

December 27, 2025

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

Dear Sirs,

**Sub: Scrutinizer's Report and Declaration of Result of remote e-Voting, pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015**

We refer to our letter dated November 25, 2025 in connection with the Postal Ballot for seeking members' approval on the following items:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Type of Resolution (Ordinary / Special)</b>
1.	Sub-division of Equity Shares	Ordinary
2.	Alteration of the Capital Clause of Memorandum of Association	Ordinary
3.	Payment of remuneration to Mr. C S Rajan as Non-Executive Independent Part-time Chairman	Special

In this regard, the Bank had provided remote e-voting facility to all its members for voting on the resolutions proposed in the Postal Ballot Notice dated November 25, 2025. Mr. Alwyn D'Souza, Practising Company Secretary (Membership No. FCS 5559) had been appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted his report on remote e-voting on December 26, 2025, as per which all the resolutions contained in the aforesaid Postal Ballot Notice have been approved by the members with requisite majority and, accordingly, all the resolutions are deemed to have been passed on December 26, 2025 (the last day of remote e-voting).

Please find, enclosed herewith, the following:

1. Scrutinizer's Report dated December 26, 2025 on remote e-voting; and
2. E-voting Results pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

**Kotak Mahindra Bank Ltd.**  
CIN: L65110MH1985PLC038137

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

T +91 22 61660001  
www.kotak.com

Maharashtra, India. **This is a Confidential document.**



Kotak Mahindra Bank

The same are also being made available on the Bank's website at <https://www.kotak.bank.in/en/investor-relations/governance/sebi-listing-disclosures.html> and also on the website of National Securities Depository Limited (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

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**SCRUTINIZER'S REPORT**

**ON**

**THE REMOTE E-VOTING IN RESPECT OF PASSING OF  
RESOLUTIONS CONTAINED IN THE POSTAL BALLOT NOTICE**

**DATED NOVEMBER 25, 2025**

**OF**

**KOTAK MAHINDRA BANK LIMITED**

# 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](mailto:alwyn@alwynjay.com) ;Website : [www.alwynjay.com](http://www.alwynjay.com)

## SCRUTINIZER'S REPORT

To,  
Mr. C S Rajan  
The Chairman,  
Kotak Mahindra Bank Limited  
27BKC, C 27, G Block, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

Dear Sir,

**SUB: Scrutinizer's Report on Postal Ballot Process conducted through Remote E-voting on Resolutions contained in the Postal Ballot Notice dated November 25, 2025 of Kotak Mahindra Bank Limited**

I, **Alwyn D'Souza** of **Alwyn D'Souza & Co**, Practising Company Secretaries, Mumbai, have been appointed as the 'Scrutinizer' by the Board of Directors of **Kotak Mahindra Bank Limited ("Bank")** for the purpose of scrutinizing the Postal Ballot process for seeking approval of the members of the Bank by way of Postal Ballot through voting by electronic means (remote e-voting) on the following items of business contained in the Postal Ballot Notice dated November 25, 2025:

1. Sub-division of Equity Shares (Ordinary Resolution);
2. Alteration of the Capital Clause of Memorandum of Association (Ordinary Resolution);
3. Payment of remuneration to Mr. C S Rajan as Non-Executive Independent Part-time Chairman (Special Resolution).

I have carried out the work as the Scrutinizer from the close of the remote e-voting period i.e., 5:00 PM IST on Friday, December 26, 2025.

The Management of the Bank is responsible to ensure compliance with the requirements of relevant provisions of the Companies Act, 2013 ("Act"), rules made thereunder and various circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), relating to Postal Ballot through voting by electronic means.

My responsibility as Scrutinizer is restricted to prepare a report of the votes cast in favour of or against the Resolutions contained in the Postal Ballot Notice dated November 25, 2025 of the Bank, based on the reports generated from the e-voting system provided by National Securities Depository Limited (“NSDL”), the authorised agency to provide remote e-voting facility engaged by the Bank for this purpose.

In this connection, I hereby submit my report, as under:

1. The Postal Ballot was conducted in compliance with the provisions of Section 110 and other applicable provisions, if any, of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of the SEBI Listing Regulations, General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 read with other relevant circulars, including General Circular No. 3/2025 dated 22<sup>nd</sup> September, 2025 issued by the Ministry of Corporate Affairs, Government of India (“MCA Circulars”), the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (ICSI) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) for seeking consent/approval of the members of the Bank through Postal Ballot only by way of voting through electronic means (remote-voting) on the Resolutions as set out in the Postal Ballot Notice dated November 25, 2025 of the Bank.
2. The Bank has, on November 25, 2025, dispatched Postal Ballot Notice along with explanatory statement setting out material facts under Section 102 of the Act and rationale for recommendation of the items of business by the Board of Directors pursuant to Regulation 17(11) of the SEBI Listing Regulations (by way of Ordinary and Special Resolutions, as the case may be), through electronic mode to the members of the Bank whose e-mail address were registered with the Bank, its Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited (‘CDSL’) / NSDL or in the Register of Beneficial Owners maintained by the Depositories as on November 21, 2025 i.e. the **cut-off date**.
3. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, advertisements were published by the Bank in ‘Financial Express’, (‘English Newspaper’) and Navshakti (‘Marathi Newspaper’) on November 26, 2025 informing about the completion of dispatch of Postal Ballot notice to the members of the Bank, along with other related matters mentioned therein.
4. The Bank had availed the e-voting facility offered by NSDL for conducting remote e-voting by the members of the Bank. The Postal Ballot remote e-voting period commenced on Thursday, November 27, 2025 (9:00 a.m. IST) and ended on Friday, December 26, 2025 (5:00 p.m. IST).
5. After the time fixed for closing of the e-voting, the votes were unblocked on Friday, December 26, 2025 at around 5:01 p.m. (IST) in the presence of two witnesses (named at the end of this report) who are not in the employment of the Bank, on the e-voting

portal of NSDL i.e. <https://www.evoting.nsdl.com/> and the final electronic report was generated by me. The data generated was diligently scrutinized.

6. The data for the purpose of verification of the number of members eligible to vote and for validating their votes was taken as of November 21, 2025 which was the relevant date (**cut-off date**), fixed for determining voting rights of the members entitled to participate in the voting process.
7. This report is based on votes cast through remote e-voting, which was downloaded from the NSDL portal i.e., <https://www.evoting.nsdl.com/>
8. The results of the remote e-voting in respect to the Resolutions contained in the Postal Ballot Notice dated November 25, 2025 are, as follows:

**1. RESOLUTION NO. 1: AS AN ORDINARY RESOLUTION**

**Sub-division of Equity Shares:**

- (i) Voted **in favour** of the Resolution:

Number of members voted	Number of valid votes cast in favour of the Resolution	% of total number of valid votes cast
<b>3,654</b>	<b>1,70,53,10,961</b>	<b>99.9996</b>

- (ii) Voted **against** the Resolution:

Number of members voted	Number of valid votes cast against the Resolution	% of total number of valid votes cast
<b>47</b>	<b>6,663</b>	<b>0.0004</b>

- (iii) **Invalid** votes:

Number of members voted whose votes were declared invalid/abstain	Number of invalid/abstain votes
<b>0</b>	<b>0</b>

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

**Alteration of the Capital Clause of Memorandum of Association:**

- (i) Voted **in favour** of the Resolution:

Number of members voted	Number of valid votes cast in favour of the Resolution	% of total number of valid votes cast
<b>3,634</b>	<b>1,70,52,89,886</b>	<b>99.9996</b>

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

Number of members voted	Number of valid votes cast against the Resolution	% of total number of valid votes cast
55	7,209	0.0004

(iii) **Invalid** votes:

Number of members voted whose votes were declared invalid/abstain	Number of invalid/abstain votes
0	0

### **3. RESOLUTION NO. 3: AS A SPECIAL RESOLUTION**

#### **Payment of remuneration to Mr. C S Rajan as Non-Executive Independent Part-time Chairman**

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

Number of members voted	Number of valid votes cast in favour of the Resolution	% of total number of valid votes cast
3,545	1,70,52,63,157	99.9980

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

Number of members voted	Number of valid votes cast against the Resolution	% of total number of valid votes cast
141	34,009	0.0020

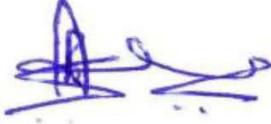
(iii) **Invalid** votes:

Number of members voted whose votes were declared invalid/abstain	Number of invalid/abstain votes
0	0

Based on the foregoing, I hereby confirm that the Resolutions at Item Nos. 1, 2 and 3 of the Postal Ballot Notice dated November 25, 2025 of the Bank are deemed to have been passed, with requisite majority, on Friday, December 26, 2025.

The relevant records relating to the e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot process and will be handed over to the Chairman/ Company Secretary for preserving safely.

For **Alwyn D'Souza & Co.**  
Company Secretaries



**Alwyn D'Souza**  
Proprietor  
FCS No.5559, CP No.5137  
[UDIN: F005559G002846650]  
Place: Mumbai  
Date: December 26, 2025

We the undersigned witnesseth that the votes were unblocked from the e-voting portal of the National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com/> in our presence at 5:01 p.m. IST on December 26, 2025.



**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 Scrutnizer's Report is Countersigned by:

For **KOTAK MAHINDRA BANK LIMITED**

**C S Rajan**  
Digitally signed  
by C S Rajan  
Date: 2025.12.27  
08:55:33 +05'30'

C S Rajan  
Chairman  
(DIN: 00126063)

Place: Jaipur  
Date : 27-Dec-2025

	KOTAK MAHINDRA BANK LIMITED
Date of the AGM/EGM/Postal Ballot	Postal Ballot
Total number of shareholders on record date	707596
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY -Sub-division of Equity Share							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	514,641,397	514,596,397	99.9913	514,596,397	-	100.0000	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>514,641,397</b>	<b>514,596,397</b>	<b>99.9913</b>	<b>514,596,397</b>	<b>-</b>	<b>100.0000</b>
Public- Institutions	E-Voting	1,203,457,780	1,107,534,848	92.0294	1,107,534,848	-	100.0000	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>1,203,457,780</b>	<b>1,107,534,848</b>	<b>92.0294</b>	<b>1,107,534,848</b>	<b>-</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	270,653,812	83,186,379	30.7353	83,179,716	6,663	99.9920	0.0080
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>270,653,812</b>	<b>83,186,379</b>	<b>30.7353</b>	<b>83,179,716</b>	<b>6,663</b>	<b>99.9920</b>
<b>Total</b>		<b>1,988,752,989</b>	<b>1,705,317,624</b>	<b>85.7481</b>	<b>1,705,310,961</b>	<b>6,663</b>	<b>99.9996</b>	<b>0.0004</b>
Whether resolution is passed or not?	Yes							

<b>Resolution No.</b>	<b>2</b>							
<b>Resolution required: (Ordinary/Special)</b>	<b>ORDINARY - Alteration of the Capital Clause of Memorandum of Association</b>							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	<b>No</b>							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	514,641,397	514,596,397	99.9913	514,596,397	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>514,641,397</b>	<b>514,596,397</b>	<b>99.9913</b>	<b>514,596,397</b>	<b>-</b>	<b>100.0000</b>
Public- Institutions	E-Voting	1,203,457,780	1,107,514,692	92.0277	1,107,514,692	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>1,203,457,780</b>	<b>1,107,514,692</b>	<b>92.0277</b>	<b>1,107,514,692</b>	<b>-</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	270,653,812	83,186,006	30.7352	83,178,797	7,209	99.9913	0.0087
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>270,653,812</b>	<b>83,186,006</b>	<b>30.7352</b>	<b>83,178,797</b>	<b>7,209</b>	<b>99.9913</b>
<b>Total</b>		<b>1,988,752,989</b>	<b>1,705,297,095</b>	<b>85.7471</b>	<b>1,705,289,886</b>	<b>7,209</b>	<b>99.9996</b>	<b>0.0004</b>
<b>Whether resolution is passed or not?</b>	<b>Yes</b>							

<b>Resolution No.</b>	3							
<b>Resolution required: (Ordinary/ Special)</b>	SPECIAL - Payment of remuneration to Mr. C S Rajan as Non-Executive Independent Part-time Chairman							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	514,641,397	514,596,397	99.9913	514,596,397	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>514,641,397</b>	<b>514,596,397</b>	<b>99.9913</b>	<b>514,596,397</b>	<b>-</b>	<b>100.0000</b>
Public- Institutions	E-Voting	1,203,457,780	1,107,514,692	92.0277	1,107,501,751	12,941	99.9988	0.0012
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>1,203,457,780</b>	<b>1,107,514,692</b>	<b>92.0277</b>	<b>1,107,501,751</b>	<b>12,941</b>	<b>99.9988</b>
Public- Non Institutions	E-Voting	270,653,812	83,186,077	30.7352	83,165,009	21,068	99.9747	0.0253
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>270,653,812</b>	<b>83,186,077</b>	<b>30.7352</b>	<b>83,165,009</b>	<b>21,068</b>	<b>99.9747</b>
<b>Total</b>		<b>1,988,752,989</b>	<b>1,705,297,166</b>	<b>85.7471</b>	<b>1,705,263,157</b>	<b>34,009</b>	<b>99.9980</b>	<b>0.0020</b>
<b>Whether resolution is passed or not?</b>	Yes							