

HDFC BANK LTD  
Form SC 13G  
February 14, 2005

OMB APPROVAL
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. )\*

HDFC BANK LIMITED

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(Name of Issuer)

EQUITY SHARES COMMON STOCK (PAR VALUE: INR 10 PER SHARE)

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(Title of Class of Securities)

40415F101

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(CUSIP Number)

July 20, 2001

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

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1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):  
Bennett, Colman & Co. Ltd.

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2. Check the Appropriate Box if a Member of a Group:  
(a)    
(b)

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3. SEC Use Only:

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4. Citizenship or Place of Organization:  
Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
8,849,929

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6. Shared Voting Power:  
0

---

7. Sole Dispositive Power:  
8,849,929

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
8,849,929

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11.

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Percent of Class Represented by Amount in Row (9):  
3.09%

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12. Type of Reporting Person:  
OO

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1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):  
Satyam Properties & Finance Limited

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2. Check the Appropriate Box if a Member of a Group:  
(a)    
(b)

---

3. SEC Use Only:

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4. Citizenship or Place of Organization:  
Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
1,739,130

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6. Shared Voting Power:  
0

---

7. Sole Dispositive Power:  
1,739,130

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
1,739,130

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11.

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Percent of Class Represented by Amount in Row (9):  
0.61%

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12. Type of Reporting Person:  
OO

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1. Name of Reporting Person: Rajdhani Printers Limited  
I.R.S. Identification Nos. of above persons (entities only):

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2. Check the Appropriate Box if a Member of a Group:  
(a)    
(b)

---

3. SEC Use Only:

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4. Citizenship or Place of Organization:  
Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
34,782

---

6. Shared Voting Power:  
0

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7. Sole Dispositive Power:  
34,782

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
34,782

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

---

11.

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Percent of Class Represented by Amount in Row (9):  
0.01%

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12. Type of Reporting Person:  
OO

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1. Name of Reporting Person: Dharmayug Investments Ltd. I.R.S. Identification Nos. of above persons (entities only):

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2. Check the Appropriate Box if a Member of a Group:

(a)    
(b)

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3. SEC Use Only:

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4. Citizenship or Place of Organization: Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
2,486,956

---

6. Shared Voting Power:  
0

---

7. Sole Dispositive Power:  
2,486,956

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
2,486,956

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

---

11.

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Percent of Class Represented by Amount in Row (9):  
0.87%

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12. Type of Reporting Person:  
OO

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1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):  
Vardhaman Publishers Ltd.

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2. Check the Appropriate Box if a Member of a Group:  
(a)    
(b)

---

3. SEC Use Only:

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4. Citizenship or Place of Organization:  
Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
1,739,130

---

6. Shared Voting Power:  
0

---

7. Sole Dispositive Power:  
1,739,130

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
1,739,130

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

---

11.

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Percent of Class Represented by Amount in Row (9):  
0.61%

---

12. Type of Reporting Person:  
OO

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1. Name of Reporting Person: Bharat Nidhi Limited  
I.R.S. Identification Nos. of above persons (entities only):

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2. Check the Appropriate Box if a Member of a Group:  
(a)    
(b)

---

3. SEC Use Only:

---

4. Citizenship or Place of Organization:  
Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
573,913

---

6. Shared Voting Power:  
0

---

7. Sole Dispositive Power:  
573,913

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
573,913

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

---

11.

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Percent of Class Represented by Amount in Row (9):  
0.20%

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12. Type of Reporting Person:  
OO

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1. Name of Reporting Person: PNB Finance & Industries Limited  
I.R.S. Identification Nos. of above persons (entities only):

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2. Check the Appropriate Box if a Member of a Group:  
(a)    
(b)

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3. SEC Use Only:

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4. Citizenship or Place of Organization:  
Indian

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
431,743

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6. Shared Voting Power:  
0

---

7. Sole Dispositive Power:  
431,743

---

8. Shared Dispositive Power:  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
431,743

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11.

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Percent of Class Represented by Amount in Row (9):  
0.15%

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12. Type of Reporting Person:  
OO

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13G

Page 9 of 13

**Item 1.**

(a) Name of Issuer

HDFC Bank Limited

(b) Address of Issuer's Principal Executive Offices

HDFC Bank Limited  
Sandoz House  
Dr. Annie Besant  
Road  
Worli, Mumbai 400  
018  
India

**Item 2.**

(a) Name of Person Filing

1. Bennett Coleman &  
Company Limited
2. Dharmayug  
Investments Limited
3. Satyam Properties &  
Finance Limited
4. Vardhaman  
Publishers Limited
5. Bharat Nidhi Limited
6. PNB Finance &  
Industries Limited
7. Rajdhani Printers  
Limited

(b) Address of Principal Business Office or, if none, Residence

1. Bennett Coleman &  
Company Limited  
The Times of India  
Building, Dr.  
D.N.Road  
Mumbai 400 001  
India

2. Dharmayug  
Investments Limited  
The Times of India  
Building,  
Dr.D.N.Road  
Mumbai 400 001  
India
  
  3. Satyam Properties &  
Finance Limited  
2nd Floor, 135 A,  
B.R.B.Basu Road  
Calcutta 700 001  
India
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13G

Page 10 of 13

4. Vardhaman  
Publishers  
Limited  
The Times of  
India Building,  
Dr.D.N.Road  
Mumbai 400  
001  
India
5. Bharat Nidhi  
Limited  
Times House,  
7 Bahdurshah  
Zafar Marg,  
New Delhi  
110 002  
India
6. PNB Finance  
& Industries  
Limited  
10 Daryaganj  
New Delhi  
110 002  
India
7. Rajdhani  
Printers  
Limited  
Times House,  
7 Bahdurshah  
Zafar Marg,  
New Delhi  
110 002  
India

(c) Citizenship

1. Bennett  
Coleman &  
Company  
Limited is  
incorporated

- under the laws  
of India.
2. Dharmayug  
Investments  
Limited is  
incorporated  
under the laws  
of India.
  3. Satyam  
Properties &  
Finance  
Limited is  
incorporated  
under the laws  
of India.
  4. Vardhaman  
Publishers  
Limited is  
incorporated  
under the laws  
of India.
  5. Bharat Nidhi  
Limited is  
incorporated  
under the laws  
of India.
  6. PNB Finance  
& Industries  
Limited is  
incorporated  
under the laws  
of India.
  7. Rajdhani  
Printers  
Limited is  
incorporated  
under the laws  
of India.

(d) Title of Class of Securities

Equity Shares,  
par value INR  
10

(e) CUSIP Number

40415F101

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**Item 3.** If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer  
] registered under section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in  
] section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as  
] defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company  
] registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
- (e)  An investment adviser in  
] accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit  
] plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding  
] company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations  
] as defined in Section 3(b) of the Federal Deposit

Insurance Act (12  
U.S.C. 1813);

- (i) [ A church plan that is  
] excluded from the  
definition of an  
investment company  
under section 3(c)(14) of  
the Investment  
Company Act of 1940  
(15 U.S.C. 80a-3);
  
- (j) [ Group, in accordance  
] with  
§240.13d-1(b)(1)(ii)(J).

NOT APPLICABLE

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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13G

Page 12 of 13

- (a) Amount beneficially owned
- (b) Percent of class
- (c) Number of shares as to which person has:
  - (i) Sole power to vote or to direct the vote
  - (ii) Shared power to vote or to direct the vote
  - (iii) Sole power to dispose or to direct the disposition of
  - (iv) Shared power to dispose or to direct the disposition of

Bennett Coleman & Company Limited

8,849,929  
 2.86%  
 8,849,929  
 0  
 8,849,929  
 0

Dharmayug Investments Limited

2,486,956  
 0.8%  
 2,486,956  
 0  
 2,486,956  
 0

Satyam Properties & Finance Limited

1,739,130  
 0.56%  
 1,739,130  
 0  
 1,739,130  
 0

Vardhaman Publishers Limited

1,739,130  
 0.56%  
 1,739,130  
 0  
 1,739,130  
 0

Bharat Nidhi Limited

573,913  
 0.19%  
 573,913

0  
573,913  
0

PNB Finance & Industries Limited  
431,743  
0.14%  
431,743  
0  
431,743  
0

Rajdhani Printers Limited  
34,782  
0.01%  
34,782  
0  
34,782  
0

**Total:**  
**15,855,583**  
**5.12%**

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**Item 5.** Ownership of Five Percent or Less of a Class

N.A.

**Item 6.** Ownership of More than Five Percent on Behalf of Another Person

N.A.

**Item 7.** Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

N.A.

**Item 8.** Identification and Classification of Members of the Group

Dharmayug Investments Limited, Satyam Properties & Finance Limited, Vardhaman Publishers Limited, and Rajdhani Printers Limited are each 100% owned subsidiaries of Bennett Coleman & Company Limited

Bharat Nidhi Limited and PNB Finance & Industries Limited, are shareholding companies of Bennett, Coleman & Co. Ltd.

**Item 9.** Notice of Dissolution of Group

N.A.

**Item 10.** Certification

N.A.

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**SIGNATURE**

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

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Date

**BENNETT COLEMAN COMPANY LIMITED**

By:

Name: Arun Arora  
Title: President

**DHARMAYUG INVESTMENTS LIMITED**

By:

Name: P.M. Rao  
Title: Director

**SATYAM PROPERTIES & FINANCE LTD.**

By:

Name: Arup Mukherjee  
Title: Director

**VARDHAMAN PUBLISHERS LIMITED**

By:

Name: Ranjan Garg  
Title: Director

**BHARAT NIDHI LIMITED**

By:

Name: Sandeep Jain  
Title: Director

**PNB FINANCE & INDUSTRIES LIMITED**

By:

Name: Ashok Sen  
Title: Director

RAJDHANI PRINTERS LIMITED

By:

Name: Gopal Mohan

Title: Director