



Kotak Mahindra Bank

10th January 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 31st December 2018.

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

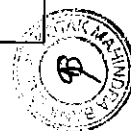
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COMPLIANCE REPORT ON CORPORATE GOVERNANCE - QUARTERLY-(NSE)

1. Name of Listed Entity : Kotak Mahindra Bank Limited
2. Quarter ending : 31st December 2018

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/N on-Executive/in dependent/Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	
Mr.	Prakash Apte	PAN NO.: AABPA3173H DIN No. 00196106	Non-Executive Chairman - Independent	20.07.2018	31 st December 2020	2	2	1	
Mr.	Uday Kotak	PAN NO. : AABPK8999F DIN No. 00007467	Managing Director & CEO	01.01.2018	N.A.	5	1	NIL	
Mr.	Dipak Gupta	PAN NO. : AAAPG6087F DIN No. 00004771	Executive (Joint Managing Director)	01.01.2018	N.A.	1	3	NIL	
Mr.	C Jayaram	PAN NO. : ACLPJ5511E DIN No. 00012214	Non-Executive Director	01.05.2016	N.A.	4	3	NIL	



Mr.	Amit Desai	PAN NO.: AAQPD1916Q DIN No. 00310510	Non-Executive / Independent	18.03.2011	Up to 17 th March 2019	1	NIL	NIL
Prof.	S. Mahendra Dev	PAN NO. : AAKPS6713L DIN No. 06519869	Non-Executive / Independent	15.03.2013	Up to 14 th March 2021	2	2	1
Ms.	Farida Khambata	PAN NO.: ALJPK1909N DIN No. 06954123	Non-Executive / Independent	07.09.2014	up to 6 th September 2019	1	1	NIL
Mr.	Mark Newman	DIN No.: 03518417	Non-Executive	05.05.2015	N.A.	1	1	NIL
Mr.	Uday Khanna	PAN NO.: AFEPK7061E DIN No. 00079129	Non-Executive / Independent	16.09.2016	up to 15 th September 2021	6	4	4

sPAN number of any director would not be displayed on the website of Stock Exchange

*Category of directors means executive/non-executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

** to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

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Company Remarks	
Whether Permanent chairperson appointed	Yes

i. 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	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

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

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	Dipak Gupta	ED	Member	30-Apr-2014	
2	Uday Kotak	ED	Member	26-Feb-2003	
3	Amit Desai	ID	Chairperson	15-Mar-2013	
4	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	C Jayaram	NED	Member	21-Jun-2018	
2	Prakash Apte	ID,C & NED	Member	30-Apr-2014	
3	Amit Desai	ID	Chairperson	30-Apr-2014	

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Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. 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
19-Jul-2018	24-Oct-2018
02-Sep-2018	06-Dec-2018

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

iii. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	19-Jul-2018	04-Oct-2018		Yes
Audit Committee	24-Jul-2018	24-Oct-2018		Yes
Nomination & Remuneration Committee	07-Jul-2018			Yes
Risk Management Committee	28-Sep-2018			Yes
Stakeholders Relationship Committee	24-Jul-2018	12-Dec-2018		Yes
Audit Committee		15-Nov-2018		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	71

iv. 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

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. 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**
4. 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**



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	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Quarterly
Date of Report	31-12-2018
Risk management committee	Applicable



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

Is there any change in information of board of directors compare to previous quarter

Yes

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	Notes for not providing DIN
1	Mr	Prakash Apte	AABPA3173H	00196106	Non-Executive - Independent Director	Chairperson		20-07-2018		5	2	2	1		
2	Mr	Uday Kotak	AABPK8999F	00007467	Executive Director	Not Applicable	CEO-MD	01-01-2018			5	1	0		
3	Mr	Dipak Gupta	AAAPG6087F	00004771	Executive Director	Not Applicable		01-01-2018			1	3	0		
4	Mr	C Jayaram	ACLPJ5511E	00012214	Non-Executive - Non Independent Director	Not Applicable		01-05-2016			4	3	0		



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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	Notes for not providing DIN
5	Mr	Amit Desai	AAQPD1916Q	00310510	Non-Executive - Independent Director	Not Applicable		18-03-2011		93	1	0	0		
6	Mr	S Mahendra Dev	AAKPS6713L	06519869	Non-Executive - Independent Director	Not Applicable		15-03-2013		69	2	2	1		
7	Ms	Farida Khambata	ALJPK1909N	06954123	Non-Executive - Independent Director	Not Applicable		07-09-2014		51	1	1	0		
8	Mr	Mark Newman	ZZZZZ9999Z	03518417	Non-Executive - Non Independent Director	Not Applicable		05-05-2015			1	1	0	Textual Information(2)	



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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	Notes for not providing DIN
9	Mr	Uday Khanna	APEPK7061E	00079129	Non-Executive - Independent Director	Not Applicable		16-09-2016		27	6	4	4		

Text Block	
Textual Information(1)	Mr. Mark Newman is not Indian National. Hence, has no pan number



Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes



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



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	00310510	Mr. Amit Desai	Non-Executive - Independent Director	Chairperson	30-04-2014		
2	00196106	Mr. Prakash Apte	Non-Executive - Independent Director	Member	30-04-2014		
3	00012214	Mr. C Jayaram	Non-Executive - Non Independent Director	Member	21-06-2018		

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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	Prof. S Mahendra Dev	Non-Executive - Independent Director	Chairperson	15-03-2013		
2	00007467	Mr. Uday Kotak	Executive Director	Member	30-01-2003		
3	00004771	Mr. Dipak Gupta	Executive Director	Member	29-06-2001		



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	00310510	Mr. Amit Desai	Non-Executive - Independent Director	Chairperson	15-03-2013		
2	00007467	Mr. Uday Kotak	Executive Director	Member	26-02-2003		
3	00004771	Mr. 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						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00012214	Mr. C Jayaram	Non-Executive - Non Independent Director	Chairperson	14-03-2014		
2	06519869	Prof. S Mahendra Dev	Non-Executive - Independent Director	Member	14-03-2014		
3	00004771	Mr. Dipak Gupta	Executive Director	Member	14-03-2014		



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

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Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
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	19-07-2018		
2	02-09-2018		44
3		24-10-2018	51
4		06-12-2018	42



Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee		Yes		19-07-2018		
2	Audit Committee		Yes		24-07-2018	4	
3	Audit Committee	04-10-2018	Yes			71	
4	Audit Committee	24-10-2018	Yes			19	
5	Audit Committee	15-11-2018	Yes			21	
6	Nomination and remuneration committee		Yes		07-07-2018		



Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
7	Risk Management Committee		Yes		28-09-2018		
8	Stakeholders Relationship Committee		No		24-07-2018		
9	Stakeholders Relationship Committee	12-12-2018	No			140	



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 100 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
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	10-01-2019



