



Kotak Mahindra Bank

13<sup>th</sup> July 2019

The Manager Corporate Relationship, BSE Limited, 1 <sup>st</sup> 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 <sup>th</sup> Floor, Plot No.C/i, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051.
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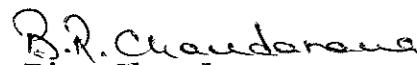
Dear Sir,

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 30<sup>th</sup> June 2019.

Kindly acknowledge receipt.

Yours faithfully,  
Kotak Mahindra Bank Limited

  
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 : 30<sup>th</sup> June 2019

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/Non-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 <sup>st</sup> December 2020	2	3	-	
Mr.	Uday Kotak	PAN NO.: AABPK8999F DIN No. 00007467	Managing Director & CEO	01.01.2018	N.A.	5	1	-	
Mr.	Dipak Gupta	PAN NO.: AAAPG6087F DIN No. 00004771	Executive (Joint Managing Director)	01.01.2018	N.A.	2	1	-	
Mr.	C Jayaram	PAN NO.: ACLPJ5511E DIN No. 00012214	Non-Executive Director	01.05.2016	N.A.	3	3	-	



Prof.	S. Mahendra Dev	PAN NO.: AAKPS6713L DIN No. 06519869	Non-Executive / Independent	15.03.2016	Up to 14 <sup>th</sup> March 2021	2	2	1
Ms.	Farida Khambata	PAN NO.: ALJPK1909N DIN No. 06954123	Non-Executive / Independent	07.09.2014	up to 6 <sup>th</sup> September 2019	1	-	-
Mr.	Uday Khanna	PAN NO.: AFEPK7061E DIN No. 00079129	Non-Executive / Independent	16.09.2016	up to 15 <sup>th</sup> September 2021	6	3	5
Mr.	Uday Shankar	PAN NO.: AAXPS7273C DIN No. 01755963	Non-Executive / Independent	16.03.2019	up to 15.03.2024	-	-	-

§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

ii. **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	Dipak Gupta	ED	Member	29-Jun-2001	
2	Prof. S. Mahendra Dev	ID	Chairperson	15-Mar-2013	
3	Uday Kotak	ED	Member	30-Jan-2003	
4	C Jayaram	NED	Member	30-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

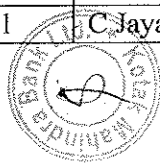
c. **Risk Management Committee**

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

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	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
21-Jan-2019	30-Apr-2019
14-Mar-2019	31-May-2019
15-Mar-2019	

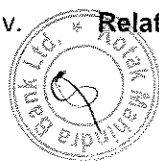
Company Remarks	
Maximum gap between any two consecutive (in number of days)	45

iv. 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	21-Jan-2019	30-Apr-2019		Yes
Audit Committee	19-Mar-2019	20-May-2019		Yes
Nomination & Remuneration Committee	18-Feb-2019	30-Apr-2019		Yes
Risk Management Committee	19-Jan-2019	21-May-2019		Yes
Stakeholders Relationship Committee	25-Mar-2019			Yes
Nomination & Remuneration Committee	07-Mar-2019	20-May-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]	41

v. Related Party Transactions

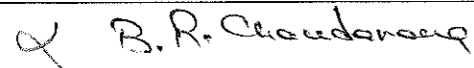


Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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

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:

  
 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	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	30-06-2019
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															
Whether the listed entity has a Regular Chairperson												Notes for not providing PAN			
Whether Chairperson is related to MD or CEO															
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 Independent 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)	
										Yes	No				
Prakash Apte	AABPA3173H	00196106	Non-Executive - Independent Director	Chairperson		06-05-1954	18-03-2011	20-07-2018		12	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	0	1	1	
Dipak Gupta	AAAPG6087F	00004771	Executive Director	Not Applicable		13-02-1961	01-10-1999	01-01-2018		1	0	0	3	0	
C Jayaram	ACLPJ5511E	00012214	Non-Executive - Non Independent Director	Not Applicable		18-04-1956	01-10-1999	01-05-2016		2	1	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		75	1	1	2	1	
6	Ms	Farida Khambata	ALJPK1909N	06954123	Non-Executive - Independent Director	Not Applicable		11-12-1949	07-09-2014	07-09-2014		57	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		33	5	5	3	4	
8	Mr	Uday Shankar	AAKPS7273C	01755963	Non-Executive - Independent Director	Not Applicable		16-09-1961	16-03-2019	16-03-2019		4	1	1	1	0	



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						
						Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
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						
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	
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			No		
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**

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Whether the Corporate Social Responsibility Committee has a Regular Chairperson		Date of Cessation	Remarks
					Yes	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

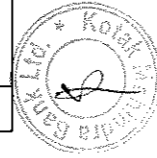


Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	21-01-2019				Yes		
2	14-03-2019		51		Yes		
3	15-03-2019		0		Yes		
4		30-04-2019	45		Yes	7	5
5		31-05-2019	30		Yes	7	4





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)	Disclosure of notes on meeting of committees explanatory					Number of Directors present*	No. of Independent Directors attending the meeting*
			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)			
1	Audit Committee	21-01-2019					Yes		
2	Audit Committee	19-03-2019	56				Yes		
3	Audit Committee	30-04-2019	41				Yes	3	3
4	Audit Committee	20-05-2019	19				Yes	3	3
5	Nomination and remuneration committee	18-02-2019					Yes		
6	Nomination and remuneration committee	07-03-2019	16				Yes		



Annexure I									
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	30-04-2019	53			Yes	2	2	
8	Nomination and remuneration committee	20-05-2019	19			Yes	3	2	
9	Risk Management Committee	19-01-2019				Yes			
10	Risk Management Committee	26-03-2019	65			Yes			
11	Risk Management Committee	21-05-2019	55			Yes	4	1	
12	Stakeholders Relationship Committee	25-03-2019				Yes			
13	Corporate Social Responsibility Committee	04-02-2019				Yes			
14	Corporate Social Responsibility Committee	19-03-2019	42			Yes			



15	Corporate Social Responsibility Committee	28-05-2019	69	Yes	3	1
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


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	13-07-2019

