Infrastructure Limited – 0% Redeemable, Non-Participating, Non-Cumulative and Non-Convertible Preference Shares of ₹ 10 each	5,00,00,000	16	5,00,00,000	15
		16		**15**
Investment measured at Fair Value through Other Comprehensive Income (FVTOCI)				
In Membership Interest of LLP – Unquoted				
Breakthrough Energy Ventures II L.P.	-	398	-	288
Labs 02 Limited Partnership	-	43	-	46
Smash Capital Advisors LP & Smash Capital GP I LLC	-	239	-	-
Thrive Capital Holdings LP	-	141	-	138
		821		**472**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
In Membership Interest of LLC – Unquoted				
BreakThrough Energy Ventures LLC	-	718	-	758
		718		**758**
In Preferred Shares – Unquoted, Fully Paid Up				
Caelux Corporation - Series A	-	-	1,76,83,466	98
Crown Affairs Inc. - Series A	1,08,784	1	1,08,784	1
Exyn Technologies Inc. - Series B	2,43,11,395	205	2,43,11,395	205
Glance Inmobi Pte Ltd - Series D	1,93,79,845	1,720	1,93,79,845	1,582
Homodeus Inc. - Series B	2,94,118	2	2,94,118	2
Netradyne Inc. - Series A	3,01,51,416	604	3,01,51,416	442
Netradyne Inc. - Series B	81,17,294	162	81,17,294	119
Proto Axiom Pty Ltd. - Series A	58,336	8	58,336	8
Syncron Inc. - Series C	3,22,616	74	3,22,616	74
		2,776		**2,531**
In Preference Shares – Unquoted, Fully Paid Up				
Aeon Learning Private Limited - Series B Compulsorily Convertible Preference Shares of ₹ 1 each	2	-	2	-
Altigreen Propulsion Labs Private Limited - Series A Compulsorily Convertible Preference Shares of ₹ 100 each	34,000	50	34,000	50
Eliph Nutrition Private Limited of ₹ 10 each	9,269	3	9,269	4
Elite Depot Limited of USD 0.0001 each	1,33,151	822	-	-
Jio Digital Fibre Private Limited - 0.01% Cumulative Redeemable Preference Shares of ₹ 10 each	12,50,000	1	12,50,000	1
Jio Digital Fibre Private Limited - 0.01% Optionally Convertible Preference Shares of ₹ 10 Each	77,70,11,98,375	77,842	77,70,11,98,375	77,842
KaiOS Technologies PTE. Limited of USD 0.01 each	6,25,000	-	6,25,000	-
Karexpert Technologies Private Limited - Series A Preference Shares of ₹ 20 each	22,222	10	22,222	10
Karexpert Technologies Private Limited - Series B Preference Shares of ₹ 20 each	44,443	20	44,443	20
Pipeline Infrastructure Limited (Earlier Pipeline Infrastructure Private Limited) - Zero Coupon Compulsorily Convertible Preference Shares of ₹ 10 each	4,00,00,00,000	4,000	4,00,00,00,000	4,000
Pipeline Infrastructure Limited (Earlier Pipeline Infrastructure Private Limited) - Zero Coupon Redeemable Preference Shares of ₹ 10 each	5,00,00,000	50	5,00,00,000	50
Reliance Storage Limited - 0.001% Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each ^	-	-	9,14,50,00,000	9,145
Siddhant Commercial Private Limited - 6% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each	2,025	466	2,025	466
		83,264		**91,588**
In Equity Shares – Quoted, Fully Paid Up				
Airspan Networks Holdings Inc. - Shares in lieu of 10,000 Series D Preference Shares	14,68,385	1	14,68,385	16
Balaji Telefilms Limited of ₹ 2 each	2,52,00,000	185	2,52,00,000	93
EIH Limited of ₹ 2 each	11,77,60,869	5,293	11,77,60,869	1,951
Eros STX Global Corporation of GBP 0.30 each [₹ 6,487; (Previous Year ₹ 12,78,191)]	31,11,088	-	31,11,088	-
Himachal Futuristic Communications Limited of ₹ 1 each	4,85,32,764	446	4,85,32,764	296
KSL and Industries Limited of ₹ 4 each	4,74,308	-	4,74,308	-
Refex Industries Limited of ₹ 10 each	2,75,000	18	2,75,000	7
SMC Global Securities Limited of ₹ 2 each	11,35,670	14	11,35,670	8

^ Merged with Viacom18 Media Private Limited w.e.f 13th April, 2023.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
Yatra Online Inc. of USD 0.0001 each	19,26,397	22	19,26,397	31
Yatra Online Limited of ₹ 1 each	11,88,870	16	-	-
		5,995		**2,402**
In Equity Shares – Unquoted, Fully Paid Up				
24x7 Learning Private Limited of ₹ 10 each	6,45,558	-	6,45,558	-
Aeon Learning Private Limited of ₹ 1 each [₹ 1,00,000; (Previous Year ₹ 1,00,000)]	1,00,000	-	1,00,000	-
Ahmedabad Mega Clean Association of ₹ 10 each [₹ 1,00,000; (Previous Year ₹ 1,00,000)]	10,000	-	10,000	-
Ambri Inc. of USD 0.00001 each	4,23,44,173	372	4,23,44,173	372
Amstrad Consumer India Private Limited (Formerly known as OVOT Private Limited) of ₹ 10 each	10,00,000	-	-	-
DSE Estates Limited of ₹ 1 each	8,98,500	-	8,98,500	-
Eliph Nutrition Private Limited of ₹ 10 each [₹ 3,20,000; (Previous Year ₹ 4,80,400)]	100	-	100	-
Eshwar Land Private Limited of ₹ 10 each	400	-	400	-
Hathway Patiala Cable Private Limited of ₹ 10 each	71,175	-	71,175	-
KaiOS Technologies PTE. Limited of USD 0.01 each	19,04,781	-	19,04,781	-
Karkinos Healthcare Private Limited of ₹ 10 each	1,111	25	-	-
Petronet India Limited of ₹ 0.10 each [₹ 10,00,000; (Previous Year ₹ 10,00,000)]	1,00,00,000	-	1,00,00,000	-
Petronet VK Limited of ₹ 10 each [₹ 20,000; (Previous Year ₹ 20,000)]	1,49,99,990	-	1,49,99,990	-
Ushodaya Enterprises Private Limited of ₹ 100 each [₹ 27,50,000; (Previous Year ₹ 27,50,000)]	27,500	-	27,500	-
VAKT Holdings Limited of USD 0.001 each	81,810	15	58,009	58
Yatra Online Limited of ₹ 1 each	-	-	11,88,870	10
		412		**440**
In Other Units - Quoted, Fully Paid Up				
Intelligent Supply Chain Infrastructure Trust of ₹ 100 each	15,54,48,000	1,554	-	-
		1,554		**-**
In Debentures or Bonds – Unquoted, Fully Paid Up				
Ashwani Commercials Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	13,55,90,000	136	-	-
Ashwani Commercials Private Limited - Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 1,000 each	30,507	50	-	-
Carin Commercials Private Limited of ₹ 1,000 each	25,202	50	-	-
Karkinos Healthcare Private Limited - 0.01% Optionally Convertible Debentures of ₹ 100 each	-	-	25,00,000	25
Netravati Commercials Private Limited of ₹ 1,000 each	23,508	50	-	-
Rakshita Commercials Private Limited of ₹ 1,000 each	24,415	50	-	-
		336		**25**
Investments measured at Fair Value Through Profit & Loss (FVTPL)				
In Membership Interest of LLP – Unquoted				
BOLD Capital Partners III, LLP	-	43	-	25
		43		**25**
In Equity Shares – Quoted, Fully Paid Up				
Himachal Futuristic Communications Limited of ₹ 1 each	2,26,81,422	208	2,00,72,727	122
Life Insurance Corporation of India of ₹ 10 each	36,12,414	331	36,12,414	193
		539		**315**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Units	Amount	Units	Amount
In Equity Shares – Unquoted, Fully Paid Up				
Bestech India Private Limited of ₹ 10 each	12,50,000	49	12,50,000	50
Jio Digital Fibre Private Limited of ₹ 1 each	2,49,54,43,333	250	2,49,54,43,333	250
Retailers Association's Skill Council of India of ₹ 100 each [₹ 50,000; (Previous Year ₹ 50,000)]	500	-	500	-
The Colaba Central Co-operative Consumer's Wholesale and Retail Stores Limited (Sahakari Bhandar) of ₹ 200 each [₹ 5,000; (Previous year ₹ 5,000)]	25	-	25	-
		299		**300**
In Preferred Shares - Unquoted, Fully Paid Up				
Airhop Corporation Inc. - Series B Preferred Stock of USD 0.0001 each	12,66,988	-	12,66,988	12
		-		**12**
In Corpus of Trust				
Unquoted				
Jio Financial Services Limited Trust [₹ 30,000; (Previous Year ₹ Nil)]		-		-
		-		**-**
In Others				
3one4 Capital Fund Scheme II of ₹ 1,00,000 each	19,36,19,703	123	2,000	123
ACRE - 114 Trust Class A of ₹ 1 each	83,51,42,862	84	83,51,42,862	84
Aditya Birla Sunlife Low Duration Fund	62,965	77	-	-
Airhop Corporation Inc. - 8% Promissory Note	-	-	-	8
Brookfield India Real Estate Limited of ₹ 10 each	59,40,594	151	-	-
Faering Capital India Evolving Fund of ₹ 1,000 each	3,21,792	90	9,60,357	348
GenNext Ventures Fund - Class A of ₹ 10 each	-	-	1,33,58,384	65
IIFL Special Opportunities Fund Class A 5.1 of ₹ 10 each	4,95,06,919	27	4,95,06,919	36
JM Financial Property Fund – I of ₹ 1,614 each (Previous Year ₹ 2,369 each)	50,000	2	50,000	3
JMFRAC - INFRA MARCH 2019 - of ₹ 1,000 each	3,40,000	26	3,40,000	26
JMFARC - Trust - Series I of ₹ 782.07 each (Previous Year ₹ 782.07 each)	8,00,000	63	8,00,000	63
Kalaari Capital Partners India IV of ₹ 1,000 each	79,47,447	943	62,24,935	590
LICHFL Housing and Infrastructure Fund of ₹ 100 each	26,28,553	27	26,80,556	29
LICHFL Urban Development Fund of ₹ 10,000 each ₹ 2,975 Paid Up (Previous Year ₹ 2,975 Paid Up)	25,000	2	25,000	4
Multiples Private Equity Fund II LLP of ₹ 1,000 each	7,09,068	215	8,51,225	186
Nepean Focused Investment Fund - Class A of ₹ 1,00,000 each	2,61,393	2,625	2,61,393	2,561
Paragon Partners Growth Fund - I of ₹ 100 each	15,44,391	44	38,03,582	74
PGP India Growth Fund I of ₹ 100 each	1,81,90,362	157	88,27,670	75
UV ARCL - XXVII Trust - Series I of ₹ 1,000 each	-	-	28,27,500	283
		4,656		**4,558**
Total Other Investments		**1,01,429**		**1,03,441**
Total Investments – Non-Current (A+B+C)		**1,19,502**		**1,17,087**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
2.1 Category-wise Investments – Non-Current		
Financial Assets measured at Cost	18,073	13,646
Financial Assets measured at Amortised Cost	16	15
Financial Assets measured at Fair Value through Other Comprehensive Income (FVTOCI)	95,876	98,216
Financial Assets measured at Fair value through Profit & Loss (FVTPL)	5,537	5,210
Total Investments – Non-Current	**1,19,502**	**1,17,087**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
3. Loans – Non-Current (Unsecured and Considered Good)		
Loans and Advances with Related Parties [Refer Note 33 (iv)]	559	470
Loans and Advances - to Others	340	1,055
Total	**899**	**1,525**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
4. Other Financial Assets – Non-Current		
Deposits with Related Parties [Refer Note 33 (iv)]	490	504
Others *	2,132	2,019
Total	**2,622**	**2,523**

** Includes fair valuation of interest free deposits.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
5. Deferred Tax		
Component of Deferred Tax		
Deferred Tax Assets (Net)	938	1,549
Less: Deferred Tax Liabilities (Net)	72,241	60,324
Net Deferred Tax Assets / (Liabilities)	**(71,303)**	**(58,775)**

(₹ in crore)

	As at 1st April, 2023	(Charge)/Credit to Statement of Profit and Loss ^	(Charge)/ Credit to Other Comprehensive Income	Others (Including Exchange Difference)	As at 31st March, 2024
Deferred Tax Assets (Net) in Relation to:					
Property, Plant and Equipment and Intangible Asset	(2,408)	(1,344)	-	(288)	(4,040)
Financial Assets	67	1	(3)	29	94
Loan and Advances	1	(59)	-	309	251
Provisions	288	12	-	-	300
Disallowances	229	(36)	1	8	201
Carried Forward Loss	3,276	1,007	-	47	4,330
Others	96	8	(2)	(300)	(198)
Deferred Tax Assets (Net)	**1,549**	**(412)**	**(4)**	**(195)**	**938**
Deferred Tax Liabilities (Net) in Relation to:					
Property, Plant and Equipment and Intangible Asset	78,755	12,671	-	(177)	91,249
Financial Assets and Others	(1,694)	5,000	436	(15)	3,727
Loan and Advances	(30)	3	-	309	282
Provisions	(444)	(114)	(1)	(3)	(562)
Disallowances	79	117	1	6	203
Carried Forward Losses	(16,052)	(6,135)	-	(316)	(22,503)
Others	(290)	163	(31)	3	(155)
Deferred Tax Liabilities (Net)	**60,324**	**11,705**	**405**	**(193)**	**72,241**
Net Deferred Tax Assets / (Liabilities)	**(58,775)**	**(12,117)**	**(409)**	**(2)**	**(71,303)**

^ Refer Note 13.

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
6.	**Other Non-Current Assets (Unsecured and Considered Good)**		
	Capital Advances	9,027	7,225
	Security Deposits @	5,105	4,139
	Advance Income Tax (Net of Provision) #	2,169	3,747
	Upfront Fibre Payment	13,890	14,435
	Others *	12,894	11,348
	Total	**43,085**	**40,894**

@ Includes Deposits of ₹ 40 crore (Previous Year ₹ 407 crore) given to Related Parties [Refer Note 33 (iv)].

 # Refer Note 13.

** Includes advance for acquisition of Right-of-Use assets taken on lease and prepaid expenses.*

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
7.	**Inventories**		
	Raw Materials (Including Material in Transit)	18,770	13,758
	Work-in-Progress *	58,936	51,282
	Finished Goods	20,274	27,885
	Stores and Spares	12,054	14,538
	Stock-in-Trade	32,526	26,654
	Others ^	10,210	5,891
	Total	**1,52,770**	**1,40,008**

** Includes land, development cost and inventory on completion of projects.*

^ Includes Programming and Film Rights.

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
8.	**Investments – Current**		
	Investment Measured at Amortised Cost		
	Collateral Borrowing & Lending Obligation – Unquoted	999	-
	In Debentures or Bonds – Unquoted, Fully Paid Up	-	12,795
	Total of Investment measured at Amortised Cost	**999**	**12,795**
	Investment Measured at Fair Value Through Other Comprehensive Income (FVTOCI)		
	In Government Securities - Quoted, Fully Paid Up *	8,195	21,848
	In Mutual Funds - Quoted	5,625	6,399
	In Mutual Funds - Unquoted	12,038	15,152
	In Debentures or Bonds - Quoted, Fully Paid Up	18,107	25,679
	In Debentures or Bonds - Unquoted, Fully Paid Up	15,395	15,793
	Total of Investment measured at Fair Value Through Other Comprehensive Income	**59,360**	**84,871**
	Investment Measured at Fair Value Through Profit and Loss (FVTPL)		
	In Government Securities - Quoted, Fully Paid Up *	23,655	586
	In Debentures or Bonds - Quoted, Fully Paid Up	2,278	380
	In Treasury Bills - Quoted	3,471	13,157
	In Mutual Funds - Quoted	271	170
	In Mutual Funds - Unquoted	8,411	6,315
	In Certificate of Deposits - Quoted	2,910	-
	In Commercial Papers - Quoted	1,831	199
	In Commercial Papers - Unquoted	2,984	-
	Total of Investment measured at Fair Value Through Profit and Loss	**45,811**	**20,807**
	Total Investments - Current	**1,06,170**	**1,18,473**

** Includes ₹ 8,712 crore (Previous Year ₹ Nil) given as collateral security for borrowings (Refer Note 20) and ₹ 72 crore (Previous Year ₹ 79 crore) given as collateral security for derivatives contracts.*

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
8.1	**Category-Wise Investments – Current**		
	Financial Assets measured at Amortised Cost	999	12,795
	Financial Assets measured at Fair Value Through Other Comprehensive Income	59,360	84,871
	Financial Assets measured at Fair Value Through Profit and Loss	45,811	20,807
	Total Investments – Current	**1,06,170**	**1,18,473**

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
9.	**Trade Receivables (Unsecured and Considered Good)**		
	Trade Receivables	31,628	28,448
	Total	**31,628**	**28,448**

9.1 Trade Receivables Ageing:

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment *						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2024							
Undisputed Trade Receivables – considered good	25,425	5,403	506	89	48	157	31,628
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	**25,425**	**5,403**	**506**	**89**	**48**	**157**	**31,628**

** Net of provision.*

9.2 Trade Receivables Ageing:

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment *						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2023							
Undisputed Trade Receivables – considered good	24,584	3,222	232	101	121	188	28,448
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	**24,584**	**3,222**	**232**	**101**	**121**	**188**	**28,448**

** Net of provision.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
10. Cash and Cash Equivalents		
Cash on Hand	229	156
Balances with Banks *	93,514	67,224
Others – Deposits / Advances	3,482	1,284
Cash and Cash Equivalents as per Balance Sheet	**97,225**	**68,664**
Cash and Cash Equivalents as per Cash Flow Statement	**97,225**	**68,664**

** Includes Unclaimed Dividend of ₹ 172 crore (Previous Year ₹ 187 crore) and Fixed Deposits of ₹ 16,046 crore (Previous Year ₹ 28,900 crore) with maturity of more than 12 months. Fixed Deposits of ₹ 3,513 crore (Previous Year ₹ 34,321 crore) are given as collateral securities. Principal amount of these fixed deposits can be withdrawn or an equivalent amount can be availed against such deposits by the Group at any point of time without prior notice or penalty.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
11. Other Financial Assets – Current		
Deposits #	12,365	11,092
Others ^	11,600	8,604
Total	**23,965**	**19,696**

 # Includes Deposit of ₹ 17 crore (Previous Year ₹ 17 crore) given to Related Parties [Refer Note 33 (iv)].

^ Includes fair valuation of derivatives.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
12. Other Current Assets (Unsecured and Considered Good)		
Balance with Customs, Central Excise, GST and State Authorities	41,174	37,747
Others **	14,651	12,084
Total	**55,825**	**49,831**

*** Includes prepaid expenses, advance to vendors and claims receivable.*

(₹ in crore)

	Year ended 31st March, 2024	Year ended 31st March, 2023
13. Taxation		
Tax Recognised in Statement of Profit and Loss		
Current Tax		
Continuing Operations	13,590	8,398
Discontinued Operations (Refer Note 31)	-	327
	13,590	**8,725**
Deferred Tax		
Continuing Operations	12,117	11,978
Discontinued Operations (Refer Note 31)	-	10
Total Deferred Tax	**12,117**	**11,988**
Total Tax Expenses	**25,707**	**20,713**

The tax expenses for the year can be reconciled to the accounting profit as follows:

(₹ in crore)

	Year ended 31st March, 2024	Year ended 31st March, 2023
Profit Before Tax and Exceptional Items from Continuing Operations	1,04,727	94,046
Profit Before Tax and Exceptional Items from Discontinued Operations	-	755
Profit Before Tax and Exceptional Items from Continuing and Discontinued Operations	**1,04,727**	**94,801**
Applicable Tax Rate	25.168%	34.944%
Computed Tax Expense	26,358	33,127
Tax Effect of:		
Exempted Income	210	(241)
Expenses Disallowed	4,815	4,038
Additional Allowances net of MAT Credit	(10,446)	(19,396)
Non-Taxable Subsidiaries and effect of Differential Tax Rate under various jurisdiction	13	(3,034)
Carried Forward Losses Utilised	(7,615)	(6,284)
Others	255	515
Current Tax Provision (A)	**13,590**	**8,725**
Incremental Deferred Tax Liability / (Asset) on account of Property, Plant and Equipment and Other Intangible Assets	14,502	14,187
Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	(2,385)	(2,199)
Deferred Tax Provision (B)	**12,117**	**11,988**
Tax Expenses recognised in Statement of Profit and Loss (A+B)	**25,707**	**20,713**
Effective Tax Rate	**24.55%**	**21.85%**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
Advance Income Tax (Net of Provision)		
At start of the year	3,632	5,861
Charge for the year	(13,590)	(8,725)
Others *	88	283
On Demerger (Refer Note 31)	-	(84)
Tax paid during the year	11,961	6,297
At end of the year #	**2,091**	**3,632**

** Pertains to Provision for Tax on Other Comprehensive Income and Exceptional Item.*

 # Refer Note 6 and Note 24.

(₹ in crore)

		As at 31st March, 2024	As at 31st March, 2023
14. Share Capital			
Authorised Share Capital:			
14,00,00,00,000 *(14,00,00,00,000)*	Equity Shares of ₹ 10 each	14,000	14,000
1,00,00,00,000 *(1,00,00,00,000)*	Preference Shares of ₹ 10 each	1,000	1,000
Total		**15,000**	**15,000**
Issued and Subscribed Capital:			
6,76,61,09,014 *(6,76,60,94,014)*	Equity Shares of ₹ 10 each	6,766	6,766
Total		**6,766**	**6,766**
Paid Up Capital:			
6,76,61,09,014 *(6,76,60,94,014)*	Equity Shares of ₹ 10 each, fully paid up	6,766	6,766
	Less: Calls Unpaid [₹ 27,21,523 (Previous Year ₹ 32,42,410)] (Refer Note 14.7)		
Total		**6,766**	**6,766**
14.1			
3,66,933 *(3,66,933)*	Shares held by Associates		

Figures in italics represent Previous Year figures.

14.2 The details of shareholders holding more than 5% shares:

Name of the Shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% held	No. of Shares	% held
Srichakra Commercials LLP	73,95,99,829	10.93	73,95,99,829	10.93
Devarshi Commercials LLP	54,55,69,460	8.06	54,55,69,460	8.06
Karuna Commercials LLP	54,55,69,460	8.06	54,55,69,460	8.06
Tattvam Enterprises LLP	54,55,69,460	8.06	54,55,69,460	8.06
Life Insurance Corporation of India	41,54,11,317	6.14	43,41,84,326	6.42

14.3 Shareholding of Promoter:

Sr. No.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
As at 31st March, 2024							
1.	Fully paid-up equity shares of ₹ 10 each	Mukesh D Ambani	80,52,020	-	80,52,020	0.12	-
Total			**80,52,020**	**-**	**80,52,020**	**0.12**	**-**

Sr. No.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
As at 31st March, 2023							
1.	Fully paid-up equity shares of ₹ 10 each	Mukesh D Ambani	80,52,020	-	80,52,020	0.12	-
Total			**80,52,020**	**-**	**80,52,020**	**0.12**	**-**

14.4 The Reconciliation of the Number of Shares Outstanding is set out below:

	As at 31st March, 2024	As at 31st March, 2023
	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	6,76,60,94,014	6,76,59,94,014
Add: Shares issued on exercise of employee stock options (Refer Note 28.2)	15,000	1,00,000
Equity Shares at the end of the year	**6,76,61,09,014**	**6,76,60,94,014**

14.5 Pursuant to 'Reliance Industries Limited Employees' Stock Option Scheme 2017' (ESOS-2017), options granted and remaining to be vested as at the end of the period is 1,82,912.

14.6 Rights, preferences and restrictions attached to shares:

The Company has only one class of equity shares having face value of ₹ 10 each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

14.7 Issue of Shares Under Rights Issue:

The Company had issued 42,26,26,894 equity shares of face value of ₹ 10/- each on right basis ('Rights Equity Shares'). In accordance with the terms of issue, ₹ 314.25 i.e. 25% of the Issue Price per Rights Equity Share, was received from the concerned allottees on application and shares were allotted. The Board had made First call of ₹ 314.25 per Rights Equity Share (including a premium of ₹ 311.75 per share) in May, 2021 and Second and Final call of ₹ 628.50 per Rights Equity Share (including a premium of ₹ 623.50 per share) in November, 2021. As on March 31, 2024, 4,17,418 partly paid-up equity shares are outstanding on which an aggregate amount (including premium) of ₹ 34 crore (Previous Year ₹ 41 crore) is unpaid.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
15. Other Equity				
Capital Reserve				
As per last Balance Sheet	280		291	
Others	-		(11)	
		280		**280**
Capital Redemption Reserve				
As per last Balance Sheet	44		50	
On Demerger (Refer Note 31)	-		(6)	
	-	**44**		**44**
Debenture Redemption Reserve				
As per last Balance Sheet	2,314		4,705	
Transferred from / (to) Retained Earnings	-		96	
Transferred to General Reserve	-		(2,487)	
		2,314		**2,314**
Share Based Payments Reserve				
As per last Balance Sheet	646		434	
On Employee Stock Options	134		212	
		780		**646**

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
Statutory Reserve				
As per last Balance Sheet	445		804	
Transferred from Retained Earnings	-		38	
On Demerger (Refer Note 31)	-		(397)	
		445		**445**
Special Economic Zone Reinvestment Reserve				
As per last Balance Sheet	150		9,110	
Transferred from / (to) Retained Earnings $	(150)		(8,960)	
		-		**150**
Securities Premium				
As per last Balance Sheet	99,792		1,14,796	
On Employee Stock Options	4		22	
Calls Received / (Unpaid) - Rights Issue (Refer Note 14.7)	6		40	
On Demerger (Refer Note 31)	-		(14,424)	
Others	-		(642)	
		99,802		**99,792**
General Reserve				
As per last Balance Sheet	2,62,704		2,60,221	
Transferred from / (to) Retained Earnings	30,000		-	
Transferred from Debenture Redemption Reserve	-		2,487	
On Demerger (Refer Note 31)	-		(4)	
		2,92,704		**2,62,704**
Retained Earnings				
As per last Balance Sheet	2,95,739		2,47,951	
Profit for the year	69,621		66,702	
Proceeds from fresh issue of equity by subsidiary	11,184		-	
On Demerger (Refer Note 31)	-		(21,867)	
Others	(818)		(790)	
	3,75,726		**2,91,996**	
Appropriations				
Transferred from / (to) General Reserve	(30,000)		-	
Transferred from / (to) Statutory Reserve	-		(38)	
Transferred from / (to) Debentures Redemption Reserve	-		(96)	
Transferred from / (to) Special Economic Zone Reinvestment Reserve	150		8,960	
Dividend on Equity Shares	(6,089)		(5,083)	
	(35,939)		**3,743**	
		3,39,787		**2,95,739**
Other Comprehensive Income *				
As per last Balance Sheet	46,992		1,34,358	
Movement during the year	3,567		(18,783)	
On Demerger (Refer Note 31)	-		(68,583)	
		50,559		**46,992**
		7,86,715		**7,09,106**

$ Special Economic Zone Reinvestment Reserve created during the year of ₹ Nil (Previous Year ₹ Nil).

** Includes net movement in Foreign Currency Translation Reserve.*

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Non-Current	Current	Non-Current	Current
16. Borrowings – Non-Current				
Secured – At Amortised Cost				
Non-Convertible Debentures	21,184	1,000	2,008	4,097
Term Loans – from Banks	1,188	424	1,697	451
	22,372	**1,424**	**3,705**	**4,548**
Unsecured – At Amortised Cost				
Non-Convertible Debentures	13,930	2,281	16,209	14,389
Bonds	51,407	9,006	59,538	655
Term Loans – from Banks	1,33,621	32,260	1,02,347	27,793
Term Loans – from Others	1,382	297	1,377	1,147
	2,00,340	**43,844**	**1,79,471**	**43,984**
Total	**2,22,712**	**45,268**	**1,83,176**	**48,532**

16.1 Secured Non-Convertible Debentures Referred Above to the Extent of:

(a) ₹ 20,183 crore (Previous year ₹ Nil) are secured by way of hypothecation of all the movable plant and machinery, electrical equipments, installations and capital work in progress, both present and future, located at Hazira, Dahej, Patalganga, Nagothane and Silvassa Manufacturing Divisions of the Group.

(b) ₹ 2,001 crore (Previous year ₹ 6,105 crore) are secured by way of hypothecation of all the movable plant and machinery, both present and future, located at Hazira and Dahej Manufacturing Divisions of the Group.

16.2 Secured Term Loans from Banks Referred above to the Extent of:

a) ₹ 1,612 crore (Previous Year ₹ 2,144 crore) are secured by way of a first ranking pari passu charge on all the property, plant and equipment (excluding land and / or any interest in the land) relating to the project located at Jamnagar.

b) ₹ Nil (Previous Year ₹ 4 crore) are secured by way of pari passu charge on current assets, movable and immovable property and fixed deposits marked under lien.

16.3 Maturity Profile and Rate of Interest of Non-Convertible Debentures are as set out below:

a) Secured:

(₹ in crore)

Rate of Interest	Non-Current *				Current
	2033-34	2032-33	2025-26	Total	2024-25
8.25%	-	-	1,000	1,000	1,000
7.79%	15,000	5,000	-	20,000	-
	15,000	**5,000**	**1,000**	**21,000**	**1,000**

** Excludes ₹ 184 crore (Non-Current) as fair valuation impact.*

b) Unsecured:

(₹ in crore)

Rate of Interest	Non-Current *				Current *
	Year of Maturity				
	2028-29	2026-27	2025-26	Total	2024-25
6.20%	-	5,000	-	5,000	-
7.40%	-	-	1,650	1,650	-
8.65%	2,190	-	-	2,190	-
8.70%	800	-	-	800	-
8.95%	1,990	-	-	1,990	-
9.00%	-	-	-	-	850
9.05%	2,409	-	-	2,409	-
9.25%	-	-	-	-	1,437
	7,389	**5,000**	**1,650**	**14,039**	**2,287**

** Includes ₹ 30 crore (Non-Current ₹ 24 crore and Current ₹ 6 crore) as prepaid finance charges and ₹ 85 crore (Non-current) as fair valuation impact.*

16.4 Maturity Profile and Rate of Interest of Bonds are as set out below:

a) Unsecured:

Rate of Interest	Non-Current *											Current*
	Year of Maturity											
	2096-97	2061-62	2051-52	2046-47	2044-45	2040-41	2031-32	2027-28	2026-27	2025-26	Total	2024-25
1.87%	-	-	-	-	-	-	-	-	-	162	162	162
2.06%	-	-	-	-	-	-	-	-	-	159	159	159
2.44%	-	-	-	-	-	-	-	-	-	180	180	180
2.51%	-	-	-	-	-	-	-	-	-	188	188	188
2.88%	-	-	-	-	-	-	12,511	-	-	-	12,511	-
3.63%	-	-	14,596	-	-	-	-	-	-	-	14,596	-
3.67%	-	-	-	-	-	-	-	6,672	-	-	6,672	-
3.75%	-	6,255	-	-	-	-	-	-	-	-	6,255	-
4.13%	-	-	-	-	-	-	-	-	-	-	-	8,341
4.88%	-	-	-	-	6,255	-	-	-	-	-	6,255	-
6.25%	-	-	-	-	-	4,170	-	-	-	-	4,170	-
7.63%	-	-	-	-	-	-	-	25	-	-	25	-
8.25%	-	-	-	-	-	-	-	-	283	-	283	-
9.38%	-	-	-	-	-	-	-	-	184	-	184	-
10.25%	104	-	-	-	-	-	-	-	-	-	104	-
10.50%	-	-	-	80	-	-	-	-	-	-	80	-
	104	**6,255**	**14,596**	**80**	**6,255**	**4,170**	**12,511**	**6,697**	**467**	**689**	**51,824**	**9,030**

** Includes ₹ 441 crore (Non-Current ₹ 417 crore and Current ₹ 24 crore) as prepaid finance charges and fair valuation impact.*

16.5 Maturity Profile of Secured Term Loans are as set out below:

(₹ in crore)

	Non-Current			Current
	1-5 years	Above 5 years	Total	1 year
Term Loans – from Banks *	1,196	-	1,196	424
	1,196	**-**	**1,196**	**424**

** Includes ₹ 8 crore as prepaid finance charges.*

Interest rates on unsecured term loans are in range of 0.66% to 6.50% per annum (Previous Year 0.66% to 5.74% per annum).

16.6 Maturity Profile of Unsecured Term Loans are as set out below:

(₹ in crore)

	Non-Current			Current
	1-5 years	Above 5 years	Total	1 year
Term Loans – from Banks *	55,824	78,881	1,34,706	32,480
Term Loans – from Others	1,382	-	1,382	297
	57,206	**78,881**	**1,36,088**	**32,777**

** Includes ₹ 1,274 crore (Non-Current ₹ 1,054 crore and Current ₹ 220 crore) as prepaid finance charges and ₹ 31 crore as fair valuation impact (Non-Current).*

Interest rates on unsecured term loans are in range of 0.29% to 8.45% per annum (Previous Year 0.31% to 10.50% per annum).

16.7 The Group has satisfied all the covenants prescribed in terms of borrowings.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
	Non-Current	Current	Non-Current	Current
17. Deferred Payment Liabilities				
Unsecured				
Payable to Department of Telecommunication ("DoT") ^	1,08,270	4,574	1,12,844	4,423
Others	2	3	3	2
Total	**1,08,272**	**4,577**	**1,12,847**	**4,425**

^ a) *The deferred payment liability, related to spectrum acquired in March 2021 auction, of ₹ 34,860 crore is payable in 15 equated annual instalments commencing along with interest @ 7.30% p.a.*

b) *The deferred payment liability, related to spectrum acquired in August 2022 auction, of ₹ 77,984 crore is payable in 18 equated annual instalments along with interest @ 7.20% p.a.*

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
18. Other Financial Liabilities – Non-Current		
Other Payables ^	5,667	7,704
Total	**5,667**	**7,704**

^ Includes Interest Accrued but not due on Deferred Payment Liabilities and Creditors for Capital Expenditure.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
19. Provisions – Non-Current		
Provision for Annuities	76	61
Provision for Decommissioning of Assets #	1,701	1,296
Others	267	250
Total	**2,044**	**1,607**

 # Provision for Decommissioning of Assets is for Tapti, KGD6 and CBM Block. The increase in provision of ₹ 405 crore (Previous Year decrease of ₹ 302 crore) is towards (i) Decommissioning provision of MJ field in KGD6 Block (ii) changes in the exchange rates (iii) unwinding of discount (iv) change in timing of the activity.

(₹ in crore)

	As at 31st March, 2024		As at 31st March, 2023	
20. Borrowings – Current				
Secured – At Amortised Cost				
Working Capital Loans				
From Banks				
Foreign Currency Loans	71		1,474	
Rupee Loans	11,236		35,109	
		11,307		**36,583**
From Others				
Rupee Loans		8,500		-
Unsecured – At Amortised Cost				
Other Loans and Advances				
From Banks				
Foreign Currency Loans	1,583		822	
Rupee Loans	15,572		24,266	
		17,155		**25,088**
Commercial Paper ^		19,595		20,506
Loans from Related Parties [Refer Note 33 (II)]		85		81
Current maturities of Non-Current Borrowings (Refer Note 16)		45,268		48,532
Total		**1,01,910**		**1,30,790**

^ Maximum amount outstanding at any time during the year was ₹ 37,081 crore (Previous Year ₹ 48,717 crore).

20.1 a) Working Capital Loan in foreign currency of ₹ 71 crore (Previous Year ₹ 81 crore) are secured on freehold property.

b) Working Capital Loan in foreign currency of ₹ Nil (Previous Year ₹ 995 crore) are secured on leasehold property.

c) Working Capital Loan in foreign currency of ₹ Nil (Previous Year ₹ 398 crore) are secured by bank guarantee.

d) Working Capital Loans from Banks of ₹ 5,798 crore (Previous Year ₹ 31,372 crore) are secured by hypothecation of present and future stock of raw materials, work-in-progress, finished goods, stores and spares (not relating to plant and machinery), book debts, outstanding monies, receivables, claims, bills, materials in transit, fixed deposit etc. save and except receivables of Oil & Gas segment.

e) Working Capital Loan repayable on demand from Bank of ₹ 3,300 crore (Previous Year ₹ 2,087 crore) are secured by a first pari passu charge over property, plant and equipment and current assets.

f) Working Capital Loan from Bank of ₹ 2,138 crore (Previous Year ₹ 1,650 crore) are secured by way of hypothecation on current assets.

g) Working Capital Loan from Others of ₹ 8,500 crore (Previous Year ₹ NIL) are secured by Government Securities.

h) Refer Note 37 B (iv) for maturity profile.

i) In respect of working capital loans, quarterly returns or statements of current assets filed by the Group with banks are in agreement with the books of accounts.

j) The Group has satisfied all the covenants prescribed in terms of borrowings.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
21. Trade Payables Due to		
Micro and Small Enterprises	871	1,758
Other than Micro and Small Enterprises	1,77,506	1,45,414
Total	**1,78,377**	**1,47,172**

21.1 Trade Payables Ageing:

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2024						
MSME	1,450	-	-	-	-	1,450
Others	1,68,993	6,326	214	25	1,369	1,76,927
Disputed – MSME	-	-	-	-	-	-
Disputed – Others	-	-	-	-	-	-
Total	**1,70,443**	**6,326**	**214**	**25**	**1,369**	**1,78,377**

21.2 Trade Payables Ageing:

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2023						
MSME	1,758	-	-	-	-	1,758
Others	1,40,378	3,340	79	1,442	175	1,45,414
Disputed – MSME	-	-	-	-	-	-
Disputed – Others	-	-	-	-	-	-
Total	**1,42,136**	**3,340**	**79**	**1,442**	**175**	**1,47,172**

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
22. Other Financial Liabilities – Current		
Current maturities of Deferred Payment Liabilities (Refer Note 17)	4,577	4,425
Interest accrued but not due on Borrowings	2,180	2,817
Unclaimed Dividend *	172	187
Other Payables #	48,673	61,072
Total	**55,602**	**68,501**

** Does not include any amount due and outstanding, to be credited to Investor Education and Protection Fund except ₹ 2 crore (Previous Year ₹ 2 crore) which is held in abeyance due to legal cases pending.*

 # Includes Creditors for Capital Expenditure, Security Deposit and Financial Liability at Fair Value.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
23. Other Current Liabilities		
Contract Liabilities	27,866	23,268
Other Payables ^	27,332	19,638
Total	**55,198**	**42,906**

^ Includes statutory dues and deferred revenue.

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
24. Provisions – Current		
Provision for Employee Benefits (Refer Note 28.1) *	1,313	1,241
Provision for Income Tax (Net of Advance Tax) ^	78	115
Other Provisions @	784	822
Total	**2,175**	**2,178**

** Includes gratuity, annual leave and vested long service leave entitlement accrued.*

^ Refer Note 13.

@ Includes Provision for Customs Duty, Excise Duty on Finished Goods and Other Duties and Taxes.

(₹ in crore)

	2023-24	2022-23
25. Revenue from Operations		
Disaggregated Revenue		
Oil to Chemicals	5,42,766	5,69,894
Oil and Gas	18,233	10,564
Retail	2,69,118	2,26,014
Digital Services	21,900	17,928
Others	62,455	66,911
Total * ^	**9,14,472**	**8,91,311**

** Net of GST.*

^ Includes Income from Services.

Revenue from contract with customers differ from the revenue as per contracted price due to factors such as taxes recovered, volume rebate, discounts, hedge etc.

(₹ in crore)

	2023-24		2022-23	
26. Other Income				
Interest				
Bank Deposits	4,679		1,806	
Debt Instruments	4,905		7,886	
Other Financial Assets measured at Amortised Cost	741		1,149	
Others	420		399	
		10,745		**11,240**
Dividend Income		89		38
Other Non-Operating Income		3,302		1,758
Gain / (Loss) on Financial Assets				
Realised Gain / (Loss)	1,385		(998)	
Unrealised Gain / (Loss)	536		(304)	
		1,921		**(1,302)**
Total		**16,057**		**11,734**

Above includes income from assets measured at Cost / Amortised cost of ₹ 6,591 crore (Previous Year ₹ 6,001 crore), income from assets measured at Fair Value through Profit and Loss of ₹ 3,283 crore (Previous Year ₹ 348 crore) and income from assets measured at Fair Value Through Other Comprehensive Income of ₹ 2,881 crore (Previous Year ₹ 3,627 crore).

(₹ in crore)

	2023-24	2022-23
26.1 Other Comprehensive Income – Items that will not be reclassified to Profit and Loss		
Remeasurement of Defined Benefit Plan	288	(4)
Equity Instruments through OCI	3,564	(35)
Total	**3,852**	**(39)**

(₹ in crore)

	2023-24	2022-23
26.2 Other Comprehensive Income – Items that will be reclassified to Profit and Loss		
Debentures or Bonds	442	(696)
Debt Income Fund	152	96
Fixed Maturity Plan	-	(114)
Commodity Hedge	149	873
Cash Flow Hedge	(1,207)	(9,846)
Government Securities	517	(375)
Foreign Currency Translation	191	559
Total	**244**	**(9,503)**

(₹ in crore)

	2023-24		2022-23	
27. Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade				
Inventories (At Close)				
Finished Goods / Stock-in-Trade	52,800		54,539	
Work-in-Progress *	55,548		48,183	
		1,08,348		**1,02,722**
Inventories (At Commencement)				
Finished Goods / Stock-in-Trade	54,539		41,270	
Work-in-Progress *	48,183		30,388	
	1,02,722		**71,658**	
Capitalised during the year	(27)		(27)	
Opening Stock of Subsidiaries acquired during the year	703		249	
Others	67		579	
		1,03,465		**72,459**
Total		**(4,883)**		**(30,263)**

** Excludes inventory on completion of Projects.*

(₹ in crore)

	2023-24	2022-23
28. Employee Benefits Expense		
Salaries and Wages	22,089	21,212
Contribution to Provident and Other Funds	1,425	1,413
Staff Welfare Expenses	2,165	2,247
Total	**25,679**	**24,872**

28.1 As per Indian Accounting Standard 19 – "Employee Benefits", the Disclosures as Defined are given below:

I) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised as expense for the year is as under:

(₹ in crore)

	2023-24	2022-23
Employer's Contribution to Provident Fund	653	607
Employer's Contribution to Superannuation Fund	56	40
Employer's Contribution to Pension Scheme	397	387

II) Defined Benefit Plan

Reconciliation of opening and closing balances of Defined Benefit Obligation

(₹ in crore)

	Gratuity (Funded)		Gratuity (Unfunded)	
	2023-24	2022-23	2023-24	2022-23
Defined Benefit Obligation at beginning of the year	1,878	1,429	264	519
On Acquisition / Transfers / Others	(125)	309	103	(292)
Current Service Cost	195	201	53	60
Interest Cost	128	109	24	15
Actuarial (Gain) / Loss	114	(1)	(27)	(13)
Benefits Paid *	(175)	(166)	(36)	(22)
Liability Transferred Out	152	(3)	(106)	(3)
Defined Benefit Obligation at end of the year	**2,167**	**1,878**	**275**	**264**

** Includes benefits of ₹ 155 crore (Previous Year ₹ 155 crore) paid directly by Employer Entities.*

III) Reconciliation of opening and closing balances of Fair Value of Plan Assets

(₹ in crore)

	Gratuity (Funded)	
	2023-24	2022-23
Fair Value of Plan Assets at beginning of the year	1,879	1,717
On Acquisition / Transfers / Others	(139)	(6)
Expected Return on Plan Assets	166	109
Actuarial Loss	-	(3)
Employer Contribution	106	78
Benefits Paid	(20)	(11)
Asset Transferred Out	160	(5)
Fair Value of Plan Assets at end of the year	**2,152**	**1,879**

IV) Reconciliation of Fair Value of Assets and Obligations

(₹ in crore)

	Gratuity (Funded)		Gratuity (Unfunded)	
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Fair Value of Plan Assets	2,152	1,879	-	-
Present Value of Obligation	2,167	1,878	275	264
Amount recognised in Balance Sheet Surplus / (Deficit)	(15)	1	(275)	(264)

V) Expenses recognised during the year

(₹ in crore)

	Gratuity (Funded)		Gratuity (Unfunded)	
	2023-24	2022-23	2023-24	2022-23
In Income Statement				
Current Service Cost	195	201	53	60
Interest Cost	128	109	24	15
Return on Plan Assets	(116)	(124)	-	-
Net Cost	**207**	**186**	**77**	**75**
In Other Comprehensive Income				
Actuarial (Gain) / Loss	114	(4)	(27)	(13)
Return on Plan Assets	(50)	15	-	-
Net (Income) / Expense for the year recognised in Other Comprehensive Income	**64**	**11**	**(27)**	**(13)**

VI) Investment Details

	As at 31st March, 2024		As at 31st March, 2023	
	(₹ in crore)	% Invested	(₹ in crore)	% Invested
Government of India Securities	-	-	1	0.05
Insurance Policies	2,152	100.00	1,878	99.95
Total	**2,152**	**100.00**	**1,879**	**100**

VII) Actuarial Assumptions

	Gratuity (Funded)		Gratuity (Unfunded)	
Mortality Table (IALM)	2023-24 2012-14 (Urban)	2022-23 2012-14 (Urban)	2023-24 2012-14 (Urban)	2022-23 2012-14 (Urban)
Discount Rate (per annum)	7.23%	7.60%	7.23%	7.60%
Expected Rate of Return on Plan Assets (per annum)	7.23%	7.60%	7.23%	7.60%
Rate of Escalation in Salary (per annum)	6.00%	6.00%	6.00%	6.00%

The estimates of Rate of Escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuaries.

The Expected Rate of Return on Plan Assets is determined considering several applicable factors, mainly the composition of Plan Assets held, assessed risks, historical results of return on Plan Assets and the Group's policy for Plan Assets Management.

VIII) The expected contributions for Defined Benefit Plan for the next financial year will be in line with financial year 2023-24.

IX) These plan's typically expose the Group to actuarial risks such as: Investment Risk, Interest Risk, Longevity Risk and Salary Risk.

Investment Risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest Risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary Risk	The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

28.2 Share Based Payments

1) Reliance Industries Limited

a) Scheme Details

The Company has Employees' Stock Option Scheme i.e. ESOS-2017 under which options have been granted at the exercise price of ₹ 10 per share to be vested from time to time on the basis of performance and other eligibility criteria. Details of number of options outstanding have been tabulated below:

Financial Year (Year of Grant)	Number of Options Outstanding As at 31st March, 2024	Number of Options Outstanding As at 31st March, 2023	Financial Year of Vesting	Exercise Price (₹)	Range of Fair value at Grant Date (₹)
ESOS – 2017					
Details of Employee Stock Options granted from 1st April, 2020 to 31st March, 2024					
2020-21	2,00,000	2,00,000	2021-22 to 2024-25	10.00	2,133.40 - 2,151.90
2021-22	75,000	90,000	2022-23 to 2025-26	10.00	2,595.20 - 2,613.30
2023-24	27,912	-	2024-25 to 2025-26	10.00	2,836.60 - 2,840.70
Total	**3,02,912**	**2,90,000**			

Exercise period would commence from the date of Vesting and would expire not later than seven years from the Grant Date or such other period as may be decided by the Human Resources, Nomination and Remuneration Committee of the Board.

b) Fair Value on the grant date

The fair value at grant date is determined using "Black Scholes Model" which takes into account the exercise price, term of the option, share price at grant date and expected price volatility of the underlying shares, expected dividend yield and the risk free interest rate for the term of the option.

The model inputs for options granted during the year ended 31st March, 2021, 31st March, 2022 and 31st March, 2024 are mentioned below:

		ESOS - 2017		
a)	Weighted average exercise price	₹ 10	₹ 10	₹ 10
b)	Grant date:	05.10.2020	30.03.2022	26.03.2024
c)	Vesting year:	2021-22 to 2024-25	2022-23 to 2025-26	2024-25 to 2025-26
d)	Share Price at grant date:	₹ 2,212	₹ 2,673	₹ 2,883
e)	Expected price volatility of Company's share:	30.20% to 31.90%	30.70% to 33.00%	27.27% to 30.50%
f)	Expected dividend yield:	0.60%	0.49%	0.30%
g)	Risk free interest rate:	5.10% to 5.60%	5.86% to 6.34%	7.00% to 7.01%

The expected price volatility is based on the historic volatility (based on remaining life of the options).

c) Movement in share options during the year:

Particulars	As at 31st March, 2024 Number of share options	As at 31st March, 2024 Weighted average exercise price	As at 31st March, 2023 Number of share options	As at 31st March, 2023 Weighted average exercise price
Balance at the beginning of the year	2,90,000	10.00	3,90,000	10.00
Granted during the year	27,912	10.00	-	-
Exercised during the year	(15,000)	10.00	(1,00,000)	10.00
Balance at the end of the year	**3,02,912**	**10.00**	**2,90,000**	**10.00**

Weighted average remaining contractual life of the share option outstanding at the end of year is 1,533 days (Previous Year 1,817 days).

2) Jio Platforms Limited

a) Scheme Details

Jio Platforms Limited, a subsidiary, has introduced Employee Stock Option Scheme ESOS - 2020 under which options have been granted at the exercise price of ₹ 10 per share to be vested from time to time on the basis of performance and other eligibility criteria. Details of number of options outstanding have been tabulated below:

Financial Year (Year of Grant)	Number of Options Outstanding As at 31st March, 2024	Number of Options Outstanding As at 31st March, 2023	Financial Year of Vesting	Exercise Price (₹)	Range of Fair value at Grant Date (₹)
ESOS - 2020					
2020-21	1,31,20,000	1,33,60,000	2021-22 to 2025-26	10.00	541.20 - 542.30
2021-22	-	-	2022-23 to 2028-29	10.00	541.20 - 542.30
Sub total	**1,31,20,000**	**1,33,60,000**			

Exercise Period would commence from the date of Vesting and would expire not later than eight years from the Grant Date or such other period as may be decided by the Nomination and Remuneration Committee.

b) Fair Value on the grant date

The fair value at grant date is determined using "Black Scholes Model" which takes into account the exercise price, term of the option, share price at grant date and expected price volatility of the underlying shares, expected dividend yield and the risk free interest rate for the term of the option.

2,08,18,375 options have been granted in earlier years under ESOS 2020. The model inputs for options granted during the year ended 31st March, 2021 and 31st March, 2022 are as mentioned below.

		ESOS-2020
a)	Weighted average exercise price	₹10
b)	Grant date:	05.10.2020 & 01.07.2021
c)	Vesting year:	2021-22 to 2028-29
d)	Share Price at grant date:	₹ 549.31 at 01.07.2021 ₹ 549.31 at 05.10.2020
e)	Expected price volatility of Company's share:	33.79% to 36.25%
f)	Risk free interest rate:	5.1% to 6.0%

The expected price volatility is based on the historic volatility (based on remaining life of the options).

c) Movement in share options during the year:

Particulars	As at 31st March, 2024 Number of share options	As at 31st March, 2024 Weighted average exercise price	As at 31st March, 2023 Number of share options	As at 31st March, 2023 Weighted average exercise price
Balance at the beginning of the year	1,33,60,000	10.00	1,34,78,375	10.00
Exercised during the year	-		-	
Granted during the year	-		-	
Lapsed during the year	(2,40,000)		(1,18,375)	
Balance at the end of the year	**1,31,20,000**	**10.00**	**1,33,60,000**	**10.00**

Weighted average remaining contractual life of the share option outstanding at the end of year is 1,282 days (Previous Year 1,648 days).

(₹ in crore)

	2023-24	2022-23
29. Finance Costs		
Interest Expenses *	20,121	17,309
Interest on Lease Liabilities	1,651	1,649
Other Borrowing Costs	163	124
Applicable loss on foreign currency transactions and translation	1,183	489
Total	**23,118**	**19,571**

** Net of Interest Capitalised of ₹ 15,222 crore (Previous Year ₹ 8,830 crore).*

(₹ in crore)

	2023-24		2022-23	
30. Other Expenses				
Manufacturing Expenses				
Stores, Chemicals and Packing Materials	9,011		8,552	
Electric Power, Fuel and Water	22,137		25,062	
Labour Processing, Production Royalty and Machinery Hire Charges	3,547		1,977	
Repairs to Building	456		377	
Repairs to Machinery	2,447		2,106	
Exchange Difference (Net)	109		463	
Excise Duty *	603		4,460	
Lease Rent	114		115	
		38,424		**43,112**
Land Development and Construction Expenditure		**398**		**264**
Selling and Distribution Expenses				
Warehousing and Distribution Expenses	11,992		13,005	
Sales Tax / VAT	2,023		1,439	
Other Selling and Distribution Expenses	8,997		6,731	
		23,012		**21,175**
Establishment Expenses				
Professional Fees	3,286		2,916	
Network Operating Expenses	28,261		27,682	
Access Charges (Net)	1,066		881	
Regulatory Charges	9,213		9,132	
General Expenses	11,252		7,535	
Programming and Telecast Related Expenses	6,325		3,104	
Rent	601		729	
Insurance	1,521		1,395	
Rates and Taxes	1,223		988	
Other Repairs	1,591		1,344	
Travelling Expenses	651		873	
Payment to Auditors	94		91	
Loss on Sale / Discard of Property, Plant and Equipment and Other Intangible Assets	265		156	
Charity and Donations	2,294		2,028	
		67,643		**58,854**
Less: Transferred to Project Development Expenditure		1,668		1,087
Total		**1,27,809**		**1,22,318**

** Excise Duty shown under manufacturing expenditure represents the aggregate of excise duty borne by the Group and difference between excise duty on opening and closing stock of finished goods.*

30.1 Corporate Social Responsibility (CSR)

(a) CSR amount required to be spent by the Companies within the Group as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof during the year is ₹ 1,529 crore (Previous Year ₹ 1,263 crore).

(b) Expenditure related to Corporate Social Responsibility is ₹ 1,592 crore (Previous Year ₹ 1,271 crore).

(₹ in crore)

Particulars	2023-24	2022-23
Rural Transformation	136	96
Healthcare	404	567
Education and Skill Development	792	472
Sports for Development	80	69
Environment, Ecology and Animal Welfare	103	32
Others including Disaster Management, Women Empowerment, Arts and Culture	77	35
Total	**1,592**	**1,271**

(c) Out of Note (b) above, ₹ 691 crore (Previous Year ₹ 912 crore) is contributed to Reliance Foundation, ₹ 271 crore (Previous Year ₹ Nil) to Sir H N Hospital Trust, ₹ 170 crore (Previous Year ₹ 15 crore) to Jamnaben Hirachand Ambani Foundation, ₹ 105 crore (Previous Year ₹ 207 crore) to Reliance Foundation Institution of Education and Research, ₹ 58 crore (Previous Year ₹ 34 crore) to Reliance Foundation Youth Sports, ₹ 31 crore (Previous Year ₹ Nil) to Sir Hurkisondas Nurrotumdas Hospital & Research Centre, ₹ 21 crore (Previous Year ₹ Nil) to Dhirubhai Ambani Foundation and ₹ 3 crore (Previous Year ₹ 3 crore) to Hirachand Goverdhandas Ambani Public Charitable Trust which are related parties.

31. Discontinued Operations

(i) Demerger of Financial Services Business Undertaking:

The Company vide the Scheme of arrangement ('the Scheme') demerged its financial services business undertaking to Reliance Strategic Investments Limited (Presently known as Jio Financial Services Limited) with effect from the appointed date of March 31, 2023. The Scheme had been sanctioned by the Hon'ble National Company Law Tribunal (Mumbai Bench) vide its order dated June 28, 2023 (Refer Note 43).

The Company has de-recognised the net carrying value of assets of ₹ 1,05,281 crore as on appointed date i.e. March 31, 2023 and has adjusted against respective reserves.

Accordingly, the demerged undertaking being the separate reportable segment of the Group, represented as discontinued operations and has been accounted for in accordance with the stipulations of Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations.

(ii) Profit from Discontinued Operations for the Year:

(₹ in crore)

Particulars	2023-24	2022-23
Total Income	-	1,658
Expenses	-	(903)
Tax Expenses	-	(337)
Derecognition of net carrying value of assets	-	(1,05,281)
Adjusted against respective reserves	-	1,05,281
Profit After Tax from Discontinued Operations	**-**	**418**

(iii) Cash flows from Discontinued Operations

(₹ in crore)

Particulars	2023-24	2022-23
Net cash outflows from operating activities	-	(38)
Net cash outflows from investing activities	-	(5,487)

(₹ in crore)

		2023-24	2022-23
32.	**Earnings Per Share (EPS)**		
	Face Value per Equity Share (₹)	10	10
	Continuing Operations		
	Basic Earnings Per Share (₹)	102.90	97.97
	Diluted Earnings Per Share (₹)	102.90	97.97
	Discontinued Operations		
	Basic Earnings Per Share (₹)	-	0.62
	Diluted Earnings Per Share (₹)	-	0.62
	Continuing and Discontinued Operations		
	Basic Earnings Per Share (₹)	102.90	98.59
	Diluted Earnings Per Share (₹)	102.90	98.59
	Continuing Operations		
	Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (After adjusting Non-Controlling Interest) (₹ in crore)	69,621	66,284
	Discontinued Operations		
	Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (After adjusting Non-Controlling Interest) (₹ in crore)	-	418
	Continuing and Discontinued Operations		
	Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (After adjusting Non-Controlling Interest) (₹ in crore)	69,621	66,702
	Weighted Average number of Equity Shares used as denominator		
	Basic EPS	6,76,58,10,816	6,76,55,50,967
	Diluted EPS	6,76,62,40,686	6,76,61,55,766
	Reconciliation of Weighted Average Number of Shares Outstanding		
	Weighted Average number of Equity Shares used as denominator for calculating Basic EPS ^	6,76,58,10,816	6,76,55,50,967
	Total Weighted Average Potential Equity Shares *	4,29,870	6,04,799
	Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	6,76,62,40,686	6,76,61,55,766

^ Refer Note 14.7

** Dilutive impact of Employee Stock Option Scheme and Partly paid Rights Issue Shares.*

33. Related Parties Disclosures

(i) Transactions during the year ended March 31, 2024 with Related Parties:

(₹ in crore)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Associate / Joint Venture	Key Managerial Personnel / Relative	Others	Total
1	Purchase of Property, Plant and Equipment and Other Intangible Assets	190	-	1	191
		323	-	*1*	*324*
2	Purchase / Subscription of Investments	3,797	-	3	3,800
		4,219	-	*80*	*4,299*
3	Sale / Redemption of Investments	1	-	-	1
		-	-	-	-
4	Net Loans Taken / (Repaid)	91	-	-	91
		(93)	-	-	*(93)*
5	Revenue from Operations	4,866	-	70	4,936
		5,223	-	*36*	*5,259*
6	Other Income	230	-	275	505
		327	-	*233*	*560*
7	Purchase of Goods / Services	3,241	-	1,489	4,730
		2,484	-	*1,577*	*4,061*
8	Electric Power, Fuel and Water	4,639	-	-	4,639
		4,669	-	-	*4,669*
9	Labour Processing and Hire Charges	8	-	2	10
		15	-	*54*	*69*
10	Employee Benefits Expense	1	-	1,039	1,040
		4	-	*831*	*835*
11	Payment to Key Managerial Personnel / Relative	-	99	-	99
		-	*103*	-	*103*
12	Selling and Distribution Expenses	343	-	2,575	2,918
		284	-	*2,266*	*2,550*
13	Rent	18	-	-	18
		22	-	-	*22*
14	Professional Fees	26	-	-	26
		11	-	-	*11*
15	Programming and Telecast Related Expenses	41	-	-	41
		33	-	-	*33*
16	General Expenses *	52	-	58	110
		41	-	*9*	*50*
17	Donations	-	-	1,360	1,360
		-	-	*1,311*	*1,311*
18	Finance Costs	4	-	-	4
		3	-	-	*3*
19	Sale of Property, Plant and Equipment	10,901	-	-	10,901
		-	-	-	-

Figures in italic represents balance as on 31st March, 2023.

** Does not include sitting fees of Non-Executive Directors.*

(ii) Balances as on March 31, 2024 with Related Parties:

(₹ in crore)

Sr. No.	Nature of Balances	Associates / Joint Ventures	Key Managerial Personnel / Relative	Others	Total
1	Loans and Advances	559	-	-	559
		470	-	-	*470*
2	Deposits	194	-	353	547
		575	-	*353*	*928*
3	Unsecured Loans	85	-	-	85
		80	-	-	*80*
4	Financial Guarantees	5,350	-	-	5,350
		1,900	-	-	*1,900*
5	Investments	18,073	-	-	18,073
		13,646	-	-	*13,646*
6	Trade Receivables	1,017	-	58	1,075
		1,251	-	*39*	*1,290*
7	Trade and Other Payables	744	-	92	836
		1,260	-	*297*	*1,557*
8	Other Financial Assets	214	-	-	214
		271	-	-	*271*
9	Other Current Assets	15	-	-	15
		2	-	-	*2*

Figures in italic represents balance as on 31st March, 2023.

(iii) Disclosure in respect of Major Related Party Transactions during the year ended 31st March, 2024

(₹ in crore)

Particulars	2023-24	2022-23
1 Purchase of Property, Plant and Equipment and Other Intangible Assets		
Associates		
Dunzo Digital Private Limited	64	-
Future101 Design Private Limited	-	1
Jamnagar Utilities & Power Private Limited	-	1
Sterling and Wilson Renewable Energy Limited	12	-
Joint Ventures		
Football Sports Development Limited	-	22
Sanmina-SCI India Private Limited	111	299
Sintex Industries Limited	3	-
Enterprise over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	1	1
2 Purchase / Subscription of Investments		
Associates		
Circle E Retail Private Limited @	27	-
Clayfin Technologies Private Limited	-	11
Dunzo Digital Private Limited	-	200
Gaurav Overseas Private Limited	-	1
Jamnagar Utilities & Power Private Limited	-	2
Neolync Solutions Private Limited	20	20

@ Relationship established during the year.

** Ceased to be related party during the year.*

(₹ in crore)

Particulars	2023-24	2022-23
Joint Ventures		
Alok Industries Limited	3,300	-
BAM DLR Data Center Services Private Limited @	9	-
BAM DLR Chennai Private Limited @	273	-
BAM DLR Mumbai Private Limited @	134	-
BAM DLR Network Services Private Limited @	2	-
Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited)	-	2
Diesel Fashion India Reliance Private Limited	-	4
Reliance International Leasing IFSC Limited @	3	-
Reliance-Vision Express Private Limited	10	10
Ryohin-Keikaku Reliance India Private Limited	4	3
Sanmina-SCI India Private Limited	-	1,763
Sintex Industries Limited	-	1,500
TCO Reliance India Private Limited	15	-
Companies under Common Control #		
Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited) @	3	-
Jio Payments Bank Limited *	-	80
Reliance Services and Holdings Limited *	-	703
3 Sale / Redemption of Investments		
Joint Venture		
Sodium-ion Batteries Pty Limited	1	-
4 Loans and Advances, Deposits Given / (Returned)		
Associates		
Ashwani Commercials Private Limited *	-	(3)
Carin Commercials Private Limited *	-	(68)
Centura Agro Private Limited *	-	(2)
Chander Commercials Private Limited *	-	4
Creative Agrotech Private Limited *	-	1
DEN ADN Network Private Limited	(1)	-
Dunzo Digital Private Limited	26	-
Gujarat Chemical Port Limited	(15)	(16)
Honeywell Properties Private Limited *	(1)	6
Kaniska Commercials Private Limited *	-	1
Netravati Commercials Private Limited *	-	1
NexWafe GmbH	87	-
Prakhar Commercials Private Limited *	(10)	(19)
Rakshita Commercials Private Limited *	-	1
Reliance Realty Limited	(4)	-
Joint Ventures		
Alok Industries Limited	8	-
Brooks Brothers India Private Limited	-	1
Diesel Fashion India Reliance Private Limited	1	-

@ Relationship established during the year.

 # Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

** Ceased to be related party during the year.*

(₹ in crore)

Particulars	2023-24	2022-23
5 Revenue from Operations		
Associates		
Big Tree Entertainment Private Limited	3	12
BookmyShow Live Private Limited	3	-
DEN ADN Network Private Limited	1	1
DEN New Broad Communication Private Limited	1	1
Den Satellite Network Private Limited	23	24
DL GTPL Cabnet Private Limited	10	9
Dyulok Technologies Private Limited	2	-
Eenadu Television Private Limited	29	19
Future101 Design Private Limited	-	1
GTPL Broadband Private Limited	14	18
GTPL Hathway Limited	208	172
GTPL Kolkata Cable & Broad Band Pariseva Limited	63	71
Gujarat Chemical Port Limited	15	4
Jamnagar Utilities & Power Private Limited	280	350
Konark IP Dossiers Private Limited	1	1
Omnia Toys India Private Limited @	4	-
Metro Cast Network India Private Limited @	9	-
Reliance Industrial Infrastructure Limited	-	1
Joint Ventures		
Alok Industries Limited	1,978	3,086
Brooks Brothers India Private Limited	23	17
Burberry India Private Limited	2	2
BVM Overseas Limited	102	-
CAA Brands Reliance Private Limited (Formerly known as CAA-Global Brands Reliance Private Limited)	-	2
Canali India Private Limited	13	9
Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited)	15	15
Diesel Fashion India Reliance Private Limited	23	12
Football Sports Development Limited	40	69
Hathway Bhawani NDS Network Limited	1	1
Hathway Cable MCN Nanded Private Limited	5	5
Hathway Dattatray Cable Network Private Limited	1	2
Hathway Latur MCN Cable & Datacom Private Limited	4	4
Hathway MCN Private Limited	15	13
Hathway Sai Star Cable & Datacom Private Limited	6	6
IBN Lokmat News Private Limited	4	3
Iconix Lifestyle India Private Limited	9	5
India Gas Solutions Private Limited	1,745	1,169
Indospace MET Logistics Park Farukhnagar Private Limited	1	2
Marks and Spencer Reliance India Private Limited	46	81
Pipeline Management Services Private Limited	-	2
Reliance Bally India Private Limited	13	4
Reliance Paul & Shark Fashions Private Limited	8	4
Reliance-Vision Express Private Limited	4	4
Ryohin-Keikaku Reliance India Private Limited	9	6
Sintex Industries Limited	119	1

@ Relationship established during the year.

(₹ in crore)

Particulars	2023-24	2022-23
Sosyo Hajoori Beverages Private Limited	6	-
TCO Reliance India Private Limited	3	11
Ubona Technologies Private Limited	4	2
Zegna South Asia Private Limited	3	2
Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Jamnaben Hirachand Ambani Foundation	2	1
Reliance Foundation	10	5
Reliance Foundation Institution of Education and Research	3	2
Reliance Foundation Youth Sports	-	1
Sikka Ports & Terminals Limited	48	16
Sir HN Hospital Trust	2	4
Companies under Common Control #		
Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited) @	1	-
Jio Insurance Broking Limited (Formerly known as Reliance Retail Insurance Broking Limited) @	3	-
Jio Payments Bank Limited *	-	7
Jio Payments Solutions Limited (Formerly known as Reliance Payment Solutions Limited) @	1	-
6 Other Income		
Associates		
BookmyShow Live Private Limited	1	-
DEN ADN Network Private Limited	1	2
GTPL Hathway Limited	17	18
Gujarat Chemical Port Limited	46	15
Jamnagar Utilities & Power Private Limited	-	1
NexWafe GmbH	8	-
Reliance Industrial Infrastructure Limited	2	2
Reliance Realty Limited	48	-
Joint Ventures		
Alok Industries Limited	66	13
Burberry India Private Limited	1	-
Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited)	-	1
Ethane Crystal LLC	4	4
Ethane Emerald LLC	3	4
Ethane Opal LLC	3	4
Ethane Pearl LLC	4	4
Ethane Sapphire LLC	3	4
Ethane Topaz LLC	3	4
IBN Lokmat News Private Limited	2	1
India Gas Solutions Private Limited	9	249
Indospace MET Logistics Park Farukhnagar Private Limited	-	1
Pipeline Management Services Private Limited	7	-
Ryohin-Keikaku Reliance India Private Limited	1	-
Sintex Industries Limited	1	-

Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

@ Relationship established during the year.

* Ceased to be related party during the year.

(₹ in crore)

Particulars	2023-24	2022-23
Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Jamnaben Hirachand Ambani Foundation	5	5
Sikka Ports & Terminals Limited	269	226
Sir HN Hospital Trust	1	1
Company under Common Control #		
Jio Payments Bank Limited *	-	1
7 Purchase of Goods / Services		
Associates		
Ashwani Commercials Private Limited *	2	1
Big Tree Entertainment Private Limited	3	3
Circle E Retail Private Limited @	6	-
Gujarat Chemical Port Limited	167	157
Jamnagar Utilities & Power Private Limited	26	62
MM Styles Private Limited	7	-
Neolync Solutions Private Limited	865	555
Omnia Toys India Private Limited @	1	-
Reliance Industrial Infrastructure Limited	20	21
Sterling and Wilson Renewable Energy Limited	1	-
Joint Ventures		
Alok Industries Limited	329	426
Brooks Brothers India Private Limited	22	24
Canali India Private Limited	8	6
Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited)	26	25
Diesel Fashion India Reliance Private Limited	15	14
Football Sports Development Limited	234	-
Iconix Lifestyle India Private Limited	14	3
India Gas Solutions Private Limited	1,240	1,083
Marks and Spencer Reliance India Private Limited	66	84
Reliance Bally India Private Limited	13	4
Reliance Paul & Shark Fashions Private Limited	6	6
Reliance-Vision Express Private Limited	-	1
Ryohin-Keikaku Reliance India Private Limited	6	8
Sintex Industries Limited	157	-
Sosyo Hajoori Beverages Private Limited	4	-
Zegna South Asia Private Limited	1	1
Companies under Common Control #		
Jio Payments Bank Limited *	-	6
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited) @	5	-
Enterprise over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	1,484	1,571
8 Electric Power, Fuel and Water		
Associates		
Jamnagar Utilities & Power Private Limited	4,626	4,657
Reliance Industrial Infrastructure Limited	13	12

Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

* Ceased to be related party during the year.

@ Relationship established during the year.

(₹ in crore)

Particulars	2023-24	2022-23
9 Labour Processing and Hire Charges		
Associate		
Reliance Industrial Infrastructure Limited	8	15
Company under Common Control #		
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited) @	2	-
Enterprise over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	-	54
10 Employee Benefits Expense		
Associate		
Future101 Design Private Limited	1	2
Joint Ventures		
Alok Industries Limited	-	1
IBN Lokmat News Private Limited	-	1
Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Jamnaben Hirachand Ambani Foundation	2	-
Sir HN Hospital Trust	81	53
Post Employment Benefit		
IPCL Employees Provident Fund Trust @@	119	121
Jio Platforms Limited Employees Gratuity Fund @@	41	26
Reliance Employees Provident Fund Bombay @@	433	299
Reliance Industries Limited Staff Superannuation Scheme @@	26	20
Reliance Jio Infocomm Limited Employees Gratuity Fund @@	19	10
Reliance Retail Limited Employees Gratuity Fund @@	30	33
Reliance Retail Limited Employees Provident Fund @@	288	269
11 Payment to Key Managerial Personnel / Relative		
Key Managerial Personnel		
Shri Mukesh D. Ambani	-	-
Shri Nikhil R. Meswani	25	25
Shri Hital R. Meswani	25	25
Shri PMS Prasad	18	14
Shri Pawan Kumar Kapil * (₹ 47,21,421)	-	4
Shri Alok Agarwal *	5	13
Shri Srikanth Venkatachari	19	17
Smt. Savithri Parekh	3	3
Relatives of Key Managerial Personnel		
Smt. Nita M. Ambani **	1	2
Ms. Isha M. Ambani #	1	-
Shri Akash M. Ambani #	1	-
Shri Anant M. Ambani #	1	-

Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

@ Relationship established during the year.

@@ Also includes employee contribution.

* Ceased to be related party during the year.

** Cessation of director w.e.f. close of business hours of August 28, 2023.

Appointed as Directors w.e.f. October 27, 2023.

(₹ in crore)

Particulars	2023-24	2022-23
12 Selling and Distribution Expenses		
Associates		
BookmyShow Live Private Limited	1	-
DEN ADN Network Private Limited	2	1
Den Satellite Network Private Limited	5	3
DL GTPL Cabnet Private Limited	8	6
GTPL Hathway Limited	182	147
GTPL Kolkata Cable & Broad Band Pariseva Limited	49	57
Gujarat Chemical Port Limited	74	57
Metro Cast Network India Private Limited @	7	-
Reliance Industrial Infrastructure Limited	3	3
Reliance Logistics and Warehouse Holdings Limited @	11	-
Joint Ventures		
Hathway Sai Star Cable & Datacom Private Limited	1	1
IBN Lokmat News Private Limited	-	4
India Gas Solutions Private Limited	-	5
Company under Common Control #		
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited) @	1	-
Enterprise over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	2,574	2,266
13 Rent		
Associates		
Reliance Industrial Infrastructure Limited	13	17
Reliance Europe Limited	4	5
Joint Venture		
Alok Industries Limited	1	-
14 Professional Fees		
Associates		
Big Tree Entertainment Private Limited	4	-
Clayfin Technologies Private Limited	1	-
Neolync Solutions Private Limited	1	-
Reliance Europe Limited	20	11
15 Programming and Telecast Related Expenses		
Associate		
Eenadu Television Private Limited	26	20
Joint Ventures		
Hathway Cable MCN Nanded Private Limited	1	1
Hathway Dattatray Cable Network Private Limited	1	1
Hathway Latur MCN Cable & Datacom Private Limited	1	1
Hathway MCN Private Limited	8	7
Hathway Sai Star Cable & Datacom Private Limited	1	1
IBN Lokmat News Private Limited	3	2

@ Relationship established during the year.

 # Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

(₹ in crore)

Particulars	2023-24	2022-23
16 General Expenses		
Associates		
Big Tree Entertainment Private Limited	3	1
DEN ADN Network Private Limited	1	1
DEN New Broad Communication Private Limited	-	1
Den Satellite Network Private Limited	6	5
Eenadu Television Private Limited	7	1
Future101 Design Private Limited	-	1
MM Styles Private Limited	1	-
Vadodara Enviro Channel Limited	5	2
Joint Ventures		
Alok Industries Limited	-	1
Diesel Fashion India Reliance Private Limited	1	1
Iconix Lifestyle India Private Limited	28	20
Pipeline Management Services Private Limited	-	6
Zegna South Asia Private Limited	-	1
Company under Common Control #		
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited) @	48	-
Enterprise over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Sikka Ports & Terminals Limited	10	9
17 Donations		
Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
Dhirubhai Ambani Foundation	21	-
Hirachand Govardhandas Ambani Public Charitable Trust	3	3
Jamnaben Hirachand Ambani Foundation	180	155
Reliance Foundation	691	912
Reliance Foundation Institution of Education and Research	105	207
Reliance Foundation Youth Sports	58	34
Sir HN Hospital Trust	271	-
Sir Hurkisondas Nurrotamdas Hospital and Research Centre	31	-
18 Finance Costs		
Associate		
Reliance Europe Limited	4	3
19 Sale of Property Plant and Equipment		
Associate		
Reliance Logistics and Warehouse Holdings Limited @	10,901	-

 # Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Ms. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both RIL and JFS by exercise of voting rights.

@ Relationship established during the year.

(iv) Disclosure in respect of Major Related Party Balances as on 31st March, 2024

(₹ in crore)

Particulars	2023-24	2022-23
1 Loans and Advances		
Associates		
NexWafe GmbH	95	-
GTPL Hathway Limited	-	1
Reliance Realty Limited	464	468
Joint Venture		
Brooks Brothers India Private Limited	-	1

(₹ in crore)

	Particulars	2023-24	2022-23
2	**Deposits**		
	Associates		
	Ashwani Commercials Private Limited *	-	54
	Atri Exports Private Limited *	-	19
	Carin Commercials Private Limited *	-	9
	Centura Agro Private Limited *	-	8
	Chander Commercials Private Limited *	-	36
	Creative Agrotech Private Limited *	-	16
	Dunzo Digital Private Limited	26	-
	Einsten Commercials Private Limited *	-	36
	Fame Agro Private Limited *	-	3
	Gaurav Overseas Private Limited	17	17
	Gujarat Chemical Port Limited #	19	33
	Honeywell Properties Private Limited *	-	51
	Jaipur Enclave Private Limited *	-	4
	Jamnagar Utilities & Power Private Limited #	118	118
	Kaniska Commercials Private Limited *	-	41
	Marugandha Land Developers Private Limited *	-	5
	Netravati Commercials Private Limited *	-	7
	Noveltech Agro Private Limited *	-	3
	Parinita Commercials Private Limited *	-	28
	Pepino Farms Private Limited *	-	1
	Prakhar Commercials Private Limited *	-	10
	Rakshita Commercials Private Limited *	-	7
	Rocky Farms Private Limited *	-	29
	Shree Salasar Bricks Private Limited *	-	33
	Vishnumaya Commercials Private Limited *	-	7
	Joint Ventures		
	Alok Industries Limited	8	-
	Diesel Fashion India Reliance Private Limited	1	-
	Marks and Spencer Reliance India Private Limited	5	-
	Enterprises over which Key Managerial Personnel / Relatives are able to exercise significant influence		
	Sikka Ports & Terminals Limited #	353	353
3	**Unsecured Loans**		
	Associate		
	Reliance Europe Limited	85	80
4	**Financial Guarantees**		
	Joint Ventures		
	Sintex Industries Limited	1,900	1,900
	Alok Industries Limited	3,450	-

** Ceased to be related party during the year.*

 # Fair value of deposit as per Accounting Standard.

33.1 Compensation of Key Managerial Personnel

The compensation of directors and other member of Key Managerial Personnel during the year was as follows:

(₹ in crore)

	Particulars	2023-24	2022-23
i	Short-term benefits	93	99
ii	Post employment benefits	2	2
	Total	**95**	**101**

34.1 Disclosure of Group's interest in Oil and Gas Joint Arrangements (Joint Operations):

Sr. No.	Name of the Fields in the Joint Ventures	Company's % Interest 2023-24	Company's % Interest 2022-23	Partners and their Participating Interest (PI)	Country
1	Mid and South Tapti	30.00%	30.00%	BG Exploration & Production India Limited - 30% Oil and Natural Gas Corporation Limited - 40%	India
2	NEC - OSN - 97/2	66.67%	66.67%	BP Exploration (Alpha) Limited - 33.33%	India
3	KG - DWN - 98/3	66.67%	66.67%	BP Exploration (Alpha) Limited - 33.33%	India
4	KG-UDWHP-2018/1	60.00%	60.00%	BP Exploration (Alpha) Limited - 40%	India
5	KG-UDWHP-2022/1	60.00%	-	BP Exploration (Alpha) Limited - 40%	India

34.2 Quantities of Group's Interest (on Gross Basis) in Proved Reserves and Proved Developed Reserves:

Particulars	Proved Reserves in India (Million MT*)		Proved Developed Reserves in India (Million MT*)	
	2023-24	2022-23	2023-24	2022-23
Oil:				
Opening Balance	3.29	3.31	0.04	0.06
Addition to Reserves	-	-	3.25	-
Revision of estimates	0.03	-	0.03	-
Production	(0.59)	(0.02)	(0.59)	(0.02)
Closing Balance	**2.73**	**3.29**	**2.73**	**0.04**

Particulars	Proved Reserves in India (Million M3*)		Proved Developed Reserves in India (Million M3*)	
	2023-24	2022-23	2023-24	2022-23
Gas:				
Opening Balance	49,145	53,211	23,329	27,395
Addition to Reserves	-	-	16,727	-
Revision of estimates	150	895	150	895
Production	(6,852)	(4,961)	(6,852)	(4,961)
Closing Balance	**42,443**	**49,145**	**33,354**	**23,329**

** 1 cubic meter (M3) = 35.315 cubic feet and 1 cubic feet = 1000 BTU and 1 MT = 7.5 bbl*

The reserve estimates for producing fields are revised based on the performance of producing fields and with respect to discovered fields, the revision are based on the revised geological and reservoir simulation studies.

34.3 The Government of India (GOI), disallowed certain costs which the Production Sharing Contract (PSC), relating to Block KG-DWN-98/3 (KG-D6) entitles the Company to recover. The Company maintains that the Contractor is entitled to recover all of its costs under the terms of the PSC and there are no provisions that entitle the GOI to disallow the recovery of any Contract Cost. The Company referred the issue to arbitration with GOI for resolution of disputes. The demand from the GOI of $ 165 million (for ₹ 1,373 crore) being the Company's share (total demand $ 247 million – ₹ 2,060 crore) towards additional Profit Petroleum has been considered as contingent liability in the financial statements for the year ended 31st March, 2024.

In supersession of the Ministry's Gazette notification no. 22011/3/2012-ONG.D.V. dated 10th January, 2014, the GOI notified the New Domestic Natural Gas Pricing Guidelines, 2014 on 26th October, 2014. The GOI had directed the Company to instruct customers to deposit differential revenue on gas sales from D1D3 field on account of the prices determined under the guidelines converted to NCV basis and the prevailing price prior to 1st November, 2014 ($ 4.205 per MMBTU) to be credited to the gas pool account maintained by GAIL (India) Limited. The amount so deposited by customer to Gas Pool Account is ₹ 295 crore (net) as at 31st March, 2024. Revenue has been recognized at the GOI notified prices on GCV basis, in respect of gas quantities sold from D1D3 field from 1st November, 2014. This amount in the Gas Pool Account has also been challenged under cost recovery arbitration and is pending adjudication.

34.4 (a) GOI sent a notice to the KG-D6 Contractor on 4th November, 2016 asking the Contractor to deposit approximately US $1.55 billion on account of alleged gas migration from ONGC's blocks. RIL, as Operator, for and on behalf of all constituents of the Contractor, initiated arbitration proceedings against the GOI contesting its unfair claim. The Arbitral

Tribunal vide its Final Award dated 24th July, 2018 upheld Contractor's claims. GOI filed an Appeal on 15th November, 2018 before the Single Judge Bench of Hon'ble Delhi High Court (DHC), against the Final Award. Vide Judgment dated 9th May, 2023 the Hon'ble Single Judge of DHC upheld the Arbitration Award and dismissed GOI's appeal challenging the Award. An appeal was filed by GOI before the Division Bench of DHC to set aside single judge's judgment which is presently sub-judice.

(b) Arbitration was initiated by BG Exploration and Production India Limited and the Company (together the Claimants) against GOI under the PSCs for Panna – Mukta and Tapti blocks due to difference in interpretation of certain PSC provisions between Claimants and GOI. The Arbitration Tribunal has issued a number of final partial awards in this matter, some of which have (in part) not been in Claimant's favour. The arbitration is ongoing and a final award is yet to be issued. The arbitration has also led to satellite litigation in India (presently ongoing) and in the UK, which has resulted in court judgments that have not always been entirely in RIL's favour

(c) NTPC filed suit in 2006 for specific performance of contract for supply of natural gas of 132 trillion BTU annually for a period of 17 years. This suit is still pending adjudication in the Bombay High Court and the Company's fact witnesses in the suit are to be cross examined by NTPC.

Considering the complexity of above issues, the Company is of the view that any attempt for quantification of possible exposure to the Company will have an effect of prejudicing Company's legal position in the ongoing arbitration/ litigations. Moreover, the Company considers above demand/disputes as remote.

(₹ in crore)

	2023-24	2022-23
35. Contingent Liabilities and Commitments		
(I) Contingent Liabilities		
(A) Claims against the Group / disputed liabilities not acknowledged as debts		
(i) In respect of Joint Arrangements	1,373	1,406
(ii) In respect of Others	4,953	5,861
(B) Guarantees		
(i) On behalf of Joint Arrangements	817	1,947
(ii) On behalf of Associates / Joint Ventures	5,350	1,900
(II) Commitments		
(A) Estimated amount of contracts remaining to be executed on capital account and not provided for:		
(i) In respect of Joint Arrangements	436	1,753
(ii) In respect of Others	24,611	39,063
(B) Other Commitments		
(i) Investments	4,466	4,808

(III) On December 16, 2010, the Securities and Exchange Board of India (SEBI) issued a show cause notice ("SCN") inter alia to the Company (RIL) in connection with the trades by RIL in the stock exchanges in 2007 in the shares of Reliance Petroleum Limited, then a subsidiary of RIL. By an order dated March 24, 2017, the Whole Time Member ("WTM") passed directions: (i) prohibiting inter alia RIL from dealing in equity derivatives in the 'Futures & Options' segment of stock exchanges, directly or indirectly, for a period of one year from the date of the order; and (ii) to disgorge from RIL an amount of ₹ 447 crore along with interest at the rate of 12% per annum from November 29, 2007, till the date of payment. On an appeal by RIL, Securities Appellate Tribunal ("SAT") by a majority order (2:1), dismissed the appeal on November 5, 2020, and directed RIL to pay the disgorged amount within sixty days from the date of the order. The appeal of RIL and others had been admitted by the Hon'ble Supreme Court of India. By its order dated December 17, 2020, the Hon'ble Supreme Court of India directed RIL to deposit ₹ 250 crore in the Investors' Protection Fund, subject to the final result of the appeal and stayed the recovery of the balance, inclusive of interest, pending the appeal. RIL has complied with the order dated December 17, 2020, of the Hon'ble Supreme Court of India.

In the above matter, the adjudicating officer of SEBI ("AO") while adjudicating the show cause notice dated November 21, 2017 issued, inter alia, to RIL passed an order on January 1, 2021 imposing a penalty of ₹ 25 crore on RIL which has been paid under protest. In the appeal filed by RIL, the Hon'ble Securities Appellate Tribunal vide order dated December 4, 2023, did not interfere with the order passed by the AO since the matter was already covered by its earlier decision dated November 5, 2020, which is in appeal by RIL before the Hon'ble Supreme Court. RIL has filed an appeal in the Hon'ble Supreme Court of India against Order dated December 4, 2023 of SAT.

(IV) Hathway Cable and Datacom Limited has received Show Cause cum Demand notices ("SCNs") from the Department of Telecommunications ("DOT"), Government of India towards license fees aggregating to ₹ 3,202 crore which includes penalty and interest thereon (March 31, 2023: ₹ 3,748 crore including penalty and interest). The Group has made representations to DOT contesting the basis of such demands. Based on opinion of legal expert, the Group is confident that it has good grounds on merit to defend itself in the above matter. Accordingly, the Group is of the view that no provision is necessary in respect of the aforesaid matter.

36. Capital Management

The Group adheres to a disciplined Capital Management framework in order to maintain a strong balance sheet. The main objectives are as follows:

a) Maintain investment grade ratings for all issuing entities, domestically and internationally by ensuring that the financial strength of their Balance Sheets are preserved.

b) Manage foreign exchange, interest rates and commodity price risk, and minimise the impact of market volatility on earnings.

c) Diversify sources of financing and spread the maturity across tenure buckets in order to manage liquidity risk.

d) Leverage optimally in order to maximise shareholder returns.

The Net Gearing Ratio at the end of the reporting period was as follows:

(₹ in crore)

	As at 31st March, 2024	As at 31st March, 2023
Gross Debt	3,24,622	3,13,966
Cash and Marketable Securities *	2,08,341	1,88,200
Net Debt (A)	**1,16,281**	**1,25,766**
Total Equity (As per Balance Sheet) (B)	**7,93,481**	**7,15,872**
Net Gearing Ratio (A/B)	**0.15**	**0.18**

** Cash and Marketable Securities include Cash and Cash Equivalents of ₹ 97,225 crore (Previous Year ₹ 68,664 crore), Current Investments of ₹ 1,06,170 crore (Previous Year ₹ 1,18,473 crore), Other Marketable Securities of ₹ 4,980 crore (Previous Year ₹ 1,022 crore) and Share Call money receivable on rights issue of ₹ 34 crore (Previous Year ₹ 41 crore).*

37. Financial Instruments

A. Fair Value Measurement Hierarchy

(₹ in crore)

Particulars	As at 31st March, 2024				As at 31st March, 2023			
	Carrying Amount	Level of input used in			Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Investments #	1,015	-	-	-	12,810	-	-	-
Trade Receivables	31,628	-	-	-	28,448	-	-	-
Cash and Cash Equivalents	97,225	-	-	-	68,664	-	-	-
Loans	3,416	-	-	-	1,701	-	-	-
Other Financial Assets	24,537	-	-	-	19,575	-	-	-
At FVTPL								
Investments	51,348	38,635	12,371	342	26,017	16,037	9,635	345
Other Financial Assets	2,050	911	1,139	-	2,644	1,312	1,332	-
At FVTOCI								
Investments	1,55,236	36,138	31,153	87,945	1,83,087	36,727	50,681	95,679
Financial Liabilities								
At Amortised Cost								
Borrowings	3,24,622	-	-	-	3,13,966	-	-	-
Deferred Payment Liabilities	1,12,849	-	-	-	1,17,272	-	-	-
Trade Payables	1,78,377	-	-	-	1,47,172	-	-	-
Other Financial Liabilities	52,381	-	-	-	68,849	-	-	-
Lease Liabilities	21,520	-	-	-	20,426	-	-	-
At FVTPL								
Other Financial Liabilities	4,311	25	4,286	-	2,872	44	2,828	-
At FVTOCI								
Other Financial Liabilities	-	-	-	-	59	-	59	-

Excludes Investments in Associates and Joint Ventures of ₹ 18,073 crore (Previous Year ₹ 13,646 crore) measured at cost (Refer Note 2.1).

Reconciliation of fair value measurement of the investment categorised at Level 3:

(₹ in crore)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	At FVTPL	At FVTOCI	At FVTPL	At FVTOCI
Opening Balance	345	95,679	319	84,674
Addition during the year	19	1,233	25	11,288
Sale/Reduction during the year	(2)	(9,243)	-	(303)
Total Gain/(Loss)	(20)	276	1	95
On Demerger (Refer Note 43)	-	-	-	(75)
Closing Balance	**342**	**87,945**	**345**	**95,679**
Line item in which gain/loss recognised	Other Income - ₹ 1 crore unrealised	Other Comprehensive Income-Items that will not be reclassified to Profit or Loss	Other Income - ₹ 2 crore unrealised	Other Comprehensive Income-Items that will not be reclassified to Profit or Loss

Sensitivity of level 3 financial instrument's fair value to changes in significant unobservable inputs used in their fair valuation:

(₹ in crore)

Particulars	Valuation Technique	Significant Unobservable Input	Change in %	Sensitivity of the fair value to change in input	
				31st March 2024	31st March 2023
Investment in OCPS (FVTOCI)	Discounting Cash Flow	Discounting rate - 14.49%	+0.10%	(1,611)	(1,433)
		(Previous Year - 14.29%)	-0.10%	1,635	1,455

The financial instruments are categorised into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

Valuation Methodology

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

a) The fair value of investment in quoted Equity Shares, Bonds, Government Securities, Treasury Bills, Certificate of Deposits and Mutual Funds is measured at quoted price or NAV.

b) The fair value of Interest Rate Swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

c) The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using observable forward exchange rates and yield curves at the balance sheet date.

d) The fair value of over-the-counter Foreign Currency Option contracts is determined using the Black Scholes valuation model.

e) Commodity derivative contracts are valued using available information in markets and quotations from exchange, brokers and price index developers.

f) The fair value for Level 3 instruments is valued using inputs based on information about market participants assumptions and other data that are available.

g) The fair value of the remaining financial instruments is determined using discounted cash flow analysis.

h) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

B. Financial Risk Management

The Group's activities expose it to variety of financial risks: market risk, credit risk, interest rate risk and liquidity risk. Within the boundaries of approved Risk Management Policy framework, the Group uses derivative instruments to manage the volatility of financial markets and minimise the adverse impact on its financial performance.

i) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk.

a) Foreign Currency Risk

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The following table shows foreign currency exposures in US Dollar, Euro and Japanese Yen on financial instruments at the end of the reporting period. The exposure to all other foreign currencies are not material.

(₹ in crore)

Particulars	Foreign Currency Exposure					
	As at 31st March, 2024			As at 31st March, 2023		
	USD	EUR	JPY	USD	EUR	JPY
Borrowings	1,61,130	12,275	21,476	1,35,702	12,029	11,693
Trade and Other Payables	1,03,383	435	107	85,369	745	76
Trade and Other Receivables	(12,353)	(116)	(14)	(12,251)	(280)	(22)
Derivatives						
- Forwards and Futures	(64,040)	(12,190)	(21,710)	(23,921)	(11,806)	(11,776)
- Options	(47)	(47)	168	(4,860)	301	96
Exposure	**1,88,073**	**357**	**27**	**1,80,039**	**989**	**67**

b) Interest Rate Risk

The Group is also exposed to interest rate risk, changes in interest rates will affect future cash flows or the fair values of its financial instruments, principally debt. The Group issues debt in a variety of currencies based on market opportunities and it uses derivatives to hedge interest rate exposures.

The exposure of the Group's borrowings and derivatives to interest rate changes at the end of the reporting period are as follows:

(₹ in crore)

Particulars	Interest Rate Exposure	
	As at 31st March, 2024	As at 31st March, 2023
Borrowings		
Non-Current - Floating (Includes Current Maturities) *	1,47,418	1,21,093
Non-Current - Fixed (Includes Current Maturities) *	1,22,254	1,11,932
Current #	56,868	82,577
Total	**3,26,540**	**3,15,602**
Derivatives		
Foreign Currency Interest Rate Swaps	18,466	12,079
Rupees Interest Rate Swaps	66,420	50,500

** Includes ₹ 1,582 crore (Previous Year ₹ 1,190 crore) as Prepaid Finance Charges and ₹ 110 crore (Previous Year ₹ 127 crore) as fair valuation impact.*

 # Includes ₹ 226 crore (Previous Year ₹ 319 crore) as Commercial Paper Discount.

ii) Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of crude oil, other feed stock and products and bullion. The Group has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs.

The Group's commodity price risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the Group enters into various transactions using derivatives and uses over-the-counter as well as Exchange Traded Futures, Options and Swap contracts to hedge its commodity and freight exposure.

iii) Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the Group. Credit risk arises from Group's activities in investments, dealing in derivatives and receivables from customers and other financial instruments. The Group ensures that sales of products are made to customers with appropriate creditworthiness. Credit information is regularly shared between businesses and finance function, with a framework in place to quickly identify, respond and recognise cases of credit deterioration.

The Group has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk across the Group, is actively managed through Letters of Credit, Bank Guarantees, Parent Group Guarantees, advance payments, security deposits and factoring and forfaiting without recourse to Group. The Group restricts its fixed income investments in liquid securities carrying high credit rating.

iv) Liquidity Risk

Liquidity risk arises from the Group's inability to meet its cash flow commitments on the due date. The Group maintains sufficient stock of cash, marketable securities and committed credit facilities. The Group accesses global and local financial markets to meet its liquidity requirements. It uses a range of products and a mix of currencies to ensure efficient funding from across well-diversified markets and investor pools. Treasury monitors rolling forecasts of the Group's cash flow position and ensures that the Group is able to meet its financial obligation at all times including contingencies.

The Group's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses from across the different operating units and then arranges to either fund the net deficit or invest the net surplus in a range of short-dated, secure and liquid instruments including short-term bank deposits, money market funds, reverse repos and similar instruments. The portfolio of these investments is diversified to avoid concentration risk in any one instrument or counterparty.

(₹ in crore)

Particulars	Maturity Profile As at 31st March, 2024 *						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current #@	10,675	5,945	28,897	59,432	96,280	68,443	2,69,672
Current ^	56,462	253	153	-	-	-	56,868
Total	**67,137**	**6,198**	**29,050**	**59,432**	**96,280**	**68,443**	**3,26,540**
Lease Liabilities (Gross)	1,591	1,401	2,692	9,680	4,725	16,854	36,943
Derivative Liabilities							
Forwards	1,858	820	812	93	62	-	3,645
Options	62	10	23	33	36	-	164
Currency Swaps	-	-	2	34	260	3	299
Interest Rate Swaps	4	-	-	126	-	-	130
Total	**1,924**	**830**	**837**	**286**	**358**	**3**	**4,238**

** Does not include Trade Payables (Current) amounting to ₹ 1,78,377 crore.*

 # Includes ₹ 1,582 crore as Prepaid Finance Charges and ₹ 110 crore as fair valuation impact.

@ Does not include interest thereon (For Interest rate refer Note 16.4).

^ Includes ₹ 226 crore as Commercial Paper Discount.

(₹ in crore)

Particulars	Maturity Profile as at 31st March, 2023 *						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current #@	13,449	8,594	27,254	78,290	42,750	62,688	2,33,025
Current ^	77,761	3,500	1,316	-	-	-	82,577
Total	**91,210**	**12,094**	**28,570**	**78,290**	**42,750**	**62,688**	**3,15,602**
Lease Liabilities (Gross)	1,491	1,495	2,877	8,820	6,327	15,153	36,163
Derivative Liabilities							
Forwards	2,658	3,102	405	71	4	-	6,240
Options	106	20	63	35	-	-	224
Interest Rate Swaps	3	13	44	97	139	3	299
Total	**2,767**	**3,135**	**512**	**203**	**143**	**3**	**6,763**

** Does not include Trade Payables (Current) amounting to ₹ 1,47,172 crore.*

 # Includes ₹ 1,190 crore as Prepaid Finance Charges and ₹ 127 crore as fair valuation impact.

@ Does not include interest thereon (For Interest rate refer Note 16.4).

^ Includes ₹ 319 crore as Commercial Paper Discount.

C. Hedge Accounting

The Group's business objective includes safe-guarding its earnings against adverse price movements of crude oil and other feedstock, refined products, precious metals, freight costs as well as foreign exchange and interest rates. The Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include exchange traded futures and options, over-the-counter swaps, forwards and options as well as non-derivative instruments to achieve this objective.

There is an economic relationship between the hedged items and the hedging instruments. The Group has established a hedge ratio of 1:1 for the hedging relationships. To test the hedge effectiveness, the Group uses the hypothetical derivative method and Dollar offset method.

The hedge ineffectiveness can arise from:

- Differences in the timing of the cash flows.

- Different indexes (and accordingly different curves).

- The counterparties' credit risk differently impacting the fair value movements.

The table below shows the position of hedging instruments and hedged items as on the balance sheet date:

Disclosure of effect of Hedge Accounting:

A. Fair Value Hedge

Hedging Instruments

(₹ in crore)

Particulars	Nominal Value	Quantity		Carrying Amount		Changes in Fair Value	Hedge Maturity	Line Item in Balance Sheet
		(Kbbl)	(Kgs)	Assets	Liabilities			
As at 31st March, 2024								
Interest Rate Risk								
Derivative Contracts	17,362	-	-	-	155	(155)	April 2025 to March 2029	Other Financial Liabilities
Investments	20,072	-	-	20,253	-	181	February 2033 to November 2033	Investments
Commodity Price Risk								
Derivative Contracts	13,685	53,032	6,017	408	250	158	April 2024 - December 2024	Other Financial Asset/ Liabilities
As at 31st March, 2023								
Interest Rate Risk								
Derivative Contracts	7,825	-	-	-	142	(142)	October 2023 to January 2027	Other Financial Liabilities - Current
Commodity Price Risk								
Derivative Contracts	23,536	52,012	-	719	164	293	April 2023 to January 2024	Other Financial Assets / Liabilities

Hedged Items

(₹ in crore)

Particulars	Carrying Amount		Changes in Fair Value	Line Item in Balance Sheet
	Assets	Liabilities		
As at 31st March, 2024				
Interest Rate Risk				
Borrowings	-	37,492	(59)	Non-Current Borrowings
Commodity Price Risk				
Firm Commitments for purchase of feedstock and freight	-	408	(408)	Other Current Assets / Liabilities
Firm Commitments for sale of products	22	-	22	Other Current Assets
Inventories	9,221	-	155	Inventories
As at 31st March, 2023				
Interest Rate Risk				
Fixed rate borrowings	-	7,701	124	Non-Current Borrowings
Commodity Price Risk				
Firm Commitments for purchase of feedstock and freight	-	378	(12)	Other Current Assets / Liabilities
Firm Commitments for sale of products	84	-	57	Other Current Assets
Inventories	14,872	-	(338)	Inventories

B. Cash Flow Hedge

Hedging Instruments

(₹ in crore)

Particulars	Nominal Value	Carrying Amount		Changes in Fair Value	Hedge Maturity	Line Item in Balance Sheet
		Assets	Liabilities			
As at 31st March, 2024						
Foreign Currency Risk						
Foreign Currency Risk Components - Trade Payable	24,291	-	25,022	(331)	30th June 2024 to 31st March 2027	Trade Payables
Foreign Currency Risk Components - Borrowings	1,69,326	35	1,52,669	(2,623)	1st April 2024 to 30th September 2034	Borrowings
Interest Rate Risk						
Interest Rate Swaps	4,003	-	71	(71)	30th September 2028 to 31st March 2029	Other Financial Liabilities
As at 31st March, 2023						
Foreign Currency Risk						
Foreign Currency Risk Components - Trade Payable	23,839	-	24,651	(812)	30th June, 2023 to 31st March, 2026	Trade Payables
Foreign Currency Risk Components - Borrowings	1,22,082	-	1,35,844	(10,217)	30th June, 2023 to 31st March, 2033	Borrowings

Hedged Items

(₹ in crore)

Particulars	Nominal Value	Changes in Fair Value	Hedge Reserve	Line Item in Balance Sheet
As at 31st March, 2024				
Foreign Currency Risk				
Highly Probable Forecasted Exports	1,62,954	2,777	(15,564)	Other Equity
Foreign Currency Borrowings	30,412	265	(119)	Non-current Borrowings
Interest accrued but not due on Foreign Currency Borrowings	21	-	(0)	Other Financial Liabilities
Future Interest liability on Foreign Currency Borrowings	229	-	(1)	Other Financial Liabilities
Interest Rate Risk				
Borrowings	4,003	71	(51)	Other Equity
As at 31st March, 2023				
Foreign Currency Risk				
Highly Probable Forecasted Exports	1,45,921	11,029	(14,566)	Other Equity

C. Movement in Cash Flow Hedge

(₹ in crore)

Sr. No.	Particulars	2023-24	2022-23	Line Item in Balance Sheet / Statement of Profit and Loss
1	At the beginning of the year	(14,501)	(4,655)	
2	Gain/ (loss) recognised in Other Comprehensive Income during the year	(3,120)	(12,340)	Items that will be reclassified to Profit & Loss
3	Amount reclassified to Profit and Loss during the year	1,913	2,494	Value of Sale and Finance Cost
4	At the end of the year	**(15,708)**	**(14,501)**	Other Comprehensive Income

38. Segment Information

The Group has four principal operating and reporting segments; viz. Oil To Chemicals (O2C), Oil and Gas, Retail and Digital Services. Financial Services segment has been demerged w.e.f 31st March 2023. (Refer Note 43).

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

(I) Primary Segment Information

(₹ in crore)

	2023-24	O2C **	Oil and Gas	Retail **	Digital Services	Others	Unallocable	Total
1	**Segment Revenue**							
	External Turnover	5,63,608	18,341	3,02,835	41,663	73,675	-	10,00,122
	Inter Segment Turnover	1,141	6,098	4,013	91,275	6,841	-	-
	Value of Sales and Services (Revenue) *	**5,64,749**	**24,439**	**3,06,848**	**1,32,938**	**80,516**	**-**	**10,00,122**
	Less: GST Recovered	20,842	108	33,717	19,763	11,220	-	85,650
	Revenue from Operations (Net of GST)	**5,43,907**	**24,331**	**2,73,131**	**1,13,175**	**69,296**	**-**	**9,14,472**
2	**Segment Result before Interest and Taxes**	53,617	14,831	17,498	33,124	1,387	(2,187)	1,18,270
	Finance Cost							(23,118)
	Interest Income							9,575
	Profit Before Tax							**1,04,727**
	Current Tax							(13,590)
	Deferred Tax							(12,117)
	Profit after Tax (before adjustment for Non-Controlling Interest) from continuing operations							**79,020**
	Profit after Tax (before adjustment for Non-Controlling Interest) from discontinued operations							-
	Share of (Profit) /Loss transferred to Non-Controlling Interest							(9,399)
	Profit after Tax (after adjustment for Non-Controlling Interest)							**69,621**
3	**Other Information**							
	Segment Assets	4,16,322	36,625	1,98,765	5,55,269	2,52,435	2,96,570	17,55,986
	Segment Liabilities	1,27,177	11,842	74,618	2,37,800	38,759	12,65,790	17,55,986
	Capital Expenditure	20,251	3,449	24,506	57,378	2,3705	2,480	1,31,769
	Spectrum	-	-	-	-	-	-	-
	Depreciation / Amortisation and Depletion Expense	8,776	5,360	5,584	23,573	7,260	279	50,832

** Total Value of Sales and Services is after elimination of inter segment turnover of ₹ 1,09,368 crore.*

*** Segment results includes Interest income / Other Income pertaining to the respective segments.*

(₹ in crore)

	2022-23	O2C **	Oil and Gas	Retail **	Digital Services	Others	Unallocable	Total
1	**Segment**							
	External Turnover	5,93,319	10,578	2,55,457	35,758	79,752	-	9,74,864
	Inter Segment Turnover	1,331	5,930	4,937	84,033	8,703	-	-
	Value of Sales and Services (Revenue) *	**5,94,650**	**16,508**	**2,60,394**	**1,19,791**	**88,455**	**-**	**9,74,864**
	Less: GST Recovered	23,425	14	29,443	17,830	12,841	-	83,553
	Revenue from Operations (Net of GST)	**5,71,225**	**16,494**	**2,30,951**	**1,01,961**	**75,614**	**-**	**8,91,311**
2	**Segment Result before Interest and Taxes**	53,883	10,933	13,994	29,681	1,045	(6,516)	1,03,020
	Finance Cost							(19,571)
	Interest Income							10,597
	Profit Before Tax							**94,046**
	Current Tax							(8,398)
	Deferred Tax							(11,978)
	Profit after Tax (before adjustment for Non-Controlling Interest) from continuing operations							**73,670**
	Profit after Tax (before adjustment for Non-Controlling Interest) from discontinued operations							418
	Share of (Profit) / Loss transferred to Non-Controlling Interest							(7,386)
	Profit after Tax (after adjustment for Non-Controlling Interest)							**66,702**
3	**Other Information**							
	Segment Assets	3,85,504	37,812	1,68,314	5,06,238	2,17,133	2,92,430	16,07,431
	Segment Liabilities	55,757	6,042	68,221	2,21,920	43,364	12,12,127	16,07,431
	Capital Expenditure	19,116	4,749	51,413	58,488	4,745	3,298	1,41,809
	Spectrum	-	-	-	93,731	-	-	93,731
	Depreciation / Amortisation and Depletion Expense	8,192	2,656	3,980	20,605	4,566	304	40,303

Total Value of Sales and Services is after elimination of inter segment turnover of ₹ 1,04,934 crore.

*** Segment results includes Interest income / Other Income pertaining to the respective segments.*

(II) Inter segment pricing are at Arm's length basis.

(III) As per Indian Accounting Standard 108 - Operating Segments, the Company has reported segment information on consolidated basis including businesses conducted through its subsidiaries.

(IV) The reportable segments are further described below:

- The Oil to Chemicals business includes Refining, Petrochemicals, fuel retailing through Reliance BP Mobility Limited, aviation fuel and bulk wholesale marketing. It includes breadth of portfolio spanning transportation fuels, polymers, polyesters and elastomers. The deep and unique integration of O2C business includes world-class assets comprising Refinery Off-Gas Cracker, Aromatics, Gasification, multi-feed and gas crackers along with downstream manufacturing facilities, logistics and supply-chain infrastructure.
- The Oil and Gas segment includes exploration, development and production of crude oil and natural gas.
- The Retail segment includes consumer retail and range of related services.
- The Digital Services segment includes provision of a range of digital services.
- Other business segments which are not separately reportable have been grouped under the Others segment.
- Other investments / assets / liabilities, long term resources raised by the Group, business trade financing liabilities managed by the centralised treasury function and related income / expense are considered under Unallocated.

(V) Secondary Segment Information

(₹ in crore)

		2023-24	2022-23
1	**Segment Revenue – External Turnover**		
	Within India	6,49,864	5,79,087
	Outside India	3,50,258	3,95,777
	Total	**10,00,122**	**9,74,864**
2	**Non-Current Assets**		
	Within India	12,57,375	11,58,729
	Outside India	28,511	23,406
	Total	**12,85,886**	**11,82,135**

39. Enterprises Consolidated as Subsidiary in accordance with Indian Accounting Standard 110 – Consolidated Financial Statements

Sr. No.	Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
1	7-India Convenience Retail Limited	India	83.56%
2	Aaidea Solutions Limited	India	82.57%
3	Accops Systems FZ-LLC *	United Arab Emirates	53.68%
4	Accops Systems Private Limited	India	53.68%
5	Actoserba Active Wholesale Limited	India	71.99%
6	Addverb Technologies B.V. *	Netherlands	48.64%
7	Addverb Technologies Limited	India	48.64%
8	Addverb Technologies Pte. Ltd. *	Singapore	48.64%
9	Addverb Technologies Pty Limited *	Australia	48.64%
10	Addverb Technologies USA Inc. *	United States of America	48.64%
11	Adventure Marketing Private Limited	India	100.00%
12	AETN18 Media Private Limited	India	21.27%
13	Amante Exports (Private) Limited *	Sri Lanka	83.56%
14	Amante India Limited	India	83.56%
15	Amante Lanka (Private) Limited *	Sri Lanka	83.56%
16	Asteria Aerospace Limited	India	49.54%
17	Bhadohi DEN Entertainment Private Limited	India	33.99%
18	Bismi Connect Limited (Formerly known as Bismi Connect Private Limited)	India	83.56%
19	Bismi Hypermart Limited (Formerly known as Bismi Hypermart Private Limited)	India	83.56%
20	Catwalk Worldwide Limited (Formerly known as Catwalk Worldwide Private Limited)	India	71.05%
21	Channels India Network Private Limited	India	50.55%
22	Chennai Cable Vision Network Private Limited	India	40.17%
23	Colorful Media Private Limited	India	100.00%
24	Colosceum Media Private Limited	India	73.15%
25	Columbus Centre Corporation (Cayman) *	USA	100.00%
26	Columbus Centre Holding Company LLC *	USA	100.00%
27	Cover Story Clothing Limited	India	83.56%
28	Cover Story Clothing UK Limited *	United Kingdom	83.56%
29	Crystalline Silica and Mining Limited	India	100.00%
30	C-Square Info-Solutions Limited	India	74.74%
31	Dadha Pharma Distribution Limited	India	83.56%
32	DEN Ambey Cable Networks Private Limited	India	40.65%
33	Den Broadband Limited	India	66.64%
34	Den Budaun Cable Network Private Limited	India	33.98%
35	Den Discovery Digital Networks Private Limited	India	33.99%
36	Den Enjoy Cable Networks Private Limited	India	39.54%
37	Den Enjoy Navaratan Network Private Limited	India	20.17%
38	Den F K Cable TV Network Private Limited	India	33.99%
39	Den Fateh Marketing Private Limited	India	33.98%
40	Den Kashi Cable Network Limited	India	33.98%
41	Den Malayalam Telenet Private Limited	India	33.99%
42	Den Mod Max Cable Network Private Limited	India	33.99%
43	Den Nashik City Cable Network Private Limited	India	33.99%
44	Den Networks Limited	India	66.64%
45	Den Premium Multilink Cable Network Private Limited	India	33.99%

** Company having 31st December as reporting date.*

Sr. No.	Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
46	Den Rajkot City Communication Private Limited	India	33.97%
47	Den Satellite Cable TV Network Limited	India	50.31%
48	Den Saya Channel Network Limited	India	33.99%
49	Den Supreme Satellite Vision Private Limited	India	66.64%
50	Den-Manoranjan Satellite Private Limited	India	66.64%
51	Digital Media Distribution Trust	India	100.00%
52	Digital18 Media Limited	India	21.26%
53	Drashti Cable Network Limited	India	55.21%
54	Dronagiri Bokadvira East Infra Limited	India	100.00%
55	Dronagiri Bokadvira North Infra Limited	India	100.00%
56	Dronagiri Bokadvira South Infra Limited	India	100.00%
57	Dronagiri Bokadvira West Infra Limited	India	100.00%
58	Dronagiri Dongri East Infra Limited	India	100.00%
59	Dronagiri Dongri North Infra Limited	India	100.00%
60	Dronagiri Dongri South Infra Limited	India	100.00%
61	Dronagiri Dongri West Infra Limited	India	100.00%
62	Dronagiri Funde East Infra Limited	India	100.00%
63	Dronagiri Funde North Infra Limited	India	100.00%
64	Dronagiri Funde South Infra Limited	India	100.00%
65	Dronagiri Funde West Infra Limited	India	100.00%
66	Dronagiri Navghar East Infra Limited	India	100.00%
67	Dronagiri Navghar North First Infra Limited	India	100.00%
68	Dronagiri Navghar North Infra Limited	India	100.00%
69	Dronagiri Navghar North Second Infra Limited	India	100.00%
70	Dronagiri Navghar South First Infra Limited	India	100.00%
71	Dronagiri Navghar South Infra Limited	India	100.00%
72	Dronagiri Navghar South Second Infra Limited	India	100.00%
73	Dronagiri Navghar West Infra Limited	India	100.00%
74	Dronagiri Pagote East Infra Limited	India	100.00%
75	Dronagiri Pagote North First Infra Limited	India	100.00%
76	Dronagiri Pagote North Infra Limited	India	100.00%
77	Dronagiri Pagote North Second Infra Limited	India	100.00%
78	Dronagiri Pagote South First Infra Limited	India	100.00%
79	Dronagiri Pagote South Infra Limited	India	100.00%
80	Dronagiri Pagote West Infra Limited	India	100.00%
81	Dronagiri Panje East Infra Limited	India	100.00%
82	Dronagiri Panje North Infra Limited	India	100.00%
83	Dronagiri Panje South Infra Limited	India	100.00%
84	Dronagiri Panje West Infra Limited	India	100.00%
85	e-Eighteen.com Limited	India	67.22%
86	Elite Cable Network Private Limited	India	42.29%
87	Eminent Cable Network Private Limited	India	37.32%
88	Enercent Technologies Private Limited	India	75.51%
89	Eternalia Media Private Limited	India	42.64%
90	Ethane Coral LLC *	Marshall Islands	100.00%
91	Ethane Diamond LLC *	Marshall Islands	100.00%
92	Ethane Jade LLC *	Marshall Islands	100.00%
93	Faradion Limited *	United Kingdom	92.01%
94	Faradion UG *	Germany	92.01%
95	Foodhall Franchises Limited	India	83.56%
96	Future Lifestyles Franchisee Limited	India	83.56%
97	Futuristic Media and Entertainment Limited	India	66.64%
98	Galaxy Den Media & Entertainment Private Limited	India	66.64%
99	Genesis Colors Limited	India	69.02%
100	Genesis La Mode Private Limited	India	76.08%
101	GLB Body Care Private Limited	India	79.82%
102	GLF Lifestyle Brands Private Limited	India	76.08%
103	GML India Fashion Private Limited	India	76.08%
104	Grab A Grub Services Limited	India	68.86%
105	Greycells18 Media Limited	India	65.61%
106	Hamleys (Franchising) Limited *	United Kingdom	67.53%
107	Hamleys Asia Limited *	Hongkong	67.53%
108	Hamleys of London Limited *	United Kingdom	67.53%
109	Hamleys Toys (Ireland) Limited *	Ireland	67.53%
110	Hathway Bhaskar CCN Multi Entertainment Private Limited	India	52.86%
111	Hathway Bhawani Cabletel & Datacom Limited	India	40.01%
112	Hathway Cable and Datacom Limited	India	52.86%
113	Hathway Digital Limited	India	52.86%
114	Hathway Kokan Crystal Cable Network Limited	India	52.86%
115	Hathway Mantra Cable & Datacom Limited	India	52.86%
116	Hathway Nashik Cable Network Private Limited	India	47.61%
117	Hathway VCN Cablenet Private Limited	India	52.86%
118	ICD Columbus Centre Hotel LLC *	USA	74.87%
119	Independent Media Trust	India	100.00%
120	India Mumbai Indians (Pty) Ltd *	South Africa	100.00%
121	IndiaCast Media Distribution Private Limited	India	31.48%
122	IndiaCast UK Limited *	United Kingdom	31.48%
123	IndiaCast US Limited *	United States of America	31.48%
124	Indiavidual Learning Limited	India	56.72%

* Company having 31st December as reporting date.

Sr. No.	Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
125	Indiawin Sports Middle East Limited *	United Arab Emirates	100.00%
126	Indiawin Sports Private Limited	India	100.00%
127	Indiawin Sports USA Inc. *	USA	100.00%
128	Infomedia Press Limited	India	37.08%
129	Intimi India Limited	India	83.56%
130	IPCO Holdings LLP *	United Kingdom	51.33%
131	IW Columbus Centre LLC *	USA	74.87%
132	Jaisuryas Retail Ventures Limited	India	83.56%
133	Jio Cable and Broadband Holdings Private Limited	India	100.00%
134	Jio Content Distribution Holdings Private Limited	India	100.00%
135	Jio Digital Distribution Holdings Private Limited	India	100.00%
136	Jio Estonia OÜ *	Estonia	66.43%
137	Jio Futuristic Digital Holdings Private Limited	India	100.00%
138	Jio Haptik Technologies Limited	India	66.43%
139	Jio Infrastructure Management Services Limited	India	100.00%
140	Jio Internet Distribution Holdings Private Limited	India	100.00%
141	Jio Limited	India	100.00%
142	Jio Media Limited	India	66.43%
143	Jio Platforms Limited	India	66.43%
144	Jio Satellite Communications Limited	India	66.43%
145	Jio Television Distribution Holdings Private Limited	India	100.00%
146	Jio Things Limited	India	66.43%
147	Just Dial Limited	India	53.34%
148	Kalamboli East Infra Limited	India	100.00%
149	Kalamboli North First Infra Limited	India	100.00%
150	Kalamboli North Infra Limited	India	100.00%
151	Kalamboli North Second Infra Limited	India	100.00%
152	Kalamboli North Third Infra Limited	India	100.00%
153	Kalamboli South First Infra Limited	India	100.00%
154	Kalamboli South Infra Limited	India	100.00%
155	Kalamboli West Infra Limited	India	100.00%
156	Kalanikethan Fashions Limited	India	83.56%
157	Kalanikethan Silks Limited	India	83.56%
158	KIKO Cosmetics Retail Private Limited	India	83.56%
159	Kishna Den Cable Networks Private Limited	India	33.99%
160	Kutch New Energy Projects Limited	India	100.00%
161	Libra Cable Network Limited	India	33.99%
162	Lithium Werks China Manufacturing Co., Ltd. *	China	87.26%
163	Lithium Werks Technology B.V. *	Netherlands	87.26%
164	Lotus Chocolate Company Limited	India	42.62%
165	M Entertainments Private Limited	India	83.17%
166	Mahadev Den Cable Network Limited	India	33.99%
167	Mahavir Den Entertainment Private Limited	India	34.09%
168	Mansion Cable Network Private Limited	India	43.98%
169	Mayuri Kumkum Limited	India	42.62%
170	Media18 Distribution Services Limited	India	73.15%
171	Meerut Cable Network Private Limited	India	33.99%
172	Mesindus Ventures Limited	India	69.63%
173	Metro Cash and Carry India Private Limited	India	83.56%
174	Mimosa Networks Bilişim Teknolojileri Limited Şirketi *	Turkey	66.43%
175	Mimosa Networks, Inc. *	USA	66.43%
176	Mindex 1 Limited *	Gibraltar	100.00%
177	Model Economic Township Limited	India	100.00%
178	Moneycontrol Dot Com India Limited	India	67.22%
179	MYJD Private Limited	India	53.34%
180	Netmeds Healthcare Limited	India	83.56%
181	Network 18 Media Trust	India	73.15%
182	Network18 Media & Investments Limited	India	73.15%
183	New Emerging World of Journalism Limited	India	49.82%
184	New York Hotel, LLC *	USA	74.87%
185	NextGen Fast Fashion Limited	India	83.56%
186	Nilgiris Stores Limited	India	83.56%
187	NowFloats Technologies Limited	India	73.81%
188	Purple Panda Fashions Limited	India	76.09%
189	Radiant Satellite (India) Private Limited	India	66.64%
190	Radisys B.V. *	Netherlands	66.43%
191	Radisys Canada Inc. *	Canada	66.43%
192	Radisys Cayman Limited *	Cayman Islands	66.43%
193	Radisys Convedia (Ireland) Limited *	Ireland	66.43%
194	Radisys Corporation *	United States of America	66.43%
195	Radisys GmbH *	Germany	66.43%
196	Radisys India Limited	India	66.43%
197	Radisys International LLC *	United States of America	66.43%
198	Radisys International Singapore Pte. Ltd. *	Singapore	66.43%
199	Radisys Spain S.L.U. *	Spain	66.43%
200	Radisys Systems Equipment Trading (Shanghai) Co. Ltd. *	China	66.43%
201	Radisys Technologies (Shenzhen) Co., Ltd. *	China	66.43%
202	Radisys UK Limited *	United Kingdom	66.43%
203	RB Holdings Private Limited	India	100.00%
204	RB Media Holdings Private Limited	India	100.00%
205	RB Mediasoft Private Limited	India	100.00%
206	RBML Solutions India Limited	India	51.00%

* Company having 31st December as reporting date.

Sr. No.	Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
207	REC Americas LLC *	United States of America	100.00%
208	REC ScanModule Sweden AB *	Sweden	100.00%
209	REC Solar (Japan) Co., Ltd. *	Japan	100.00%
210	REC Solar EMEA GmbH *	Germany	100.00%
211	REC Solar France *	France	100.00%
212	REC Solar Holdings AS *	Norway	100.00%
213	REC Solar Norway AS *	Norway	100.00%
214	REC Solar Pte. Ltd. *	Singapore	100.00%
215	REC Systems (Thailand) Co., Ltd. *	Thailand	99.99%
216	REC Trading (Shanghai) Co., Ltd. *	China	100.00%
217	REC US Holdings, Inc. *	United States of America	100.00%
218	Recron (Malaysia) Sdn. Bhd. *	Malaysia	100.00%
219	Reliance 4IR Realty Development Limited	India	100.00%
220	Reliance A&T Fashions Private Limited	India	63.51%
221	Reliance Abu Sandeep Private Limited	India	42.62%
222	Reliance AK-OK Fashions Limited	India	50.14%
223	Reliance Ambit Trade Private Limited	India	100.00%
224	Reliance Beauty & Personal Care Limited	India	83.56%
225	Reliance Bhutan Limited	India	100.00%
226	Reliance Bio Energy Limited	India	100.00%
227	Reliance BP Mobility Limited	India	51.00%
228	Reliance Brands Eyewear Private Limited (Formerly known as Rod Retail Private Limited)	India	83.56%
229	Reliance Brands Holding UK Limited *	United Kingdom	67.53%
230	Reliance Brands Limited	India	67.53%
231	Reliance Brands Luxury Fashion Private Limited	India	68.60%
232	Reliance Carbon Fibre Cylinder Limited	India	100.00%
233	Reliance Chemicals and Materials Limited	India	100.00%
234	Reliance Clothing India Limited	India	83.56%
235	Reliance Commercial Dealers Limited	India	100.00%
236	Reliance Comtrade Private Limited	India	100.00%
237	Reliance Consumer Products Limited	India	83.56%
238	Reliance Content Distribution Limited	India	100.00%
239	Reliance Corporate IT Park Limited	India	100.00%
240	Reliance Digital Health Limited	India	100.00%
241	Reliance Digital Health USA Inc. *	United States of America	100.00%
242	Reliance Eagleford Upstream LLC *	United States of America	100.00%
243	Reliance Electrolyser Manufacturing Limited	India	100.00%
244	Reliance Eminent Trading & Commercial Private Limited	India	100.00%
245	Reliance Ethane Holding Pte. Ltd. *	Singapore	100.00%
246	Reliance Ethane Pipeline Limited	India	100.00%
247	Reliance Exploration & Production DMCC *	United Arab Emirates	100.00%
248	Reliance Finance and Investments USA LLC *	United States of America	100.00%
249	Reliance GAS Lifestyle India Private Limited	India	34.60%
250	Reliance Gas Pipelines Limited	India	100.00%
251	Reliance Global Energy Services (Singapore) Pte. Limited *	Singapore	100.00%
252	Reliance Global Energy Services Limited *	United Kingdom	100.00%
253	Reliance Global Project Services Pte. Ltd. *	Singapore	100.00%
254	Reliance Global Project Services UK Limited *	United Kingdom	100.00%
255	Reliance Green Hydrogen and Green Chemicals Limited	India	100.00%
256	Reliance Hydrogen Electrolysis Limited	India	100.00%
257	Reliance Hydrogen Fuel Cell Limited	India	100.00%
258	Reliance Industries (Middle East) DMCC *	United Arab Emirates	100.00%
259	Reliance Innovative Building Solutions Private Limited	India	100.00%
260	Reliance International Limited *	United Arab Emirates	100.00%
261	Reliance Jio Global Resources, LLC *	United States of America	66.43%
262	Reliance Jio Infocomm Limited	India	66.43%
263	Reliance Jio Infocomm Pte. Ltd. *	Singapore	66.43%
264	Reliance Jio Infocomm UK Limited *	United Kingdom	66.43%
265	Reliance Jio Infocomm USA, Inc. *	United States of America	66.43%
266	Reliance Lifestyle Products Private Limited	India	68.07%
267	Reliance Lithium Werks B.V. *	Netherlands	87.26%
268	Reliance Lithium Werks USA LLC *	United States of America	87.26%
269	Reliance Luxe Beauty Limited (Formerly known as Arvind Beauty Brands Retail Limited)	India	83.56%
270	Reliance Mappedu Multi Modal Logistics Park Limited	India	55.15%
271	Reliance Marcellus LLC *	United States of America	100.00%
272	Reliance NeuComm LLC *	United States of America	100.00%
273	Reliance New Energy Battery Storage Limited	India	100.00%
274	Reliance New Energy Carbon Fibre Cylinder Limited	India	100.00%
275	Reliance New Energy Hydrogen Electrolysis Limited	India	100.00%
276	Reliance New Energy Hydrogen Fuel Cell Limited	India	100.00%

* Company having 31st December as reporting date.

Sr. No.	Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
277	Reliance New Energy Limited	India	100.00%
278	Reliance New Energy Power Electronics Limited	India	100.00%
279	Reliance New Energy Storage Limited	India	100.00%
280	Reliance New Power Electronics Limited	India	100.00%
281	Reliance New Solar Energy Limited	India	100.00%
282	Reliance Petro Marketing Limited	India	100.00%
283	Reliance Petro Materials Limited	India	100.00%
284	Reliance Polyester Limited	India	100.00%
285	Reliance Power Electronics Limited	India	100.00%
286	Reliance Progressive Traders Private Limited	India	100.00%
287	Reliance Projects & Property Management Services Limited	India	100.00%
288	Reliance Prolific Commercial Private Limited	India	100.00%
289	Reliance Prolific Traders Private Limited	India	100.00%
290	Reliance Rahul Mishra Fashion Private Limited	India	42.62%
291	Reliance Retail and Fashion Lifestyle Limited	India	83.56%
292	Reliance Retail Limited	India	83.56%
293	Reliance Retail Ventures Limited	India	83.56%
294	Reliance Ritu Kumar Private Limited	India	43.63%
295	Reliance Sibur Elastomers Private Limited	India	74.90%
296	Reliance SOU Limited	India	100.00%
297	Reliance Strategic Business Ventures Limited	India	100.00%
298	Reliance Syngas Limited	India	100.00%
299	Reliance TerraTech Holdings LLC *	United States of America	100.00%
300	Reliance UbiTek LLC *	United States of America	100.00%
301	Reliance Universal Traders Private Limited	India	100.00%
302	Reliance Vantage Retail Limited	India	100.00%
303	Reliance Ventures Limited	India	100.00%
304	Reliance-GrandOptical Private Limited	India	83.56%
305	Reverie Language Technologies Limited	India	56.17%
306	RIL USA, Inc. *	United States of America	100.00%
307	RISE Worldwide Limited	India	100.00%
308	Ritu Kumar ME (FZE) *	United Arab Emirates	43.63%
309	Roptonal Limited *	Cyprus	21.26%
310	Rose Entertainment Private Limited	India	33.99%
311	RP Chemicals (Malaysia) Sdn. Bhd. *	Malaysia	100.00%
312	RRB Mediasoft Private Limited	India	100.00%
313	Saavn Media Limited	India	58.43%
314	SankhyaSutra Labs Limited	India	57.66%
315	SenseHawk, Inc. *	United States of America	79.40%
316	Sensehawk India Private Limited *	India	79.40%
317	Sensehawk MEA Limited *	United Arab Emirates	79.40%
318	Shopsense Retail Technologies Limited	India	72.44%
319	Shri Kannan Departmental Store Limited	India	83.56%
320	skyTran Inc. * ^	United States of America	62.83%
321	Soubhagya Confectionery Private Limited	India	42.62%
322	Srishti Den Networks Limited	India	33.99%
323	Stoke Park Limited *	United Kingdom	100.00%
324	Strand Life Sciences Private Limited	India	90.86%
325	Surajya Services Limited	India	50.14%
326	Surela Investment And Trading Limited	India	100.00%
327	Tesseract Imaging Limited	India	62.21%
328	The Indian Film Combine Private Limited	India	83.17%
329	Thodupuzha Retail Private Limited	India	83.56%
330	Tira Beauty Limited	India	83.56%
331	Tresara Health Limited	India	83.56%
332	TV18 Broadcast Limited	India	41.70%
333	Ulwe East Infra Limited	India	100.00%
334	Ulwe North Infra Limited	India	100.00%
335	Ulwe South Infra Limited	India	100.00%
336	Ulwe Waterfront East Infra Limited	India	100.00%
337	Ulwe Waterfront North Infra Limited	India	100.00%
338	Ulwe Waterfront South Infra Limited	India	100.00%
339	Ulwe Waterfront West Infra Limited	India	100.00%
340	Ulwe West Infra Limited	India	100.00%
341	Urban Ladder Home Décor Solutions Limited	India	83.56%
342	VasyERP Solutions Private Limited	India	84.21%
343	VBS Digital Distribution Network Limited	India	33.99%
344	Vengara Retail Private Limited	India	83.56%
345	Viacom 18 Media (UK) Limited *	United Kingdom	21.26%
346	Viacom 18 Media Private Limited	India	21.26%
347	Viacom 18 US Inc. *	United States of America	21.26%
348	Vitalic Health Limited	India	67.95%
349	V - Retail Limited (Formerly known as V - Retail Private Limited)	India	71.03%
350	Watermark Infratech Private Limited	India	100.00%
351	Web18 Digital Services Limited	India	73.15%

* Company having 31st December as reporting date.

^ Company was subsidiary for part of the year.

40. Enterprises Consolidated as Associates and Joint Ventures in accordance with Indian Accounting Standard 28 – Investments in Associates and Joint Ventures

Sr. No.	Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
1	Alok Industries Limited	India	40.01%
2	BAM DLR Chennai Private Limited	India	33.33%
3	BAM DLR Data Center Services Private Limited	India	33.33%
4	BAM DLR Kolkata Private Limited	India	33.33%
5	BAM DLR Mumbai Private Limited	India	33.33%
6	BAM DLR Network Services Private Limited	India	33.33%
7	Big Tree Entertainment Private Limited	India	28.74%
8	Brooks Brothers India Private Limited	India	33.09%
9	Burberry India Private Limited	India	33.82%
10	CAA Brands Reliance Private Limited (Formerly known as CAA-Global Brands Reliance Private Limited)	India	33.77%
11	Caelux Corporation	United States of America	22.70%
12	Canali India Private Limited	India	33.62%
13	Circle E Retail Private Limited	India	17.56%
14	Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited)	India	21.73%
15	Clayfin Technologies Private Limited	India	38.41%
16	D. E. Shaw India Securities Private Limited	India	50.00%
17	DEN ADN Network Private Limited	India	33.99%
18	Den Satellite Network Private Limited	India	33.32%
19	Diesel Fashion India Reliance Private Limited	India	33.09%
20	Dunzo Digital Private Limited	India	25.03%
21	Eenadu Television Private Limited	India	10.22%
22	Ethane Crystal LLC	Marshall Islands	50.00%
23	Ethane Emerald LLC	Marshall Islands	50.00%
24	Ethane Opal LLC	Marshall Islands	50.00%
25	Ethane Pearl LLC	Marshall Islands	50.00%
26	Ethane Sapphire LLC	Marshall Islands	50.00%
27	Ethane Topaz LLC	Marshall Islands	50.00%
28	Football Sports Development Limited	India	65.00%
29	Future101 Design Private Limited	India	29.04%
30	Gaurav Overseas Private Limited	India	50.00%
31	GenNext Ventures Investment Advisers LLP	India	50.00%
32	GTPL Hathway Limited	India	20.37%
33	Gujarat Chemical Port Limited	India	41.80%
34	Hathway Bhawani NDS Network Limited	India	20.40%
35	Hathway Cable MCN Nanded Private Limited	India	23.81%
36	Hathway Channel 5 Cable and Datacom Private Limited	India	26.96%
37	Hathway Dattatray Cable Network Private Limited	India	26.96%
38	Hathway ICE Television Private Limited	India	26.96%
39	Hathway Latur MCN Cable & Datacom Private Limited	India	26.96%
40	Hathway MCN Private Limited	India	26.96%
41	Hathway Prime Cable & Datacom Private Limited	India	26.96%
42	Hathway Sai Star Cable & Datacom Private Limited	India	26.96%
43	Hathway Sonali OM Crystal Cable Private Limited	India	35.94%
44	Hathway SS Cable & Datacom LLP	India	26.96%
45	IBN Lokmat News Private Limited	India	20.85%
46	Iconix Lifestyle India Private Limited	India	33.77%
47	India Gas Solutions Private Limited	India	50.00%
48	Indian Vaccines Corporation Limited	India	33.33%
49	Indospace MET Logistics Park Farukhnagar Private Limited	India	26.00%
50	Jio Space Technology Limited	India	33.88%
51	Marks and Spencer Reliance India Private Limited	India	40.94%
52	MM Styles Private Limited	India	27.01%
53	Neolync Solutions Private Limited	India	40.00%
54	NexWafe GmbH	Germany	23.78%
55	NW18 HSN Holdings PLC	Cyprus	29.77%
56	Omnia Toys India Private Limited	India	27.01%
57	Pan Cable Services Private Limited	India	17.62%
58	Pipeline Management Services Private Limited	India	50.00%
59	Reliance Bally India Private Limited	India	33.77%
60	Reliance Europe Limited	United Kingdom	50.00%
61	Reliance Industrial Infrastructure Limited	India	45.43%
62	Reliance International Leasing IFSC Limited	India	50.00%
63	Reliance Logistics and Warehouse Holdings Limited	India	55.15%
64	Reliance Paul & Shark Fashions Private Limited	India	33.77%
65	Reliance Sideways Private Limited	India	33.77%
66	Reliance-Vision Express Private Limited	India	41.78%
67	Ritu Kumar Fashion (LLC)	United Arab Emirates	21.38%
68	Ryohin-Keikaku Reliance India Private Limited	India	33.09%
69	Sanmina-SCI India Private Limited	India	50.10%
70	Sintex Industries Limited	India	70.00%
71	Sodium-ion Batteries Pty Limited	Australia	45.91%
72	Sosyo Hajoori Beverages Private Limited	India	41.78%
73	Sterling and Wilson Renewable Energy Limited	India	32.54%
74	TCO Reliance India Private Limited	India	33.09%
75	Two Platforms Inc.	United States of America	16.61%
76	Ubona Technologies Private Limited	India	36.58%
77	Vadodara Enviro Channel Limited	India	28.57%
78	Zegna South Asia Private Limited	India	33.09%

41. Additional Information, as required under Schedule III to the Companies Act, 2013, of Enterprises Consolidated as Subsidiaries / Associates / Joint Ventures

Sr. No.	Name of the Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
PARENT									
1	Reliance Industries Limited	64.92%	5,15,095.57	60.39%	42,042.46	1.20%	42.85	57.50%	42,085.31
SUBSIDIARIES									
	Indian								
1	7-India Convenience Retail Limited	0.02%	194.59	(0.05%)	(32.76)	0.00%	0.07	(0.04%)	(32.69)
2	Aaidea Solutions Limited	0.00%	(19.40)	0.01%	9.65	0.01%	0.49	0.01%	10.14
3	Accops Systems Private Limited ^	0.01%	51.74	0.02%	15.85	-	-	0.02%	15.85
4	Actoserba Active Wholesale Limited	0.00%	(8.97)	(0.06%)	(39.45)	0.03%	0.98	(0.05%)	(38.47)
5	Addverb Technologies Limited	0.06%	441.26	(0.09%)	(62.20)	0.03%	1.07	(0.08%)	(61.13)
6	Adventure Marketing Private Limited	0.05%	383.28	0.00%	0.01	-	-	0.00%	0.01
7	Amante India Limited	0.00%	0.18	(0.03%)	(22.80)	0.02%	0.56	(0.03%)	(22.24)
8	Asteria Aerospace Limited	0.00%	21.73	(0.00%)	(1.99)	0.00%	0.14	0.00%	(1.85)
9	Bismi Connect Limited (Formerly known as Bismi Connect Private Limited) ^	(0.01%)	(59.00)	(0.03%)	(20.26)	0.00%	(0.04)	(0.03%)	(20.30)
10	Bismi Hypermart Limited (Formerly known as Bismi Hypermart Private Limited) ^	(0.01%)	(70.34)	(0.04%)	(27.77)	0.01%	0.19	(0.04%)	(27.58)
11	Catwalk Worldwide Limited (Formerly known as Catwalk Worldwide Private Limited)	0.00%	19.59	(0.00%)	(1.89)	(0.02%)	(0.68)	0.00%	(2.57)
12	Colorful Media Private Limited	0.05%	383.13	0.00%	0.01	-	-	0.00%	0.01
13	Cover Story Clothing Limited	0.00%	4.22	(0.10%)	(67.47)	0.00%	0.01	(0.09%)	(67.46)
14	Crystalline Silica and Mining Limited ^	0.03%	214.72	(0.00%)	(1.72)	-	-	0.00%	(1.72)
15	C-Square Info-Solutions Limited	0.01%	58.23	(0.01%)	(6.17)	0.00%	0.13	(0.01%)	(6.04)
16	Dadha Pharma Distribution Limited	0.00%	16.00	0.00%	0.36	0.00%	0.04	0.00%	0.40
17	Den Networks Limited (Consolidated)	0.44%	3,463.48	0.31%	212.80	0.02%	0.62	0.29%	213.42
18	Digital Media Distribution Trust	0.73%	5,820.69	(0.00%)	(0.01)	-	-	0.00%	(0.01)
19	Dronagiri Bokadvira East Infra Limited	0.00%	22.76	-	-	-	-	-	-
20	Dronagiri Bokadvira North Infra Limited	0.00%	15.46	-	-	-	-	-	-
21	Dronagiri Bokadvira South Infra Limited	0.00%	5.90	-	-	-	-	-	-
22	Dronagiri Bokadvira West Infra Limited	0.00%	3.17	-	-	-	-	-	-
23	Dronagiri Dongri East Infra Limited	0.00%	2.57	(0.00%)	(0.01)	-	-	0.00%	(0.01)
24	Dronagiri Dongri North Infra Limited	0.00%	8.28	-	-	-	-	-	-
25	Dronagiri Dongri South Infra Limited	0.00%	7.17	-	-	-	-	-	-
26	Dronagiri Dongri West Infra Limited	0.00%	13.75	-	-	-	-	-	-
27	Dronagiri Funde East Infra Limited	0.00%	5.23	-	-	-	-	-	-
28	Dronagiri Funde North Infra Limited	0.00%	5.58	-	-	-	-	-	-
29	Dronagiri Funde South Infra Limited	0.00%	3.67	-	-	-	-	-	-
30	Dronagiri Funde West Infra Limited	0.00%	0.03	-	-	-	-	-	-
31	Dronagiri Navghar East Infra Limited	0.00%	23.09	(0.00%)	(0.01)	-	-	0.00%	(0.01)
32	Dronagiri Navghar North First Infra Limited	0.00%	2.89	(0.00%)	(0.01)	-	-	0.00%	(0.01)
33	Dronagiri Navghar North Infra Limited	0.00%	20.21	(0.00%)	(0.01)	-	-	0.00%	(0.01)
34	Dronagiri Navghar North Second Infra Limited	0.00%	2.25	(0.00%)	(0.01)	-	-	0.00%	(0.01)
35	Dronagiri Navghar South First Infra Limited	0.00%	1.79	(0.00%)	(0.01)	-	-	0.00%	(0.01)
36	Dronagiri Navghar South Infra Limited	0.00%	13.76	(0.00%)	(0.01)	-	-	0.00%	(0.01)
37	Dronagiri Navghar South Second Infra Limited	0.00%	3.55	(0.00%)	(0.01)	-	-	0.00%	(0.01)
38	Dronagiri Navghar West Infra Limited	0.00%	1.90	(0.00%)	(0.01)	-	-	0.00%	(0.01)

^ Company was Subsidiary / Associate / Joint Venture for part of the year.

Sr. No.	Name of the Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
39	Dronagiri Pagote East Infra Limited	0.00%	3.10	(0.00%)	(0.01)	-	-	0.00%	(0.01)
40	Dronagiri Pagote North First Infra Limited	0.00%	3.00	(0.00%)	(0.01)	-	-	0.00%	(0.01)
41	Dronagiri Pagote North Infra Limited	0.00%	9.60	-	-	-	-	-	-
42	Dronagiri Pagote North Second Infra Limited	0.00%	2.74	(0.00%)	(0.01)	-	-	0.00%	(0.01)
43	Dronagiri Pagote South First Infra Limited	0.00%	3.07	(0.00%)	(0.01)	-	-	0.00%	(0.01)
44	Dronagiri Pagote South Infra Limited	0.00%	4.50	(0.00%)	(0.01)	-	-	0.00%	(0.01)
45	Dronagiri Pagote West Infra Limited	0.00%	22.42	(0.00%)	(0.01)	-	-	0.00%	(0.01)
46	Dronagiri Panje East Infra Limited	0.00%	16.71	-	-	-	-	-	-
47	Dronagiri Panje North Infra Limited	0.00%	0.56	-	-	-	-	-	-
48	Dronagiri Panje South Infra Limited	0.00%	3.78	-	-	-	-	-	-
49	Dronagiri Panje West Infra Limited	0.00%	5.02	-	-	-	-	-	-
50	Enercent Technologies Private Limited	0.00%	0.51	(0.00%)	(2.59)	-	-	0.00%	(2.59)
51	Eternalia Media Private Limited	0.01%	114.77	(0.01%)	(4.14)	0.00%	0.07	(0.01%)	(4.07)
52	Foodhall Franchises Limited	0.00%	(0.01)	(0.00%)	(0.02)	-	-	0.00%	(0.02)
53	Future Lifestyles Franchisee Limited	0.00%	(0.01)	(0.00%)	(0.02)	-	-	0.00%	(0.02)
54	Genesis Colors Limited	0.00%	10.04	(0.03%)	(19.89)	0.00%	(0.04)	(0.03%)	(19.93)
55	Genesis La Mode Private Limited	0.01%	101.86	0.04%	25.40	0.00%	(0.10)	0.03%	25.30
56	GLB Body Care Private Limited	0.00%	0.35	0.00%	0.01	-	-	0.00%	0.01
57	GLF Lifestyle Brands Private Limited	0.01%	98.66	(0.00%)	(0.92)	0.00%	(0.01)	0.00%	(0.93)
58	GML India Fashion Private Limited	0.00%	30.72	0.02%	11.00	0.00%	(0.01)	0.02%	10.99
59	Grab A Grub Services Limited	0.01%	40.28	(0.02%)	(13.67)	(0.01%)	(0.33)	(0.02%)	(14.00)
60	Hathway Cable and Datacom Limited (Consolidated)	0.54%	4,291.21	0.14%	99.32	0.02%	0.76	0.14%	100.08
61	Independent Media Trust	0.42%	3,367.25	(0.00%)	(0.01)	-	-	0.00%	(0.01)
62	Indiavidual Learning Limited	0.01%	108.44	0.00%	0.21	0.00%	0.02	0.00%	0.23
63	Indiawin Sports Private Limited	0.05%	383.19	0.16%	109.83	0.00%	(0.13)	0.15%	109.70
64	Intelligent Supply Chain Infrastructure Management Private Limited ^	-	-	(0.01%)	(4.71)	0.06%	2.04	0.00%	(2.67)
65	Intimi India Limited	0.00%	(3.72)	(0.01%)	(5.35)	-	-	(0.01%)	(5.35)
66	Jaisuryas Retail Ventures Limited	0.00%	7.50	0.00%	0.80	-	-	0.00%	0.80
67	Jio Cable and Broadband Holdings Private Limited	0.07%	591.13	-	-	-	-	-	-
68	Jio Content Distribution Holdings Private Limited	0.25%	1,980.27	0.00%	0.13	-	-	0.00%	0.13
69	Jio Digital Distribution Holdings Private Limited	0.07%	553.42	-	-	-	-	-	-
70	Jio Futuristic Digital Holdings Private Limited	0.17%	1,323.43	0.00%	0.06	-	-	0.00%	0.06
71	Jio Haptik Technologies Limited	0.05%	371.16	0.02%	11.24	0.01%	0.28	0.02%	11.52
72	Jio Infrastructure Management Services Limited ^	0.00%	1.29	0.00%	0.37	-	-	0.00%	0.37
73	Jio Internet Distribution Holdings Private Limited	0.10%	791.11	(0.00%)	(0.01)	-	-	0.00%	(0.01)
74	Jio Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
75	Jio Media Limited	0.06%	497.72	(0.00%)	(0.15)	0.00%	0.05	0.00%	(0.10)
76	Jio Platforms Limited	26.36%	2,09,130.05	1.11%	772.02	8.68%	309.69	1.48%	1,081.71
77	Jio Satellite Communications Limited	0.01%	68.22	(0.00%)	(0.03)	-	-	0.00%	(0.03)
78	Jio Television Distribution Holdings Private Limited	0.07%	569.74	-	-	-	-	-	-
79	Jio Things Limited	0.00%	0.11	0.00%	0.24	0.00%	(0.03)	0.00%	0.21
80	Just Dial Limited	0.51%	4,023.50	0.52%	362.85	(0.05%)	(1.63)	0.49%	361.22
81	Kalamboli East Infra Limited	0.00%	0.03	-	-	-	-	-	-
82	Kalamboli North First Infra Limited	0.00%	13.45	-	-	-	-	-	-
83	Kalamboli North Infra Limited	0.00%	10.96	-	-	-	-	-	-

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		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
84	Kalamboli North Second Infra Limited	0.00%	4.17	-	-	-	-	-	-
85	Kalamboli North Third Infra Limited	0.00%	0.03	-	-	-	-	-	-
86	Kalamboli South First Infra Limited	0.00%	1.82	-	-	-	-	-	-
87	Kalamboli South Infra Limited	0.00%	14.68	-	-	-	-	-	-
88	Kalamboli West Infra Limited	0.00%	9.54	-	-	-	-	-	-
89	Kalanikethan Fashions Limited	0.01%	50.21	0.01%	5.80	-	-	0.01%	5.80
90	Kalanikethan Silks Limited	0.00%	25.92	0.00%	2.74	-	-	0.00%	2.74
91	KIKO Cosmetics Retail Private Limited	0.00%	(12.31)	(0.00%)	(0.64)	-	-	0.00%	(0.64)
92	Kutch New Energy Projects Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
93	Lotus Chocolate Company Limited ^	0.00%	36.83	(0.00%)	(0.96)	(0.01%)	0.47	0.00%	(0.49)
94	M Entertainments Private Limited	0.00%	0.13	(0.00%)	(0.01)	-	-	0.00%	(0.01)
95	Mayuri Kumkum Limited	0.04%	344.85	0.04%	24.81	0.00%	(0.04)	0.03%	24.77
96	Mesindus Ventures Limited	0.01%	79.16	(0.00%)	(0.11)	-	-	0.00%	(0.11)
97	Metro Cash and Carry India Private Limited ^	0.17%	1,341.51	(0.09%)	(65.21)	0.07%	2.46	(0.09%)	(62.75)
98	Model Economic Township Limited	0.02%	180.55	(0.09%)	(60.05)	0.00%	(0.07)	(0.08%)	(60.12)
99	MYJD Private Limited	-	-	(0.00%)	(0.02)	-	-	0.00%	(0.02)
100	Netmeds Healthcare Limited	0.00%	36.93	0.01%	7.97	0.00%	0.15	0.01%	8.12
101	Network18 Media & Investments Limited (Consolidated)	3.58%	28,392.96	(0.57%)	(396.79)	0.22%	7.84	(0.53%)	(388.95)
102	New Emerging World of Journalism Limited	0.00%	5.93	(0.00%)	(0.32)	0.00%	0.08	0.00%	(0.24)
103	NextGen Fast Fashion Limited	0.00%	(0.01)	(0.00%)	(0.01)	-	-	0.00%	(0.01)
104	Nilgiris Stores Limited	0.00%	(0.01)	(0.00%)	(0.02)	-	-	0.00%	(0.02)
105	NowFloats Technologies Limited	0.01%	78.92	0.00%	1.19	0.01%	0.23	0.00%	1.42
106	Purple Panda Fashions Limited	0.03%	221.90	(0.04%)	(28.53)	0.01%	0.49	(0.04%)	(28.04)
107	Radisys India Limited	0.04%	296.92	0.06%	44.82	0.03%	1.10	0.06%	45.92
108	RB Holdings Private Limited	0.00%	0.25	0.00%	0.01	-	-	0.00%	0.01
109	RB Media Holdings Private Limited	0.05%	383.79	0.00%	0.08	-	-	0.00%	0.08
110	RB Mediasoft Private Limited	0.05%	414.41	0.00%	0.01	-	-	0.00%	0.01
111	RBML Solutions India Limited	0.04%	313.75	0.03%	20.52	0.00%	(0.01)	0.03%	20.51
112	Reliance 4IR Realty Development Limited	4.80%	38,119.71	(0.00%)	(3.30)	-	-	0.00%	(3.30)
113	Reliance A&T Fashions Private Limited	0.00%	13.05	(0.01%)	(8.20)	0.00%	0.03	(0.01%)	(8.17)
114	Reliance Abu Sandeep Private Limited	0.03%	236.13	0.01%	5.47	0.06%	2.04	0.01%	7.51
115	Reliance AK-OK Fashions Limited	0.01%	60.64	(0.00%)	(1.27)	-	-	0.00%	(1.27)
116	Reliance Ambit Trade Private Limited	0.12%	925.91	0.01%	4.68	-	-	0.01%	4.68
117	Reliance Beauty & Personal Care Limited	0.03%	256.62	0.01%	3.62	-	-	0.00%	3.62
118	Reliance Bhutan Limited	-	-	-	-	-	-	-	-
119	Reliance Bio Energy Limited	0.08%	604.11	(0.01%)	(3.66)	-	-	(0.01%)	(3.66)
120	Reliance BP Mobility Limited	0.24%	1,917.18	1.44%	1,003.99	(0.04%)	(1.54)	1.37%	1,002.45
121	Reliance Brands Eyewear Private Limited (Formerly known as Rod Retail Private Limited)	0.00%	3.00	0.00%	1.27	0.00%	(0.01)	0.00%	1.26
122	Reliance Brands Limited	(0.06%)	(459.88)	(0.41%)	(288.44)	(0.01%)	(0.52)	(0.39%)	(288.96)
123	Reliance Brands Luxury Fashion Private Limited	0.03%	204.24	0.02%	16.58	0.00%	(0.10)	0.02%	16.48
124	Reliance Carbon Fibre Cylinder Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
125	Reliance Chemicals and Materials Limited	0.04%	283.15	(0.00%)	(0.88)	-	-	0.00%	(0.88)
126	Reliance Clothing India Limited	(0.02%)	(119.55)	(0.03%)	(19.24)	0.00%	0.01	(0.03%)	(19.23)
127	Reliance Commercial Dealers Limited	0.35%	2,775.69	0.00%	1.41	0.00%	(0.05)	0.00%	1.36

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		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
128	Reliance Comtrade Private Limited	0.01%	117.71	(0.00%)	(0.10)	-	-	0.00%	(0.10)
129	Reliance Consumer Products Limited	0.14%	1,090.18	(0.01%)	(4.17)	-	-	(0.01%)	(4.17)
130	Reliance Content Distribution Limited	0.73%	5,821.84	(0.00%)	(0.06)	-	-	0.00%	(0.06)
131	Reliance Corporate IT Park Limited	3.88%	30,809.71	0.72%	498.30	0.01%	0.25	0.68%	498.55
132	Reliance Digital Health Limited	0.08%	640.14	0.01%	4.40	-	-	0.01%	4.40
133	Reliance Electrolyser Manufacturing Limited ^	0.00%	3.40	(0.00%)	(0.21)	-	-	0.00%	(0.21)
134	Reliance Eminent Trading & Commercial Private Limited	0.58%	4,570.50	0.03%	19.26	-	-	0.03%	19.26
135	Reliance Ethane Pipeline Limited	0.10%	824.12	0.20%	139.80	(0.01%)	(0.30)	0.19%	139.50
136	Reliance GAS Lifestyle India Private Limited	0.01%	107.40	(0.00%)	(1.53)	0.00%	(0.06)	0.00%	(1.59)
137	Reliance Gas Pipelines Limited	0.11%	842.06	(0.03%)	(17.99)	0.00%	(0.12)	(0.02%)	(18.11)
138	Reliance Green Hydrogen and Green Chemicals Limited ^	0.00%	3.50	(0.00%)	(0.21)	-	-	0.00%	(0.21)
139	Reliance Hydrogen Electrolysis Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
140	Reliance Hydrogen Fuel Cell Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
141	Reliance Innovative Building Solutions Private Limited	0.00%	10.10	(0.00%)	(1.21)	-	-	0.00%	(1.21)
142	Reliance Jio Infocomm Limited	29.79%	2,36,369.37	29.40%	20,465.56	(2.62%)	(93.56)	27.83%	20,372.00
143	Reliance Lifestyle Products Private Limited	0.00%	8.74	0.00%	0.41	0.00%	(0.01)	0.00%	0.40
144	Reliance Logistics and Warehouse Holdings Limited ^	-	-	(0.00%)	(1.29)	-	-	0.00%	(1.29)
145	Reliance Luxe Beauty Limited (Formerly known as Arvind Beauty Brands Retail Limited) ^	(0.01%)	(43.37)	(0.01%)	(10.07)	0.00%	0.15	(0.01%)	(9.92)
146	Reliance Mappedu Multi Modal Logistics Park Limited	0.00%	11.28	0.00%	0.29	-	-	0.00%	0.29
147	Reliance New Energy Battery Storage Limited	0.01%	79.65	(0.00%)	(0.25)	-	-	0.00%	(0.25)
148	Reliance New Energy Carbon Fibre Cylinder Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
149	Reliance New Energy Hydrogen Electrolysis Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
150	Reliance New Energy Hydrogen Fuel Cell Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
151	Reliance New Energy Limited	2.00%	15,892.22	(0.18%)	(123.27)	-	-	(0.17%)	(123.27)
152	Reliance New Energy Power Electronics Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
153	Reliance New Energy Storage Limited	-	-	(0.00%)	(0.01)	-	-	0.00%	(0.01)
154	Reliance New Power Electronics Limited ^	-	-	-	-	-	-	-	-
155	Reliance New Solar Energy Limited	0.93%	7,366.71	0.00%	2.80	-	-	0.00%	2.80
156	Reliance Petro Marketing Limited	0.05%	387.21	0.07%	45.75	0.71%	25.17	0.10%	70.92
157	Reliance Petro Materials Limited	0.00%	1.05	(0.00%)	(0.06)	-	-	0.00%	(0.06)
158	Reliance Polyester Limited	(0.01%)	(44.88)	(0.19%)	(133.35)	0.00%	(0.01)	(0.18%)	(133.36)
159	Reliance Power Electronics Limited	0.00%	25.05	(0.00%)	(0.97)	-	-	0.00%	(0.97)
160	Reliance Progressive Traders Private Limited	0.73%	5,779.29	0.01%	5.98	-	-	0.01%	5.98
161	Reliance Projects & Property Management Services Limited	1.66%	13,153.01	0.40%	280.19	0.77%	27.47	0.42%	307.66
162	Reliance Prolific Commercial Private Limited	0.08%	647.34	0.01%	6.85	-	-	0.01%	6.85
163	Reliance Prolific Traders Private Limited	0.36%	2,886.45	0.04%	25.05	-	-	0.03%	25.05
164	Reliance Rahul Mishra Fashion Private Limited	0.01%	92.16	(0.01%)	(6.91)	-	-	(0.01%)	(6.91)
165	Reliance Retail and Fashion Lifestyle Limited	0.01%	58.83	0.00%	0.10	-	-	0.00%	0.10
166	Reliance Retail Limited	5.68%	45,077.13	12.75%	8,875.43	0.10%	3.40	12.13%	8,878.83
167	Reliance Retail Ventures Limited	11.45%	90,878.43	3.86%	2,686.79	0.12%	4.20	3.68%	2,690.99
168	Reliance Ritu Kumar Private Limited	0.01%	104.23	(0.02%)	(11.51)	0.00%	(0.10)	(0.02%)	(11.61)
169	Reliance Sibur Elastomers Private Limited	0.26%	2,073.50	(0.09%)	(61.82)	0.27%	9.53	(0.07%)	(52.29)
170	Reliance SOU Limited	0.00%	(0.25)	(0.00%)	(0.01)	-	-	0.00%	(0.01)

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171	Reliance Strategic Business Ventures Limited	4.87%	38,642.60	(0.20%)	(141.63)	87.92%	3,136.05	4.09%	2,994.42
172	Reliance Syngas Limited	1.21%	9,599.59	4.16%	2,897.46	(0.03%)	(1.12)	3.96%	2,896.34
173	Reliance Universal Traders Private Limited	0.22%	1,741.41	0.01%	10.21	-	-	0.01%	10.21
174	Reliance Vantage Retail Limited	0.02%	164.35	0.00%	2.90	-	-	0.00%	2.90
175	Reliance Ventures Limited	0.64%	5,065.19	0.57%	399.16	-	-	0.55%	399.16
176	Reliance-GrandOptical Private Limited	0.00%	(0.03)	(0.00%)	(0.01)	-	-	0.00%	(0.01)
177	Reverie Language Technologies Limited	0.01%	103.83	0.00%	0.79	(0.01%)	(0.19)	0.00%	0.60
178	RISE Worldwide Limited	0.03%	248.14	0.03%	23.12	(0.01%)	(0.32)	0.03%	22.80
179	RRB Mediasoft Private Limited	0.04%	294.19	0.00%	0.02	-	-	0.00%	0.02
180	Saavn Media Limited	0.90%	7,121.17	(0.00%)	(0.96)	0.00%	0.17	0.00%	(0.79)
181	SankhyaSutra Labs Limited	0.01%	96.91	0.00%	0.12	-	-	0.00%	0.12
182	Sensehawk India Private Limited *	0.00%	3.53	0.00%	2.00	0.00%	0.06	0.00%	2.06
183	Shopsense Retail Technologies Limited	0.05%	381.26	(0.01%)	(8.79)	(0.01%)	(0.53)	(0.01%)	(9.32)
184	Shri Kannan Departmental Store Limited	0.03%	247.43	0.01%	7.39	-	-	0.01%	7.39
185	Soubhagya Confectionery Private Limited ^	0.00%	12.06	0.01%	3.69	0.00%	(0.13)	0.00%	3.56
186	Strand Life Sciences Private Limited	0.01%	103.25	(0.01%)	(3.71)	(0.01%)	(0.24)	(0.01%)	(3.95)
187	Surajya Services Limited	0.01%	54.28	(0.00%)	(3.26)	-	-	0.00%	(3.26)
188	Surela Investment And Trading Limited	0.00%	3.75	0.01%	5.38	-	-	0.01%	5.38
189	Tesseract Imaging Limited	0.00%	16.71	(0.00%)	(0.14)	-	-	0.00%	(0.14)
190	The Indian Film Combine Private Limited	0.25%	2,001.91	(0.11%)	(76.72)	0.00%	0.04	(0.10%)	(76.68)
191	Thodupuzha Retail Private Limited ^	0.00%	(6.89)	(0.00%)	(2.02)	-	-	0.00%	(2.02)
192	Tira Beauty Limited	0.00%	(0.01)	(0.00%)	(0.02)	-	-	0.00%	(0.02)
193	Tresara Health Limited	(0.01%)	(42.54)	(0.00%)	(0.55)	-	-	0.00%	(0.55)
194	Ulwe East Infra Limited	0.00%	4.91	-	-	-	-	-	-
195	Ulwe North Infra Limited	0.00%	2.41	-	-	-	-	-	-
196	Ulwe South Infra Limited	0.00%	2.29	-	-	-	-	-	-
197	Ulwe Waterfront East Infra Limited	0.00%	3.19	-	-	-	-	-	-
198	Ulwe Waterfront North Infra Limited	0.00%	12.84	-	-	-	-	-	-
199	Ulwe Waterfront South Infra Limited	0.00%	18.30	-	-	-	-	-	-
200	Ulwe Waterfront West Infra Limited	0.00%	2.45	-	-	-	-	-	-
201	Ulwe West Infra Limited	0.00%	0.20	-	-	-	-	-	-
202	Urban Ladder Home Décor Solutions Limited	0.01%	61.73	0.02%	14.00	0.00%	0.13	0.02%	14.13
203	VasyERP Solutions Private Limited	0.00%	15.68	(0.01%)	(7.28)	-	-	(0.01%)	(7.28)
204	Vengara Retail Private Limited ^	0.00%	(4.74)	(0.00%)	(1.02)	-	-	0.00%	(1.02)
205	Vitalic Health Limited	0.00%	36.01	(0.00%)	(2.37)	(0.00%)	(0.09)	0.00%	(2.28)
206	V - Retail Limited (Formerly known as V - Retail Private Limited)	0.01%	46.80	0.01%	6.51	0.03%	1.19	0.01%	7.70
207	Watermark Infratech Private Limited	0.05%	383.13	0.00%	0.02	-	-	0.00%	0.02
	Foreign								
1	Accops Systems FZ-LLC *	-	-	-	-	-	-	-	-
2	Addverb Technologies B.V. *	0.00%	2.94	(0.02%)	(12.95)	-	-	(0.02%)	(12.95)
3	Addverb Technologies Pte. Ltd. *	0.00%	2.71	(0.00%)	(3.48)	-	-	0.00%	(3.48)
4	Addverb Technologies Pty Limited *	0.00%	24.80	(0.01%)	(4.22)	-	-	(0.01%)	(4.22)
5	Addverb Technologies USA Inc. *	0.00%	13.56	(0.02%)	(12.43)	-	-	(0.02%)	(12.43)
6	Amante Exports (Private) Limited *	0.00%	13.40	0.00%	2.76	0.00%	(0.02)	0.00%	2.74
7	Amante Lanka (Private) Limited *	0.00%	39.28	0.00%	0.32	0.00%	(0.04)	0.00%	0.28
8	Columbus Centre Corporation (Cayman) * ^	0.22%	1,755.72	0.02%	14.15	0.21%	7.52	0.03%	21.67

** Company having 31st December as reporting date.*

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9	Columbus Centre Holding Company LLC * ^	0.16%	1,231.36	(0.02%)	(11.77)	(0.02%)	(0.69)	(0.02%)	(12.46)
10	Cover Story Clothing UK Limited *	0.00%	0.95	0.00%	0.95	-	-	0.00%	0.95
11	Ethane Coral LLC * ^	0.00%	(0.01)	(0.00%)	(0.01)	-	-	0.00%	(0.01)
12	Ethane Diamond LLC * ^	0.00%	(0.01)	(0.00%)	(0.01)	-	-	0.00%	(0.01)
13	Ethane Jade LLC * ^	0.00%	(0.01)	(0.00%)	(0.01)	-	-	0.00%	(0.01)
14	Faradion Limited *	0.02%	170.64	(0.09%)	(65.17)	-	-	(0.09%)	(65.17)
15	Faradion UG *	0.00%	0.70	0.00%	0.19	-	-	0.00%	0.19
16	Hamleys (Franchising) Limited *	0.03%	263.77	0.05%	38.23	-	-	0.05%	38.23
17	Hamleys Asia Limited *	0.00%	(1.18)	(0.00%)	(1.08)	-	-	0.00%	(1.08)
18	Hamleys of London Limited *	(0.04%)	(286.39)	(0.04%)	(24.74)	-	-	(0.03%)	(24.74)
19	Hamleys Toys (Ireland) Limited *	-	-	-	-	-	-	-	-
20	ICD Columbus Centre Hotel LLC * ^	0.06%	503.04	0.01%	9.48	0.08%	2.92	0.02%	12.40
21	India Mumbai Indians (Pty) Ltd *	0.00%	35.39	(0.02%)	(17.11)	(0.05%)	(1.75)	(0.03%)	(18.86)
22	Indiawin Sports Middle East Limited *	0.01%	41.89	(0.06%)	(44.99)	0.02%	0.62	(0.06%)	(44.37)
23	Indiawin Sports USA Inc. * ^	0.02%	119.49	(0.03%)	(21.91)	0.06%	2.00	(0.03%)	(19.91)
24	IPCO Holdings LLP * ^	0.05%	423.19	(0.01%)	(3.62)	0.00%	0.15	0.00%	(3.47)
25	IW Columbus Centre LLC * ^	-	-	-	-	-	-	-	-
26	Jio Estonia OÜ *	0.00%	2.96	0.00%	0.89	-	-	0.00%	0.89
27	Lithium Werks China Manufacturing Co., Ltd. *	0.02%	132.14	0.06%	38.53	-	-	0.05%	38.53
28	Lithium Werks Technology B.V. *	0.00%	28.75	(0.00%)	(2.01)	-	-	0.00%	(2.01)
29	Mimosa Networks Bilişim Teknolojileri Limited Şirketi *^	0.00%	37.66	0.00%	0.19	-	-	0.00%	0.19
30	Mimosa Networks, Inc. * ^	0.06%	495.70	0.01%	9.52	-	-	0.01%	9.52
31	Mindex 1 Limited *	0.02%	192.07	0.00%	2.71	0.14%	4.90	0.01%	7.61
32	New York Hotel, LLC * ^	-	-	-	-	-	-	-	-
33	Radisys B.V. *	0.00%	7.55	0.00%	0.64	-	-	0.00%	0.64
34	Radisys Canada Inc. *	0.00%	33.14	0.00%	0.64	-	-	0.00%	0.64
35	Radisys Cayman Limited *	0.00%	0.09	-	-	-	-	-	-
36	Radisys Convedia (Ireland) Limited *	0.00%	(0.51)	(0.00%)	(0.45)	-	-	0.00%	(0.45)
37	Radisys Corporation *	0.09%	696.53	(0.07%)	(48.78)	-	-	(0.07%)	(48.78)
38	Radisys GmbH *	0.00%	8.06	0.00%	1.16	-	-	0.00%	1.16
39	Radisys International LLC *	0.00%	0.52	-	-	-	-	-	-
40	Radisys International Singapore Pte. Ltd. *	0.00%	1.40	0.00%	0.59	-	-	0.00%	0.59
41	Radisys Spain S.L.U. *	0.00%	1.84	0.00%	0.18	-	-	0.00%	0.18
42	Radisys Systems Equipment Trading (Shanghai) Co. Ltd. *	0.00%	14.16	0.00%	0.02	-	-	0.00%	0.02
43	Radisys Technologies (Shenzhen) Co., Ltd. *	0.00%	(9.02)	(0.00%)	(1.71)	-	-	0.00%	(1.71)
44	Radisys UK Limited *	0.00%	16.81	0.01%	3.71	-	-	0.01%	3.71
45	REC Americas LLC *	0.12%	948.16	0.02%	12.58	-	-	0.02%	12.58
46	REC ScanModule Sweden AB *	0.01%	42.27	0.00%	2.54	-	-	0.00%	2.54
47	REC Solar (Japan) Co., Ltd. *	0.00%	17.86	0.00%	0.16	-	-	0.00%	0.16
48	REC Solar EMEA GmbH *	0.01%	106.51	0.01%	8.21	-	-	0.01%	8.21
49	REC Solar France *	0.00%	0.03	0.00%	2.19	-	-	0.00%	2.19
50	REC Solar Holdings AS *	(0.19%)	(1,522.79)	(1.20%)	(836.34)	-	-	(1.14%)	(836.34)
51	REC Solar Norway AS *	(0.03%)	(248.98)	(0.67%)	(467.94)	-	-	(0.64%)	(467.94)
52	REC Solar Pte. Ltd. *	(0.08%)	(607.01)	(1.88%)	(1,307.27)	-	-	(1.79%)	(1,307.27)
53	REC Systems (Thailand) Co., Ltd. *	0.00%	0.79	0.00%	0.03	-	-	0.00%	0.03

^ Company was Subsidiary / Associate / Joint Venture for part of the year.

** Company having 31st December as reporting date.*

Sr. No.	Name of the Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
54	REC Trading (Shanghai) Co., Ltd. *	0.00%	3.66	(0.00%)	(0.34)	-	-	0.00%	(0.34)
55	REC US Holdings, Inc. *	-	-	-	-	-	-	-	-
56	Recron (Malaysia) Sdn. Bhd. *	0.21%	1,681.71	(0.06%)	(40.75)	0.37%	13.15	(0.04%)	(27.60)
57	Reliance Brands Holding UK Limited *	0.10%	825.76	0.01%	7.08	-	-	0.01%	7.08
58	Reliance Digital Health USA Inc. *	0.00%	6.87	0.00%	0.28	-	-	0.00%	0.28
59	Reliance Eagleford Upstream LLC *	-	-	-	-	-	-	-	-
60	Reliance Ethane Holding Pte. Ltd. *	0.18%	1,413.50	0.03%	18.98	-	-	0.03%	18.98
61	Reliance Exploration & Production DMCC *	0.35%	2,745.91	(0.00%)	(1.30)	0.45%	16.09	0.02%	14.79
62	Reliance Finance and Investments USA LLC *	0.05%	407.44	0.01%	8.02	-	-	0.01%	8.02
63	Reliance Global Energy Services (Singapore) Pte. Limited *	0.25%	1,948.79	0.62%	431.78	0.60%	21.50	0.62%	453.28
64	Reliance Global Energy Services Limited *	0.01%	46.83	(0.00%)	(2.79)	(0.16%)	(5.65)	(0.01%)	(8.44)
65	Reliance Global Project Services Pte. Ltd. *	0.00%	1.13	0.00%	0.27	-	-	0.00%	0.27
66	Reliance Global Project Services UK Limited *	-	-	-	-	-	-	-	-
67	Reliance Industries (Middle East) DMCC *	0.27%	2,173.08	1.80%	1,254.39	-	-	1.71%	1,254.39
68	Reliance International Limited *	0.28%	2,203.60	2.29%	1,593.34	0.47%	16.86	2.20%	1,610.20
69	Reliance Jio Global Resources, LLC *	0.01%	53.92	0.01%	7.38	-	-	0.01%	7.38
70	Reliance Jio Infocomm Pte. Ltd. *	0.19%	1,485.34	0.18%	125.79	-	-	0.17%	125.79
71	Reliance Jio Infocomm UK Limited *	0.01%	74.66	0.00%	1.40	-	-	0.00%	1.40
72	Reliance Jio Infocomm USA, Inc. *	0.02%	197.00	0.01%	7.77	(0.42%)	(14.93)	(0.01%)	(7.14)
73	Reliance Lithium Werks B.V. *	0.06%	480.63	0.00%	1.26	-	-	0.00%	1.26
74	Reliance Lithium Werks USA LLC *	(0.01%)	(77.51)	(0.05%)	(34.45)	-	-	(0.05%)	(34.45)
75	Reliance Marcellus LLC *	0.00%	(34.18)	(0.01%)	(3.63)	-	-	0.00%	(3.63)
76	Reliance NeuComm LLC *	-	-	-	-	-	-	-	-
77	Reliance TerraTech Holdings LLC *	0.00%	(0.02)	-	-	(0.01%)	(0.35)	0.00%	(0.35)
78	Reliance UbiTek LLC *	-	-	-	-	-	-	-	-
79	RIL USA, Inc. *	0.19%	1,516.80	0.26%	180.55	0.26%	9.14	0.26%	189.69
80	Ritu Kumar ME (FZE) *	0.00%	0.07	0.00%	0.07	-	-	0.00%	0.07
81	RP Chemicals (Malaysia) Sdn. Bhd. *	0.13%	1,049.84	0.15%	104.89	0.14%	5.16	0.15%	110.05
82	SenseHawk, Inc. *	0.01%	55.48	(0.07%)	(46.26)	-	-	(0.06%)	(46.26)
83	Sensehawk MEA Limited *	0.00%	(2.68)	0.00%	2.28	-	-	0.00%	2.28
84	skyTran Inc. *	-	-	(0.11%)	(75.56)	-	-	(0.10%)	(75.56)
85	Stoke Park Limited *	0.25%	1,976.93	0.00%	0.24	1.03%	36.82	0.05%	37.06
Others									
1	Non-Controlling Interests	(16.67%)	(1,32,307.00)	(13.50%)	(9,399.00)	(2.86%)	(102.00)	(12.98%)	(9,501.00)
2	Adjustments due to Consolidation (Elimination)	(58.47%)	(4,63,911.76)	(2.06%)	(1,436.63)	1.70%	60.74	(1.88%)	(1,375.89)
Associates (Investment as per the equity method)									
	Indian								
1	Circle E Retail Private Limited	0.00%	1.41	0.00%	1.41	-	-	0.00%	1.41
2	Clayfin Technologies Private Limited	0.00%	5.80	-	-	-	-	-	-
3	Dunzo Merchant Services Private Limited (Consolidated)	(0.00%)	(38.86)	-	-	-	-	-	-
4	Future101 Design Private Limited	0.00%	8.00	0.01%	4.19	0.00%	0.01	0.01%	4.20
5	Gaurav Overseas Private Limited	0.00%	(0.98)	(0.00%)	(0.87)	-	-	0.00%	(0.87)
6	GenNext Ventures Investment Advisers LLP	0.00%	0.10	-	-	-	-	-	-
7	Gujarat Chemical Port Limited	0.11%	861.71	0.21%	147.90	-	-	0.20%	147.90
8	Indian Vaccines Corporation Limited	0.00%	(0.08)	0.00%	0.52	-	-	0.00%	0.52

** Company having 31st December as reporting date.*

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		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
9	MM Styles Private Limited	0.00%	34.25	0.02%	16.07	0.01%	0.29	0.02%	16.36
10	Neolync Solutions Private Limited (Consolidated)	(0.00%)	(0.47)	0.00%	0.87	(0.00%)	(0.02)	0.00%	0.85
11	Omnia Toys India Private Limited	0.00%	(9.49)	(0.01%)	(9.48)	-	-	(0.01%)	(9.48)
12	Reliance Industrial Infrastructure Limited	0.03%	225.22	0.01%	6.05	0.41%	14.61	0.03%	20.66
13	Reliance Logistics and Warehouse Holdings Limited ^	-	-	(0.00%)	(1.29)	-	-	0.00%	(1.29)
14	Sterling and Wilson Renewable Energy Limited (Consolidated)	(0.07%)	(586.64)	(0.10%)	(67.21)	(0.49%)	(17.56)	(0.12%)	(84.77)
15	Vadodara Enviro Channel Limited	0.00%	(0.51)	-	-	-	-	-	-
	Foreign								
1	Caelux Corporation *	-	-	-	-	-	-	-	-
2	Nexwafe Gmbh	0.00%	(4.22)	(0.01%)	(4.22)	-	-	(0.01%)	(4.22)
3	Reliance Europe Limited (Consolidated)	0.01%	42.47	0.00%	2.97	-	-	0.00%	2.97
4	Ritu Kumar Fashion (LLC)	-	-	-	-	-	-	-	-
5	Two Platforms Inc.	(0.01%)	(98.65)	(0.02%)	(10.99)	0.00%	0.02	(0.01%)	(10.97)
Joint Ventures (Investment as per the equity method)									
	Indian								
1	Alok Industries Limited (Consolidated)	(0.03%)	(268.86)	-	-	-	-	-	-
2	BAM DLR Chennai Private Limited	0.00%	(3.31)	(0.00%)	(3.31)	-	-	0.00%	(3.31)
3	BAM DLR Data Center Services Private Limited	0.00%	0.96	0.00%	0.96	-	-	0.00%	0.96
4	BAM DLR Kolkata Private Limited	0.00%	0.02	0.00%	0.02	-	-	0.00%	0.02
5	BAM DLR Mumbai Private Limited	0.00%	(1.11)	(0.00%)	(1.11)	-	-	0.00%	(1.11)
6	BAM DLR Network Services Private Limited	0.00%	1.03	0.00%	1.03	-	-	0.00%	1.03
7	Brooks Brothers India Private Limited	0.00%	7.70	0.01%	6.43	0.00%	(0.01)	0.01%	6.42
8	Burberry India Private Limited	0.01%	42.95	0.01%	9.38	0.00%	(0.04)	0.01%	9.34
9	CAA Brands Reliance Private Limited (Formerly known as CAA-Global Brands Reliance Private Limited)	0.00%	(0.38)	-	-	-	-	-	-
10	Canali India Private Limited	0.00%	12.91	0.01%	5.16	0.00%	(0.01)	0.01%	5.15
11	Clarks Footwear Private Limited (Formerly known as Clarks Reliance Footwear Private Limited)	0.00%	(5.59)	(0.01%)	(5.13)	-	-	(0.01%)	(5.13)
12	D. E. Shaw India Securities Private Limited ^	0.00%	1.50	-	-	-	-	-	-
13	Diesel Fashion India Reliance Private Limited	0.00%	(32.09)	(0.00%)	(0.52)	-	-	0.00%	(0.52)
14	Football Sports Development Limited	(0.02%)	(143.65)	(0.01%)	(9.32)	0.00%	0.05	(0.01%)	(9.27)
15	Iconix Lifestyle India Private Limited	0.00%	36.31	0.02%	13.32	-	-	0.02%	13.32
16	India Gas Solutions Private Limited	0.04%	353.57	0.08%	59.09	-	-	0.08%	59.09
17	Indospace MET Logistics Park Farukhnagar Private Limited	0.00%	(3.37)	(0.00%)	(2.74)	-	-	0.00%	(2.74)
18	Jio Space Technology Limited	0.00%	5.16	0.00%	0.08	-	-	0.00%	0.08
19	Marks and Spencer Reliance India Private Limited	0.00%	7.07	(0.09%)	(64.97)	-	-	(0.09%)	(64.97)
20	Pipeline Management Services Private Limited	0.00%	11.41	0.00%	2.44	(0.01%)	(0.23)	0.00%	2.21
21	Reliance Bally India Private Limited	0.00%	4.34	0.00%	0.71	-	-	0.00%	0.71
22	Reliance International Leasing IFSC Limited	0.00%	(0.42)	(0.00%)	(0.42)	-	-	0.00%	(0.42)
23	Reliance Paul & Shark Fashions Private Limited	0.00%	(7.65)	(0.00%)	(0.51)	-	-	0.00%	(0.51)
24	Reliance Sideways Private Limited	0.00%	0.01	0.00%	0.02	-	-	0.00%	0.02
25	Reliance-GrandVision India Supply Private Limited ^	-	-	-	-	0.03%	0.90	0.00%	0.90
26	Reliance-Vision Express Private Limited	0.00%	(14.11)	(0.01%)	(8.96)	-	-	(0.01%)	(8.96)
27	Ryohin-Keikaku Reliance India Private Limited	0.00%	(18.09)	(0.00%)	(1.03)	-	-	0.00%	(1.03)
28	Sanmina-SCI India Private Limited (Consolidated)	0.03%	234.78	0.21%	143.19	0.47%	16.88	0.22%	160.07

^ Company was Subsidiary / Associate / Joint Venture for part of the year.

** Company having 31st December as reporting date.*

Sr. No.	Name of the Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of consolidated Net Assets	Amount (₹ in crore)	As % of consolidated Profit or Loss	Amount (₹ in crore)	As % of consolidated Other Comprehensive Income	Amount (₹ in crore)	As % of consolidated Total Comprehensive Income	Amount (₹ in crore)
29	Sintex Industries Limited (Consolidated)	0.00%	(13.55)	(0.02%)	(11.94)	(0.02%)	(0.89)	(0.02%)	(12.83)
30	Sosyo Hajoori Beverages Private Limited	0.00%	2.44	0.00%	2.44	-	-	0.00%	2.44
31	TCO Reliance India Private Limited	0.00%	3.01	0.00%	1.77	0.00%	0.01	0.00%	1.78
32	Zegna South Asia Private Limited	0.00%	(18.10)	0.01%	3.72	-	-	0.01%	3.72
	Foreign								
1	Ethane Crystal LLC	0.00%	38.65	0.00%	2.91	-	-	0.00%	2.91
2	Ethane Emerald LLC	0.00%	39.35	0.00%	2.84	-	-	0.00%	2.84
3	Ethane Opal LLC	0.00%	38.45	0.00%	2.74	-	-	0.00%	2.74
4	Ethane Pearl LLC	0.00%	37.39	0.00%	2.48	-	-	0.00%	2.48
5	Ethane Sapphire LLC	0.00%	38.87	0.00%	2.48	-	-	0.00%	2.48
6	Ethane Topaz LLC	0.00%	37.92	0.00%	2.45	-	-	0.00%	2.45
7	Sodium-ion Batteries Pty Limited	0.00%	(0.07)	(0.00%)	(0.19)	-	-	0.00%	(0.19)
	Grand Total	**100.00%**	**7,93,481.00**	**100.00%**	**69,621.00**	**100.00%**	**3,567.00**	**100.00%**	**73,188.00**

42. Other Statutory Information

(i) Balances outstanding with nature of transactions with Struck off Companies as per section 248 of the Companies Act, 2013:

Sr. No.	Name of Struck off Company	Nature of transactions with Struck off Company	Balance outstanding (₹ in crore)	Relationship with the Struck off Company
1	ARJ Infrastructure Pvt Ltd (₹ 64,400)	Trade Payables	-	NA
2	Brahamptra Yarn Procession Pvt Ltd (₹ 4,00,000)	Advance Received from Customer	-	NA
3	Harasar Reality India Private Limited (₹ 75,763)	Trade Receivables	-	NA
4	Prasad Textiles P Ltd (₹ 2,772)	Advance Received from Customer	-	NA
5	Ravi Filaments Private Limited (₹ 2,164)	Advance Received from Customer	-	NA
6	Surat Silk Industries Pvt Ltd (₹ 97,425)	Advance Received from Customer	-	NA

(ii) The Group has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(iii) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

43. Significant Arrangements

Scheme of arrangement between the Company and Reliance Strategic Investments Limited (Presently known as Jio Financial Services Limited):

Pursuant to the Scheme of Arrangement between the Company and its shareholders & creditors and Reliance Strategic Investments Limited (Presently known as Jio Financial Services Limited) and its shareholders & creditors ("the Scheme"), sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its order dated June 28, 2023, the Company had demerged its financial services business undertaking to Reliance Strategic Investments Limited (Presently known as Jio Financial Services Limited), on a going concern basis, at carrying value as appearing in the books of the Company on the appointed date i.e. March 31, 2023 as under:

(₹ in crore)

Assets	
Non-Current Assets	89,393
Current Assets	16,682
Total Assets (A)	**1,06,705**

(₹ in crore)

Liabilities	
Non-Current Liabilities	3
Current Liabilities	791
Total Liabilities (B)	**794**
Excess of Assets over Liabilities (A-B)	**1,05,281**

44. Events after the Reporting Period

The Board of Directors have recommended dividend of ₹ 10/- per fully paid up equity share of ₹ 10/- each for the financial year 2023-24.

45. The figures for the corresponding previous year have been regrouped / reclassified wherever necessary, to make them comparable.

46. Approval of Financial Statements

The Consolidated Financial Statements were approved for issue by the Board of Directors on April 22, 2024.

Statement Containing Salient Features of Financial Statements of Subsidiaries / Associates / Joint Ventures as per Companies Act,2013

Part "A": Subsidiaries

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity $	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding #
1	7-India Convenience Retail Limited	07-04-2021	INR	45.00	149.59	220.87	26.28	3.98	55.14	(30.37)	2.39	(32.76)	0.07	(32.69)	-	100.00%
2	Aaidea Solutions Limited	19-07-2021	INR	0.04	(19.44)	52.71	72.11	-	80.34	9.85	0.20	9.65	0.49	10.14	-	98.82%
3	Accops Systems FZ-LLC *	05-09-2023	AED	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
4	Accops Systems Private Limited	05-09-2023	INR	0.01	51.73	107.31	55.57	40.90	52.53	21.37	5.52	15.85	-	15.85	-	80.81%
5	Actoserba Active Wholesale Limited	18-02-2021	INR	1.02	(9.99)	111.99	120.96	-	193.05	(41.44)	(1.99)	(39.45)	0.98	(38.47)	-	86.15%
6	Addverb Technologies B.V. *	13-07-2021	EUR	4.00	(3.68)	2.02	1.70	-	0.93	(1.41)	-	(1.41)	-	(1.41)	-	100.00%
			INR	36.78	(33.84)	18.57	15.63	-	8.55	(12.96)	-	(12.96)	-	(12.96)	-	
7	Addverb Technologies Limited	13-07-2021	INR	0.54	440.72	882.04	440.78	147.05	290.60	(82.78)	(20.58)	(62.20)	1.07	(61.13)	-	58.21%
8	Addverb Technologies Pte. Ltd. *	13-07-2021	SGD	2.66	(2.23)	1.02	0.59	-	0.83	(0.55)	0.01	(0.56)	-	(0.56)	-	100.00%
			INR	16.76	(14.05)	6.43	3.72	-	5.23	(3.46)	0.06	(3.52)	-	(3.52)	-	
9	Addverb Technologies Pty Limited *	13-07-2021	AUD	7.43	(3.05)	5.09	0.71	-	1.27	(0.99)	(0.24)	(0.75)	-	(0.75)	-	100.00%
			INR	42.07	(17.27)	28.82	4.02	-	7.19	(5.61)	(1.36)	(4.25)	-	(4.25)	-	
10	Addverb Technologies USA Inc.*	08-11-2021	USD	7.00	(5.37)	7.90	6.27	-	6.00	(2.11)	(0.62)	(1.49)	-	(1.49)	-	100.00%
			INR	58.25	(44.69)	65.74	52.18	-	49.93	(17.56)	(5.16)	(12.40)	-	(12.40)	-	
11	Amante Exports (Private) Limited *	11-11-2021	USD	13.22	(11.61)	2.43	0.82	-	7.06	0.33	-	0.33	-	0.33	-	100.00%
			INR	110.01	(96.61)	20.22	6.82	-	58.75	2.75	-	2.75	-	2.75	-	
12	Amante India Limited	11-11-2021	INR	49.74	(49.56)	154.96	154.78	-	173.72	(22.80)	-	(22.80)	0.56	(22.24)	-	100.00%
13	Amante Lanka (Private) Limited *	11-11-2021	LKR	2,761.31	(1,221.60)	1,965.15	425.44	-	1,268.77	12.52	-	12.52	(1.74)	10.78	-	100.00%
			INR	70.44	(31.16)	50.13	10.85	-	32.37	0.32	-	0.32	(0.04)	0.28	-	
14	Asteria Aerospace Limited	12-12-2019	INR	0.08	21.65	253.59	231.86	0.02	41.57	(1.99)	-	(1.99)	0.14	(1.85)	-	74.57%
15	Bismi Connect Limited (Formerly known as Bismi Connect Private Limited)	31-05-2023	INR	8.57	(67.57)	198.16	257.16	-	387.34	(38.31)	(4.02)	(34.29)	(0.05)	(34.34)	-	100.00%
16	Bismi Hypermart Limited (Formerly known as Bismi Hypermart Private Limited)	31-05-2023	INR	9.71	(80.05)	72.93	143.27	0.02	120.36	(32.72)	-	(32.72)	0.19	(32.53)	-	100.00%
17	Catwalk Worldwide Limited (Formerly known as Catwalk Worldwide Private Limited)	13-05-2022	INR	2.78	16.81	50.33	30.74	-	69.35	(1.89)	-	(1.89)	(0.68)	(2.57)	-	85.03%
18	Columbus Centre Corporation (Cayman) *	11-05-2023	USD	153.82	57.17	211.85	0.86	162.59	1.73	1.71	-	1.71	-	1.71	-	100.00%
			INR	1,279.96	475.76	1,762.85	7.13	1,352.94	14.40	14.22	-	14.22	-	14.22	-	
19	Columbus Centre Holding Company LLC *	11-05-2023	USD	162.59	(14.61)	148.06	0.08	128.97	0.11	(1.42)	-	(1.42)	-	(1.42)	-	100.00%
			INR	1,352.94	(121.58)	1,232.05	0.69	1,073.19	0.91	(11.82)	-	(11.82)	-	(11.82)	-	
20	Cover Story Clothing Limited	15-06-2022	INR	8.29	(4.07)	130.95	126.73	-	84.39	(67.47)	-	(67.47)	0.01	(67.46)	-	100.00%
21	Cover Story Clothing UK Limited *	15-06-2022	GBP	-	0.09	0.10	0.01	-	0.33	0.09	-	0.09	-	0.09	-	100.00%
			INR	-	0.95	1.06	0.11	-	3.49	0.95	-	0.95	-	0.95	-	
22	Crystalline Silica and Mining Limited	31-08-2023	INR	216.44	(1.72)	215.10	0.38	-	-	(1.72)	-	(1.72)	-	(1.72)	-	100.00%
23	C-Square Info-Solutions Limited	01-03-2019	INR	1.78	56.45	73.48	15.25	2.42	36.38	(2.74)	3.43	(6.17)	0.13	(6.04)	-	89.45%
24	Dadha Pharma Distribution Limited	18-08-2020	INR	0.81	15.19	74.39	58.39	8.31	197.09	0.21	(0.15)	0.36	0.04	0.40	-	100.00%
25	Dronagiri Bokadvira East Infra Limited	28-01-2019	INR	0.05	22.71	22.76	-	-	-	-	-	-	-	-	-	100.00%

As on 31.12.2023 1 USD=83.2125 ₹, 1 GBP=105.7175 ₹, 1 EUR=91.9450 ₹, 1 SGD=62.9975 ₹, 1 HKD=10.6525 ₹, 1 MYR=18.1100 ₹, 1 CNY=11.6725 ₹, 1 AUD=56.6175 ₹, 1 AED=22.6575 ₹, 100 LKR=25.5090 ₹, 1 THB=2.4200 ₹, 1 SEK=8.2875 ₹, 100 JPY=58.6350 ₹, 1 NOK=8.1775 ₹, 1 ZAR=4.4925 ₹

As on 31.03.2024 1 USD=83.4050 ₹, 1 GBP=105.0325 ₹, 1 EUR=89.8775 ₹, 1 SGD=61.7350 ₹, 1 HKD=10.6600 ₹, 1 MYR=17.6225 ₹, 1 CNY=11.4825 ₹, 1 AUD=54.1125 ₹, 1 AED=22.7125 ₹, 100 LKR=27.5870 ₹, 1 THB=2.2850 ₹, 1 SEK=7.7850 ₹, 100 JPY=55.0700 ₹, 1 NOK=7.6850 ₹, 1 ZAR=4.3700 ₹

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** Company having 31st December as reporting date.*

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity $	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding #
26	Dronagiri Bokadvira North Infra Limited	24-01-2019	INR	0.05	15.41	15.46	-	-	-	-	-	-	-	-	-	100.00%
27	Dronagiri Bokadvira South Infra Limited	24-01-2019	INR	0.05	5.85	5.90	-	-	-	-	-	-	-	-	-	100.00%
28	Dronagiri Bokadvira West Infra Limited	24-01-2019	INR	0.05	3.12	3.17	-	-	-	-	-	-	-	-	-	100.00%
29	Dronagiri Dongri East Infra Limited	31-01-2019	INR	0.05	2.52	2.57	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
30	Dronagiri Dongri North Infra Limited	24-01-2019	INR	0.05	8.23	8.28	-	-	-	-	-	-	-	-	-	100.00%
31	Dronagiri Dongri South Infra Limited	24-01-2019	INR	0.05	7.12	7.17	-	-	-	-	-	-	-	-	-	100.00%
32	Dronagiri Dongri West Infra Limited	04-02-2019	INR	0.05	13.70	13.75	-	-	-	-	-	-	-	-	-	100.00%
33	Dronagiri Funde East Infra Limited	28-01-2019	INR	0.05	5.18	5.23	-	-	-	-	-	-	-	-	-	100.00%
34	Dronagiri Funde North Infra Limited	31-01-2019	INR	0.05	5.53	5.58	-	-	-	-	-	-	-	-	-	100.00%
35	Dronagiri Funde South Infra Limited	24-01-2019	INR	0.05	3.62	3.67	-	-	-	-	-	-	-	-	-	100.00%
36	Dronagiri Funde West Infra Limited	31-01-2019	INR	0.05	(0.02)	0.03	-	-	-	-	-	-	-	-	-	100.00%
37	Dronagiri Navghar East Infra Limited	04-02-2019	INR	0.05	23.04	23.09	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
38	Dronagiri Navghar North First Infra Limited	29-01-2019	INR	0.05	2.84	2.89	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
39	Dronagiri Navghar North Infra Limited	30-01-2019	INR	0.05	20.16	20.21	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
40	Dronagiri Navghar North Second Infra Limited	01-02-2019	INR	0.05	2.20	2.25	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
41	Dronagiri Navghar South First Infra Limited	01-02-2019	INR	0.05	1.74	1.79	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
42	Dronagiri Navghar South Infra Limited	29-01-2019	INR	0.05	13.71	13.76	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
43	Dronagiri Navghar South Second Infra Limited	01-02-2019	INR	0.05	3.50	3.55	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
44	Dronagiri Navghar West Infra Limited	29-01-2019	INR	0.05	1.85	1.90	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
45	Dronagiri Pagote East Infra Limited	16-01-2019	INR	0.05	3.05	3.10	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
46	Dronagiri Pagote North First Infra Limited	01-02-2019	INR	0.05	2.95	3.00	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
47	Dronagiri Pagote North Infra Limited	24-01-2019	INR	0.05	9.55	9.60	-	-	-	-	-	-	-	-	-	100.00%
48	Dronagiri Pagote North Second Infra Limited	01-02-2019	INR	0.05	2.69	2.74	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
49	Dronagiri Pagote South First Infra Limited	01-02-2019	INR	0.05	3.02	3.08	0.01	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
50	Dronagiri Pagote South Infra Limited	29-01-2019	INR	0.05	4.45	4.50	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
51	Dronagiri Pagote West Infra Limited	24-01-2019	INR	0.05	22.37	22.42	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
52	Dronagiri Panje East Infra Limited	31-01-2019	INR	0.05	16.66	16.71	-	-	-	-	-	-	-	-	-	100.00%
53	Dronagiri Panje North Infra Limited	28-01-2019	INR	0.05	0.51	0.56	-	-	-	-	-	-	-	-	-	100.00%
54	Dronagiri Panje South Infra Limited	28-01-2019	INR	0.05	3.73	3.78	-	-	-	-	-	-	-	-	-	100.00%
55	Dronagiri Panje West Infra Limited	04-02-2019	INR	0.05	4.97	5.02	-	-	-	-	-	-	-	-	-	100.00%
56	Enercent Technologies Private Limited	23-11-2021	INR	0.16	0.35	3.92	3.41	-	11.58	(2.62)	(0.03)	(2.59)	-	(2.59)	-	59.18%
57	Eternalia Media Private Limited	05-09-2023	INR	0.14	114.63	126.97	12.20	98.76	12.46	(17.60)	-	(17.60)	0.07	(17.53)	-	51.03%

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58	Ethane Coral LLC *	04-12-2023	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	(0.01)	-	0.01	-	-	(0.01)	-	(0.01)	-	(0.01)	-	
59	Ethane Diamond LLC *	04-12-2023	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	(0.01)	-	0.01	-	-	(0.01)	-	(0.01)	-	(0.01)	-	
60	Ethane Jade LLC *	04-12-2023	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	(0.01)	-	0.01	-	-	(0.01)	-	(0.01)	-	(0.01)	-	
61	Faradion Limited *	04-01-2022	GBP	-	16.14	18.14	2.00	1.04	1.13	(6.33)	-	(6.33)	-	(6.33)	-	92.01%
			INR	-	170.64	191.77	21.13	11.01	11.99	(66.91)	-	(66.91)	-	(66.91)	-	
62	Faradion UG *	04-01-2022	EUR	-	0.08	0.18	0.10	-	0.52	0.03	0.01	0.02	-	0.02	-	100.00%
			INR	-	0.70	1.66	0.96	-	4.76	0.27	0.08	0.19	-	0.19	-	
63	Foodhall Franchises Limited	20-01-2022	INR	0.03	(0.04)	-	0.01	-	-	(0.02)	-	(0.02)	-	(0.02)	-	100.00%
64	Future Lifestyles Franchisee Limited	02-02-2022	INR	0.03	(0.04)	-	0.01	-	-	(0.02)	-	(0.02)	-	(0.02)	-	100.00%
65	Genesis Colors Limited	07-09-2018	INR	12.57	(2.53)	178.10	168.06	52.56	38.99	(19.89)	-	(19.89)	(0.04)	(19.93)	-	91.06%
66	Genesis La Mode Private Limited	07-09-2018	INR	12.00	89.86	367.77	265.91	-	368.69	33.85	8.45	25.40	(0.10)	25.30	-	100.00%
67	GLB Body Care Private Limited	07-09-2018	INR	1.57	(1.22)	0.40	0.05	-	0.02	0.01	-	0.01	-	0.01	-	100.00%
68	GLF Lifestyle Brands Private Limited	07-09-2018	INR	89.94	8.72	173.26	74.60	0.15	148.51	(0.65)	0.27	(0.92)	(0.01)	(0.93)	-	100.00%
69	GML India Fashion Private Limited	07-09-2018	INR	4.99	25.73	165.71	134.99	-	137.45	14.47	3.47	11.00	(0.01)	10.99	-	100.00%
70	Grab A Grub Services Limited	07-03-2019	INR	0.06	40.22	121.20	80.92	16.82	330.25	(17.43)	(3.76)	(13.67)	(0.33)	(14.00)	-	82.41%
71	Hamleys (Franchising) Limited *	16-07-2019	GBP	-	24.95	27.61	2.66	-	7.47	4.44	0.83	3.61	-	3.61	-	100.00%
			INR	-	263.77	291.89	28.12	-	78.97	46.94	8.77	38.17	-	38.17	-	
72	Hamleys Asia Limited *	16-07-2019	HKD	-	(1.11)	0.83	1.94	-	3.21	(1.02)	-	(1.02)	-	(1.02)	-	100.00%
			INR	-	(1.18)	0.88	2.06	-	3.42	(1.09)	-	(1.09)	-	(1.09)	-	
73	Hamleys of London Limited *	16-07-2019	GBP	2.00	(29.09)	126.32	153.41	-	48.12	(3.45)	(1.11)	(2.34)	-	(2.34)	-	100.00%
			INR	21.14	(307.53)	1,335.42	1,621.81	-	508.71	(36.47)	(11.73)	(24.74)	-	(24.74)	-	
74	Hamleys Toys (Ireland) Limited *	16-07-2019	EUR	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
75	ICD Columbus Centre Hotel LLC *	11-05-2023	USD	60.45	-	284.39	223.94	-	111.11	(1.91)	-	(1.91)	-	(1.91)	-	74.87%
			INR	503.04	-	2,366.49	1,863.45	-	924.55	(15.89)	-	(15.89)	-	(15.89)	-	
76	India Mumbai Indians (Pty) Ltd *	30-08-2022	ZAR	234.60	(155.80)	135.13	56.33	-	42.01	(38.72)	-	(38.72)	-	(38.72)	-	100.00%
			INR	105.39	(70.00)	60.71	25.32	-	18.87	(17.40)	-	(17.40)	-	(17.40)	-	
77	Indiavidual Learning Limited	11-06-2018	INR	0.54	107.90	3,161.25	3,052.81	-	1.74	0.30	0.09	0.21	0.02	0.23	-	93.21%
78	Indiawin Sports Middle East Limited *	28-07-2022	USD	10.50	(5.47)	8.37	3.34	-	3.92	(5.45)	-	(5.45)	-	(5.45)	-	100.00%
			INR	87.37	(45.48)	69.68	27.79	-	32.62	(45.32)	-	(45.32)	-	(45.32)	-	
79	Indiawin Sports Private Limited	07-04-2010	INR	2.65	380.54	691.08	307.89	233.51	737.02	148.28	38.45	109.83	(0.13)	109.70	-	100.00%
80	Indiawin Sports USA Inc. *	06-07-2023	USD	17.00	(2.64)	15.29	0.93	-	4.65	(2.64)	-	(2.64)	-	(2.64)	-	100.00%
			INR	141.46	(21.97)	127.22	7.73	-	38.69	(21.97)	-	(21.97)	-	(21.97)	-	
81	Intimi India Limited	11-11-2021	INR	6.52	(10.24)	14.12	17.84	-	26.37	(5.35)	-	(5.35)	-	(5.35)	-	100.00%
82	IPCO Holdings LLP *	04-10-2023	GBP	40.00	0.03	48.04	8.01	-	0.04	0.03	-	0.03	-	0.03	-	76.00%
			INR	422.87	0.32	507.87	84.68	-	0.42	0.32	-	0.32	-	0.32	-	
83	IW Columbus Centre LLC *	11-05-2023	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
84	Jaisuryas Retail Ventures Limited	02-11-2021	INR	13.74	(6.24)	13.46	5.96	0.97	13.67	0.80	-	0.80	-	0.80	-	100.00%
85	Jio Estonia OÜ *	22-11-2018	EUR	0.05	0.27	0.50	0.18	-	1.36	0.09	-	0.09	-	0.09	-	100.00%
			INR	0.46	2.50	4.59	1.63	-	12.54	0.86	(0.03)	0.89	-	0.89	-	
86	Jio Haptik Technologies Limited	22-09-2014	INR	49.13	322.03	578.77	207.61	1.51	156.55	16.62	5.38	11.24	0.28	11.52	-	100.00%

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87	Jio Infrastructure Management Services Limited	04-09-2017	INR	0.06	1.23	2.61	1.32	-	4.87	0.49	0.12	0.37	-	0.37	-	100.00%
88	Jio Limited	15-11-2019	INR	0.03	(0.03)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
89	Jio Media Limited	11-11-2020	INR	5.00	492.72	517.75	20.03	1.80	0.04	(0.15)	-	(0.15)	0.05	(0.10)	-	100.00%
90	Jio Platforms Limited	15-11-2019	INR	8,939.03	2,00,191.02	2,12,515.57	3,385.52	1,87,266.05	7,665.89	1,036.65	264.63	772.02	309.69	1,081.71	-	66.43%
91	Jio Satellite Communications Limited	21-10-2021	INR	70.00	(1.78)	124.78	56.56	-	0.27	(0.03)	-	(0.03)	-	(0.03)	-	100.00%
92	Jio Things Limited	18-11-2020	INR	1.00	(0.89)	46.41	46.30	0.51	56.38	0.24	-	0.24	(0.03)	0.21	-	100.00%
93	Just Dial Limited	01-09-2021	INR	85.04	3,938.46	4,860.97	837.47	4,607.68	1,348.37	466.49	103.64	362.85	(1.63)	361.22	-	63.84%
94	Kalamboli East Infra Limited	24-01-2019	INR	0.05	(0.02)	0.03	-	-	-	-	-	-	-	-	-	100.00%
95	Kalamboli North First Infra Limited	25-01-2019	INR	0.05	13.40	13.45	-	-	-	-	-	-	-	-	-	100.00%
96	Kalamboli North Infra Limited	24-01-2019	INR	0.05	10.91	10.96	-	-	-	-	-	-	-	-	-	100.00%
97	Kalamboli North Second Infra Limited	25-01-2019	INR	0.05	4.12	4.17	-	-	-	-	-	-	-	-	-	100.00%
98	Kalamboli North Third Infra Limited	25-01-2019	INR	0.05	(0.02)	0.03	-	-	-	-	-	-	-	-	-	100.00%
99	Kalamboli South First Infra Limited	24-01-2019	INR	0.05	1.77	1.82	-	-	-	-	-	-	-	-	-	100.00%
100	Kalamboli South Infra Limited	01-02-2019	INR	0.05	14.63	14.68	-	-	-	-	-	-	-	-	-	100.00%
101	Kalamboli West Infra Limited	21-01-2019	INR	0.05	9.49	9.54	-	-	-	-	-	-	-	-	-	100.00%
102	Kalanikethan Fashions Limited	25-11-2021	INR	10.00	40.21	129.22	79.01	4.17	44.47	0.13	(5.67)	5.80	-	5.80	-	100.00%
103	Kalanikethan Silks Limited	25-11-2021	INR	16.00	9.92	40.35	14.43	3.37	17.31	0.46	(2.28)	2.74	-	2.74	-	100.00%
104	KIKO Cosmetics Retail Private Limited	08-02-2024	INR	22.43	(34.74)	7.69	20.00	-	10.47	4.93	-	4.93	-	4.93	-	100.00%
105	Kutch New Energy Projects Limited	17-06-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
106	Lithium Werks China Manufacturing Co., Ltd. *	26-07-2022	CNY	509.45	(396.24)	242.68	129.47	-	156.69	33.01	-	33.01	-	33.01	-	100.00%
			INR	594.65	(462.51)	283.26	151.12	-	182.90	38.53	-	38.53	-	38.53	-	
107	Lithium Werks Technology B.V. *	26-04-2022	USD	-	3.46	3.74	0.28	-	0.14	(0.24)	-	(0.24)	-	(0.24)	-	100.00%
			INR	-	28.75	31.12	2.37	-	1.19	(2.01)	-	(2.01)	-	(2.01)	-	
108	Lotus Chocolate Company Limited	24-05-2023	INR	12.84	23.99	58.81	21.98	18.00	145.14	(0.88)	(0.46)	(0.42)	(0.31)	(0.73)	-	51.00%
109	M Entertainments Private Limited	17-04-2018	INR	0.01	0.12	0.15	0.02	-	0.01	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
110	Mayuri Kumkum Limited	30-08-2022	INR	0.20	344.65	378.07	33.22	69.58	162.29	15.13	(9.68)	24.81	(0.04)	24.77	-	51.00%
111	Mesindus Ventures Limited	18-08-2020	INR	0.06	79.10	129.84	50.68	-	0.02	(0.11)	-	(0.11)	-	(0.11)	-	83.33%
112	Metro Cash and Carry India Private Limited	11-05-2023	INR	1,345.63	(4.12)	3,320.08	1,978.57	67.57	8,461.79	(100.62)	(21.59)	(79.03)	2.46	(76.57)	-	100.00%
113	Mimosa Networks Bilişim Teknolojileri Limited Şirketi *	11-08-2023	USD	-	4.52	4.66	0.14	-	0.66	0.03	0.01	0.02	-	0.02	-	100.00%
			INR	0.03	37.63	38.78	1.12	-	5.53	0.24	0.05	0.19	-	0.19	-	
114	Mimosa Networks, Inc. *	11-08-2023	USD	-	59.57	100.31	40.74	-	24.57	1.29	0.15	1.14	-	1.14	-	100.00%
			INR	-	495.70	834.66	338.96	0.02	204.45	10.77	1.25	9.52	-	9.52	-	
115	Mindex 1 Limited *	21-05-2018	GBP	-	18.17	18.20	0.03	-	0.28	0.26	-	0.26	-	0.26	-	100.00%
			INR	0.02	192.05	192.35	0.28	-	2.98	2.76	-	2.76	-	2.76	-	
116	Model Economic Township Limited	09-10-2006	INR	97.00	83.55	8,254.17	8,073.62	44.98	1,089.24	(61.47)	(1.42)	(60.05)	(0.07)	(60.12)	-	100.00%
117	MYJD Private Limited	01-09-2021	INR	0.07	(0.07)	-	-	-	-	(0.02)	-	(0.02)	-	(0.02)	-	100.00%
118	Netmeds Healthcare Limited	18-08-2020	INR	9.29	27.64	56.19	19.26	20.16	68.91	8.08	0.11	7.97	0.15	8.12	-	100.00%
119	New Emerging World of Journalism Limited	26-11-2018	INR	0.04	5.89	61.23	55.30	-	17.96	(0.32)	-	(0.32)	0.08	(0.24)	-	75.00%
120	New York Hotel, LLC *	11-05-2023	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	

As on 31.12.2023 1 USD=83.2125 ₹, 1 GBP=105.7175 ₹, 1 EUR=91.9450 ₹, 1 SGD=62.9975 ₹, 1 HKD=10.6525 ₹, 1 MYR=18.1100 ₹, 1 CNY=11.6725 ₹, 1 AUD=56.6175 ₹, 1 AED=22.6575 ₹, 100 LKR=25.5090 ₹, 1 THB=2.4200 ₹, 1 SEK=8.2875 ₹, 100 JPY=58.6350 ₹, 1 NOK=8.1775 ₹, 1 ZAR=4.4925 ₹
As on 31.03.2024 1 USD=83.4050 ₹, 1 GBP=105.0325 ₹, 1 EUR=89.8775 ₹, 1 SGD=61.7350 ₹, 1 HKD=10.6600 ₹, 1 MYR=17.6225 ₹, 1 CNY=11.4825 ₹, 1 AUD=54.1125 ₹, 1 AED=22.7125 ₹, 100 LKR=27.5870 ₹, 1 THB=2.2850 ₹, 1 SEK=7.7850 ₹, 100 JPY=55.0700 ₹, 1 NOK=7.6850 ₹, 1 ZAR=4.3700 ₹

Representing aggregate % of voting power held by the Company and / or its subsidiaries.

$ *Includes Reserves and Surplus.*

* *Company having 31st December as reporting date.*

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity$	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding#
121	NextGen Fast Fashion Limited	22-12-2022	INR	0.01	(0.02)	0.01	0.02	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
122	Nilgiris Stores Limited	19-01-2022	INR	0.03	(0.04)	-	0.01	-	-	(0.02)	-	(0.02)	-	(0.02)	-	100.00%
123	NowFloats Technologies Limited	11-12-2019	INR	0.20	78.72	95.96	17.04	-	24.93	1.19	-	1.19	0.23	1.42	-	88.33%
124	Purple Panda Fashions Limited	14-04-2022	INR	0.25	221.65	336.32	114.42	8.85	262.93	(28.53)	-	(28.53)	0.49	(28.04)	-	91.06%
125	Radisys B.V. *	11-12-2018	EUR	0.03	0.79	0.96	0.14	0.03	0.64	0.08	0.01	0.07	-	0.07	-	100.00%
			INR	0.27	7.28	8.78	1.23	0.24	5.90	0.74	0.10	0.64	-	0.64	-	
126	Radisys Canada Inc. *	11-12-2018	USD	-	3.98	4.17	0.19	-	1.26	0.06	(0.02)	0.08	-	0.08	-	100.00%
			INR	-	33.14	34.70	1.56	-	10.50	0.50	(0.14)	0.64	-	0.64	-	
127	Radisys Cayman Limited *	11-12-2018	USD	-	0.01	0.01	-	-	-	-	-	-	-	-	-	100.00%
			INR	0.03	0.06	0.08	(0.01)	-	-	-	-	-	-	-	-	
128	Radisys Convedia (Ireland) Limited *	11-12-2018	USD	-	(0.06)	0.44	0.50	0.42	-	(0.05)	-	(0.05)	-	(0.05)	-	100.00%
			INR	-	(0.51)	3.65	4.16	3.49	-	(0.45)	-	(0.45)	-	(0.45)	-	
129	Radisys Corporation *	11-12-2018	USD	166.12	(82.42)	235.35	151.65	68.82	145.28	(1.32)	4.54	(5.86)	-	(5.86)	-	100.00%
			INR	1,382.33	(685.80)	1,958.41	1,261.88	572.69	1,208.89	(11.02)	37.76	(48.78)	-	(48.78)	-	
130	Radisys GmbH *	11-12-2018	EUR	0.03	0.85	1.15	0.27	-	2.49	0.19	0.06	0.13	-	0.13	-	100.00%
			INR	0.24	7.82	10.59	2.53	-	22.85	1.71	0.55	1.16	-	1.16	-	
131	Radisys India Limited	24-12-2018	INR	0.21	296.71	579.02	282.10	10.00	903.71	67.05	22.23	44.82	1.10	45.92	-	100.00%
132	Radisys International LLC *	11-12-2018	USD	5.26	(5.20)	0.06	-	-	-	-	-	-	-	-	-	100.00%
			INR	43.76	(43.24)	0.52	-	0.03	-	-	-	-	-	-	-	
133	Radisys International Singapore Pte. Ltd. *	11-12-2018	SGD	-	0.22	0.47	0.25	-	0.68	0.10	0.01	0.09	-	0.09	-	100.00%
			INR	-	1.40	2.97	1.57	-	4.29	0.64	0.05	0.59	-	0.59	-	
134	Radisys Spain S.L.U. *	11-12-2018	EUR	-	0.20	0.25	0.05	-	0.34	0.03	0.01	0.02	-	0.02	-	100.00%
			INR	0.03	1.81	2.34	0.50	-	3.10	0.23	0.05	0.18	-	0.18	-	
135	Radisys Systems Equipment Trading (Shanghai) Co. Ltd. *	11-12-2018	CNY	3.48	8.65	12.16	0.03	-	0.16	0.02	-	0.02	-	0.02	-	100.00%
			INR	4.06	10.10	14.20	0.04	-	0.19	0.02	-	0.02	-	0.02	-	
136	Radisys Technologies (Shenzhen) Co., Ltd. *	11-12-2018	CNY	41.28	(49.01)	69.20	76.93	-	8.66	(1.47)	-	(1.47)	-	(1.47)	-	100.00%
			INR	48.19	(57.21)	80.77	89.79	-	10.11	(1.71)	-	(1.71)	-	(1.71)	-	
137	Radisys UK Limited *	11-12-2018	GBP	0.19	1.40	2.06	0.47	-	2.00	0.46	0.10	0.36	-	0.36	-	100.00%
			INR	2.01	14.80	21.82	5.01	-	21.12	4.90	1.10	3.80	-	3.80	-	
138	RBML Solutions India Limited	16-03-2021	INR	300.00	13.75	430.52	116.77	298.47	759.12	24.58	4.06	20.52	(0.01)	20.51	-	100.00%
139	REC Americas LLC *	01-12-2021	USD	-	113.94	118.91	4.97	-	295.26	4.28	2.77	1.51	-	1.51	-	100.00%
			INR	-	948.16	989.51	41.35	-	2,456.89	35.65	23.07	12.58	-	12.58	-	
140	REC ScanModule Sweden AB *	01-12-2021	SEK	0.06	50.94	81.35	30.35	-	5.47	3.92	0.86	3.06	-	3.06	-	100.00%
			INR	0.05	42.22	67.42	25.15	-	4.53	3.25	0.71	2.54	-	2.54	-	
141	REC Solar (Japan) Co., Ltd. *	01-12-2021	JPY	60.00	244.59	318.62	14.03	-	311.73	6.21	3.36	2.85	-	2.85	-	100.00%
			INR	3.52	14.34	18.68	0.82	-	18.28	0.36	0.20	0.16	-	0.16	-	
142	REC Solar EMEA GmbH *	01-12-2021	EUR	0.05	11.53	12.98	1.40	-	67.89	1.14	0.07	1.07	-	1.07	-	100.00%
			INR	0.46	106.05	119.32	12.81	-	624.22	10.49	0.62	9.87	-	9.87	-	
143	REC Solar France *	01-12-2021	EUR	0.05	(0.05)	0.01	0.01	-	-	0.24	-	0.24	-	0.24	-	100.00%
			INR	0.46	(0.43)	0.08	0.05	-	-	2.19	-	2.19	-	2.19	-	
144	REC Solar Holdings AS *	01-12-2021	USD	450.41	(633.41)	64.86	247.86	42.81	2.69	(101.24)	-	(101.24)	-	(101.24)	-	100.00%
			INR	3,747.94	(5,270.73)	539.68	2,062.47	356.19	22.39	(842.44)	-	(842.44)	-	(842.44)	-	
145	REC Solar Norway AS *	01-12-2021	NOK	992.31	(1,296.78)	270.24	574.71	-	57.43	(586.24)	-	(586.24)	-	(586.24)	-	100.00%
			INR	811.46	(1,060.44)	220.99	469.97	-	46.96	(479.39)	-	(479.39)	-	(479.39)	-	

As on 31.12.2023 1 USD=83.2125 ₹, 1 GBP=105.7175 ₹, 1 EUR=91.9450 ₹, 1 SGD=62.9975 ₹, 1 HKD=10.6525 ₹, 1 MYR=18.1100 ₹, 1 CNY=11.6725 ₹, 1 AUD=56.6175 ₹, 1 AED=22.6575 ₹, 100 LKR=25.5090 ₹, 1 THB=2.4200 ₹, 1 SEK=8.2875 ₹, 100 JPY=58.6350 ₹, 1 NOK=8.1775 ₹, 1 ZAR=4.4925 ₹
As on 31.03.2024 1 USD=83.4050 ₹, 1 GBP=105.0325 ₹, 1 EUR=89.8775 ₹, 1 SGD=61.7350 ₹, 1 HKD=10.6600 ₹, 1 MYR=17.6225 ₹, 1 CNY=11.4825 ₹, 1 AUD=54.1125 ₹, 1 AED=22.7125 ₹, 100 LKR=27.5870 ₹, 1 THB=2.2850 ₹, 1 SEK=7.7850 ₹, 100 JPY=55.0700 ₹, 1 NOK=7.6850 ₹, 1 ZAR=4.3700 ₹

Representing aggregate % of voting power held by the Company and / or its subsidiaries.

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* *Company having 31st December as reporting date.*

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity $	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding #
146	REC Solar Pte. Ltd. *	01-12-2021	USD	328.80	(401.75)	871.64	944.59	0.31	470.39	(159.25)	(1.00)	(158.25)	-	(158.25)	-	100.00%
			INR	2,736.06	(3,343.07)	7,253.16	7,860.17	2.54	3,914.27	(1,325.13)	(8.32)	(1,316.81)	-	(1,316.81)	-	
147	REC Systems (Thailand) Co., Ltd. *	01-12-2021	THB	12.00	(8.71)	3.66	0.37	-	3.35	0.16	0.04	0.12	-	0.12	-	99.99%
			INR	2.90	(2.11)	0.89	0.10	-	0.81	0.04	0.01	0.03	-	0.03	-	
148	REC Trading (Shanghai) Co., Ltd. *	01-12-2021	CNY	1.57	1.56	10.01	6.88	-	16.50	(1.42)	-	(1.42)	-	(1.42)	-	100.00%
			INR	1.84	1.82	11.68	8.02	-	19.26	(1.65)	-	(1.65)	-	(1.65)	-	
149	REC US Holdings, Inc. *	01-12-2021	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
150	Recron (Malaysia) Sdn. Bhd. *	20-07-2007	MYR	542.99	385.62	1,385.29	456.68	-	2,306.13	(40.63)	(18.13)	(22.50)	40.93	18.43	-	100.00%
			INR	983.35	698.36	2,508.76	827.05	-	4,176.40	(73.58)	(32.83)	(40.75)	74.12	33.37	-	
151	Reliance 4IR Realty Development Limited	15-04-2019	INR	100.00	38,019.71	44,316.96	6,197.25	32,256.22	860.05	(3.30)	-	(3.30)	-	(3.30)	-	100.00%
152	Reliance A&T Fashions Private Limited	23-02-2022	INR	1.14	11.91	33.24	20.19	-	5.99	(8.20)	-	(8.20)	0.03	(8.17)	-	76.00%
153	Reliance Abu Sandeep Private Limited	10-10-2022	INR	1.03	235.10	331.18	95.05	144.21	130.56	7.74	2.27	5.47	2.04	7.51	-	51.00%
154	Reliance AK-OK Fashions Limited	02-08-2022	INR	1.00	59.64	86.84	26.20	45.13	16.63	(1.27)	-	(1.27)	-	(1.27)	-	60.00%
155	Reliance Ambit Trade Private Limited	31-03-2009	INR	1.00	924.91	926.90	0.99	138.91	9.27	4.68	-	4.68	-	4.68	-	100.00%
156	Reliance Beauty & Personal Care Limited	28-11-2022	INR	0.01	256.61	258.86	2.24	123.25	4.87	4.84	1.22	3.62	-	3.62	-	100.00%
157	Reliance Bhutan Limited	22-12-2022	INR	0.05	(0.05)	200.07	200.07	200.00	-	-	-	-	-	-	-	100.00%
158	Reliance Bio Energy Limited	13-03-2023	INR	492.00	112.11	773.95	169.84	-	0.28	(3.80)	(0.14)	(3.66)	-	(3.66)	-	100.00%
159	Reliance BP Mobility Limited	23-03-2015	INR	0.10	1,917.08	6,720.68	4,803.50	1,528.68	37,753.09	1,339.65	335.66	1,003.99	(1.54)	1,002.45	-	51.00%
160	Reliance Brands Eyewear Private Limited (Formerly known as Rod Retail Private Limited)	25-05-2022	INR	1.00	2.00	221.53	218.53	-	275.50	1.99	0.72	1.27	(0.01)	1.26	-	100.00%
161	Reliance Brands Holding UK Limited*	26-06-2019	GBP	80.96	(2.85)	122.16	44.05	102.49	-	2.52	1.85	0.67	-	0.67	-	100.00%
			INR	855.89	(30.13)	1,291.44	465.68	1,083.50	-	26.64	19.56	7.08	-	7.08	-	
162	Reliance Brands Limited	12-10-2007	INR	105.38	(565.26)	5,502.08	5,961.96	1,951.26	2,302.97	(381.49)	(93.05)	(288.44)	(0.52)	(288.96)	-	80.82%
163	Reliance Brands Luxury Fashion Private Limited	07-09-2018	INR	17.50	186.74	363.63	159.39	65.90	322.53	22.32	5.74	16.58	(0.10)	16.48	-	100.00%
164	Reliance Carbon Fibre Cylinder Limited	29-07-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
165	Reliance Chemicals and Materials Limited	02-11-2022	INR	287.03	(3.88)	336.00	52.85	-	0.55	(1.05)	(0.17)	(0.88)	-	(0.88)	-	100.00%
166	Reliance Clothing India Limited	26-09-2013	INR	0.05	(119.60)	37.47	157.02	-	30.47	(19.24)	-	(19.24)	0.01	(19.23)	-	100.00%
167	Reliance Commercial Dealers Limited	10-01-2017	INR	15.00	2,760.69	2,900.17	124.48	7.71	839.84	1.97	0.56	1.41	(0.05)	1.36	-	100.00%
168	Reliance Comtrade Private Limited	31-03-2009	INR	1.00	116.71	118.08	0.37	-	-	(0.10)	-	(0.10)	-	(0.10)	-	100.00%
169	Reliance Consumer Products Limited	30-11-2022	INR	0.01	1,090.17	1,120.79	30.61	303.92	11.34	(4.18)	(0.01)	(4.17)	-	(4.17)	-	100.00%
170	Reliance Content Distribution Limited	04-09-2017	INR	0.05	5,821.79	5,821.89	0.05	5,820.72	0.08	(0.06)	-	(0.06)	-	(0.06)	-	100.00%
171	Reliance Corporate IT Park Limited	30-03-2009	INR	238.00	30,570.48	36,496.11	5,687.63	-	3,371.04	667.47	169.14	498.33	0.24	498.57	-	100.00%
172	Reliance Digital Health Limited	01-08-2008	INR	161.72	478.42	787.53	147.39	535.11	4.42	(0.30)	(4.70)	4.40	-	4.40	-	100.00%
173	Reliance Digital Health USA Inc. *	26-03-2012	USD	0.01	0.82	0.83	-	0.19	0.25	0.03	-	0.03	-	0.03	-	100.00%
			INR	0.08	6.79	6.87	-	1.57	2.07	0.28	-	0.28	-	0.28	-	
174	Reliance Eagleford Upstream LLC *	16-06-2010	USD	3,392.55	(3,392.55)	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	28,230.30	(28,230.30)	-	-	-	-	-	-	-	-	-	-	
175	Reliance Electrolyser Manufacturing Limited	22-08-2023	INR	3.61	(0.21)	4.99	1.59	-	0.01	(0.21)	-	(0.21)	-	(0.21)	-	100.00%
176	Reliance Eminent Trading & Commercial Private Limited	31-03-2009	INR	10.00	4,560.50	5,036.07	465.57	248.51	52.00	19.26	-	19.26	-	19.26	-	100.00%
177	Reliance Ethane Holding Pte. Ltd. *	04-09-2014	USD	155.67	14.19	169.87	0.01	155.62	2.29	2.28	-	2.28	-	2.28	-	100.00%
			INR	1,295.39	118.11	1,413.57	0.07	1,294.96	19.09	18.99	0.01	18.98	-	18.98	-	
178	Reliance Ethane Pipeline Limited	18-06-2019	INR	50.05	774.07	2,673.40	1,849.28	69.07	9,004.47	188.01	48.21	139.80	(0.30)	139.50	-	100.00%
179	Reliance Exploration & Production DMCC *	06-12-2006	USD	453.62	(123.63)	347.64	17.65	-	6.63	(0.16)	-	(0.16)	-	(0.16)	-	100.00%
			INR	3,774.67	(1,028.76)	2,892.76	146.85	-	55.17	(1.31)	-	(1.31)	-	(1.31)	-	
180	Reliance Finance and Investments USA LLC *	22-12-2022	USD	48.00	0.96	49.28	0.32	45.64	1.36	0.96	-	0.96	-	0.96	-	100.00%
			INR	399.42	8.02	410.08	2.64	379.78	11.28	8.02	-	8.02	-	8.02	-	
181	Reliance GAS Lifestyle India Private Limited	09-08-2017	INR	100.00	7.40	161.28	53.88	7.04	108.62	(2.02)	(0.49)	(1.53)	(0.06)	(1.59)	-	51.00%
182	Reliance Gas Pipelines Limited	26-11-2012	INR	261.10	580.96	858.29	16.23	32.53	72.18	(25.09)	(7.10)	(17.99)	(0.12)	(18.11)	-	100.00%
183	Reliance Global Energy Services (Singapore) Pte. Limited *	18-08-2008	USD	1.18	233.02	780.05	545.85	-	9,647.33	54.95	2.76	52.19	-	52.19	-	100.00%
			INR	9.78	1,939.01	6,490.96	4,542.17	-	80,277.87	457.26	22.96	434.30	-	434.30	-	
184	Reliance Global Energy Services Limited *	20-06-2008	GBP	3.00	1.43	19.67	15.24	18.45	1.98	(0.27)	(0.01)	(0.26)	-	(0.26)	-	100.00%
			INR	31.72	15.11	207.94	161.11	195.06	20.91	(2.90)	(0.06)	(2.84)	-	(2.84)	-	
185	Reliance Global Project Services Pte. Ltd. *	04-11-2022	USD	0.10	0.04	0.15	0.01	-	0.42	0.03	-	0.03	-	0.03	-	100.00%
			INR	0.83	0.30	1.22	0.09	-	3.48	0.27	-	0.27	-	0.27	-	
186	Reliance Global Project Services UK Limited *	04-11-2022	GBP	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
187	Reliance Green Hydrogen and Green Chemicals Limited	24-08-2023	INR	3.71	(0.21)	5.05	1.55	-	0.02	(0.21)	-	(0.21)	-	(0.21)	-	100.00%
188	Reliance Hydrogen Electrolysis Limited	29-09-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
189	Reliance Hydrogen Fuel Cell Limited	29-09-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
190	Reliance Industries (Middle East) DMCC *	11-05-2005	USD	207.13	54.02	650.72	389.57	397.04	213.49	150.75	-	150.75	-	150.75	-	100.00%
			INR	1,723.58	449.50	5,414.82	3,241.74	3,303.84	1,776.48	1,254.39	-	1,254.39	-	1,254.39	-	
191	Reliance Industries Uruguay Petroquimica S.A. (En Liquidacion) *^	21-08-2017	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
192	Reliance Innovative Building Solutions Private Limited	30-03-2015	INR	69.69	(59.59)	24.73	14.63	-	0.09	(1.21)	-	(1.21)	-	(1.21)	-	100.00%
193	Reliance International Limited *	16-06-2021	USD	25.00	239.82	7,539.60	7,274.78	-	31,289.86	192.60	-	192.60	-	192.60	-	100.00%
			INR	208.03	1,995.57	62,738.90	60,535.30	-	2,60,370.75	1,602.67	-	1,602.67	-	1,602.67	-	
194	Reliance Jio Global Resources, LLC *	15-01-2015	USD	-	6.48	10.62	4.14	-	16.43	1.12	0.23	0.89	-	0.89	-	100.00%
			INR	-	53.92	88.37	34.45	-	136.72	9.33	1.95	7.38	-	7.38	-	
195	Reliance Jio Infocomm Limited	17-06-2010	INR	45,000.00	1,91,369.37	4,87,405.34	2,51,035.97	3,631.13	1,00,577.00	27,485.56	7,020.00	20,465.56	(93.56)	20,372.00	-	100.00%
196	Reliance Jio Infocomm Pte. Ltd. *	01-02-2013	USD	129.40	49.10	520.30	341.80	-	120.20	19.66	4.54	15.12	-	15.12	-	100.00%
			INR	1,076.77	408.57	4,329.52	2,844.18	-	1,000.21	163.57	37.78	125.79	-	125.79	-	
197	Reliance Jio Infocomm UK Limited *	30-07-2013	GBP	6.00	1.06	10.83	3.77	-	22.92	0.19	0.06	0.13	-	0.13	-	100.00%
			INR	63.43	11.23	114.48	39.82	-	242.31	1.98	0.58	1.40	-	1.40	-	

As on 31.12.2023 1 USD=83.2125 I, 1 GBP=105.7175 I, 1 EUR=91.9450 I, 1 SGD=62.9975 I, 1 HKD=10.6525 I, 1 MYR=18.1100 I, 1 CNY=11.6725 I, 1 AUD=56.6175 I, 1 AED=22.6575 I, 100 LKR=25.5090 I, 1 THB=2.4200 I, 1 SEK=8.2875 I, 100 JPY=58.6350 I, 1 NOK=8.1775 I, 1 ZAR=4.4925 I
As on 31.03.2024 1 USD=83.4050 I, 1 GBP=105.0325 I, 1 EUR=89.8775 I, 1 SGD=61.7350 I, 1 HKD=10.6600 I, 1 MYR=17.6225 I, 1 CNY=11.4825 I, 1 AUD=54.1125 I, 1 AED=22.7125 I, 100 LKR=27.5870 I, 1 THB=2.2850 I, 1 SEK=7.7850 I, 100 JPY=55.0700 I, 1 NOK=7.6850 I, 1 ZAR=4.3700 I

 # Representing aggregate % of voting power held by the Company and / or its subsidiaries.

$ Includes Reserves and Surplus.

** Company having 31st December as reporting date.*

^ The Company is under Liquidation.

As on 31.12.2023 1 USD=83.2125 I, 1 GBP=105.7175 I, 1 EUR=91.9450 I, 1 SGD=62.9975 I, 1 HKD=10.6525 I, 1 MYR=18.1100 I, 1 CNY=11.6725 I, 1 AUD=56.6175 I, 1 AED=22.6575 I, 100 LKR=25.5090 I, 1 THB=2.4200 I, 1 SEK=8.2875 I, 100 JPY=58.6350 I, 1 NOK=8.1775 I, 1 ZAR=4.4925 I
As on 31.03.2024 1 USD=83.4050 I, 1 GBP=105.0325 I, 1 EUR=89.8775 I, 1 SGD=61.7350 I, 1 HKD=10.6600 I, 1 MYR=17.6225 I, 1 CNY=11.4825 I, 1 AUD=54.1125 I, 1 AED=22.7125 I, 100 LKR=27.5870 I, 1 THB=2.2850 I, 1 SEK=7.7850 I, 100 JPY=55.0700 I, 1 NOK=7.6850 I, 1 ZAR=4.3700 I
Representing aggregate % of voting power held by the Company and / or its subsidiaries.
$ Includes Reserves and Surplus.
* Company having 31st December as reporting date.

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity$	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding#
198	Reliance Jio Infocomm USA, Inc. *	05-06-2013	USD	38.55	(14.87)	26.13	2.45	4.95	13.13	0.65	(0.28)	0.93	(1.79)	(0.86)	-	100.00%
			INR	320.77	(123.77)	217.44	20.44	41.19	109.24	5.44	(2.33)	7.77	(14.91)	(7.14)	-	
199	Reliance Lifestyle Products Private Limited	05-10-2020	INR	17.49	(8.75)	24.77	16.03	1.82	17.42	0.55	0.14	0.41	(0.01)	0.40	-	100.00%
200	Reliance Lithium Werks B.V. *	12-04-2022	EUR	0.08	52.19	71.47	19.20	56.18	9.24	0.19	0.05	0.14	-	0.14	-	87.26%
			INR	0.74	479.89	657.15	176.52	516.51	84.98	1.77	0.51	1.26	-	1.26	-	
201	Reliance Lithium Werks USA LLC *	19-04-2022	USD	-	(9.31)	10.00	19.31	-	14.65	(4.14)	-	(4.14)	-	(4.14)	-	100.00%
			INR	-	(77.51)	83.20	160.71	-	121.87	(34.45)	-	(34.45)	-	(34.45)	-	
202	Reliance Luxe Beauty Limited (Formerly known as Arvind Beauty Brands Retail Limited)	03-11-2023	INR	8.94	(52.31)	254.78	298.15	-	365.70	(39.22)	(0.15)	(39.07)	0.11	(38.96)	-	100.00%
203	Reliance Mappedu Multi Modal Logistics Park Limited	21-12-2022	INR	1.01	10.27	11.53	0.25	-	0.47	0.40	0.11	0.29	-	0.29	-	@
204	Reliance Marcellus LLC *	29-03-2010	USD	4,926.34	(4,930.45)	61.12	65.23	51.63	5.78	(0.44)	-	(0.44)	-	(0.44)	-	100.00%
			INR	40,993.33	(41,027.51)	508.55	542.73	429.62	48.11	(3.63)	-	(3.63)	-	(3.63)	-	
205	Reliance NeuComm LLC *	26-11-2022	USD	-	-	2.85	2.85	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	23.70	23.70	-	-	-	-	-	-	-	-	
206	Reliance New Energy Battery Storage Limited	26-07-2022	INR	80.87	(1.22)	96.19	16.54	-	0.03	(0.25)	-	(0.25)	-	(0.25)	-	100.00%
207	Reliance New Energy Carbon Fibre Cylinder Limited	24-06-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
208	Reliance New Energy Hydrogen Electrolysis Limited	02-07-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
209	Reliance New Energy Hydrogen Fuel Cell Limited	05-08-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
210	Reliance New Energy Limited	07-06-2021	INR	6,450.40	9,441.82	15,893.25	1.03	14,854.12	49.42	(123.27)	-	(123.27)	-	(123.27)	-	100.00%
211	Reliance New Energy Power Electronics Limited	14-07-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
212	Reliance New Energy Storage Limited	15-06-2021	INR	0.01	(0.01)	-	-	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
213	Reliance New Power Electronics Limited	14-09-2023	INR	0.01	(0.01)	0.01	0.01	-	-	-	-	-	-	-	-	100.00%
214	Reliance New Solar Energy Limited	07-06-2021	INR	5,000.00	2,366.71	8,322.97	956.26	216.46	19.65	3.44	0.64	2.80	-	2.80	-	100.00%
215	Reliance Petro Marketing Limited	31-03-2009	INR	0.05	387.16	655.48	268.27	499.65	2,441.64	62.18	16.43	45.75	25.17	70.92	-	100.00%
216	Reliance Petro Materials Limited	26-10-2022	INR	1.11	(0.06)	2.60	1.55	-	0.02	(0.06)	-	(0.06)	-	(0.06)	-	100.00%
217	Reliance Polyester Limited	21-06-2019	INR	100.00	(144.88)	1,703.87	1,748.75	-	2,500.25	(178.15)	(44.80)	(133.35)	(0.01)	(133.36)	-	100.00%
218	Reliance Power Electronics Limited	29-07-2021	INR	26.03	(0.98)	28.11	3.06	0.01	-	(0.97)	-	(0.97)	-	(0.97)	-	100.00%
219	Reliance Progressive Traders Private Limited	31-03-2009	INR	10.00	5,769.29	8,279.94	2,500.65	-	82.05	5.98	-	5.98	-	5.98	-	100.00%
220	Reliance Projects & Property Management Services Limited	19-06-2019	INR	100.00	13,053.01	15,915.13	2,762.12	1,038.34	14,557.37	333.50	53.31	280.19	27.47	307.66	-	100.00%
221	Reliance Prolific Commercial Private Limited	31-03-2009	INR	1.00	646.34	648.27	0.93	4.13	13.20	6.85	-	6.85	-	6.85	-	100.00%
222	Reliance Prolific Traders Private Limited	31-03-2009	INR	10.00	2,876.45	2,898.00	11.55	91.64	59.26	25.05	-	25.05	-	25.05	-	100.00%
223	Reliance Rahul Mishra Fashion Private Limited	04-01-2023	INR	3.06	89.10	123.34	31.18	75.75	29.06	(6.79)	0.12	(6.91)	-	(6.91)	-	51.00%
224	Reliance Retail and Fashion Lifestyle Limited	11-08-2020	INR	1.00	57.83	59.05	0.22	53.10	0.73	0.14	0.04	0.10	-	0.10	-	100.00%
225	Reliance Retail Limited	20-11-2006	INR	8,986.97	36,090.16	1,56,321.28	1,11,244.15	267.14	2,58,474.16	11,840.08	2,964.65	8,875.43	3.40	8,878.83	-	100.00%

As on 31.12.2023 1 USD=83.2125 I, 1 GBP=105.7175 I, 1 EUR=91.9450 I, 1 SGD=62.9975 I, 1 HKD=10.6525 I, 1 MYR=18.1100 I, 1 CNY=11.6725 I, 1 AUD=56.6175 I, 1 AED=22.6575 I, 100 LKR=25.5090 I, 1 THB=2.4200 I, 1 SEK=8.2875 I, 100 JPY=58.6350 I, 1 NOK=8.1775 I, 1 ZAR=4.4925 I
As on 31.03.2024 1 USD=83.4050 I, 1 GBP=105.0325 I, 1 EUR=89.8775 I, 1 SGD=61.7350 I, 1 HKD=10.6600 I, 1 MYR=17.6225 I, 1 CNY=11.4825 I, 1 AUD=54.1125 I, 1 AED=22.7125 I, 100 LKR=27.5870 I, 1 THB=2.2850 I, 1 SEK=7.7850 I, 100 JPY=55.0700 I, 1 NOK=7.6850 I, 1 ZAR=4.3700 I

Representing aggregate % of voting power held by the Company and / or its subsidiaries.

$ *Includes Reserves and Surplus.*

* *Company having 31st December as reporting date.*

@ *Subsidiary by virtue of control over composition of Board of Directors.*

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity$	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding#
226	Reliance Retail Ventures Limited	24-04-2007	INR	7,011.24	83,867.19	1,06,787.37	15,908.94	39,711.32	10,008.82	3,614.96	928.17	2,686.79	4.20	2,690.99	-	83.56%
227	Reliance Ritu Kumar Private Limited	14-10-2021	INR	2.01	102.22	412.61	308.38	0.30	289.59	(11.51)	-	(11.51)	(0.10)	(11.61)	-	52.21%
228	Reliance Sibur Elastomers Private Limited	21-02-2012	INR	2,354.53	(281.03)	5,413.49	3,339.99	35.83	2,977.92	(139.29)	(77.47)	(61.82)	9.53	(52.29)	-	74.90%
229	Reliance SOU Limited	20-02-2023	INR	0.01	(0.26)	0.01	0.26	-	-	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
230	Reliance Strategic Business Ventures Limited	21-06-2019	INR	100.00	38,542.60	43,443.47	4,800.87	38,243.41	1,524.36	(76.84)	64.79	(141.63)	3,136.05	2,994.42	(2.67)	100.00%
231	Reliance Syngas Limited	01-11-2021	INR	0.10	9,599.49	34,330.17	24,730.58	107.91	6,030.86	3,873.77	976.31	2,897.46	(1.12)	2,896.34	-	100.00%
232	Reliance TerraTech Holdings LLC *	17-06-2010	USD	0.30	(0.30)	2.85	2.85	-	-	-	-	-	-	-	-	100.00%
			INR	2.47	(2.49)	23.69	23.71	-	0.01	-	-	-	-	-	-	
233	Reliance UbiTek LLC *	26-11-2022	USD	-	-	-	-	-	-	-	-	-	-	-	-	100.00%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
234	Reliance Universal Traders Private Limited	31-03-2009	INR	10.00	1,731.41	1,741.61	0.20	43.62	13.64	10.21	-	10.21	-	10.21	-	100.00%
235	Reliance Vantage Retail Limited	27-12-2007	INR	0.56	163.79	170.49	6.14	-	5.47	3.61	0.71	2.90	-	2.90	-	100.00%
236	Reliance Ventures Limited	07-10-1999	INR	2.69	5,062.50	5,097.82	32.63	1,289.04	492.69	486.22	87.06	399.16	-	399.16	(7.32)	100.00%
237	Reliance-GrandOptical Private Limited	17-03-2008	INR	0.05	(0.08)	0.04	0.07	-	0.01	(0.01)	-	(0.01)	-	(0.01)	-	100.00%
238	Reverie Language Technologies Limited	22-03-2019	INR	0.02	103.81	147.78	43.95	-	14.23	0.79	-	0.79	(0.19)	0.60	-	84.56%
239	RIL USA, Inc. *	26-02-2009	USD	3.00	179.28	508.36	326.08	-	3,864.99	21.74	(0.12)	21.86	-	21.86	-	100.00%
			INR	24.96	1,491.84	4,230.21	2,713.41	-	32,161.57	180.88	(0.99)	181.87	-	181.87	-	
240	RISE Worldwide Limited	28-12-2020	INR	106.72	141.42	285.32	37.18	210.31	116.60	24.33	1.21	23.12	(0.32)	22.80	-	100.00%
241	Ritu Kumar ME (FZE) *	14-10-2021	AED	0.15	(0.12)	1.00	0.97	-	1.96	0.03	-	0.03	-	0.03	-	100.00%
			INR	0.34	(0.27)	2.27	2.20	-	4.44	0.07	-	0.07	-	0.07	-	
242	RP Chemicals (Malaysia) Sdn. Bhd. *	11-02-2016	MYR	1,574.14	(994.44)	980.67	400.97	-	2,250.11	59.14	1.23	57.91	22.70	80.61	37.12	100.00%
			INR	2,850.77	(1,800.93)	1,775.99	726.15	-	4,074.95	107.10	2.23	104.87	41.10	145.97	67.22	
243	Saavn Media Limited	05-04-2018	INR	0.08	7,121.09	7,659.72	538.55	-	0.33	(0.96)	-	(0.96)	0.17	(0.79)	-	87.95%
244	SankhyaSutra Labs Limited	12-03-2019	INR	0.11	96.81	100.52	3.60	0.36	0.86	0.25	0.13	0.12	-	0.12	-	85.62%
245	SenseHawk, Inc. *	21-10-2022	USD	-	6.67	6.86	0.19	0.26	2.61	(5.56)	-	(5.56)	-	(5.56)	-	79.40%
			INR	-	55.48	57.07	1.59	2.19	21.69	(46.26)	-	(46.26)	-	(46.26)	-	
246	Sensehawk India Private Limited	21-10-2022	USD	0.22	0.20	0.60	0.18	-	2.02	0.24	-	0.24	0.01	0.25	-	100.00%
			INR	1.82	1.71	5.01	1.48	-	16.83	2.00	-	2.00	0.06	2.06	-	
247	Sensehawk MEA Limited *	21-10-2022	USD	0.01	(0.33)	0.34	0.66	-	5.10	0.27	-	0.27	-	0.27	-	100.00%
			INR	0.11	(2.79)	2.80	5.48	-	42.45	2.28	-	2.28	-	2.28	-	
248	Shopsense Retail Technologies Limited	13-08-2019	INR	1.82	379.44	506.53	125.27	18.63	117.97	(11.81)	(3.02)	(8.79)	(0.53)	(9.32)	-	86.69%
249	Shri Kannan Departmental Store Limited	03-03-2020	INR	8.49	238.94	284.90	37.47	19.50	48.05	7.39	-	7.39	-	7.39	-	100.00%
250	skyTran Inc. *^	26-02-2021	USD	-	-	-	-	-	-	-	-	-	-	-	-	73.17%
			INR	-	-	-	-	-	-	-	-	-	-	-	-	
251	Soubhagya Confectionery Private Limited	25-05-2023	INR	1.48	10.58	21.58	9.52	-	78.73	4.86	1.17	3.69	(0.13)	3.56	-	100.00%
252	Stoke Park Limited *	22-04-2021	GBP	99.31	87.69	199.01	12.01	-	42.20	0.02	-	0.02	-	0.02	-	100.00%
			INR	1,049.91	927.02	2,103.84	126.91	-	446.12	0.24	-	0.24	-	0.24	-	

As on 31.12.2023 1 USD=83.2125 I, 1 GBP=105.7175 I, 1 EUR=91.9450 I, 1 SGD=62.9975 I, 1 HKD=10.6525 I, 1 MYR=18.1100 I, 1 CNY=11.6725 I, 1 AUD=56.6175 I, 1 AED=22.6575 I, 100 LKR=25.5090 I, 1 THB=2.4200 I, 1 SEK=8.2875 I, 100 JPY=58.6350 I, 1 NOK=8.1775 I, 1 ZAR=4.4925 I
As on 31.03.2024 1 USD=83.4050 I, 1 GBP=105.0325 I, 1 EUR=89.8775 I, 1 SGD=61.7350 I, 1 HKD=10.6600 I, 1 MYR=17.6225 I, 1 CNY=11.4825 I, 1 AUD=54.1125 I, 1 AED=22.7125 I, 100 LKR=27.5870 I, 1 THB=2.2850 I, 1 SEK=7.7850 I, 100 JPY=55.0700 I, 1 NOK=7.6850 I, 1 ZAR=4.3700 I

Representing aggregate % of voting power held by the Company and / or its subsidiaries.

$ *Includes Reserves and Surplus.*

* *Company having 31st December as reporting date.*

^ *The Company is under Liquidation.*

(₹ in crore)
Foreign Currencies in Million

Sr. No.	Name	The date since which Subsidiary was acquired	Currency	Equity Share Capital	Other Equity $	Total Assets	Total Liabilities	Investments	Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Compre-hensive Income	Total Compre-hensive Income	Proposed Dividend	% of Share-holding #
253	Strand Life Sciences Private Limited	06-09-2021	INR	23.47	79.78	134.15	30.90	24.19	97.14	(4.84)	(1.13)	(3.71)	(0.24)	(3.95)	-	90.86%
254	Surajya Services Limited	09-05-2019	INR	0.04	54.24	59.20	4.92	-	0.32	(3.26)	-	(3.26)	-	(3.26)	-	75.48%
255	Surela Investment And Trading Limited	07-05-2012	INR	0.05	3.70	26.94	23.19	7.30	5.21	4.47	(0.91)	5.38	-	5.38	-	100.00%
256	Tesseract Imaging Limited	07-05-2019	INR	0.01	16.70	117.12	100.41	-	0.13	(0.14)	-	(0.14)	-	(0.14)	-	92.41%
257	The Indian Film Combine Private Limited	17-04-2018	INR	6.90	1,995.01	3,279.32	1,277.41	20.96	199.81	(122.26)	(45.54)	(76.72)	0.04	(76.68)	-	83.17%
258	Thodupuzha Retail Private Limited	31-05-2023	INR	0.01	(6.90)	3.91	10.80	-	4.17	(2.52)	-	(2.52)	-	(2.52)	-	100.00%
259	Tira Beauty Limited	01-12-2021	INR	0.03	(0.04)	0.01	0.02	-	-	(0.02)	-	(0.02)	-	(0.02)	-	100.00%
260	Tresara Health Limited	18-08-2020	INR	4.12	(46.66)	258.91	301.45	-	376.40	(0.53)	0.02	(0.55)	-	(0.55)	-	100.00%
261	Ulwe East Infra Limited	04-02-2019	INR	0.05	4.86	4.91	-	-	-	-	-	-	-	-	-	100.00%
262	Ulwe North Infra Limited	28-01-2019	INR	0.05	2.36	2.41	-	-	-	-	-	-	-	-	-	100.00%
263	Ulwe South Infra Limited	28-01-2019	INR	0.05	2.24	2.29	-	-	-	-	-	-	-	-	-	100.00%
264	Ulwe Waterfront East Infra Limited	29-01-2019	INR	0.05	3.14	3.19	-	-	-	-	-	-	-	-	-	100.00%
265	Ulwe Waterfront North Infra Limited	29-01-2019	INR	0.05	12.79	12.84	-	-	-	-	-	-	-	-	-	100.00%
266	Ulwe Waterfront South Infra Limited	15-01-2019	INR	0.05	18.25	18.30	-	-	-	-	-	-	-	-	-	100.00%
267	Ulwe Waterfront West Infra Limited	30-01-2019	INR	0.05	2.40	2.45	-	-	-	-	-	-	-	-	-	100.00%
268	Ulwe West Infra Limited	04-02-2019	INR	0.05	0.15	0.20	-	-	-	-	-	-	-	-	-	100.00%
269	Urban Ladder Home Décor Solutions Limited	13-11-2020	INR	25.07	36.66	106.24	44.51	6.50	154.60	18.91	4.91	14.00	0.13	14.13	-	100.00%
270	VasyERP Solutions Private Limited	10-08-2021	INR	0.63	15.05	21.97	6.29	-	7.36	(9.81)	(2.53)	(7.28)	-	(7.28)	-	84.21%
271	Vengara Retail Private Limited	31-05-2023	INR	0.01	(4.75)	2.33	7.07	-	1.36	(1.56)	-	(1.56)	-	(1.56)	-	100.00%
272	Vitalic Health Limited	18-08-2020	INR	16.73	19.28	46.75	10.74	41.65	29.93	(1.52)	0.85	(2.37)	0.09	(2.28)	-	81.32%
273	V - Retail Limited (Formerly known as V - Retail Private Limited)	21-10-2022	INR	14.00	32.80	318.03	271.23	-	332.55	9.49	2.98	6.51	1.19	7.70	-	85.00%

As on 31.12.2023 1 USD=83.2125 I, 1 GBP=105.7175 I, 1 EUR=91.9450 I, 1 SGD=62.9975 I, 1 HKD=10.6525 I, 1 MYR=18.1100 I, 1 CNY=11.6725 I, 1 AUD=56.6175 I, 1 AED=22.6575 I, 100 LKR=25.5090 I, 1 THB=2.4200 I, 1 SEK=8.2875 I, 100 JPY=58.6350 I, 1 NOK=8.1775 I, 1 ZAR=4.4925 I
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 # Representing aggregate % of voting power held by the Company and / or its subsidiaries.
$ Includes Reserves and Surplus.
** Company having 31st December as reporting date.*

The above statement also indicates performance and financial position of each of the subsidiaries.

Name of Subsidiaries which are yet to commence operations

Sr. No.	Name of the Company
1	Dronagiri Bokadvira East Infra Limited
2	Dronagiri Bokadvira North Infra Limited
3	Dronagiri Bokadvira South Infra Limited
4	Dronagiri Bokadvira West Infra Limited
5	Dronagiri Dongri East Infra Limited
6	Dronagiri Dongri North Infra Limited
7	Dronagiri Dongri South Infra Limited
8	Dronagiri Dongri West Infra Limited
9	Dronagiri Funde East Infra Limited
10	Dronagiri Funde North Infra Limited
11	Dronagiri Funde South Infra Limited
12	Dronagiri Funde West Infra Limited
13	Dronagiri Navghar East Infra Limited
14	Dronagiri Navghar North First Infra Limited
15	Dronagiri Navghar North Infra Limited
16	Dronagiri Navghar North Second Infra Limited
17	Dronagiri Navghar South First Infra Limited
18	Dronagiri Navghar South Infra Limited
19	Dronagiri Navghar South Second Infra Limited
20	Dronagiri Navghar West Infra Limited
21	Dronagiri Pagote East Infra Limited
22	Dronagiri Pagote North First Infra Limited
23	Dronagiri Pagote North Infra Limited
24	Dronagiri Pagote North Second Infra Limited
25	Dronagiri Pagote South First Infra Limited
26	Dronagiri Pagote South Infra Limited
27	Dronagiri Pagote West Infra Limited
28	Dronagiri Panje East Infra Limited
29	Dronagiri Panje North Infra Limited
30	Dronagiri Panje South Infra Limited
31	Dronagiri Panje West Infra Limited
32	Ethane Coral LLC
33	Ethane Diamond LLC
34	Ethane Jade LLC
35	Foodhall Franchises Limited
36	Future Lifestyles Franchisee Limited

Sr. No.	Name of the Company
37	Jio Limited
38	Jio Space Technology Limited
39	Kalamboli East Infra Limited
40	Kalamboli North First Infra Limited
41	Kalamboli North Infra Limited
42	Kalamboli North Second Infra Limited
43	Kalamboli North Third Infra Limited
44	Kalamboli South First Infra Limited
45	Kalamboli South Infra Limited
46	Kalamboli West Infra Limited
47	Kutch New Energy Projects Limited
48	MYJD Private Limited
49	NextGen Fast Fashion Limited
50	Nilgiris Stores Limited
51	Reliance Carbon Fibre Cylinder Limited
52	Reliance Global Project Services UK Limited
53	Reliance Hydrogen Electrolysis Limited
54	Reliance Hydrogen Fuel Cell Limited
55	Reliance New Energy Carbon Fibre Cylinder Limited
56	Reliance New Energy Hydrogen Electrolysis Limited
57	Reliance New Energy Hydrogen Fuel Cell Limited
58	Reliance New Energy Power Electronics Limited
59	Reliance New Energy Storage Limited
60	Reliance New Power Electronics Limited
61	Reliance SOU Limited
62	Reliance UbiTek LLC
63	Tira Beauty Limited
64	Ulwe East Infra Limited
65	Ulwe North Infra Limited
66	Ulwe South Infra Limited
67	Ulwe Waterfront East Infra Limited
68	Ulwe Waterfront North Infra Limited
69	Ulwe Waterfront South Infra Limited
70	Ulwe Waterfront West Infra Limited
71	Ulwe West Infra Limited

Name of the Subsidiaries which have ceased to be subsidiary / liquidated / sold / merged during the year-

Sr. No.	Name of the Company
1	Intelligent Supply Chain Infrastructure Management Private Limited
2	JD International Pte Ltd [@]
3	Reliance Eagleford Upstream Holding LP ^
4	Reliance Infratel Limited [#]
5	Reliance Jio Media Limited *
6	Reliance SMSL Limited [#]
7	Saavn Holdings, LLC **
8	Saavn, LLC ***
9	skyTran Israel Ltd. [@@]

[@] Liquidated

^ Merged with Reliance Marcellus LLC.

[#] Merged with Reliance Projects & Property Management Services Limited.

** Ceased to be a subsidiary pursuant to the Scheme of Amalgamation of Reliance Jio Media Limited with Reliance Corporate IT Park Limited and their respective shareholders and creditors (the Scheme). The Appointed Date of the Scheme was opening business hours of 1st April, 2023.*

*** Merged with Saavn Media Limited.*

**** Merged with Saavn Holdings, LLC.*

[@@] Liquidated, certificate of liquidation awaited.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associates and Joint Ventures

Sr. No.	Name of Associate / Joint Venture	Latest Audited Balance Sheet Date	The date on which the Associate or Joint Venture was associated or acquired	Share of Associate / Joint Venture held by the Company on the year end			Net worth attributable to shareholding as per latest Audited Balance Sheet # (₹ in crore)	Profit / Loss for the year		Description of how there is Significant Influence	Reason why Associate / Joint Venture is not consolidated
				No.	Amount of Investment in Associate / Joint Venture (₹ in crore)	Extent of Holding % *		Considered in consolidation (₹ in crore)	Not Considered in Consolidation		
Associates & Joint Ventures											
1	Alok Industries Limited	31.03.2024	28.02.2020	1,98,65,33,333	268.81	40.01	(7,912.33)	-	-	Note-A	-
2	BAM DLR Chennai Private Limited	31.03.2024	12.12.2023	1,52,58,850	209.85	33.33	176.89	(3.31)	-	Note-A	-
3	BAM DLR Data Center Services Private Limited	31.03.2024	12.12.2023	24,70,000	9.16	33.33	5.21	0.96	-	Note-A	-
4	BAM DLR Kolkata Private Limited	31.03.2024	12.12.2023	2,05,000	0.34	33.33	0.16	0.02	-	Note-A	-
5	BAM DLR Mumbai Private Limited	31.03.2024	12.12.2023	12,02,86,182	133.64	33.33	121.41	(1.11)	-	Note-A	-
6	BAM DLR Network Services Private Limited	31.03.2024	12.12.2023	19,84,000	1.98	33.33	0.95	1.03	-	Note-A	-
7	BVM Overseas Limited ^	31.03.2024	28.03.2023	45,00,000	-	70.00 $	-	-	-	Note-A	-
8	Football Sports Development Limited ^	31.03.2024	28.12.2020	14,85,711	232.45	65.00 $	93.34	(9.32)	-	Note-A	-
9	Gujarat Chemical Port Limited	31.03.2023	01.04.2006	64,29,20,000	64.29	41.80	726.63	133.16	-	Note-A	-
10	India Gas Solutions Private Limited	31.03.2024	26.08.2019	2,25,00,000	22.50	50.00	343.55	59.09	-	Note-A	-
11	Indian Vaccines Corporation Limited	31.03.2023	27.03.1989	62,63,125	0.61	33.33	2.04	0.52	-	Note-A	-
12	Jio Space Technology Limited ^	31.03.2024	02.05.2022	38,25,000	3.83	33.88 $	1.75	-	-	Note-A	-
13	Pipeline Management Services Private Limited	31.03.2023	29.03.2019	5,00,000	0.50	50.00	9.71	2.07	-	Note-A	-
14	Reliance Europe Limited	31.12.2023	10.06.1993	11,08,500	3.93	50.00	76.19	3.16	-	Note-A	-
15	Reliance Industrial Infrastructure Limited	31.03.2024	19.05.1994	68,60,064	16.30	45.43	214.14	6.05	-	Note-A	-
16	Reliance Logistics and Warehouse Holdings Limited @	31.03.2023	19.12.2022	5,53,98,112	235.07	55.15 $	1.35	-	-	Note-A	-
17	Sanmina-SCI India Private Limited ^	31.03.2024	03.10.2022	9,81,37,159	1,763.03	50.10	1,303.93	142.36	-	Note-A	-
18	Sanmina-SCI Technology India Private Limited ^	31.03.2024	03.10.2022	8,57,38,719	-	50.10 $	-	-	-	Note-A	-
19	Sintex Industries Limited ^	31.03.2024	28.03.2023	6,00,00,00,000	600.00	70.00	1,771.18	(11.94)	-	Note-A	-
20	Vadodara Enviro Channel Limited	31.03.2023	01.04.2019	14,302	0.01	28.57	10.51	0.02	-	Note-A	-
21	Balaji Telefilms Limited	31.03.2023	22.08.2017	2,52,00,000	93.49	24.82	280.03	-	-	-	Note-B
22	Jamnagar Utilities & Power Private Limited	31.03.2023	07.05.2018	54,52,000	2.64	27.26 $	0.55	-	-	-	Note-C

** Representing aggregate % of voting power held by the Company.*

$ Including aggregate % of voting power held by the subsidiaries / joint ventures.

 # Includes other comprehensive income.

^ Joint Venture as per Accounting Standard.

@ Associate as per Accounting Standard.

Notes:

A. There is significant influence due to percentage (%) of voting power.

B. Accounted as per requirement of Ind AS 109- Financial Instruments.

C. The Company holds 26% of Equity Shares with Voting Rights, with No Right to Dividend and No Right to Participate in the Surplus Assets of the Company.

The above statement also indicates performance and financial position of each of the associates and joint ventures.

Name of the Associate or Joint Venture which is yet to commence operations – Nil

Name of the Associate or Joint Venture which have ceased to be Associate or Joint Venture / liquidated / sold / merged during the year – Nil

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W-100018)

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Registration No. 101720W/W-100355)

Srikanth Venkatachari
Chief Financial Officer

Abhijit A. Damle
Partner
Membership No. 102912

Sandesh Ladha
Partner
Membership No. 047841

Savithri Parekh
Company Secretary

Date: April 22, 2024

For and on behalf of the Board

M.D. Ambani
DIN: 00001695
Chairman and Managing Director

N.R. Meswani
DIN: 00001620

H.R. Meswani
DIN: 00001623

P.M.S. Prasad
DIN: 00012144
Executive Directors

Akash M. Ambani
DIN: 06984194

Isha M. Ambani
DIN: 06984175

Anant M. Ambani
DIN: 07945702

Raminder Singh Gujral
DIN: 07175393

Dr. Shumeet Banerji
DIN: 02787784

Arundhati Bhattacharya
DIN: 02011213

K.V. Chowdary
DIN: 08485334

K.V. Kamath
DIN: 00043501

Haigreve Khaitan
DIN: 00005290
Non-Executive Directors

Company Information

Board of Directors

Chairman and Managing Director
Mukesh D. Ambani

Non-Executive Directors
Raminder Singh Gujral
Dr. Shumeet Banerji
Arundhati Bhattacharya
His Excellency Yasir Othman H. Al-Rumayyan
K. V. Chowdary
K. V. Kamath
Haigreve Khaitan
Isha M. Ambani
Akash M. Ambani
Anant M. Ambani

Executive Directors
Nikhil R. Meswani
Hital R. Meswani
P. M. S. Prasad

Chief Financial Officer
Srikanth Venkatachari

Company Secretary and Compliance Officer
Savithri Parekh

Auditors
Deloitte Haskins & Sells LLP,
Chartered Accountants
Chaturvedi & Shah LLP,
Chartered Accountants

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Website: www.ril.com

Committees

Audit Committee
Raminder Singh Gujral (Chairman)
K. V. Chowdary
Haigreve Khaitan

Stakeholders' Relationship Committee
K. V. Chowdary (Chairman)
Nikhil R. Meswani
Hital R. Meswani
Arundhati Bhattacharya

Risk Management Committee
Raminder Singh Gujral (Chairman)
Dr. Shumeet Banerji
K. V. Chowdary
Hital R. Meswani
P. M. S. Prasad
Srikanth Venkatachari

Finance Committee
Mukesh D. Ambani (Chairman)
Nikhil R. Meswani
Hital R. Meswani

Human Resources, Nomination and Remuneration Committee
Dr. Shumeet Banerji (Chairman)
Raminder Singh Gujral
K. V. Chowdary

Corporate Social Responsibility and Governance Committee
Dr. Shumeet Banerji (Chairman)
K. V. Chowdary
Nikhil R. Meswani

Environmental, Social and Governance Committee
Hital R. Meswani (Chairman)
Arundhati Bhattacharya
P. M. S. Prasad

Bankers
Bank of America N.A.
Bank of Baroda
Bank of India
Canara Bank
Central Bank of India
Citibank
Credit Agricole Corporate and Investment Bank
Deutsche Bank
The Hong Kong and Shanghai Banking Corporation Limited
HDFC Bank Limited
ICICI Bank Limited
IDBI Bank Limited
Indian Bank
Punjab National Bank
Standard Chartered Bank
State Bank of India
Union Bank of India

Registrar & Transfer Agent

KFin Technologies Limited
Selenium Tower B,
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