



August 4, 2025

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051
BSE Scrip Code: 500247, 958687, 974396, 974682, 974924, 975387	NSE Symbol: KOTAKBANK, KMBL, KMB26, KMB29, KMB30

Dear Sirs,

Sub: Scrutinizer's Report and Voting Results pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

This is to inform you that the Fortieth Annual General Meeting ("AGM") of the members of Kotak Mahindra Bank Limited ("Bank") was held on Saturday, August 2, 2025 at 10.00 a.m. (IST) through Video Conferencing.

The Bank had appointed Mr. Alwyn D'Souza (Membership No. 5559 and Certificate of Practice No. 5137), Practising Company Secretary and Partner in M/s. Alwyn D'Souza & Co, Company Secretaries as the Scrutinizer for the remote e-voting and e-voting at the AGM.

The Scrutinizer has, on August 4, 2025, issued his report. As per the Scrutinizer's Report, all resolutions contained in the Notice of the AGM have been approved by the members with requisite majority and, accordingly, the resolutions are deemed to have been passed on August 2, 2025 (the date of AGM).

In this regard, please find, enclosed herewith, the following:

1. Report of the Scrutinizer on e-voting (remote e-voting and e-voting at the Fortieth AGM); and
2. Voting Results pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The same are also being made available on the Bank's website at <https://www.kotak.com/en/investorrelations/governance/sebi-listing-disclosures.html> and also on the website of NSDL, the e-voting service provider appointed by the Bank at <https://www.evoting.nsdl.com/>

We request you to take the above on record and disseminate to all concerned.

Thanking you,

Yours faithfully,

For Kotak Mahindra Bank Limited

Avan Doomasia
Company Secretary

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. This is a Confidential document.
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CONSOLIDATED SCRUTINIZER'S REPORT

ON

THE REMOTE E-VOTING AND ELECTRONIC VOTING (E-VOTING)

AT THE 40TH ANNUAL GENERAL MEETING OF

KOTAK MAHINDRA BANK LIMITED

HELD THROUGH VIDEO CONFERENCING ("VC") ON

SATURDAY 2ND AUGUST, 2025

at 10:00 A.M (IST)

Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.5936/2024]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: alwyn@alwynjay.com ;Website : www.alwynjay.com

Consolidated Scrutinizer's Report on Remote e-voting in connection with and Electronic voting conducted at the 40th Annual General Meeting of Kotak Mahindra Bank Limited held through Video Conferencing ("VC") on Saturday, 02nd August, 2025 at 10.00 a.m. (IST), 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 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

The Chairman

KOTAK MAHINDRA BANK LIMITED

**27BKC, C 27, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051**

Sub: **Passing of the Resolutions proposed at the 40th Annual General Meeting of Kotak Mahindra Bank Limited through electronic voting.**

Dear Sir,

I, Alwyn D'souza of M/s. Alwyn D'souza & Co., Company Secretaries, Mumbai, appointed by the Board of Directors of **Kotak Mahindra Bank Limited** ("the Bank") as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting in connection with and electronic voting conducted at the 40th Annual General Meeting ("AGM") of the Bank held through Video Conferencing ("VC") on Saturday, 02nd August, 2025 at 10.00 a.m. (IST), 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 ("Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I hereby submit my report, as under:

- a) The Ministry of Corporate Affairs ("MCA"), Government of India, vide General Circular No. 9 / 2024 dated 19th September, 2024 read together with General Circular No. 14 / 2020 dated 8th April, 2020, General Circular No. 17 / 2020 dated 13th April, 2020 and General Circular No. 20 / 2020 dated 5th May, 2020 ("MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, have permitted the holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) without the physical presence of the Members at a common venue.

In compliance with the provisions of Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the above circulars, the 40th Annual General Meeting of the Bank was held through Video Conferencing ("VC") on Saturday, 02nd August, 2025 at 10.00 a.m. (IST).

Further, as confirmed by the Bank, the Notice of the AGM along with the Annual Report for FY 2024-25 was sent through electronic mode to those Members whose e-mail address were registered with the Bank, Kfin Technologies Limited - Registrar & Share Transfer Agent, or CDSL / NSDL ("Depositories") and has also been uploaded on the website of the Bank. A letter providing the QR code and the web link, giving the exact path where complete details of the Notice of AGM and Integrated Annual Report for FY 2024-25 were available, was sent to those members who had not registered their email address.

- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-voting (which includes remote e-voting and the voting through electronic voting system during the AGM) on the resolutions proposed in the Notice calling the AGM of the Bank was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and to render a consolidated scrutinizer's report on the e-voting on the resolutions to the Chairperson of the Bank, or in his absence, to the Managing Director & CEO or the Company Secretary of the Bank.
- c) The e-voting facility, both for e-voting prior to the AGM (remote e-voting) and the electronic voting at the AGM, was provided by National Securities Depository Limited ("NSDL").

- d) The remote e-voting concluded on Friday, 1st August, 2025 (5:00 p.m. IST).
- e) At the AGM of the Bank held on Saturday, 02nd August, 2025, the Chairman at the end of the discussions on the resolutions announced that the facility to vote through electronic voting system had been provided at the AGM to facilitate voting by those Members who were present at the AGM through VC but did not participate in the remote e-voting, to enable them to cast their votes on the resolutions to be passed.
- f) After the closure of the voting by electronic means at the AGM, the votes cast through electronic voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on the e-voting website of NSDL (<https://www.evoting.nsdl.com/>) on Saturday, 02nd August, 2025 at around 12.30 p.m. (IST), in the presence of two witnesses, viz., Mr. Edlon Dsouza and Mr. Krishnakant Adagale and a final electronic report was generated by me. The data generated was diligently scrutinized. Both the witnesses are not in the employment of the Bank.
- g) I hereby submit a consolidated scrutinizer's report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid AGM, upon scrutiny of the remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of NSDL.
- h) The results of the remote e-voting together with that of the voting through electronic voting system conducted at the AGM are, as under:

1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION:

To receive, consider and adopt the Standalone Audited Financial Statements of the Bank for the financial Year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon.

- (i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,803	170,56,21,977	99.92

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	18	13,40,916	0.08

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

2. **RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION:**

To receive, consider and adopt the Consolidated Audited Financial Statements of the Bank for the Financial Year ended 31st March, 2025 together with the report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,802	170,56,22,036	99.92

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	18	13,40,916	0.08

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION:

To declare dividend on equity shares for FY 2024-25.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,807	171,79,28,901	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	15	2,243	0.00

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION:

To re-appoint Ms. Shanti Ekambaram, who retires by rotation and, being eligible, has offered herself for re-appointment, to hold office up to the end of her term as Director and Deputy Managing Director, with effect from end of the day on 31st October, 2025:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,734	170,90,04,607	99.49

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	89	87,36,257	0.51

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. RESOLUTION NO. 5 AS AN ORDINARY RESOLUTION:

To re-appoint Mr. Ashok Vaswani, who retires by rotation and, being eligible, has offered himself for re-appointment:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,753	171,27,93,180	99.71

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	66	49,47,684	0.29

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

6. RESOLUTION NO. 6 AS AN ORDINARY RESOLUTION:

Appointment of M M Nissim & Co LLP, Chartered Accountants (Firm Registration Number: 107122W /W100672) as one of the Joint Statutory Auditors of the Bank:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,694	170,87,69,320	99.48

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	125	89,97,456	0.52

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

7. RESOLUTION NO. 7 AS AN ORDINARY RESOLUTION:

Fixing of remuneration of Joint Statutory Auditors in respect of FY 2025-26:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,696	171,07,63,127	99.59

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	122	69,77,703	0.41

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

8. RESOLUTION NO. 8 AS AN ORDINARY RESOLUTION:

Appointment of Mr. Paritosh Kashyap as a Director and Whole-time Director, to be designated as 'Whole-time Director (Executive Director)' of the Bank and payment of remuneration to him:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,748	17,06,087,114	99.32

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	74	1,16,51,245	0.68

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

9. RESOLUTION NO. 9 AS AN ORDINARY RESOLUTION:

Appointment of M/s. Parikh & Associates, Practising Company Secretaries as the Secretarial Auditor and authorization to the Board to fix their remuneration:

(ii) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,742	170,96,89,089	99.54

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	74	78,80,134	0.46

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

10. RESOLUTION NO. 10 AS AN ORDINARY RESOLUTION:

Related party transaction for payment of remuneration to Mr. Jay Kotak (son of Mr. Uday Kotak, Non-Executive Non-Independent Director) who is holding an office or place of profit in the Bank:

(iii) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	2,718(*)	119,20,37,549(*)	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at AGM	67	34,484	0.00

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Note: The votes cast in favour by 3 members aggregating 78,820 shares have not been considered as they are related parties and cannot vote to approve the resolution.

Based on the foregoing, all the above Resolutions, from 1 to 10, more specifically mentioned in the Notice of AGM dated 28th June, 2025 are deemed to have been passed on Saturday, 2nd August, 2025, with the requisite majority.

All the relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking you,
Sincerely,
For **Alwyn D'Souza & Co.**
Company Secretaries



Alwyn D'Souza
Proprietor
FCS No.5559, CP No.5137
[UDIN: F005559G000927161]

Place: Mumbai
Date: 4th August, 2025

We the undersigned witnesseth that the votes were unblocked from the e-voting website of National Securities Depositories Limited (<https://www.evoting.nsdl.com/>) in our presence on Saturday, 02nd August, 2025 at around 12.30 p.m. (IST)



Edlon Dsouza

B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale

Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane 401107

The above Scrutinizer's Report is countersigned by:

For **Kotak Mahindra Bank Limited**

CHANDRA Digitally signed
by CHANDRA
SHEKHAR RAJAN
Date: 2025.08.04
18:08:51 +05'30'
SHEKHAR
RAJAN



C S Rajan
Chairman
(DIN: 00126063)

Place: Jaipur
Date: 4th August, 2025

Resolution No.	10							
Resolution required: (Ordinary/Special)	ORDINARY - RELATED PARTY TRANSACTION FOR PAYMENT OF REMUNERATION TO MR. JAY KOTAK (SON OF MR. UDAY KOTAK, NON-EXECUTIVE NON-INDEPENDENT DIRECTOR) WHO IS HOLDING AN OFFICE OR PLACE OF PROFIT IN THE BANK							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,46,40,397	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Institutions	E-Voting	1,16,40,20,430	1,08,36,64,664	93.0967	1,08,36,60,655	4,009	99.9996	0.0004
	Poll		0	-	0	0	-	-
	Postal Ballot (if applicable)		0	-	0	0	-	-
	Total		1,08,36,64,664	93.0967	1,08,36,60,655	4,009	99.9996	0.0004
Public- Non Institutions	E-Voting	30,97,29,106	10,84,07,369	35.0007	10,83,76,894	30,475	99.9719	0.0281
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		0	-	0	0	-	-
	Total		10,84,07,369	35.0007	10,83,76,894	30,475	99.9719	0.0281
Total		1,98,83,89,933	1,19,20,72,033	59.9516	1,19,20,37,549	34,484	99.9971	0.0029
Whether resolution is passed or not?	Yes							

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0