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Kotak Mahindra Bank

BEST EMPLOYERS IN INDIA
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30th June 2015

The Manager,
National Stock Exchange of India Ltd.
Exchange Plaza , 5th Floor,
Plot No. C/1,G Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai 400 051.

Dear Sir,

Sub: Outcome of the 30th Annual General Meeting of the Shareholders of the Bank

This is to inform you that the 30th Annual General Meeting (AGM) of the Bank was held on 29th June 2015 at 11.30 a.m. at Y.B. Chavan Auditorium, Chavan Centre, General Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021.

In accordance with the provisions of Section 108 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014, Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing agreement, the facility for remote e-voting was provided to the shareholders of the Bank to exercise their right to vote on the resolutions set out in the Notice of the AGM.

In order to give an opportunity of voting to the shareholders who attended the AGM and had not cast their vote through remote e-voting, a ballot was also conducted in the AGM.

All the resolutions contained in the Notice of the AGM were approved by a requisite majority of shareholders through remote e-voting and ballot and all the resolutions were declared to be passed on 29th June 2015 i.e. the date of AGM.

Pursuant to Clause 35A of the Listing Agreement, please find enclosed details of the voting results alongwith the Scrutinizers Report, for your information and records.

Thanking You,

Yours faithfully,
Kotak Mahindra Bank Limited

B.R. Chandarana

Bina Chandarana
Company Secretary &
Sr. Executive Vice President

Encl.: as above

KOTAK MAHINDRA BANK LIMITED MUMBAI

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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Details of the Voting Results - Annual General Meeting of Kotak Mahindra Bank Ltd.
(Pursuant to Clause 35A of the Listing Agreement)

1. Date of the Annual General Meeting : 29th June 2015

2. Total number of shareholders as on Record Date: 114376

3. Number of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group	:	2
Public	:	125

* For the purpose of count where multiple shareholders have given a proxy in favour of one individual, the count with reference to such proxies has been taken as one for the purpose of determining count of physical presence at the meeting.

4. Number of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable

5. Details of the Agenda:

The details of the resolutions are appended herein below:

Mode of Voting	:	Remote E-voting and physical ballot on all resolutions

KOTAK MAHINDRA BANK LIMITED MUMBAI

(Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Bank have not been considered)

KOTAK MAHINDRA BANK LIMITED

AGM - CLAUSE 35A REPORT

CATEGORY WISE - SUMMARY OF VOTING RESULTS

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 1: Ordinary Resolution for adoption of financial statements for the year ended 31st March 2015 and the Reports of the Directors and Auditors thereon								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
1	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
1	Public - Institutional Holders	355105116	286417580	80.66	286417580	0	100.00	0.00
1	Public-Others	248640462	168161063	67.63	168155600	5463	100.00	0.00
	Total	**697862562**	**548077263**	**78.54**	**548071800**	**5463**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

ASHWIN ANKHAD & ASSOCIATES
ADVOCATES SOLICITOR & NOTARY
101, Podar Chambers, S. A. Brelvi Road,
Fort, Mumbai - 400 001.

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 2: Ordinary Resolution for Reappointment of Dr. Shankar Acharya who retires by rotation								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
2	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
2	Public - Institutional Holders	355105116	286489741	80.68	280084641	6405100	97.76	2.24
2	Public-Others	248640462	168160223	67.63	168158202	2021	100.00	0.00
	Total:	**697862562**	**548148584**	**78.55**	**541741463**	**6407121**	**98.83**	**1.17**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 3: Ordinary Resolution for declaration of dividend on equity shares for the year ended 31st March 2015								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
3	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
3	Public - Institutional Holders	355105116	286489741	80.68	286489741	0	100.00	0.00
3	Public-Others	248640462	168156046	67.63	168147713	8333	100.00	0.00
	Total	**697862562**	**548144407**	**78.55**	**548136074**	**8333**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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A. S. Amkhad

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 4: Ordinary Resolution for Appointment of M/s. S. R. Batliboi & Co. LLP as auditor of the Bank and fixing their remuneration								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
4	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
4	Public - Institutional Holders	355105116	286489741	80.68	284498069	1991672	99.30	0.70
4	Public-Others	248640462	168159294	67.63	168159176	118	100.00	0.00
	Total	**697862562**	**548147655**	**78.55**	**546155865**	**1991790**	**99.64**	**0.36**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

ASHWIN ANKHAD & ASSOCIATES
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M. B. Ankhad

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 5: Ordinary Resolution for Appointment of Mr. Mark Edwin Newman as a Director of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
5	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
5	Public - Institutional Holders	355105116	286489741	80.68	280084641	6405100	97.76	2.24
5	Public-Others	248640462	168160686	67.63	168156854	3832	100.00	0.00
	Total	**697862562**	**548149047**	**78.55**	**541740115**	**6408932**	**98.83**	**1.17**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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V. B. Ankhad

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 6: Ordinary Resolution for Reappointment of Dr. Shankar Acharya as Chairman and approval of payment of remuneration to him								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
6	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
6	Public - Institutional Holders	355105116	286489741	80.68	279938440	6551301	97.71	2.29
6	Public-Others	248640462	168161198	67.63	168157853	3345	100.00	0.00
	Total	**697862562**	**548149559**	**78.55**	**541594913**	**6554646**	**98.80**	**1.20**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution NO. 7: Special Resolution for Approval to borrow in excess of the paid up capital and the reserves but not exceeding Rs.50000 crore								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
7	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
7	Public - Institutional Holders	355105116	286489741	80.68	286489741	0	100.00	0.00
7	Public-Others	248640462	168156346	67.63	168148272	8074	100.00	0.00
	Total	**697862562**	**548144707**	**78.55**	**548136633**	**8074**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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V. B. Ankhad

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution No. 8: Ordinary Resolution for Increase in the Authorised share capital of the Bank to Rs.1500,00,00,000								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
8	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
8	Public - Institutional Holders	355105116	286489741	80.68	286489741	0	100.00	0.00
8	Public-Others	248640462	168161155	67.63	168161031	124	100.00	0.00
	Total	**697862562**	**548149516**	**78.55**	**548149392**	**124**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 9: Special Resolution for Substitution of clause V of the Memorandum of Association of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
9	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
9	Public - Institutional Holders	355105116	286489741	80.68	286489741	0	100.00	0.00
9	Public-Others	248640462	168156016	67.63	168155879	137	100.00	0.00
	Total	**697862562**	**548144377**	**78.55**	**548144240**	**137**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 10: Ordinary Resolution for Capitalisation of profits and issue of the bonus shares in the ratio of 1:1								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
10	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
10	Public - Institutional Holders	355105116	286489741	80.68	286489741	0	100.00	0.00
10	Public-Others	248640462	168160734	67.63	168160647	87	100.00	0.00
	Total	**697862562**	**548149095**	**78.55**	**548149008**	**87**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Fort, Mumbai - 400 001.

M. B. Ankhad

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 11: Special Resolution for Approve the alteration of Articles of Association of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
11	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
11	Public - Institutional Holders	355105116	286489741	80.68	286489741	0	100.00	0.00
11	Public-Others	248640462	168155746	67.63	168155619	127	100.00	0.00
	Total	**697862562**	**548144107**	**78.55**	**548143980**	**127**	**100.00**	**0.00**

*Pursuant to Section 12(2) of the Banking Regulation Act; 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 12:Special Resolution for Adopting the 'Kotak Mahindra Equity Option Scheme 2015' and authorise the Board to create, issue, offer and allot equity shares, from time to time, to employees of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
12	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
12	Public - Institutional Holders	355105116	286489741	80.68	216761313	69728428	75.66	24.34
12	Public-Others	248640462	168161051	67.63	168155884	5167	100.00	0.00
	Total	**697862562**	**548149412**	**78.55**	**478415817**	**69733595**	**87.28**	**12.72**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 13: Special Resolution for Adopting the 'Kotak Mahindra Equity Option Scheme 2015' and authorise the Board to create, issue, offer and allot equity shares, from time to time, to employees of the subsidiaries or associate companies of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
13	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
13	Public - Institutional Holders	355105116	286489741	80.68	216761313	69728428	75.66	24.34
13	Public-Others	248640462	168150511	67.63	168142550	7961	100.00	0.00
	Total	**697862562**	**548138872**	**78.55**	**478402483**	**69736389**	**87.28**	**12.72**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 14: Special Resolution for Adopting the 'Kotak Mahindra Stock Appreciation Rights Scheme 2015' and authorise the Board to grant Stock Appreciation Rights (SARs) to be paid as cash incentive in the form of Appreciation, to employees of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
14	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
14	Public - Institutional Holders	355105116	286447767	80.67	219215906	67231861	76.53	23.47
14	Public-Others	248640462	168161158	67.63	168152245	8913	99.99	0.01
	Total	**697862562**	**548107545**	**78.54**	**480866771**	**67240774**	**87.73**	**12.27**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

ASHWIN [illegible] & [illegible]
ADVOCATES SOLICITOR [illegible]
101, Podar Chambers, S. A. Brelvi Road,
Fort, Mumbai - 400 001.

Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 15: Special Resolution for Adopting the 'Kotak Mahindra Stock Appreciation Rights Scheme 2015' and authorise the Board to grant Stock Appreciation Rights (SARs) to be paid as cash incentive in the form of Appreciation, to employees of the subsidiaries or associate companies of the Bank								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
15	Promoter and Promoter Group	309096342	308477978					
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	214979358	214979358					
	Votes considered	94116984	93498620	99.34	93498620	0	100.00	0.00
15	Public - Institutional Holders	355105116	286489741	80.68	219259703	67230038	76.53	23.47
15	Public-Others	248640462	168161186	67.63	168152543	8643	99.99	0.01
	Total	**697862562**	**548149547**	**78.55**	**480910866**	**67238681**	**87.73**	**12.27**

*Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 10% of the total voting rights of the shareholders of the Company have not been considered.

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A. B. Ankhad