



KOTAK MAHINDRA BANK LIMITED

CIN: L65110MH1985PLC038137

27BKC, C - 27, G-Block, Bandra-Kurla Complex, Bandra East, Mumbai - 400051.

Tel No.: +91 22 6166 0001, Fax No.: +91 22 67132403.

Website: www.kotak.com

Serial No.

1. Name of the sole/ first named member :
2. Address of sole/ first named member :
3. Name(s) of joint member(s) if any :
4. Registered folio no./ DP ID no./Client ID no. :
5. Number of shares held :

Dear Member,

Subject: Process and manner for availing remote E-voting facility

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Bank is pleased to offer remote e-voting facility to the members to cast their votes by electronic means on all resolutions set forth in the Notice convening the Extraordinary General Meeting (EGM). The Bank has engaged the services of Karvy Computershare Private Limited ("Karvy") to provide remote e-voting facilities. The remote e-voting facility is available at the link <https://evoting.karvy.com>

The electronic voting particulars are set out below:

EVEN (Electronic Voting Event Number)	User ID	Password / PIN

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	End of remote e-voting
5 th May 2017 (9.00 a.m. onwards)	8 th May 2017 (5.00 p.m.)

The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Bank as on the Cut-off date of 3rd May 2017, subject to applicable laws, including the Banking Regulation Act, 1949.

Please read the instructions printed overleaf before exercising the vote.

These details and instructions form integral part of the Notice for the Extraordinary General Meeting to be held on 9th May 2017

INSTRUCTIONS FOR REMOTE E-VOTING

Members are requested to follow the instructions below to cast their vote through e-voting:

- A. In case of a Member receiving an email of the EGM Notice [for Members whose email IDs are registered with the Bank/ Depository Participant(s)]:
- Launch internet browser by typing the URL: <https://evoting.karvy.com>.
 - Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN number followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for remote e-voting, you can use your existing User ID and password for casting your vote.
 - After entering these details appropriately, click on "LOGIN".
 - You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - You need to login again with the new credentials.
 - On successful login, the system will prompt you to select the "EVENT" i.e., Kotak Mahindra Bank Limited.
 - On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR / AGAINST" taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - Shareholders holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat accounts.
 - Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - You may then cast your vote by selecting an appropriate option and click on "Submit".
 - A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email rupaldjhaveri@rediffmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Kotak Mahindra Bank Limited Extraordinary General Meeting".
 - In case a person has become the Member of the Bank after the dispatch of EGM Notice but on or before the Cut-off date i.e. 3rd May 2017, he / she may write to Karvy on the email Id: evoting@karvy.com or to Ms. Shobha Anand, Contact No. 040-67162222, at [Unit: Kotak Mahindra Bank Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, requesting for the User ID and Password. After receipt of the above credentials, please follow all the steps from Sr. No.(i) to (xii) as mentioned in (A) above, to cast the vote.
- B. In case of Members receiving physical copy of the EGM Notice by Post [for Members whose email IDs are not registered with the Bank/Depository Participant(s)]:
- User ID and initial password as provided above.
 - Please follow all steps from Sr. No. (i) to (xii) as mentioned in (A) above, to cast your vote.
- C. The remote e-voting period commences on **5th May 2017 (9.00 am onwards) and ends on 8th May 2017 (5.00 pm)**. During this period shareholders of the Bank, holding shares either in physical form or in dematerialized form, as on the Cut-off date i.e. 3rd May 2017, may cast their vote electronically in the manner and process set out herein above. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have casted their vote electronically shall not vote at the Meeting.
- D. In case of any query pertaining to remote e-voting, please visit Help & FAQ's section of <https://evoting.karvy.com>. (Karvy's website).
- E. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Bank as on the Cut-off date 3rd May 2017, subject to applicable laws, including the Banking Regulation Act, 1949.
- F. The Board of Directors has appointed Ms. Rupal D. Jhaveri, (Membership No.5441 and Certificate of Practice No.4225), Practicing Company Secretary as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
- G. The Scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Bank and within a period not exceeding 48 hours from the conclusion of the meeting, make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by the Chairman for counter signature.
- H. The Results shall be declared either by the Chairman or by an authorized person of the Chairman and the resolution will be deemed to have been passed on the general meeting date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- I. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Bank (www.kotak.com) and Service Provider's website (<https://evoting.karvy.com>) and the communication will be sent to the BSE Limited and the National Stock Exchange of India Limited, where the shares of the Bank are listed, for placing the same on their websites.

Registration of e-mail ID - The Companies Act, 2013, recognizes sending of documents to any Member through electronic mode. Accordingly, pursuant to proviso to Rule 18(3) of the Companies (Management and Administration) Rules, 2014, we hereby provide you the opportunity to register your e-mail ID for future communications. In case you wish to register your new e-mail ID or if there is any change in your e-mail ID which has already been registered with the Depository Participant / Bank, we request you to register your new/revised e-mail ID with your Depository Participant (for shares held in demat form) or Bank (for shares held in physical form) immediately.

Yours faithfully

For **Kotak Mahindra Bank Ltd.**

Bina Chandarana

Company Secretary & Sr. Executive Vice President

Place : Mumbai

Date : 4th April 2017

Registered Office of the Bank:

27BKC, C - 27, G-Block, Bandra-Kurla Complex,

Bandra East, Mumbai - 400051.

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