



8th January 2015

The Deputy General Manager
Corporate Relationship Department
Bombay Stock Exchange Limited,
1st Floor, New Trading Ring, Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Dear Sir,

Sub: Outcome of the Extraordinary General Meeting of the Shareholders of the Bank

This is to inform you that an Extraordinary General Meeting (EGM) of the Bank was held on 7th January 2015 at 4.00 p.m. at Y.B. Chavan Auditorium, Chavan Centre, General Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai - 400021.

The said EGM had been convened under the provisions of Section 44A of the Banking Regulation Act, 1949, for the members to consider the proposal for amalgamation of ING Vysya Bank Limited with the Bank.

The resolution contained in the Notice of the EGM was approved through ballot by the requisite majority at the said EGM and was declared to be passed.

Please find enclosed the Scrutinizer's Report, for your information and records.

Thanking You,

Yours faithfully,
Kotak Mahindra Bank Limited

B.R. Chandarana
Bina Chandarana
Company Secretary &
Executive Vice President

Encl.: as above



Kotak Mahindra Bank Limited

CIN L65110MH1985PLC038137

Registered Office:

27BKC, C 27, G Block

Bandra Kurla Complex

Bandra (E), Mumbai - 400 051

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RUPAL D. JHAVERI

COMPANY SECRETARY

22, Rajgir Chambers, 3rd Floor, 12-14, Shahid Bhagat Singh Road, Opp. Old Custom House, Mumbai 400 001. Tel.: 43440103 Fax:22662667

Report of the Scrutinizer

To,
Chairman
Extraordinary General Meeting of the Equity Shareholders of
Kotak Mahindra Bank Limited
Held on 7th January 2015 at Y.B. Chavan Auditorium, Chavan Centre, General Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai – 400021.

Dear Sir,

I, Rupal D. Jhaveri have been appointed as Scrutinizer for the ballot taken for seeking approval of the Scheme of Amalgamation of ING Vysya Bank Ltd. with Kotak Mahindra Bank Ltd. under Section 44A of the Banking Regulation Act, 1949 which is required to be passed by a majority in number representing two-third in value of the members present either in person or by proxy at the general meeting.

For the purpose, an Extraordinary General Meeting of the Equity Shareholders of Kotak Mahindra Bank Limited had been convened on 7th January 2015 at Y.B. Chavan Auditorium, Chavan Centre, General Jagannath Bhosale Marg next to Sachivalaya Gymkhana, Mumbai – 400021.

I submit the report as under:

1. After the time fixed for the closing of the ballot by the Chairman, 8ballot boxes kept for ballot were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The ballot papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately
4. The result of the ballot is as under:

Resolution: Approval of Scheme of amalgamation of ING Vysya Bank Limited withKotak Mahindra Bank Limited

Sr. No.	Particulars	No. of shareholders	No. of shares
A	Total Participation		
	Shareholders present in Person	87	31,05,93,720
	Shareholders present through Proxies / Authorised Representatives	4,043	36,63,17,359
B	Total	4,130	67,69,11,079
	Valid Ballot Forms	4,106	67,64,76,431
	Invalid Ballot Forms	10	56,115
	Members attending but not voting	14	3,78,533

②

	No. of Shareholders	% of shareholders	No. of Shares	% of Shares by Value
Total valid votes cast "In Favour"	4,101	99.30	67,64,24,909	99.93

5. A Compact Disk (CD) containing a list of equity shareholders who voted "FOR", "AGAINST", those whose votes were declared invalid and those who attended but did not vote for the resolution is enclosed.
6. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully



Rupal D Jhaveri
FCS No.5441
CP No.4225

Place: Mumbai

Dated: 8th January, 2015

Encl: as above

I Accept



Dr. Shankar Acharya
Chairman
Kotak Mahindra Bank Limited
(Presiding Officer for the
Extraordinary General Meeting
held on 7th January 2015)