

Kotak Mahindra Bank

20th July 2017

The Manager Corporate Relationship, BSE Limited, 1st Floor, New Trading Ring, Rotunda Buliding, Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai 400 001.

The Manager

National Stock Exchange of India Ltd.

Exchange Plaza,

5th Floor,

Plot No.C/1, G Block,

Bandra-Kurla Complex,

Bandra (East),

Mumbai 400 051.

Dear Sir,

Sub: Outcome of the 32nd Annual General Meeting of the Shareholders of the Bank

This is to inform you that the 32nd Annual General Meeting (AGM) of the Bank was held on 20th July 2017 at 10.30 a.m. at Walchand Hirachand Hall of Indian Merchants Chamber, 4th Floor, Churchgate, Mumbai 400020.

As per the requirements of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Bank had provided remote e-voting facility and e-voting facility at the AGM to its shareholders for voting on the business to be transacted at the AGM of the Bank.

The Bank had appointed Ms. Rupal Jhaveri, Practicing Company Secretary as the Scrutinizer for the remote e-voting and e-voting at the AGM. As per the Scrutinizer's Report, all Resolutions contained in the Notice of the AGM were approved by the shareholders with requisite majority and all the resolutions were declared to be passed on 20th July 2017.

Please find enclosed herewith the following:

- 1. Scrutinizer's Consolidated Report as on 20th July 2017.
- 2. Voting Results pursuant to Regulation 44(3), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.
- 3. Summary of proceedings of AGM.

Thanking You,

Yours faithfully,

Kotak Mahindra Bank Limited

Bina Chandarana Company Secretary &

Sr. Executive Vice President

Encl.: as above

Kotak Mahindra Bank Ltd. CIN: L65110MH1985PLC038137

Registered Office: 27 BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai 400051, Maharashtra. India.

T +91,22 61660000 F +91 22 67132403 www.kotak.com 22, Rajgir Chambers, 3rd Floor, 12-14, Shahid Bhagat Singh Road, Opp. Old Custom House, Mumbai 400 001. Tel.: 43440103 Fax:22662667

REPORT OF SCRUTINIZER

Date: July 20, 2017

To
The Chairman
Annual General Meeting
Of Kotak Mahindra Bank Limited ("the Bank") held on 20th July 2017
at 10.30 a.m. at Walchand Hirachand Hall of the
Indian Merchants Chamber, 4th Floor,
Churchgate, Mumbai – 400 020.

Dear Sir,

I, Ms. Rupal D. Jhaveri, Practicing Company Secretary (Membership No. 5441 and Certificate of Practice No. 4225) have been appointed by the Board of Directors of Kotak Mahindra Bank Limited as a Scrutinizer under the provisions of Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for remote e-Voting and voting through electronic means for the Annual General Meeting (AGM) held on 20th July 2017 at 10.30 a.m. at Walchand Hirachand Hall of the Indian Merchants Chamber, 4th Floor, Churchgate, Mumbai – 400 020 and submit our report as under:-

- 1. The Bank has provided remote e-voting facility on all items of the business sought to be transacted at the AGM held on 20th July 2017. The same commenced on 17th July 2017 (9.00 a.m.) onwards and concluded on 19th July 2017 (5.00 p.m.). The remote e-voting services were provided by Karvy Computershare Private Limited (Karvy).
- 2. Further, during the AGM, Members who were present at the meeting but could not participate in the remote e-voting facility were provided the facility to vote through electronic means
- 3. As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the Members who have cast their votes through remote e-voting do not vote again at the AGM, Karvy provided us with the names, DP ID / Client ID / Folio nos. and shareholding of the members who had cast their votes through remote e-voting.
- 4. Subsequently, the votes cast through remote e-voting were unblocked at around 1:00 p.m. on 20th July 2017 in the presence of two witnesses and the e-voting summary statement was downloaded from Karvy (http://evoting.karvy.com).

The summary of the results of the remote e-voting and voting through electronic means are as under:



Resolution No. 1: Adoption of the financial statements of the Bank for the year ended 31st March 2017 and the Reports of the Directors and the Auditors thereon. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	976	1,601,153,451	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	`
Remote e-voting (Total votes considered)		1,319,761,725	100.0000
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + Voting through electronic means)	1,024	1,320,740,366	100.0000

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	3	429	0.0000
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + Voting through electronic means)	4	519	0.0000

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting	0	0
through		
electronic		
means		

Resolution No. 2: Declaration of dividend on equity shares for the year ended $31^{\rm st}$ March 2017. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	975	1,601,255,161	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,863,435	99.9991
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,023	1,320,842,076	99.9991

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	6	11,358	0.0009
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	7	11,448	0.0009

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	0	0



Resolution No. 3: Re-appointment of Mr. Mark Newman (DIN: 03518417), who retires by rotation. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	940	1,555,049,447	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,273,657,721	96.4984
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	988	1,274,636,362	96.5010

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	40	46,216,197	3.5016
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	41	46,216,287	3.4990

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through	0	0
electronic means		AND DAMA

Resolution No. 4: Ratification of appointment of M/s. S.R. Batliboi & Co., LLP as Auditor of the Bank and fixing their remuneration. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	972	1,601,265,138	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,873,412	99.9999
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,020	1,320,852,053	99.9999

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	9	1,406	0.0001
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	10	1,496	0.0001

Mode	Number of members whose votes were declared invalid	Number of votes cast	
Voting through electronic means	0	0	

Resolution No. 5: Re-appointment of Prof. S. Mahendra Dev (DIN: 06519869) as an Independent Director of the Bank. (Special Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	968	1,600,983,256	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,591,530	99.9786
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,016	1,320,570,171	99.9786

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	12	282,388	0.0214
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	13	282,478	0.0214

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	0	0

Resolution No. 6: Appointment of Mr. Uday Chander Khanna (DIN: 00079129) as an Independent Director of the Bank. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	967	1,600,183,940	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,318,792,214	99.9200
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,015	1,319,770,855	99.9201

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	13	1,055,821	0.0800
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	14	1,055,911	0.0799

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	O	0

Resolution No. 7: Re-appointment of Mr. Uday S. Kotak (DIN: 00007467) as Executive Vice Chairman and Managing Director of the Bank. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	974	1,601,266,076	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,874,350	100.0000
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,022	1,320,852,991	100.0000

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	7	468	0.0000
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	8	558	0.0000

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	0	0



Resolution No. 8: Re-appointment of Mr. Dipak Gupta (DIN: 00004771) as Whole-time Director of the Bank designated as Joint Managing Director. (Ordinary Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	968	1,601,236,773	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,845,047	99.9998
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,016	1,320,823,688	99.9998

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	11	2,988	0.0002
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	12	3,078	0.0002

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	0	0 D JW

Resolution No. 9: Approval to borrow in excess of the paid up capital and free reserves but not exceeding `60,000 crore. (Special Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	972	1,601,263,769	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,872,043	99.9998
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,020	1,320,850,684	99.9998

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	9	2,770	0.0002
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	10	2,860	0.0002

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	0	0

Resolution No. 10: Approval to issue unsecured, redeemable non-convertible debentures \prime bonds up to $^{\circ}5,000$ crore. (Special Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	971	1,601,259,728	
Less: Votes not considered pursuant to Section 12(2) of the Banking Regulation Act, 1949		281,391,726	
Remote e-voting (Total votes considered)		1,319,868,002	99.9995
Voting through electronic means	48	978,641	99.9908
Total (Remote E- voting + voting through electronic means)	1,019	1,320,846,643	99.9995

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	9	6,804	0.0005
Voting through electronic means	1	90	0.0092
Total (Remote E- voting + voting through electronic means)	10	6,894	0.0005

Mode	Number of members whose votes were declared invalid	Number of votes cast
Voting through electronic means	0	0

All the Resolutions mentioned in the Notice convening the AGM as per the details stated above stand passed under remote e-voting and voting conducted at AGM, with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the registers from the service provider in respect of the votes cast through remote e-voting and voting conducted at the AGM by the members of the Bank. The other relevant records relating to remote e-voting and voting conducted at the AGM is under my safe custody and will be handed over to the Company Secretary for safe keeping after the Chairman signs the minutes.

Thanking you,

Yours faithfully

Rupal D. Jhaveri

Practicing Company Secretary FCS No.5441

CP No. 4225

Place: Mumbai

Date: 20th July 2017

I Accept:

Dr. Shankar Acharya

Chairman

Kotak Mahindra Bank Limited

Le N. Ach

Place: Mumbai

Date: 20th July 2017

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	KOTAK MAHINDRA BANK LIMITED
LIMITED TO THE PARTY OF THE PAR	T 200 CO CO
Date of the AGM	/TO-/O-OZ
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lotal number of silal efforces of record date	
No. of shareholders present in the meeting either in person or through proxy:	
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Promoters and Promoter Group.	
D. M. I	96
No. of Shareholders attended the meeting through Video Conferencing	
Secretary Oronastor Crosses	Not Applicable
Promoters and Promoter Stocks.	
Dublic	Not Applicable

Resolution No.	H							
						4	A 44 - 44 - 44 - 44 - 44 - 44 - 44 - 44	20010d+ 210+
Resolution required: (Ordinary/ Special)	ORDINARY - Adop	tion of the financia	i statements for th	e year ended 31st	March 2017 and th	ie Reports or the L	ARY - Adoption of the financial statements for the year ended 31st March 2017 and the Reports of the Unrectors and the Adulto's distributed and the Adoption of the financial statements for the year ended 31st March 2017 and the Reports of the Unrectors and the Adulto's distributed and the Adoption of the financial statements for the year ended 31st March 2017 and the Reports of the Unrectors and the Adulto's distributed and the Adoption of th	IIIOIS MELEONI:
Whether promoter/ promoter group are interested in the agenda/resolution?	0 2.							
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				% of Votes Polled			% of Votes in	1
	•			on outstanding		N(2, 06) (040)	tavour on votes	% of Votes against
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	shares (3)=[(2)/(1)]* 100 favour (4)	es – III	No. oi votes – against (5))/(2)]*100	(7)=[(5)/(2)]*100
Category	E-Voting	572408604						
	less: Not							
	considered							
	pursuant to							
	section 12(2) of							
	Banking							
	Regulation Act					٠		
	1949	281391726	281391726					
	Votes Considered	291016878	289837510	99.5947	289837510	0	1(0.0000
	Poll			0.0000	00	O.	0.0000	0.0000
	Postal Ballot (if							0000
bromoter and Promoter Group	applicable)		0	0.0000				
Land 1970 1970 1970 1970 1970 1970 1970 1970	Total		289837510	99.5947	289837510	0		0.0000
	E-Voting		818745029	88.9345	818745029			0.0000
	Poll	0 0 0 0 0	355000	0.0386	355000	0	100.000	0.0000
	Postal Ballot (if	061919076	c	00000	C	0	0.0000	0.0000
Public- Institutions	applicable)		0101000	·	819100		100.0000	0.0000
	lotai		244470645			429		0.0002
	E-Voting		711179017					0.0144
	Poll	410544366	023/31		110000			
:	Postal Ballot (if		C	0.000	00	Ö	0.000	
Public- Non Institutions	applicable		24.000240	u	211802	519	8666.66	0.0002
	Total		ľ					0.0000
	Total		1320/40885	09:30C	ting rights of the s	hareholders of the	Company	been considered.
1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	C. 2021 to conta		21 - 12 - 12 - 12 - 12 - 12 - 12 - 12 -					

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the The same has also not been considered in the row - "Total".



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Decla	ration of dividend	on equity shares fo	RY - Declaration of dividend on equity shares for the year ended 31st March 2017.	1st March 2017.			
Whether promoter/ promoter group are	į							
interested in the agenda/resolution?	NO							
				% of Votes Polled			% of Votes in	
				on outstanding	3	4040/190	favour on votes	% of Votes against
Consta	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	shares (3)=[(2)/(1)]* 100 favour (4)	No. of Votes – In favour (4)	No. or votes – against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Category	E-Voting	572408604						
	less: Not							
	considered							
	pursuant to				٠			
	section 12(2) of							
	Banking							
	Regulation Act 1949	281391726	281391726					
		979310101	289837510	99.5947	289837510	0	100.0000	0.000
	Votes collisider ed	D. SOTOTOZ			00	0	0.0000	0.0000
	101							
	Postal Ballot (If		0	0.0000	00	0	0.0000	
Promoter and Promoter Group	Total		289837510	6	289837510	0		0.0000
	E-Voting		818856783	88.9466	818856783	0		0.0000
	Poll	0 0 0 0 0			355000	0	100.000	0.0000
	Postal Ballot (if	OSTOTODOS			Ċ		0000	00000
Public- Institutions	applicable)		0				4	
	Total		819211783	88.9852				
	E-Voting		211180500		211	113	99.9946	
	Poll	1000	623731	0.1519	623641	90		0.0144
	Postal Ballot (if	410544366		0000	C		0.0000	0.0000
Public- Non Institutions	applicable)		0	•	745 702	11/1/		
	Total				27767777			
		1903569160	1320853524	69.3883	1320842076	O++TT	Company	heen considered.
The Document of the Danking Document Act		ing rights of the m	embers exceeding	15% of the total vo			, (C)	

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of The same has also not been considered in the row - "Total".





Resolution No.	3			7 04 \7.100	tions by rotation			
Resolution required: (Ordinary/ Special)	ORDINARY - Reap	ARY - Reappointment of Mr. Mark Newman (DIN:05518417), wild lettles by totalion.	lark Newman (UIN	:0321841/), WIIO I	tilles by Location.			
Whether promoter/ promoter group are	0							
interested in the agenda/resolution:	20							
				:			o/ of Water in	
				% of Votes Polled			favour on votes	% of Votes against
				on outstanding	No of Votes - in No. of Votes -	No. of Votes –	polled	on votes polled
11000	Mode of Voting	No. of snares held (1)	polled (2)	001 *[(1)/	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Catago y	E-Voting	572408604	571229236					
	less: Not							
	considered							
	pursuant to							
	section 12(2) of							
	Banking							
	Regulation Act							
	1949	281391726	281391726					
		201016878	289837510	99.5947	289837510	0	1(
	Votes considered					0	0.0000	00000
	Poll							
	Postal Ballot (if		0	0000:0	8	0		
Promoter and Promoter Group	applicable		280827510		289837510	0	I	
	lotal		818856783		772641494	46215289	94.3561	5.6439
	E-Vouing				355000	0	100.000	00000
	Postal Ballot (if	920616190					000	00000
Public-Institutions	applicable)		0		00			
	Total		819211783		772996494	46215289		70000
	E-Voting		211179625	51,4389	211178717	806		*000.0
	Pol!			0.1519	623641	90	99.9856	0.0144
	Postal Ballot (if	410544366			8	C	0.000.0	00000
Public- Non Institutions	applicable)		n		244000	00	ľ	
	Total		211803356					
		1903569160	1320852649	69.3882	1274636362	46216287	30.5010	200
	0,00	the contract of the m	ombore exceeding	15% of the total vo	ting rights of the s	hareholders of the	attention manhore averaging 15% of the total voting rights of the shareholders of the Company have not been considered.	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholder. The same has also not been considered in the row - "Totai".





Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratifi	ORDINARY - Ratification of appointment of S.R. Batliboi & Co., LLP as auditors of the Bank and fixing their remuneration.	ent of S.R. Batliboi	& Co., LLP as audi'	ors of the Bank an	d fixing their remu	ıneration.	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polied			% of Votes in	
		No. of shares	No. of votes	on outstanding	No. of Votes – in No. of Votes –		favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voting	572408604	571229236					
	less: Not considered							
	pursuant to							
	Banking							
	Regulation Act	281391726	281391726					
	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		289837510	99.5947	289837510	0	100.000	0.0000
	Votes considered					0	0000'0	0.0000
	Postal Ballot (if						0000	00000
Promoter and Promoter Group	applicable)		0		00		16	
	Total		289837510		28983/210			0.0000
	E-Voting		818856/83	0.0386				0.000
	Postal Ballot (if	920616190					0000	CCCCC
Public- Institutions	applicable)		0				3.6	
	Total		819211783				•	
	E-Voting		211180525	נא	211179119	1.4	0.00.00	
	Poll	410544355	623731	0.1519	623641	OS.		
	Postal Ballot (if	-		0000 0	00	0	0.0000	
Public- Non Institutions	applicable)		21190/1256		2118027	1496	99.993	
		1002550150	1320853549	69.3883	1320852053	1496	6666.66	0.0001
1 Oral		The rights of the m	embers exceeding	15% of the total ve	xing rights of the	shareholders of the	Toda worthar rights of the members exceeding 15% of the total voting rights of the shareholders of the Company have not been considered.	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total The same has also not been considered in the row - "Total".





	2							
Resolution No.								
Resolution required: (Ordinary/ Special)	SPECIAL - Reappoi	ntment of Prof S. N	Jahendra Dev (DIN	:06519869) as an I	ndependent Direct	tor of the Bank to h	- Reappointment of Prof S. Mahendra Dev (DIN:06519869) as an Independent Director of the Bank to hold office up to 14th March 2021.	h March 2021.
are	· Q					·		
interested in the agenual/ esolution:								
				% of Votes Polled			% of Votes in	•
			- N	on outstanding	No of Votes – in No of Votes –		favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	No. 01 Strates held (1)		(3)=[(2)/(1)]* 100 favour (4)	favour (4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Carcoco	E-Voting	572408604	571229236					
	less: Not							
	considered							
	pursuant to							
	section 12(2) of							
	Banking							
	Regulation Act							
	1949	281391726	281391/26					
	Votor Considered	291016878	289837510	99.5947	289837510	0	100.0000	0.0000
	Votes Considered			0.0000	00	0	0.000	0.0000
-	Death: Dellot (15							
	Postal Ballot (III		0	0.0000		0	00000	
Promoter and Promoter Group	applicable,		289837510	99.5947			100,000	
	E-Voting		818856783	88.9466	818578183	278600	99.9660	
	Poll	00.60.60				0	100.000	0.0000
:	Postal Ballot (if	920616190	0	0.0000	00	0	0.0000	
Public- Institutions	applications)		819211783	88.9852	818933183	278600		0.0340
	E Voting		211179625		211175837	3788		
	Poll			0.1519	623641	06	99.9856	0.0144
	Postal Ballot (if	410544366					0000	00000
Public- Non Institutions	applicable)		0					
	Total		211803356		211799478			
	Total	1903569160	ī	69.3882	1320570171	282478	99.9785	0.0214
			-	110, of the total W	ting rights of the s	thareholders of the	المامينيين مؤليد مرامية المامية من المامية من المامية من المامية الما	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Company have not been considered in the row - "Total".





Resolution No.	9						4	ATL STATE
	ORDINARY - Appo	intment of Mr. Uda	ay Chander Khanna	(DIN:00079129) a	s an Independent [irector of the Ban	ORDINARY - Appointment of Mr. Uday Chander Khanna (DIN:00079129) as an Independent Director of the Bank to hold office up to 12 ur september	Tomoshiemosi
Resolution required: (Ordinary/ Special)	2021.							
Whether promoter/ promoter group are	<u>(</u>							
Interested in the agenual/resolution:								
				% of Votes Polled			% of Votes in	tarience actory to ye
		Ato of charge	No of wates	on outstanding shares	No. of Votes – in No. of Votes –		ravour on votes polled	on votes polled
Varanto	Mode of Voting	held (1)		(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Category	E-Voting	572408604	571229236					
	less: Not							
	considered							
	pursuant to							•
	section 12(2) of							
	Banking							-
	Regulation Act							
	1949	281391726	281391726					
	parabisaco sopolo	291016878	289837510	99.5947	289837510	0	100.000	
	Polis consider co			0.0000	00	0	0.0000	0.0000
	non							•
	Postar Barrot (iii		0	0.0000	00	0	0.0000	
Promoter and Promoter Group	Total		289837510	99.5947	289837510		100.000	0.0000
	E-Voting		818830900	88.9438	817778965	1051935	99.8715	0.1285
	Poll			0.0386	355000	0	100.000	0.0000
	a B	920616190			ć		00000	00000
Public- institutions	applicable)		О	0.0000	70,000	105103		
	Total		819185900	88.8873		7		
	E-Voting		211179625	"	211	38	2866.66	
	Poll	7000	623731	0.1519	623641	96		0.0T44
	Postal Ballot (if	410544366		טטטט ט	00	0	0.000	0.000
Public- Non Institutions	applicable)		211002255	51 5909	211799	3976	1866.66	0.0019
	Total				ľ	301	99.9201	0.0799
	Total	1903569160	9	1E% of the total V	ting rights of the	hareholders of the	Company	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the Shareholders of the Company have not been considered in the row - "Total".





Resolution No.	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \							
() cives) / engines)	ORDINARY - Reap	ARY - Reappointment of Mr. U.	day S. Kotak (DIN:C)0007467) as Exec	utive Vice Chairma	n and Managing D	ORDINARY - Reappointment of Mr. Uday S. Kotak (DIN:00007467) as Executive Vice Chairman and Managing Director for the period from 1st January 2018 to 31st December 2020.	from 1st January
Mether promoter/ promoter group are								·
interested in the agenda/resolution?	Yes							
				% of Votes Polled			% of Votes in	
	:	hares	No. of votes	on outstanding Shares No. of Vot	No. of Votes – in favour (4)	No. of Votes ∽ against (5)	ravour on Votes polled (6)=[(4)/(2)]*100	% 0! votes agailist on votes polled (7)=[(5)/(2)]*100
Category	Mode of Voting	neid (1.) 572408604	571229236 571229236	20 ((+) /(+)1-(c)	(,)			
	less: Not							-
	considered							
	pursuant to							
	section 12(2) of							
	Banking							
	1949	281391726	281391726					
	Motor Considered	291016878	289837510	99.5947	289837510	0	100.000	0.0000
	Poll		О	0.0000		0	0.000	0.0000
	Postal Ballot (if							0000
Promoter and Promoter Group	applicable)		0					00000
	Total		289837510					0.0000
	E-Voting		818856783	88.9466	818			0.0000
	Poll		355000	0.0386	355000	0	100.000	0.0000
	Postal Ballot (if	920616190	(00000	,	<u> </u>	00000	0.000
Public- Institutions	applicable)		0.00000		110010		10	0.0000
	Total		819711/83			31/		0.0002
	E-Voting		211180525		777			0.0144
	Poll	A105AA366	623731	0.1519	623641	O.		1700
	Postal Ballot (if	1	···· c	0.0000	8	0	0.0000	0.0000
Public- Non institutions	applicable)		211804256	5	211803698	558	99.9997	0.0003
	10tal	00000000	ľ		-	558	100.000	0.000
	Total	nersesser	onzer onzer	TEOL of the total vo	ting rights of the	shareholders of the	Company	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the Shareholders of the Company have not been considered in the row - "Total".





	0					-		
Resolution No.	8							
(Constint)	ORDINARY - Reap	ORDINARY - Reappointment of Mr. Dipak Gupta (DIN:	ipak Gupta (DIN:00 December 2020	0004771) as Whole	-time Director of tl	he Bank designate	ORDINARY - Reappointment of Mr. Dipak Gupta (DIN:00004771) as Whole-time Director of the Bank designated as Joint Managing Director for the	Director for the
Resolution required: (Ordinary) special)	her to the trace							
interested in the agenda/resolution?	No	-						
				% of Votes Polled			% of Votes in	% of Votes against
		No. of shares	No. of votes	on outstanding shares	es – in	No. of Votes –	polled	on votes poiled
Category	Mode of Voting	held (1)	Bolled	(3)=[(2)/(1)]* 100 favour (4)		against (5)	(a)=[(*)/(*)] TOO	117-11-11
	E-Voting	572408604	571229236					
	less: Not							
	considered							
	pursuant to							
	section 12(2) of							
	Banking							
	Regulation Act				•			
	1949	281391726	281391726					
	Votes Considered	291016878	289837510	99.5947	289837510	0	1(
	Policy consider			0.000	00	0	0.0000	0.0000
	north Ballot (if							-
	rostar centor (**		0	0.0000	8	0		
Profitoter and Promoter Group	Total		289837510	99.5947	289837510	0		0.0000
	E-Voting		818830900	88.9438	818830900	0		0.0000
	Poll			0.0386	355000	0	100.000	0.0000
	Postal Ballot (if	920616190					o	0000
Public- Institutions	applicable)		0		3			
	Total		819185900		819185900	O	1	0.000
	E-Voting		211179625	51.4389	211176637	2988		
,	Poll		623731	0.1519	623641	8	99.9856	0.0144
	<u></u>	410544366		00000	0	ō	0.000	0.0000
Public- Non Institutions	applicable)		0	U	211800278	30		
	Total				ľ			0,000
	Total	1903569160	1320826766	69.3869				

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Company have not been considered.

The same has also not been considered in the row - "Total".





Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Approva	al to borrow in exce	- Approval to borrow in excess of the paid up capital and free reserves but not exceeding Rs.60,000 crore.	apital and free rese	rives but not exce	eding Rs.60,000 cro	ore.	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
			-	% of Votes Polled			% of Votes in	% of Votes against
		No. of shares	No. of votes	on outstanding shares	No. of Votes – in	No. of Votes –	polled	on votes polled
Category	Mode of Voting	held (1)		(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	572408604	571229236					
	less: Not							
	COUSING							
	pursuant to section 12(2) of							
	Banking							
	Regulation Act							
	1949	281391726	281391726					
	parapisaro)	291016878	289837510	99.5947	289837510	0	1(
	VOICE COLISIACI CO					0	00000	0.0000
	Poll							
	Postal Ballot (If		0	0.0000	8	0		0.0000
Promoter and Promoter Group	Total		289837510	99.5947	289837510	0		0.0000
	- Sta		818856783	88.9466	818856783	0		0.0000
	Poll					0	100.000	0.0000
	Postal Ballot (if	920616190			G	· · · c	00000	00000
Public- Institutions	applicable)		0		- 040040		10	
	Total		819211783				`	
	E-Voting		211180520	51.4391	211177750	27		
	Poll	1075	623731	0.1519	623641	90	99.9856	0.0144
	Postal Ballot (if	410544366			Č	·	00000	0.0000
Public- Non Institutions	applicable)		0		00			0.0014
	Total		211804251					5000
		1903569160	1320853544	69.3883	1320850684	2860	99,9998	0.0002
	1040	ting rights of the m	nembers exceeding	15% of the total ve	ting rights of the	shareholders of the	weing inter of the members exceeding 15% of the total voting rights of the shareholders of the Company have not been considered.	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shar. The same has also not been considered in the row - "Total".





Resolution No.	10							
ired: (Ordinary/ Special)	SPECIAL - Approve	I to issue unsecure	કવે, redeemable no	- Approval to issue unsecured, redeemable non-convertible debentures/bonds for an amount up to Rs.5,000 crore.	ntures/bonds for a	in amount up to Rs	s.5,000 crore.	
						-		
ווודבובארמי וו זוב פענוימס וביסומיים.								
				% of Votes Polled			% of Votes in	•
		•		standing	No of Votes - in No of Votes -	No of Votes –	favour on votes	% of Votes against on votes polled
Category	Mode of Voting	No. of shares held (1)	no. or votes polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5))/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	572408604	571229236					
	less: Not							
	considered							
	pursuant to							
	section 12(2) of							
	Banking							
	Regulation Act							
	1949	281391726	281391726					
	Votes Considered	291016878	289837510	99.5947	289837510	0	1(
	Poll			0.0000	00	0	0.0000	00000
	Poets Ballot (if					-		
Carlotte and Contraction of Carlotte and Car	Postal Ballot (il		0	000000		0		
	Total		289837510	99.5947				0.0000
	E-Voting		818856783	88.9466	818856783	0		0.0000
	Poll		355000	0.0386	355000	0	100.000	0.0000
	Postal Ballot (if	920616190	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	applicable)		819211783	000	8192117	0	100.000	0.0000
	- Uction		211180513			6804		
	ם ווים	1		0.1519	623641	06	99.9856	0.0144
	Doctor Ballot (if	410544366						
	POStat ballot (#		0	0.0000	00	0		
Public- Non Illourations	Total		211804244	1 51.5911	211797350	6894	99.9967	
	Total	1903569160	1320853537	69.3883	1320846643	6894	99.9995	0.0005
	lota:	med the me	ombare aveading	15% of the total vo	sting rights of the	shareholders of the	and the manhar averaging 15% of the total voting rights of the shareholders of the Company have not been considered.	been considered.

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the Shareholders of the Company have not beer.

The same has also not been considered in the row - "Total".





Summary of proceedings of the Annual General Meeting of Kotak Mahindra Bank Limited held on 20th July 2017

The Annual General Meeting (AGM) of Kotak Mahindra Bank Limited was held on Thursday, 20th July 2017 at 10.30 a.m. at Walchand Hirachand Hall of the Indian Merchants Chamber, 4th Floor, Churchgate, Mumbai – 400 020.

Dr. Shankar Acharya, Non-Executive Chairman of the Bank, chaired the meeting.

The meeting was attended by 97 members (including proxies) as per the attendance records for the said AGM.

The following Directors were present:

- 1) Dr. Shankar Acharya, Non-Executive Chairman
- 2) Mr. Uday Kotak, Executive Vice-Chairman & Managing Director
- 3) Mr. Dipak Gupta, Joint Managing Director
- 4) Mr. C. Jayaram, Non-Executive Director
- 5) Mr. Prakash Apte, Non-Executive Independent Director and Chairman of the Audit Committee
- 6) Prof. Mahendra Dev, Non-Executive Independent Director and Chairman of the Stakeholders Relationship Committee
- 7) Ms. Farida Khambata, Non-Executive Independent Director
- 8) Mr. Uday Khanna, Additional, Non-Executive Independent Director

Mr. Mark Newman and Mr. Amit Desai, Directors of the Bank were unable to attend the Meeting due to certain prior commitments. The representatives of the Statutory Auditors and the Secretarial Auditor were also present for the meeting.

The requisite quorum having been present, the Chairman of the Meeting called the Meeting to order and welcomed the Members.

The Register of Directors' and Key Managerial Personnel and their Shareholdings under Section 170 of the Companies Act, 2013, ("the Act"), the certificate from the Statutory Auditors of the Bank pursuant to Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the proxies validly registered with the Bank, along with the Register in which they had been entered, were placed at the Meeting.

With the consent of the members present, the Notice of the Meeting and the auditors reports were taken as read.

The Chairman then proceeded with the business of the Meeting. He briefed the members on the theme of the Annual Report, economic and banking sector overview, performance overview for 2016-17, outlook and the various awards and accolades won by Mr. Uday Kotak & the Bank.

The Chairman stated that the meeting had been convened to seek approval of the members for agenda items as detailed in the Notice of the



AGM. He then invited queries and comments from the members on the agenda items.

Some Members asked certain queries pertaining to dividend policy of the Bank, promoter dilution, frauds, customer complaints, NPA position, investments outside India, launch of digital bank 811, which were replied to by the Executive Vice-Chairman and Managing Director of the Company.

The Chairman informed the Members that in accordance with the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Bank had provided a remote e-voting facility to enable the members to cast vote electronically on the agenda items specified in the Notice of the AGM. Further, in order to give an opportunity of voting to the shareholders present at the meeting and who had not e-voted, the Bank had arranged for voting through electronic system.

The remote e-voting period had commenced on 17th July 2017 and ended on 19th July 2017. Ms. Rupal D. Jhaveri, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the remote e-voting process and voting through electronic system at the AGM.

The Chairman authorized the Whole-time Directors and the Company Secretary of the Bank, severally to declare the combined results of the remote e-voting and voting through electronic system at the AGM. He informed that the combined results would be displayed on the website of the Bank, website of Karvy Computershare Pvt. Ltd. i.e. service providers of the remote e-voting facility & voting through electronic system at the AGM and would also be communicated to the Stock Exchanges.

The following items of business as stated in the Notice of the AGM of the Bank were taken up for consideration:

Ordinary Business:

- 1. Adoption of the audited financial statements of the Bank for the year ended 31st March 2017 together with the Reports of the Directors and the Auditors thereon. (Ordinary Resolution)
- 2. Declaration of dividend on equity shares. (Ordinary Resolution)
- 3. Reappointment of Mr. Mark Newman (DIN: 03518417), Director of the Bank, who retires by rotation. (Ordinary Resolution)
- 4. Ratification of appointment of M/s. S.R. Batliboi & Co., LLP (Registration No. 301003E/E300005) as auditors of the Bank and fixing their remuneration. (Ordinary Resolution)

Special Business:

5. Reappointment of Prof. S. Mahendra Dev (DIN: 06519869) as an Independent Director of the Bank to hold office up to 14th March 2021. (Special Resolution)

- Appointment of Mr. Uday Chander Khanna (DIN: 00079129) as an Independent Director of the Bank to hold office up to 15th September 2021. (Ordinary Resolution)
- 7. Reappointment of Mr. Uday. S. Kotak (DIN: 00007467) as Executive Vice Chairman and Managing Director for the period from 1st January 2018 to 31st December 2020. (Ordinary Resolution)
- 8. Reappointment of Mr. Dipak Gupta (DIN: 00004771) as Wholetime Director of the Bank designated as Joint Managing Director for the period from 1st January 2018 to 31st December 2020. (Ordinary Resolution)
- 9. Approval to borrow in excess of the paid up capital and free reserves but not exceeding ₹60,000 crore. (Special Resolution)
- 10. Approval to issue unsecured, redeemable non-convertible debentures/bonds for an amount up to ₹5,000 crore. (Special Resolution)

On the basis of the Scrutinizer's Report dated 20th July 2017, on the combined voting results of the remote e-voting and voting through electronic means conducted at the AGM, all the resolutions as set out in the Notice of the AGM dated 16th May 2017, were passed by the Members with requisite majority and hence deemed to be passed on the date of AGM.

