



12th June 2020

The Manager Corporate Relationship BSE Limited 1 st Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 BSE Scrip Code: 500247	The Manager National Stock Exchange of India Limited Exchange Plaza, 5 th floor Plot No. C/1, G Block Bandra Kurla Complex, Bandra (East) Mumbai 400 051 NSE Scrip Symbol: KOTAKBANK
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Dear Sir,

Sub : Annual Secretarial Compliance Report for the financial year ended 31st March 2020.

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Bank for the financial year ended 31st March 2020, issued by Parikh & Associates, Company Secretaries.

Request you to take the above information on record.

Yours faithfully,
Kotak Mahindra Bank Limited

Bina Chandarana
Joint President and Company Secretary

Encl : as above

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office

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Secretarial Compliance Report of **KOTAK MAHINDRA BANK LIMITED** for the year ended
March 31, 2020

To,
KOTAK MAHINDRA BANK LIMITED
27BKC, C 27, G Block Bandra Kurla Complex,
Bandra (E), Mumbai 400051

We Parikh & Associates have examined:

- a) all the documents and records made available to us and explanation provided by Kotak Mahindra Bank Limited (“the listed entity”),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) Website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2020 (“Review Period”) in respect of compliance with the provisions of :

- a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations , circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;(Not Applicable to the Company during the review period)
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992
- j) The Securities and Exchange Board of India (Portfolio Managers) Regulations, 1993;
- k) SEBI (Custodian Of Securities) Regulations, 1996;
- l) SEBI (Bankers to an Issue) Regulations, 1994;
- m) Securities and Exchange Board of India (Intermediaries) Regulations, 2008;
- n) Securities and Exchange Board of India (Certification of Associated Persons in the Securities Market) Regulations, 2007;
- o) Securities and Exchange Board of India (KYC {Know Your Client} Registration Agency) Regulations, 2011;
- p) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- q) The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014
- r) Securities and Exchange Board of India (Prohibition of Fraudulent and unfair Trade Practices relating to Securities Market) Regulations, 2003;
- s) Securities and Exchange Board of India-guidelines for Anti Money Laundering Measures.

and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Nil			

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

