kotak®

Kotak Mahindra Bank

BEST EMPLOYERS IN INDIA
Consistently in 2007, 2009 & 2011 - Study by Aon Hewitt

June 2, 2014

The Manager
National Stock Exchange of India Limited
Exchange Plaza, 5th floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex
Bandra (East),
Mumbai – 400 051.

Dear Sirs,

Sub: Disclosures under SEBI (Prohibition of Insider Trading) Regulations, 1992 & SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

We wish to inform you that Kotak Trustee Company Private Limited has sold 2,49,84,782 equity shares of Kotak Mahindra Bank Limited (the Bank), constituting 3.24% of the issued equity share capital of the Bank.

Pursuant to Regulation 13 (6) of the Insider Trading Regulation and Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, we enclose the necessary disclosures received from Kotak Trustee Company Private Limited and Mr. Uday S. Kotak, Executive Vice Chairman and Managing Director.

For **Kotak Mahindra Bank Limited**

B.R. Chandarana

Bina Chandarana
Company Secretary &
Executive Vice President

KOTAK MAHINDRA BANK

Kotak Mahindra Bank Limited
CIN L65110MH1985PLC038137
Registered Office:
27BKC, C 27, G Block
Bandra Kurla Complex
Bandra (E), Mumbai - 400 051
India.

T +91 22 61660000
F +91 22 67132403
www.kotak.com

Date : June 2, 2014
Compliance Officer
Kotak Mahindra Bank Limited

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

(Regulation 13 (4) and 13(4A) and 13 (6)

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a Listed Company

Name, Pan No. & Address of Promoter / Person who is part of Promoter Group/ Director/Officer	No. & % of shares/voting rights held by the Promoter / Person who is part of Promoter Group /Director/Officer	Date of receipt of allotment advice/acquisition / sale of shares/voting rights	Date of intimation to company	Mode of acquisition (market purchase/ public/rights/ preferential offer etc.)/sale	No. & % of shares voting rights/post-acquisition sale	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Kotak Mahindra Trustee Company Private Limited A/c USK Benefit Trust II	2,68,97,060	May 30, 2014	June 2, 2014		19,12,278	Kotak Securities	BSE	NA	NA	2,49,84,782	21,96,02,24,230
Shakti Villa	3.49%			Market	0.25%	INB-230808130					
Laburnum Road, Gamdevi											
Mumbai 400007											
Pan No.: AABCK7060J											
Mr. Uday Suresh Kotak	30,62,63,550	None	NA	NA	NA	NA	NA	NA	NA	NA	NA
Flat No.62, NCPA Apartment	39.76%										
Dorabji Tata Road											
Nariman Point											
Mumbai 400021											
Pan No.: AABPK8999F											

Yours faithfully

Signature:

Uday Kotak
Executive Vice Chairman and
Managing Director
Kotak Mahindra Bank Limited

Kotak Trustee Company Private Limited
(As Trustees for USK Benefit Trust II)
Authorised Signatory

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Kotak Mahindra Bank Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	As per Annexure I attached		
3. Whether the acquirer belongs to Promoter/Promoter group	The seller, Kotak Trustee Company Private Limited A/c USK Benefit Trust II, belongs to the promoter group		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited National Stock Exchange of India Limited		
5. Details of the disposal of shares/ holding of the Seller and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
Before the disposal under consideration, holding of Seller and PAC:			
a) Shares carrying voting rights	33,56,81,124	43.575%#	NA
b) Voting rights (VR) otherwise than by shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NA	NA	NA
Total (a+b+c)	33,56,81,124	43.575%#	NA
Details of sale			
a) Shares carrying voting rights sold	2,49,84,782	3.243%	NA
b) VRs acquired /sold otherwise than by shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument	NA	NA	NA

that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
Total (a+b+c)	2,49,84,782	3.243%	NA
After the sale, holding of Seller and PAC: a) Shares carrying voting rights b) VRs otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	31,06,96,342 @ NA NA	40.332%#@ NA NA	NA NA NA
Total (a+b+c)	31,06,96,342	40.332%#	
6. Mode of sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
7. Date of sale of shares	May 30, 2014		
8. Equity share capital / total voting capital of the TC before the said sale	77,03,50,389 equity shares of Rs. 5/- each aggregating to Rs. 3,85,17,51,945		
9. Equity share capital/ total voting capital of the TC after the said sale	77,03,50,389 equity shares of Rs. 5/- each aggregating to Rs. 3,85,17,51,945		
10. Total diluted share/voting capital of the TC after the said sale.	NA		

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

#Pursuant to Section 12(2) of Banking Regulation Act, 1949, the voting rights of Mr. Uday Kotak is restricted to 10% of voting rights of all shareholders. Mr Uday Kotak holds 39.76% of the paid up capital of the Bank.

@ The seller Kotak Trustee Company Private Limited A/c USK Benefit Trust II held 2,68,97,060 shares amounting to 3.49%.

FOR KOTAK TRUSTEE COMPANY PRIVATE LIMITED

AUTHORISED SIGNATORY/DIRECTOR

Signature of the seller / Authorised Signatory

Place: Mumbai

Date: June 2, 2014