



Kotak Mahindra Bank

15th October 2019

The Manager Corporate Relationship, BSE Limited, 1 st Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.	The Manager National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No.C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051.
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Dear Sir,

Reg: Quarterly Compliance Report on Corporate Governance.

Pursuant to Regulation 27(2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th September 2019.

Kindly acknowledge receipt.

Yours faithfully,
Kotak Mahindra Bank Limited

B.R. Chandarana
Bina Chandarana
Company Secretary &
Sr. Executive Vice President
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.

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COMPLIANCE REPORT ON CORPORATE GOVERNANCE-QUARTERLY NSE

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Kotak Mahindra Bank Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e(s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	Prakash Apte	0 0 1 9 6 6 1 0 6	A A B P A 3 1 7 3 H	ID, C & NE D		18- Mar- 2011	18- Mar- 2019		6 6	06- Ma y- 195 4	2	2	4	2	AC, RMC ,NR C	Mr. Prak ash Apte was appoi nted as Chair man of the Bank with effec



																t from 20th July 2018
M r.	Uday Kotak	0 0 0 7 4 6 7	A A B K 8 9 9 F	ED	C E O - M D	21- Nov- 1985	01- Jan- 2018			15- Ma- r- 195 9	1	0	1	1	SC,R MC	
M r.	Dipak Gupta	0 0 0 4 7 7 1	A A P G 6 0 8 7 F	ED	M D	01- Oct- 1999	01- Jan- 2018			13- Feb - 196 1	1	0	3	0	SC,R MC	
M r.	C Jayaram	0 0 1 2 2 1 4	A C L P J 5 5 1 1 E	NE D		01- Oct- 1999	01- May- 2016			18- Apr - 195 6	2	1	3	0	SC,N RC	
M r.	Prof. S. Mahendra Dev	0 6 5 1 9 8 6 9	A A K P S 6 7 1 3 L	ID		15- Mar- 2013	15- Mar- 2018	6 6	27- Sep - 195 7	1	1	2	1	AC,S C		
M s.	Farida Khambata	0 6 9 5	A L J P	ID		07- Sep- 2014	07- Sep- 2019	6 1	11- De- c-	1	1	0	0	NRC		



		4 1 2 3	K I 9 0 9 N					194 9							
M r.	Uday Khanna	0 0 7 9 1 2 9	A F E P K 7 0 6 1 E	ID	16- Sep- 2016	16- Sep- 2016		3 6	01- De- c- 194 9	4	4	2	3	AC	
M r.	Uday Shankar	0 1 7 5 5 9 6 3	A A X P S 7 2 7 3 C	ID	16- Mar- 2019	16- Mar- 2019		6	16- Sep- 196 1	1	1	1	0	NA	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Prakash Apte	ID,C & NED	Member	15-Mar-2013	
2	Prof. S. Mahendra Dev	ID	Member	30-Apr-2014	
3	Uday Khanna	ID	Chairperson	16-Sep-2016	

Company Remarks	Mr. Uday Khanna was appointed as Chairman of the Audit Committee with effect from 20th July 2018.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	Uday Kotak	ED	Member	30-Jan-2003	
2	Dipak Gupta	ED	Member	29-Jun-2001	
3	C Jayaram	NED	Member	30-Apr-2019	
4	Prof. S. Mahendra Dev	ID	Chairperson	15-Mar-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Prakash Apte	ID,C & NED	Chairperson	14-Mar-2019	
2	Uday Kotak	ED	Member	26-Feb-2003	
3	Dipak Gupta	ED	Member	30-Apr-2014	
4	Mr. Gaurang Shah	GH Risk	Member	01-Apr-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Prakash Apte	ID,C & NED	Member	30-Apr-2014	
2	C Jayaram	NED	Member	21-Jun-2018	
3	Farida Khambata	ID	Chairperson	14-Mar-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
30-Apr-2019	22-Jul-2019	Yes	8	5
31-May-2019	19-Aug-2019	Yes	7	4
	12-Sep-2019	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	51

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during	Date(s) of meeting of the	Whether requirement	Number of Directors	Number of independent
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	of the committee in the previous quarter	committee in the relevant quarter	of Quorum met (Yes/No)	present	directors present
Audit Committee	30-Apr-2019	22-Jul-2019	Yes	3	3
Audit Committee	20-May-2019	23-Jul-2019	Yes	3	3
Nomination & Remuneration Committee	30-Apr-2019	22-Jul-2019	Yes		
Nomination & Remuneration Committee	20-May-2019		Yes	3	2
Risk Management Committee	21-May-2019	28-Aug-2019	Yes	3	1
Stakeholders Relationship Committee		06-Aug-2019	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	62

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **Yes**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**



5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**

b. Any comments/observations/advice of Board of Directors may be mentioned here:

B.R. Chandarana

Name : Bina Chandarana
Designation : Company Secretary & Compliance Officer



ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

B.R. Chandarana

Name : Bina Chandarana
Designation : Company Secretary & Compliance Officer



General information about company	
Scrip code	500247
NSE Symbol	KOTAKBANK
MSEI Symbol	NOT LISTED
ISIN	INE237A01028
Name of the entity	KOTAK MAHINDRA BANK LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory										Textual Information(1)					
Wether the listed entity has a Regular Chairperson										Yes					
Whether Chairperson is related to MD or CEO										No					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN
Prakash Apte	AABPA3173H	00196106	Non-Executive - Independent Director	Chairperson		06-05-1954	18-03-2011	18-03-2019		66	2	2	4	2	
Uday Kotak	AABPK8999F	00007467	Executive Director	Not Applicable	CEO-MD	15-03-1959	21-11-1985	01-01-2018			1	0	1	1	
Dipak Gupta	AAAPG6087F	00004771	Executive Director	Not Applicable		13-02-1961	01-10-1999	01-01-2018			1	0	3	0	
C Jayaram	ACLPI5511E	00012214	Non-Executive - Non Independent Director	Not Applicable		18-04-1956	01-10-1999	01-05-2016			2	1	3	0	

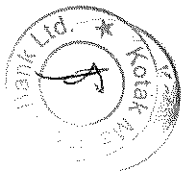


I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN
5	Mr	S Mahendra Dev	AAKPS6713L	06519869	Non-Executive - Independent Director	Not Applicable		27-09-1957	15-03-2013	15-03-2018		66	1	1	2	1	
6	Ms	Farida Khambata	ALJPK1909N	06954123	Non-Executive - Independent Director	Not Applicable		11-12-1949	07-09-2014	07-09-2019		61	1	1	0	0	
7	Mr	Uday Khanna	AFEPK7061E	00079129	Non-Executive - Independent Director	Not Applicable		01-12-1949	16-09-2016	16-09-2016		36	4	4	2	3	
8	Mr	Uday Shankar	AAXPS7273C	01755963	Non-Executive - Independent Director	Not Applicable		16-09-1961	16-03-2019	16-03-2019		6	1	1	1	0	



Text Block	
Textual Information(1)	Mr. Prakash Apte was appointed as Chairman of the Bank with effect from 20th July 2018.



Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00079129	Uday Khanna	Non-Executive - Independent Director	Chairperson	16-09-2016		Textual Information(1)
2	00196106	Prakash Apte	Non-Executive - Independent Director	Member	15-03-2013		
3	06519869	S Mahendra Dev	Non-Executive - Independent Director	Member	30-04-2014		



Sr Text Block	
Textual Information(1)	Mr. Uday Khanna was appointed as Chairman of the Audit Committee with effect from 20th July 2018.



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06954123	Farida Khambata	Non-Executive - Independent Director	Chairperson	14-03-2019		
2	00196106	Prakash Apte	Non-Executive - Independent Director	Member	30-04-2014		
3	00012214	C Jayaram	Non-Executive - Non Independent Director	Member	21-06-2018		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06519869	S Mahendra Dev	Non-Executive - Independent Director	Chairperson	15-03-2013		
2	00007467	Uday Kotak	Executive Director	Member	30-01-2003		
3	00004771	Dipak Gupta	Executive Director	Member	29-06-2001		
4	00012214	C Jayaram	Non-Executive - Non Independent Director	Member	30-04-2019		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00196106	Prakash Apte	Non-Executive - Independent Director	Chairperson	14-03-2019		
2	00007467	Uday Kotak	Executive Director	Member	26-02-2003		
3	00004771	Dipak Gupta	Executive Director	Member	30-04-2014		
4	99999999	Mr. Gaurang Shah	Member	Member	01-04-2018		



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00012214	C Jayaram	Non-Executive - Non Independent Director	Chairperson	14-03-2014		Textual Information(1)
2	06519869	S Mahendra Dev	Non-Executive - Independent Director	Member	14-03-2014		
3	00004771	Dipak Gupta	Executive Director	Member	14-03-2014		



Sr Text Block	
Textual Information(1)	Chairman elected at every CSR Committee Meeting.



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



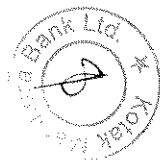
Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	30-04-2019				Yes		
2	31-05-2019		30		Yes		
3		22-07-2019	51		Yes	8	5
4		19-08-2019	27		Yes	7	4
5		12-09-2019	23		Yes	7	4



Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								No. of Independent Directors attending the meeting*
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	
1	Audit Committee	30-04-2019				Yes		
2	Audit Committee	20-05-2019	19			Yes		
3	Audit Committee	22-07-2019	62			Yes	3	3
4	Audit Committee	23-07-2019	0			Yes	3	3
5	Nomination and remuneration committee	30-04-2019				Yes		
6	Nomination and remuneration committee	20-05-2019	19			Yes		



Annexure 1								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Nomination and remuneration committee	22-07-2019	62			Yes	3	2
8	Risk Management Committee	21-05-2019				Yes		
9	Risk Management Committee	28-08-2019	98			Yes	3	1
10	Stakeholders Relationship Committee	06-08-2019				Yes	3	1
11	Corporate Social Responsibility Committee	28-05-2019				Yes		



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Bina Chandarana <i>B.R. Chandarana</i>
2	Designation	Company Secretary and Compliance Officer



Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				



Annexure III		
1	Name of signatory	Bina Chandarana <i>B. R. Chandarana</i>
2	Designation	Company Secretary and Compliance Officer



Signatory Details	
Name of signatory	Bina Chandarana <i>B.R.Chandarana</i>
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	15-10-2019



