



Kotak Mahindra Bank

12th April 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 March 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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www.kotak.com

COMPLIANCE REPORT ON CORPORATE GOVERNANCE – QUARTERLY (NSE)

1. Name of Listed Entity : Kotak Mahindra Bank Limited
2. Quarter ending : 31st March 2019

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/Non-Executive/independent/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 Date of cessation: 17.03.20 19	Up to 17 th March 20	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	Date of cessation: 22.02.2019	up to 15 th September 2021	6	4	4
Mr.	Uday Shankar	PAN NO.: AAXPS7273C DIN No. 01755963	Non-Executive / Independent	16.09.2016	15.03.2024	1	1	-

*PAN 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.



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	Uday Khanna	ID	Chairperson	16-Sep-2016	
2	Prof. S. Mahendra Dev	ID	Member	30-Apr-2014	
3	Prakash Apte	ID,C & NED	Member	15-Mar-2013	

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	Uday Kotak	ED	Member	30-Jan-2003	
2	Dipak Gupta	ED	Member	29-Jun-2001	
3	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	15-Mar-2019	
2	Uday Kotak	ED	Member	26-Feb-2003	
3	Gaurang Shah	GH Risk	Member	01-Apr-2018	
4	Dipak Gupta	ED	Member	30-Apr-2014	

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	Farida Khambata	ID	Chairperson	15-Mar-2019	
2	Prakash Apte	ID,C & NED	Member	30-Apr-2014	
3	C Jayaram	NED	Member	21-Jun-2018	



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
24-Oct-2018	21-Jan-2019
06-Dec-2018	14-Mar-2019
	15-Mar-2019

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	04-Oct-2018	21-Jan-2019		Yes
Audit Committee	24-Oct-2018	19-Mar-2019		Yes
Nomination & Remuneration Committee		18-Feb-2019		Yes
Risk Management Committee		19-Jan-2019		Yes
Stakeholders Relationship Committee	12-Dec-2018	25-Mar-2019		Yes
Audit Committee	15-Nov-2018			Yes
Nomination & Remuneration Committee		07-Mar-2019		Yes
Risk Management Committee		26-Mar-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	66

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**



ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
Details of business	Yes		www.kotak.com
Terms and conditions of appointment of	Yes		www.kotak.com
Composition of various committees of	Yes		www.kotak.com
Code of conduct of board of directors and	Yes		www.kotak.com
Details of establishment of vigil mechanism/	Yes		www.kotak.com
Criteria of making payments to non-	Not		
Policy on dealing with related party	Yes		www.kotak.com
Policy for determining 'material' subsidiaries	Yes		www.kotak.com
Details of familiarization programs imparted	Yes		www.kotak.com
Contact information of the designated officials of the listed	Yes		www.kotak.com
email address for grievance redressal and	Yes		www.kotak.com
Financial results	Yes		www.kotak.com
Shareholding pattern	Yes		www.kotak.com
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1)	Yes	
Meeting of Board of directors	17(2)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7) &	Yes	



Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : *B.R. 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	Yearly
Date of Report	31-03-2019
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

Whether 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		8	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	Not Applicable	01-01-2018			1	3	0		
4	Mr	C Jayaram	ACLPJ5511E	00012214	Non-Executive - Non	Not Applicable	Not Applicable	01-05-2016			4	3	0		



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Independent Director

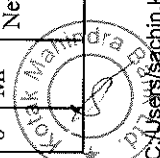


Annexure I to be submitted by listed entity on quarterly basis

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	17-03-2019	95	1	0	0		
6	Mr	S Mahendra Dev	AAKPS6713L	06519869	Non-Executive - Independent Director	Not Applicable		15-03-2013		72	2	1	1		
7	Ms	Farida Khambata	ALJPK1909N	06954123	Non-Executive - Independent Director	Not Applicable		07-09-2014		54	1	1	0		
8	Mr	Mark Newman	ZZZZZ9999Z	03518417	Non-Executive - Non Independent Director	Not Applicable		05-05-2015	22-02-2019		1	1	0	Textual Information(2)	

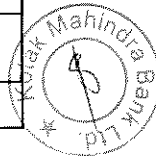


Annexure I to be submitted by listed entity on quarterly basis

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	AFFPK7061E	00079129	Non-Executive - Independent Director	Not Applicable		16-09-2016		30	6	4	4		
10	Mr	Uday Shankar	AAXPS7273C	01755963	Non-Executive - Independent Director	Not Applicable		16-03-2019		1	1	1	0		



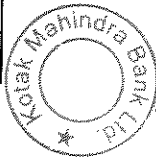
Text Block	
Textual Information(1)	Mr. Mark Newman is not Indian National. Hence, has no pan number



Audit Committee Details							
Sr	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	00079129	Uday Khanna	Non-Executive - Independent Director	Chairperson	16-09-2016		
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		



Nomination and remuneration committee						
Whether the Nomination and remuneration committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	
					Date of Appointment	Date of Cessation
1	06954123	Farida Khambata	Non-Executive - Independent Director	Chairperson	15-03-2019	
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						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	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	



Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	
					Date of Appointment	Date of Cessation
1	00196106	Prakash Apte	Non-Executive - Independent Director	Chairperson	15-03-2019	
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

Corporate Social Responsibility Committee								
Whether the Corporate Social Responsibility Committee has a Regular Chairperson								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes		Date of Cessation	Remarks
					Date of Appointment			
1	00012214	C Jayaram	Non-Executive - Non Independent Director	Chairperson	14-03-2014			
2	06519869	S Mahendra Dev	Non-Executive - Independent Director	Member	14-03-2014			
3	00004771	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



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Sr	Disclosure of notes on meeting of board of directors explanatory			Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter			
1	24-10-2018				
2	06-12-2018		42		
3		21-01-2019	45		
4		14-03-2019	51		
5		15-03-2019	0		



Annexure 1

IV. Meeting of Committees

Sr	Disclosure of notes on meeting of committees explanatory							Name of other committee	Reason for not providing date
	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)			
1	Audit Committee	21-01-2019	Yes		04-10-2018	108			
2	Audit Committee	19-03-2019	Yes		24-10-2018	145			
3	Audit Committee		Yes		15-11-2018			There were two Audit Committee meeting were held in the relevant quarter.	
4	Nomination and remuneration committee	18-02-2019	Yes					There were two Nomination and Remuneration Committee meeting were held in the relevant quarter.	
5	Nomination and remuneration committee	07-03-2019	Yes					There were two Nomination and Remuneration Committee meeting were held in the relevant quarter.	
6	Risk Management Committee	19-01-2019	Yes					There were two Risk Management Committee meetings were held in the relevant quarter.	



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	Reason for not providing date	
7	Risk Management Committee	26-03-2019	Yes					There were two Risk Management Committee meetings were held in the relevant quarter.	
8	Stakeholders Relationship Committee	25-03-2019	Yes		12-12-2018	102			
9	Corporate Social Responsibility Committee	04-02-2019	Yes		17-12-2018	48			
10	Corporate Social Responsibility Committee	19-03-2019	Yes					There were two Corporate Social Responsibility Committee meetings were held in the relevant quarter.	



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



Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.kotak.com
2	Terms and conditions of appointment of independent directors	Yes		www.kotak.com
3	Composition of various committees of board of directors	Yes		www.kotak.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.kotak.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kotak.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.kotak.com
8	Policy for determining 'material' subsidiaries	Yes		www.kotak.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.kotak.com



Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kotak.com
11	email address for grievance redressal and other relevant details	Yes		www.kotak.com
12	Financial results	Yes		www.kotak.com
13	Shareholding pattern	Yes		www.kotak.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



Annexure II	
1	Name of signatory Bina Chandarana
2	Designation Company Secretary and Compliance Officer



Annexure II

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	



Annexure II	
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	12-04-2019



