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Kotak Mahindra Bank

BEST EMPLOYERS IN INDIA
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8th January 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 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 1.30 p.m. at Y.B. Chavan Auditorium, Chavan Centre, General Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai - 400021.

In accordance with the provisions of Section 108 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014, facility for voting by electronic means (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 EGM.

In order to give an opportunity of voting to the shareholders who attended the EGM and had not e-voted, a ballot was also conducted at the EGM.

All the resolutions contained in the Notice of the EGM were approved by the requisite majority of shareholders through e-voting and ballot and all the resolutions were declared to be passed.

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

Thanking You,

Yours faithfully,
Kotak Mahindra Bank Limited

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
India.

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Details of the Voting Results – Extraordinary General Meeting of Kotak Mahindra Bank Ltd.

(Pursuant to Clause 35A of the Listing Agreement)

1. Date of the Extraordinary General Meeting : 7th January 2015

2. Total number of shareholders as on Record Date: 66815

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

Promoters and Promoter Group	:	1
Public	:	80

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	:	E-voting and ballot on all resolutions

(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

EGM - 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 Reappointment of Mr. C. Jayaram								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
1	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
1	Public - Institutional Holders	240878975	240878915	100.00	240878915	0	100.00	0.00
1	Public-Others	77139694	77136344	100.00	77133868	2476	100.00	0.00
	Total: (A)	**397399500**	**397396090**	**100.00**	**397393614**	**2476**	**100.00**	**0.00**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
1	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
1	Public - Institutional Holders	965491	527494	54.63	527494	0	100.00	0.00
1	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**568763**	**56.49**	**568741**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398406264**	**397964853**	**99.89**	**397962355**	**2498**	**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.

**Excludes voting by shareholder who has already electronically voted.

RUPAL D. JHAVERI
FCS :5441
CP :4225
COMPANY SECRETARY

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 Appointment of Mr. Asim Ghosh as Independent Director								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
2	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
2	Public - Institutional Holders	239822398	239822338	100.00	168547454	71274884	70.28	29.72
2	Public-Others	77149003	77145653	100.00	77142972	2681	100.00	0.00
	Total: (A)	**396352232**	**396348822**	**100.00**	**325071257**	**71277565**	**82.02**	**17.98**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
2	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
2	Public - Institutional Holders	965491	512494	53.08	443394	69100	86.52	13.48
2	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**553763**	**55.00**	**484641**	**69122**	**87.52**	**12.48**
	Results (A+B)*	**397358996**	**396902585**	**99.89**	**325555898**	**71346687**	**82.02**	**17.98**

*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.

**Excludes voting by shareholder who has already electronically voted.





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 Appointment of Mr. Amit Desai as Independent Director								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
3	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
3	Public - Institutional Holders	240877344	240877284	100.00	240877284	0	100.00	0.00
3	Public-Others	77149003	77145653	100.00	77142946	2707	100.00	0.00
	Total (A):	**397407178**	**397403768**	**100.00**	**397401061**	**2707**	**100.00**	**0.00**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
3	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
3	Public - Institutional Holders	965491	527494	54.63	527494	0	100.00	0.00
3	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**568763**	**56.49**	**568741**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398413942**	**397972531**	**99.89**	**397969802**	**2729**	**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.

**Excludes voting by shareholder who has already electronically voted.



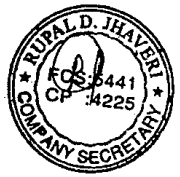


Res. No	Promoter/ Public	No of Shares Held	No of Votes polled	% of Votes Polled on outstanding shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution no. 4: Ordinary Resolution for Appointment of Prof. S. Mahendra Dev as Independent Director								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
4	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
4	Public - Institutional Holders	240877344	240877284	100.00	240877284	0	100.00	0.00
4	Public-Others	77147302	77143952	100.00	77141280	2672	100.00	0.00
	Total (A):	**397405477**	**397402067**	**100.00**	**397399395**	**2672**	**100.00**	**0.00**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
4	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
4	Public - Institutional Holders	965491	527494	54.63	527494	0	100.00	0.00
4	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**568763**	**56.49**	**568741**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398412241**	**397970830**	**99.89**	**397968136**	**2694**	**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.

**Excludes voting by shareholder who has already electronically voted.





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. Prakash Apte as Independent Director								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
5	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
5	Public - Institutional Holders	240877344	240877284	100.00	238699662	2177622	99.10	0.90
5	Public-Others	77147968	77144618	100.00	77141923	2695	100.00	0.00
	Total (A):	**397406143**	**397402733**	**100.00**	**395222416**	**2180317**	**99.45**	**0.55**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
5	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
5	Public - Institutional Holders	965491	527494	54.63	527494	0	100.00	0.00
5	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**568763**	**56.49**	**568741**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398412907**	**397971496**	**99.89**	**395791157**	**2180339**	**99.45**	**0.55**

*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.

**Excludes voting by shareholder who has already electronically voted.





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 Appointment of Ms. Farida Khambhata as Independent Director								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
6	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
6	Public - Institutional Holders	240877344	240877284	100.00	240877284	0	100.00	0.00
6	Public-Others	77149008	77145658	100.00	77141949	3709	100.00	0.00
	Total (A):	**397407183**	**397403773**	**100.00**	**397400064**	**3709**	**100.00**	**0.00**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
6	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
6	Public - Institutional Holders	965491	527494	54.63	527494	0	100.00	0.00
6	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	1006764	568763	56.49	568741	22	100.00	0.00
	Results (A+B)*	**398413947**	**397972536**	**99.89**	**397968805**	**3731**	**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.

**Excludes voting by shareholder who has already electronically voted.





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 Increase in FII, FPI, QFI, NRI, PIO Limits to 42% of the Paid-up equity share capital of the Bank.								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
7	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
7	Public - Institutional Holders	240853975	240853915	100.00	240853915	0	100.00	0.00
7	Public-Others	77150268	77146918	100.00	77143825	3093	100.00	0.00
	Total (A):	**397385074**	**397381664**	**100.00**	**397378571**	**3093**	**100.00**	**0.00**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
7	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
7	Public - Institutional Holders	965491	535491	55.46	535491	0	100.00	0.00
7	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**576760**	**57.29**	**576738**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398391838**	**397958424**	**99.89**	**397955309**	**3115**	**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.

**Excludes voting by shareholder who has already electronically voted.





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 Authorised Share Capital of the Bank to Rs. 700 cr.								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
8	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
8	Public - Institutional Holders	240878975	240878915	100.00	240086080	792835	99.67	0.33
8	Public-Others	77145742	77142392	100.00	77142119	273	100.00	0.00
	Total (A):	**397405548**	**397402138**	**100.00**	**396609030**	**793108**	**99.80**	**0.20**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
8	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
8	Public - Institutional Holders	965491	535491	55.46	535491	0	100.00	0.00
8	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**576760**	**57.29**	**576738**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398412312**	**397978898**	**99.89**	**397185768**	**793130**	**99.80**	**0.20**

*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.

**Excludes voting by shareholder who has already electronically voted.

RUPAL D. JHAVERI
FCS 5441
CP 14225
COMPANY SECRETARY

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: Ordinary Resolution for Amendment to Clause V of MOA								
Mode of Voting: (E-voting)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
9	Promoter and Promoter Group	308506658						
	Less: Votes not considered pursuant to Section 12 (2) of Banking Regulation Act, 1949	229125827						
	Votes considered	79380831	79380831	100.00	79380831	0	100.00	0.00
9	Public - Institutional Holders	240878975	240878915	100.00	240104683	774232	99.68	0.32
9	Public-Others	77151508	77148158	100.00	77147886	272	100.00	0.00
	Total (A):	**397411314**	**397407904**	**100.00**	**396633400**	**774504**	**99.81**	**0.19**
Mode of Voting: (Poll)								
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
9	Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
9	Public - Institutional Holders	965491	535491	55.46	535491	0	100.00	0.00
9	Public-Others**	41273	41269	99.99	41247	22	99.95	0.05
	Total: (B)	**1006764**	**576760**	**57.29**	**576738**	**22**	**100.00**	**0.00**
	Results (A+B)*	**398418078**	**397984664**	**99.89**	**397210138**	**774526**	**99.81**	**0.19**

*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.

**Excludes voting by shareholder who has already electronically voted.

RUPAL D. JHAVERI
FCS 5441
CP 4225
COMPANY SECRETARY