

April 24, 2020

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 Limited 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,

Sub: Intimation of process initiated by the Bank for obtaining members' approval for further capital raising by Postal Ballot (only through the e-voting process)

This is with reference to the letter dated April 22, 2020 through which we had intimated you about the decision of the Board of Directors of the Bank to approve raising of equity capital by the Bank for up to 6,50,00,000 equity shares of Rs. 5 (five) each, through a private placement, follow-on public offering ("FPO"), Qualified Institutions Placement ("QIP") or a combination thereof, as may be considered appropriate, subject to members' approval and governmental/regulatory/ statutory approvals and requirements, as applicable.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), enclosed please find attached a copy of the Postal Ballot Notice dated April 22, 2020 (the "**Postal Ballot Notice**") along with the Explanatory Statement.

Further, in accordance with the Companies (Management and Administration) Rules, 2014, as applicable, enclosed please find a copy of the advertisement in respect of the Postal Ballot Notice published by the Bank on April 24, 2020, in:

1. Economic Times, English daily
2. Business Standard, English daily
3. Loksatta, Regional daily and
4. Gujarat Samachar, Regional daily.

This is to further inform that the Bank has initiated the process of postal ballot by way of remote e-voting, for seeking approval of members' for the following matter in terms of the Postal Ballot Notice dated April 22, 2020:

Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	Issuance of equity shares of the Bank

In terms of the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" issued by the Ministry of Corporate Affairs, Government of India (the "**MCA Circulars**"), in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, companies are advised to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

Kotak Mahindra Bank Ltd.
CIN: L65110MH1985PLC038137

Registered Office:
27 BKC, C 27, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400051,
Maharashtra, India.

T +91 22 61660001
www.kotak.com

On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send the postal ballot notice in electronic form only. The hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars.

The remote e-voting period will commence on Saturday, April 25, 2020 (9:00 a.m. onwards) and ends on Sunday, May 24, 2020 (5:00 p.m.). The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received. During this period, Members of the Bank holding shares either in physical form or in dematerialized form, as on April 17, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by KFinTech for voting thereafter. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before Monday, May 25, 2020.

Eligible Members who have not submitted their e-mail IDs to KFinTech, are required to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5:00 p.m. on Thursday, May 21, 2020 pursuant to which, any Member may receive on the e-mail ID provided by the Member the Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting:

The Bank: <https://www.kotak.com/en/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name
- (c) Member to enter DPID-Client ID / Folio Number and PAN details
- (d) Upload the self-attested PAN copy
- (e) Shareholder to enter e-mail ID and mobile number
- (f) System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- (g) Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- (h) The system will then confirm the e-mail ID for the limited purpose of service of the Postal Ballot Notice
- (i) The system will then send the Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

For Members who have Physical folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name
- (c) Member to enter physical Folio Number (only numeric) and PAN details
- (d) In the event the PAN details are not available on record, Member to enter one of the certificate numbers
- (e) Member to enter e-mail ID and mobile number
- (f) System will check the authenticity of the Folio Number and PAN details or the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
- (g) Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- (h) If PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card.
- (i) The system will then confirm the e-mail ID for the limited purpose of service of the Postal Ballot Notice.

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Kotak Mahindra Bank

- (j) The system will then send the Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

After successful submission of the e-mail ID, the Bank or KFinTech will share a copy of the Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to inward.ris@kfintech.com.

Members are requested to submit their e-mail IDs with the Bank's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following the procedure provided in the Postal Ballot Notice, in respect of both physical and electronic holdings.

Kindly take the same on record.

Kotak Mahindra Bank Limited

Bina Chandarana

Joint President & Company Secretary

Kotak Mahindra Bank Ltd.
CIN: L65110MH1985PLC038137

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KOTAK MAHINDRA BANK LIMITED

CIN: L65110MH1985PLC038137

Registered Office: 27BKC, C 27, G Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Tel: +91 22 6166 0001, **Fax:** +91 22 6713 2403, **Website:** www.kotak.com

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) (the “Act”) read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) (the “Rules”) read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19” issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), to transact the special business as set out hereunder by passing Special Resolution through postal ballot (only through the remote e-voting process).

The proposed Special Resolution and Explanatory Statement setting out material facts as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of Kotak Mahindra Bank Ltd. (the “Bank”) through remote e-voting.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Bank has extended only the remote e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to this Postal Ballot Notice.

The Board of Directors of the Bank have appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16932), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, for conducting the meeting only through the electronic voting process, in a fair and transparent manner. Please note that there will be no physical meeting of the Members of the Bank as no meeting will be required to be called in terms of the MCA Circulars.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. on Sunday, May 24, 2020. The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received.

After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on the website of the Bank (www.kotak.com) and communicated to the stock exchanges on or before Monday, May 25, 2020. The said results along with the Scrutinizer’s Report will also be displayed on the website of the Bank (www.kotak.com) and communicated to the stock exchanges. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.

Item No. 1: Issuance of equity shares of the Bank

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED that pursuant to the relevant provisions of the Memorandum and Articles of Association of the Bank, the provisions of Sections 23, 42, 62 and 179 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, statutory modification(s) and/ or re-enactment thereof for the time being in force) (“Companies Act”) and the rules made, and circulars issued thereunder, the relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any amendment, modification, variation or re-enactment thereof including any circulars and notifications issued thereunder) (“ICDR Regulations”), the applicable listing agreements entered into by the Bank with the stock exchange(s) where the equity shares of the Bank of face value of Rs. 5/- each (“Equity Shares”) are listed, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/ or re-enactment thereof (“FEMA”), the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, including any amendments, statutory modification(s) and/ or re-enactment thereof, the Consolidated FDI Policy Circular of 2017, as amended, issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India and all other applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India (“GOI”), and the Banking Regulation Act, 1949 including any amendments, statutory modification(s) and/ or re-enactment thereof and other applicable laws, regulations, rules, notifications or circulars issued by the Ministry of Finance, the Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”), BSE Limited and National Stock Exchange of India Limited (“Stock Exchanges”), the Securities and Exchange Board of India (“SEBI”), and/ or any other governmental/ regulatory/ statutory authorities, in India or abroad, from time to time, to the extent applicable and subject to the consents and approvals of any governmental/ regulatory/ statutory authorities and guidelines and clarifications issued thereon from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions, which may be agreed to by the Board of Directors of the Bank (hereinafter referred to as the “Board” which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board to exercise its powers including powers conferred by this resolution), approval of the members of the Bank be, and is hereby, accorded to issue up to 6,50,00,000 (Six crores and fifty lakhs) Equity Shares, in one or more tranches through a private placement, follow-on public offering (“FPO”), Qualified Institutions Placement (“QIP”) or a combination thereof, to any eligible investors in Indian Rupees or its equivalent of any other foreign currencies (whether or not such investors are members of the Bank, to all or any of them, jointly or severally), for cash, at such price or prices, at market price(s) or at a discount or premium to market price(s) in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the merchant banker(s) and/ or other advisor(s) appointed by the Bank, through an offer/ placement document, preliminary or final, and/or other letter or circular as may be deemed appropriate, and on such terms and conditions, including the terms of the issuance, security, fixing of record date, and at a price not less than the price calculated as per the applicable pricing formulae as may be decided by the Board in its sole and absolute discretion and as may be permitted by the relevant governmental/ regulatory/ statutory authority, together with any amendments and modifications thereto (the “Issue”).”

“RESOLVED FURTHER that the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Bank and the Equity Shares as may be required to be issued and allotted in accordance with the terms of the Issue shall rank pari passu inter se and with the then existing Equity Shares of the Bank in all respects.”

“RESOLVED FURTHER that the relevant date for the purpose of pricing the Equity Shares shall be subject to applicable law. In the event of Equity Shares being issued by way of a QIP, the relevant date shall be the date of the meeting in which the Board decides to open the QIP or as permitted under applicable law.”

“RESOLVED FURTHER that in the event the Issue is undertaken by way of a QIP, the allotment of Equity Shares shall only be to qualified institutional buyers as defined in the ICDR Regulations (“QIBs”), such Equity Shares shall be fully paid-up and the allotment of such Equity Shares shall be completed within 365 days from the date of passing of this resolution approving the QIP or such other time period as may be permitted under the ICDR Regulations from time to time.”

“RESOLVED FURTHER THAT in the event the Issue is undertaken by way of a QIP, the Equity Shares shall be offered, issued and allotted under Chapter VI of ICDR Regulations to QIBs at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the ICDR Regulations and the price determined for a QIP shall be subject to appropriate adjustments as per the provisions of Regulation 176(4) of the ICDR Regulations, if required. Furthermore, the Board may, at its absolute discretion, issue Equity Shares at or above the floor price or at a discount, if any, not exceeding permissible limit specified under applicable ICDR Regulations, calculated in accordance with the pricing formula provided under the ICDR Regulations. Further, the Equity Shares shall not be eligible to be sold by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time under the ICDR Regulations.

“RESOLVED FURTHER that without prejudice to the generality of the above the Board be and is hereby authorised in its absolute discretion, in such manner as it may deem fit, to dispose of such of the Equity Shares that are not subscribed.

“RESOLVED FURTHER that the Board be and is hereby authorized to do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the offering, issue and allotment of Equity Shares, including authorizing any committees of the Board, director(s) or officer(s) of the Bank to sign offer documents, execute any necessary documents, agreements, forms, deeds, appoint intermediaries, open and close the period of subscription, determine the terms and conditions of the issuance of Equity Shares, including the timing, floor price (including any discount thereto, as may be permitted under applicable law) and the issue price in respect of the Equity Shares, file any necessary forms with regulatory authorities and to allot the Equity Shares and to amend, vary or modify any of the above as the committee or such authorised persons may consider necessary, desirable or expedient, and enter into and execute all such arrangements/agreements as the case may be with any merchant bankers, lead managers, legal advisors, depository, custodian, registrar, escrow agent and any other intermediaries and all such agencies as may be involved or concerned in the Issue and to remunerate all such agencies including payment of commissions, brokerage, fees or the like, and also to seek the listing of such Equity Shares.

“RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers herein conferred on it, to any committee of the Board, or any whole-time Director or any other officer(s) of the Bank to give effect to the aforesaid resolution.”

By Order of the Board of Directors

Bina Chandarana

Joint President & Company Secretary

Place: Mumbai

Date: April 22, 2020

Registered Office:

27BKC, C 27, G Block,
Bandra Kurla Complex,
Bandra (East),

Mumbai – 400 051

CIN: L65110MH1985PLC038137

Notes:

- The related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the item of special business is annexed hereto.
- This Postal Ballot Notice is sent to all the Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”, together with NSDL, the “Depositories”) and is available with the Bank as on Friday, April 17, 2020 (“Eligible Members”). A copy of this Postal Ballot Notice will also be available on the website of the Bank (www.kotak.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Bank are listed and the website of KFin Technologies Private Limited (“KFintech”) (<http://evoting.karvy.com>)
- This Postal Ballot Notice is being sent, by e-mail, only to those Eligible Members who have registered their e-mail ID with the Bank, the Depositories or with the depository participant or submitted their e-mail IDs to KFintech, on or before 5:00 p.m. on Thursday, May 21, 2020.
- On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
- Eligible Members who have not submitted their e-mail IDs to KFintech, are required to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5:00 p.m. on Thursday, May 21, 2020 pursuant to which, any Member may receive on the e-mail ID provided by the Member this Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting:

The Bank: <https://www.kotak.com/en/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name
- (c) Member to enter DPID-Client ID / Folio Number and PAN details
- (d) Upload the self-attested PAN copy
- (e) Shareholder to enter e-mail ID and mobile number

- (f) System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- (g) Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- (h) The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice
- (i) The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

For Members who have Physical folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name
- (c) Member to enter physical Folio Number (only numeric) and PAN details
- (d) In the event the PAN details are not available on record, Member to enter one of the certificate numbers
- (e) Member to enter e-mail ID and mobile number
- (f) System will check the authenticity of the Folio Number and PAN details or the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
- (g) Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- (h) If PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card.
- (i) The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice.
- (j) The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

After successful submission of the e-mail ID, the Bank or KFintech will share a copy of this Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to einward.ris@kfintech.com.

- Members are requested to submit their e-mail IDs with the Bank's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following the procedure provided in this Postal Ballot Notice, in respect of both physical and electronic holdings.
- Eligible Members can vote only through electronic mode of voting.

THIS POSTAL BALLOT NOTICE DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC IN ANY JURISDICTION. NOTHING IN THIS POSTAL BALLOT NOTICE CONSTITUTES AN OFFER OF SECURITIES FOR SALE OR SOLICITATION IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO

Explanatory Statement setting out material facts concerning item of special business:

In terms of Section 102 of the Act read with the Rules, the following statement sets out all the material facts relating to Item No. 1 of this Postal Ballot Notice dated April 22, 2020.

Item No. 1:

Members may note that this special resolution is to enable the Bank to create, issue, offer and allot Equity Shares, including by way of a private placement, a further public offering, a qualified institutions placement (“QIP”) in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”), or a combination thereof, in one or more tranches, at such price as may be deemed appropriate by the Board of Directors of the Bank (hereinafter referred to as the “Board” which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board to exercise its powers including powers conferred by this resolution) in its absolute discretion, including the discretion to determine the categories of investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and, wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed. The Board at its meeting held on April 22, 2020, subject to the approval of the Members, approved the issuance of Equity Shares by way of the Issue.

In the event such issuance of Equity Shares is undertaken by way of a QIP: (a) the allotment of Equity Shares shall be completed within a period of 365 days from passing this resolution or such other time as may be allowed under the ICDR Regulations from time to time; and (b) the pricing of the Equity Shares that may be issued to QIBs shall be freely determined subject to such price not being less than the floor price calculated in accordance with Chapter VI of the ICDR Regulations (“QIP Floor Price”), provided that the Bank may offer a discount not exceeding permissible limit specified under applicable ICDR Regulations. The maximum amount that the Bank intends to raise will be a product of Equity Shares not exceeding (in aggregate, when such amount is raised in one or more tranches) the number as specified in Item No. 1 of this Postal Ballot Notice and the issue price per Equity Share as determined by Board in accordance with applicable law.

The ‘Relevant Date’ for the purpose of pricing the Equity Shares shall, subject to applicable law, be determined by the Board as being the meeting in which the Board decides to open the issue of such Equity Shares, subsequent to the receipt of Members’ approval in terms of the Act, the ICDR Regulations and other applicable laws, regulations and guidelines.

As the Issue will result in an issuance of Equity Shares by the Bank to investors who may or may not be Members of the Bank, consent of the Members is being sought pursuant to Sections 42 and 62 and other applicable provisions, if any, of the Act, and any other law for the time being in force and as may be applicable.

The object of the proposed issuance is to augment the Bank’s capital base and to strengthen its balance sheet, which would assist the Bank in dealing with contingencies or financing business opportunities (which may either be organic or inorganic), or both, which may arise pursuant to the economic events driven by the outbreak of COVID-19 (which has been declared a pandemic by the World Health Organization), or otherwise.

Necessary disclosures have and will be made to the Stock Exchanges, as may be required under the listing agreements entered into with the Stock Exchanges, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Members are, therefore, requested to grant their approval for Item 1 of this Postal Ballot Notice.

The proposed Issue will result in the dilution of promoter shareholding along with the shareholding of other Members.

None of the Directors or the Key Managerial Personnel of the Bank or their respective relatives is concerned or interested in the said Resolution.

By Order of the Board of Directors

Bina Chandarana

Joint President & Company Secretary

Place: Mumbai

Date: April 22, 2020

Registered Office:

27BKC,
C 27, G Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051

CIN: L65110MH1985PLC038137

Instructions for remote e-voting

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the MCA Circulars, the stated item of business shall be transacted through electronic voting system and the Bank is providing facility for voting by electronic means (remote e-voting) to its Eligible Members.

The Bank has engaged the services of KFin Technologies Private Limited (“KFintech”) for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secure manner.

E-voting is mandatory for the Eligible Members and is the only means to cast a vote on the stated item of business. Eligible Members may in accordance with the provisions of Sections 112 and 113, appoint representatives for the purpose of voting through remote e-voting.

The instructions to the Eligible Members for exercising their vote along with process, and the manner for remote e-voting through remote e-voting are as under:

1. Eligible Members shall cast their vote electronically by logging on to the e-voting system (<http://evoting.karvy.com>)
2. Eligible Members (including those Members who have previously registered their e-mail IDs with the Bank, Depositories or depository participants and who have not previously registered with KFintech for the remote e-voting system by KFintech) will be required to submit their e-mail ID to KFintech in the manner prescribed in the Notes above to receive the login-ID and password for remote e-voting along with the process, manner and instruction (through an e-mail from KFintech).
3. The remote e-voting period shall commence on Saturday, April 25, 2020 (9:00 a.m. onwards) and ends on Sunday, May 24, 2020 (5:00 p.m.). During this period, Members of the Bank holding shares either in physical form or in dematerialized form, as on Friday, April 17, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by KFintech for voting thereafter.
4. Vote on a resolution, once cast, cannot be changed subsequently.
5. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Bank as on April 17, 2020, subject to applicable laws, including the Banking Regulation Act, 1949.

On the Eligible Members receiving an e-mail from KFintech:

- a) Launch internet browser by typing the URL: <http://evoting.karvy.com>
- b) Enter the login credentials [i.e., User ID and password mentioned in the e-mail].

Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with KFintech for remote e-voting, you can use your existing User ID and password for casting your vote.

- c) After entering the details appropriately, click on LOGIN.
- d) You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case

(A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- e) You will need to login again with the new credentials.
 - f) On successful login, the system will prompt you to select the EVENT 5266.
 - g) On the voting page, enter the number of shares as on April 17, 2020 under FOR/AGAINST or alternately you may enter partially any number in “FOR” and partially in “AGAINST” but the total number in FOR/AGAINST taken together should not exceed your total shareholding. You may also choose the option ABSTAIN.
 - h) You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - i) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - j) During the voting period, Members can login any number of times till they have voted on the Resolution.
 - k) Eligible Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
 - l) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at rupaldjhaveri@rediffmail.com with a copy marked to evoting@kfintech.com.
 - m) In case of any queries pertaining to e-voting, please visit Help & FAQ section of <http://evoting.karvy.com>
 - n) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
6. The Board of Directors has appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16932), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
7. After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before Monday, May 25, 2020. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.
8. The said results along with the Scrutinizer’s Report will also be displayed on the website of the Bank (www.kotak.com) and KFintech (<https://evoting.karvy.com>). Further, the same will be

communicated to the stock exchanges where the Equity Shares of the Bank are listed, for placing the same on their websites.

9. Registration of e-mail ID - The Act recognizes sending of documents to any Member through electronic mode. Accordingly, pursuant to proviso to Rule 18(3) of the Rules, we hereby provide you the opportunity to register your e-mail ID for future communications. In case you wish to register your new e-mail ID or if there is any change in your e-mail ID which has already been registered with the depository participant, the Depositories or the Bank, we request you to register your new/revised e-mail ID with your depository participant (for shares held in demat form), the Depositories (for shares held in demat form) or Bank (for shares held in physical form) immediately.

By Order of the Board of Directors

Bina Chandarana

Joint President & Company Secretary

Place: Mumbai

Date: April 22, 2020

Registered Office:

27BKC, C 27, G Block,
Bandra Kurla Complex,
Bandra (East),

Mumbai – 400 051

CIN: L65110MH1985PLC038137

Facebook, RIL plan to offer smart videoconferencing

SURAJEET DAS GUPTA
New Delhi, 23 April

Jio Platforms and Facebook have identified four areas of collaboration which, apart from e-commerce, will include smart videoconferencing solutions, mixed reality (an advanced form of augmented reality), and the media, say sources close to the discussions.

On Wednesday, Facebook announced a deal in which it took 9.9 per cent stake in Jio Platforms, a fully-owned subsidiary of Reliance Industries, for ₹43,574 crore. The Mukesh Ambani group has also taken a decision to go for an IPO in Jio Platforms, instead of Reliance Jio, as was planned earlier, which would offer an exit route to Facebook if they so require.

Sources close to the group point out WhatsApp is creating a chat interface with the service for JioMart, the e-commerce platform of Reliance Retail. Through this, consumers can order products and *kirana* (small retail) shops can fulfil them without either of them having to download a separate JioMart app.

In one go, it will connect JioMart to over 400 million WhatsApp customers in the country, helping JioMart to catch up with rivals Amazon and Flipkart.

The blueprint, which has been discussed with Facebook, entails connecting to 20 million small retailers and restaurants (of 30 million). These will include eight million food and grocery stores, one million pharma shops, fashion and lifestyle stores, service providers, digital stores, and restaurants.

With grocery one of the mainstays, the plan is to push small stores which have an average of 300-400 stock keeping units (SKUs) on offer to 1,500-2,000 SKUs. “They don’t have to increase their inventory, but they can order the additional SKUs from our warehouses through WhatsApp and



THE BIG DEAL

E-commerce: Will use WhatsApp to reach 400 mn customers through a chat interface of JioMart and offer delivery in a day

Kirana stores: Grocery stores to increase SKUs fivefold using WhatsApp, offering more range to customers

Collaboration: This will be in videoconferencing, mixed reality and media

Exit route: May list Jio Platforms, offer an exit route, if required, to Facebook

Data: Protect customer information as agreement says no sharing of data

they will be delivered in 24 hours. The ease of usage will make it easier for both sides” said a source privy to the plan.

The JioMart platform is being tested in Navi Mumbai with 1,000 stores. The plan is to launch it in the country in 24 months with the WhatsApp tie-up. The model is disruptive as it is different from Amazon and Flipkart who have created and developed their own last-mile delivery in-

frastructure. Sources say Reliance estimates that last mile delivery would cost them 2-3 per cent of its operating costs compared to 15-16 per cent of Amazon and Flipkart.

The second area of collaboration is in videoconferencing.

Facebook offers Portal, a videoconferencing device which is available in India and comes with an AI-powered smart camera which pans and zooms and stays with you even while you move around.

The technology can be incorporated in TVs and possibly on mobile phones, an area which the two will be discussing. Third, in the mixed reality space, Facebook recently bought Oculus, which makes Virtual Reality headsets, for \$2 billion. “Reliance has also developed mixed reality products which are lighter and it is an area where we are looking to collaborate,” said the source.

The fourth area of collaboration which is being considered is in the media space though the details are still being worked out. Both Facebook and Reliance had made an abortive attempt to buy the digital rights of the Indian Premier League. Experts say that while this failed, there are many other areas of content and technology where they can collaborate.

There are concerns in some quarters that the huge deal will face regulatory hurdles due to control over data that the two will get. Sources say its commercial agreement with WhatsApp has incorporated a clause under which there is no obligation by either of the two to share their data.

“The group has signed two separate agreements. One is on the investment which is of a minority stake. The second is a commercial agreement with WhatsApp. Reliance could have signed this agreement even if there was no investment from Facebook,” said the source. He also pointed out that the Reliance group is openly supportive of net neutrality and that nothing in the deal violates this principle.

Amazon goes big with *kirana* shops

PEERZADA ABRAR
Bengaluru, 23 April

Amazon is rolling out a programme that it will bring thousands of offline local shops, including *kiranas*, onto its platform to deliver essential items to customers.

Code-named ‘Local Shops on Amazon’, the programme — launched for six months as a pilot — is aimed at bringing benefits of online selling closer to offline sellers. The company is pledging ₹10 crore

to expand the pilot. So far, over 5,000 offline retailers and local shops from 100 cities are part of the programme.

“A lot of offline retailers are sceptical about how the world is going to operate after the Covid restrictions are lifted. This programme can help (offline stores) get good customer reach, while maintaining social distancing,” said Gopal Pillai, vice-president of seller services, Amazon India.

Amazon’s plan to take this programme pan-India comes at a time when Face-

book is investing \$5.7 billion for a 9.99 per cent stake in Reliance Jio platforms. The Mukesh Ambani-led e-commerce venture JioMart is also bringing *kiranas* and local shops on its platform and merging online and offline retail.

Amazon said this programme is a first for the company anywhere in the world. During the pilot, offline retailers and *kiranas* even from smaller towns and cities such as Saharanpur, Faridabad, and Kota joined the programme.

Unilever withdraws guidance

VIVEAT SUSAN PINTO
Mumbai, 23 April

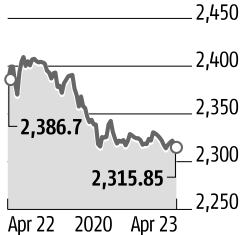
In sync with the global trend, consumer goods major Unilever on Thursday announced it was withdrawing its 2020 growth and margin guidance. According to a recent report citing the National Investor Relations Institute in the US, some 46 companies have withdrawn quarterly guidance and 151 annual guidance in a month.

For Unilever, this is the second time in five months that it is flagging growth concerns. In December, the company had cut its sales guidance for calendar years 2019 and 2020 in the backdrop of growth concerns in India. On Thursday, the company said the Indian market was slowing even before the lockdown had begun at the end of March.

Hindustan Unilever’s (HUL’s) stock closed down 3 per cent on the BSE at ₹2,315.85. Unilever’s share price remained largely volatile on the London and Amsterdam stock exchanges,

STOCK TAKES A 3% HIT

HUL share price (₹)



Source: Bloomberg

Q1 FINANCIAL SNAPSHOT

Market (%)	Sales growth	Volume growth	Price growth
Developed	2.80	3.90	-1.10
Emerging	-1.80	-2.20	0.40
Segment (%)	Sales growth	Volume growth	Price growth
Beauty & personal care	0.30	0.70	-0.50
Home care	2.40	2.60	-0.20
Food & refreshment	-1.70	-1.80	0.10

Source: Unilever

down nearly 2 per cent.

While research firm Nielsen has maintained its growth forecast of 6 per cent for the domestic FMCG market in January-March, companies say growth will be at half of that rate.

Unilever said underlying sales growth for the first three months of the year was flat, with overall volume growth at 0.2 per cent only. Sales growth of emerging markets, however, declined 1.8 per cent, Alan Jope,

chief executive officer, Unilever, said, even as developed markets saw sales growth of 2.8 per cent in the period. Close to 60 per cent of sales for Unilever comes from emerging markets, while developed markets contribute 40 per cent to its turnover.

“Growth in India was impacted by both the slowing market and the lockdown, which stopped production and shipping for a number of days,” the company said in a statement.

In a recent update, HUL said that factory output remained at 40 per cent in line with sales, though the wider supply chain continued to be impacted by the lockdown. HUL has also continued to keep its focus on essential categories.

“We are keeping our factories running through the many unpredictable challenges,” Jope said. “We are also opening up new capacity where it is most needed, such as in hand hygiene and food,” he added.

Jope, however, did point to shifts in demand that were visible in the last few weeks including ‘upswings’ in sales of hygiene and in-home food products, combined with household stocking and near cessation of out-of-home consumption that was affecting its ice-cream business in particular.

“We are adapting to new demand patterns and are preparing for lasting changes in consumer behaviour, in each country, as we move out of the crisis and into recovery,” he said.



KOTAK MAHINDRA BANK LIMITED

CIN - L65110MH1985PLC038137

Registered Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Tel.: 61660001, Website: www.kotak.com

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) (the “Act”) read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) (the “Rules”) read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid- 19” issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), to transact the special business as set out hereunder by passing Special Resolution through postal ballot (only through the remote e-voting process).

The proposed Special Resolution and Explanatory Statement setting out material facts as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of Kotak Mahindra Bank Ltd. (the “Bank”) through remote e-voting.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Bank has extended only the remote e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to this Postal Ballot Notice. The Board of Directors of the Bank have appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16932), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, for conducting the meeting only through the electronic voting process, in a fair and transparent manner. Please note that there will be no physical meeting of the Members of the Bank as no meeting will be required to be called in terms of the MCA Circulars.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5:00 p.m. on Sunday, May 24, 2020. The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received.

After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on the website of the Bank (www.kotak.com) and communicated to the stock exchanges on or before Monday, May 25, 2020. The said results along with the Scrutinizer’s Report will also be displayed on the website of the Bank (www.kotak.com) and communicated to the stock exchanges. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.

Item No. 1: Issuance of equity shares of the Bank

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED that pursuant to the relevant provisions of the Memorandum and Articles of Association of the Bank, the provisions of Sections 23, 42, 62 and 179 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, statutory modification(s) and/ or re-enactment thereof for the time being in force) (“Companies Act”) and the rules made, and circulars issued thereunder, the relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any amendment, modification, variation or re-enactment thereof including any circulars and notifications issued thereunder) (“ICDR Regulations”), the applicable listing agreements entered into by the Bank with the stock exchange(s) where the equity shares of the Bank of face value of Rs. 5/- each (“Equity Shares”) are listed, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/ or re-enactment thereof (“FEMA”), the Foreign Exchange Management (Non-mandatory Instruments) Rules, 2019, including any amendments, statutory modification(s) and/ or re-enactment thereof, the Consolidated FDI Policy Circular of 2017, as amended, issued by the Department of Primary and Internal Trade, Ministry of Commerce and Industry, Government of India and all other applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India (“GOI”), and the Banking Regulation Act, 1949 including any amendments, statutory modification(s) and/ or re-enactment thereof and other applicable laws, regulations, rules, notifications or circulars issued by the Ministry of Finance, the Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”), BSE Limited and National Stock Exchange of India Limited (“Stock Exchanges”), the Securities and Exchange Board of India (“SEBI”), and/ or any other governmental/ regulatory/ statutory authorities, in India or abroad, from time to time, to the extent applicable and subject to the consents and approvals of any governmental/ regulatory/ statutory authorities and guidelines and clarifications issued thereon from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions, which may be agreed to by the Board of Directors of the Bank (hereinafter referred to as the “Board” which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board to exercise its powers including powers conferred by this resolution), approval of the members of the Bank be, and is hereby, accorded to issue up to 6,50,00,000 (Six crores and fifty lakhs) Equity Shares, in one or more tranches through a private placement, follow-on public offering (“FPO”), Qualified Institutions Placement (“QIP”), or a combination thereof, to any eligible investors in Indian Rupees or its equivalent of any other foreign currencies (whether or not such investors are members of the Bank, to all or any of them, jointly or severally), for cash, at such price or prices, at market price(s) or at a discount or premium to market price(s) in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the merchant banker(s) and/ or other advisor(s) appointed by the Bank, through an offer/ placement document, preliminary or final, and/ or other letter or circular as may be deemed appropriate, and on such terms and conditions, including the terms of the issuance, security, fixing of record date, and at a price not less than the price calculated as per the applicable pricing formulae as may be decided by the Board in its sole and absolute discretion and as may be permitted by the relevant governmental/ regulatory/ statutory authority, together with any amendments and modifications thereto (the “Issue”).

“RESOLVED FURTHER that the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Bank and the Equity Shares as may be required to be issued and allotted in accordance with the terms of the Issue shall rank pari passu inter se and with the then existing Equity Shares of the Bank in all respects.”

“RESOLVED FURTHER that the relevant date for the purpose of pricing the Equity Shares shall be subject to applicable law. In the event of Equity Shares being issued by way of a QIP, the relevant date shall be the date of the meeting in which the Board decides to open the QIP or as permitted under applicable law.”

“RESOLVED FURTHER that in the event the Issue is undertaken by way of a QIP, the allotment of Equity Shares shall only be to qualified institutional buyers as defined in the ICDR Regulations (“QIBs”), such Equity Shares shall be fully paid-up and the allotment of such Equity Shares shall be completed within 365 days from the date of passing of this resolution approving the QIP or such other time period as may be permitted under the ICDR Regulations from time to time.”

“RESOLVED FURTHER THAT in the event the Issue is undertaken by way of a QIP, the Equity Shares shall be offered, issued and allotted under Chapter VI of the ICDR Regulations to QIBs at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the ICDR Regulations and the price determined for a QIP shall be subject to appropriate adjustments as per the provisions of Regulation 17(4) of the ICDR Regulations, if required. Furthermore, the Board, at its absolute discretion, issue Equity Shares at or above the floor price or at a discount, if any, not exceeding permissible limit specified under applicable ICDR Regulations, calculated in accordance with the pricing formula provided under the ICDR Regulations. Further, the Equity Shares shall not be eligible to be to the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time under the ICDR Regulations.

“RESOLVED FURTHER that without prejudice to the generality of the above the Board be and is hereby authorised in its absolute discretion, in such manner as it may deem fit, to dispose of such of the Equity Shares that are not subscribed.

“RESOLVED FURTHER that the Board be and is hereby authorized to do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the offering, issue and allotment of Equity Shares, including authorizing any committees of the Board, director(s) or officer(s) of the Bank to sign offer documents, execute any necessary documents, agreements, forms, deeds, appoint intermediaries, open and close the period of subscription, determine the terms and conditions of the issuance of Equity Shares, including the timing, floor price (including any discount thereto, as may be permitted under applicable law) and the issue price in respect of the Equity Shares, file any necessary forms with regulatory authorities and to allot the Equity Shares and to amend, vary or modify any of the above as the committee or such authorised persons may consider necessary, desirable or expedient, and enter into and execute all such arrangements/agreements as the case may be with any merchant bankers, lead managers, legal advisors, depository, custodian, registrar, escrow agent and any other intermediaries and all such agencies as may be involved or concerned in the Issue and to remunerate all such agencies including payment of commissions, brokerage, fees or the like, and also to seek the listing of such Equity Shares.

“RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers herein conferred on it, to any committee of the Board, or any whole-time Director or any other officer(s) of the Bank to give effect to the aforesaid resolution.”

Place: Mumbai

Date: April 22, 2020

Notes:

- The related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the Item of special business is annexed hereto.
- This Postal Ballot Notice is sent to all the Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) together with NSDL, the “Depositories”) and is available with the Bank as on Friday, April 17, 2020 (“Eligible Members”). A copy of this Postal Ballot Notice will also be available on the website of the Bank (www.kotak.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Bank are listed and the website of KFin Technologies Private Limited (“KFinTech”) (<http://evoting.karvy.com>).
- This Postal Ballot Notice is being sent, by e-mail, only to those Eligible Members who have registered their e-mail ID with the Bank, the Depositories or with the depository participant or submitted their e-mail IDs to KFinTech, on or before 5:00 p.m. on Thursday, May 21, 2020.
- On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
- Eligible Members who have not submitted their e-mail IDs to KFinTech, are required to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5:00 p.m. on Thursday, May 21, 2020 pursuant to which, any Member may receive on the e-mail ID provided by the Member this Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting.

The Bank: <https://www.kotak.com/en/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic folios:

- Visit the link <https://karisma.kfintech.com/emailreg>
- Select the company name
- Member to enter DPID-Client ID / Folio Number and PAN details
- Upload the self-attested PAN copy
- Shareholder to enter e-mail ID and mobile number
- System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice
- The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

For Members who have Physical folios:

- Visit the link <https://karisma.kfintech.com/emailreg>
- Select the company name
- Member to enter physical Folio Number (only numeric) and PAN details
- In the event the PAN details are not available on record, Member to enter one of the certificate numbers
- Member to enter e-mail ID and mobile number
- System will check the authenticity of the Folio Number and PAN details on the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- If PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card.
- The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice.
- The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

After successful submission of the e-mail ID, the Bank or KFinTech will share a copy of this Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to einward.ris@kfintech.com.

- Members are requested to submit their e-mail IDs with the Bank’s Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following the procedure provided in this Postal Ballot Notice, in respect of both physical and electronic holdings.
- Eligible Members can vote only through electronic mode of voting.

THIS POSTAL BALLOT NOTICE DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC IN ANY JURISDICTION. NOTHING IN THIS POSTAL BALLOT NOTICE CONSTITUTES AN OFFER OF SECURITIES FOR SALE OR SOLICITATION IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO

Explanatory Statement setting out material facts concerning item of special business:

In terms of Section 102 of the Act read with the Rules, the following statement sets out all the material facts relating to Item No. 1 of this Postal Ballot Notice dated April 22, 2020.

Item No. 1:

Members may note that this special resolution is to enable the Bank to create, issue, offer and allot Equity Shares, including by way of a private placement, a further public offering, a qualified institutions placement (“QIP”) in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”), or a combination thereof, in one or more tranches, at such price as may be deemed appropriate by the Board of Directors of the Bank (hereinafter referred to as the “Board” which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board to exercise its powers including powers conferred by this resolution) in its absolute discretion, including the discretion to determine the categories of investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and, wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed. The Board at its meeting held on April 22, 2020, subject to the approval of the Members, approved the issuance of Equity Shares by way of the Issue.

In the event such issuance of Equity Shares is undertaken by way of a QIP: (a) the allotment of Equity Shares shall be completed within a period of 365 days from passing this resolution or such other time as may be allowed under the ICDR Regulations from time to time; and (b) the pricing of the Equity Shares that may be issued to QIBs shall be freely determined subject to such price not being less than the floor price calculated in accordance with Chapter VI of the ICDR Regulations (“QIP Floor Price”), provided that the Bank may offer a discount not exceeding permissible limit specified under applicable ICDR Regulations. The maximum amount that the Bank intends to raise will be a product of Equity Shares not exceeding (in aggregate, when such amount is raised in one or more tranches) the number as specified in Item No. 1 of this Postal Ballot Notice and the issue price per Equity Share as determined by Board in accordance with applicable law.

The Relevant Date for the purpose of pricing the Equity Shares shall, subject to applicable law, be determined by the Board as being the meeting in which the Board decides to open the issue of such Equity Shares, subsequent to the receipt of Members’ approval in terms of the Act, the ICDR Regulations and other applicable laws, regulations and guidelines.

As the issue will result in an issuance of Equity Shares by the Bank to investors who may or may not be Members of the Bank, consent of the Members is being sought pursuant to Sections 42 and 62 and other applicable provisions, if any, of the Act, and any other law for the time being in force and as may be applicable.

The object of the proposed issuance is to augment the Bank’s capital base and to strengthen its balance sheet, which would assist the Bank in dealing with contingencies, financing business opportunities (which may either be organic or inorganic) and which may arise pursuant to the economic events driven by the outbreak of COVID-19 (which has been declared a pandemic by the World Health Organization), or otherwise.

Necessary disclosures have and will be made to the Stock Exchanges, as may be required under the listing agreements entered into with the Stock Exchanges, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Members are, therefore, requested to grant their approval for Item 1 of this Postal Ballot Notice.

The proposed issue will result in the dilution of promoter shareholding along with the shareholding of other Members.

None of the Directors or the Key Managerial Personnel of the Bank or their respective relatives is concerned or interested in the said Resolution.

By Order of the Board of Directors

Bina Chandarana
Joint President & Company Secretary

Place: Mumbai
Date: April 22, 2020

Instructions for remote e-voting

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the MCA Circulars, the stated item of business shall be transacted through electronic voting system and the Bank is providing facility for voting by electronic means (remote e-voting) to its Eligible Members.

The Bank has engaged the services of KFin Technologies Private Limited (“KFinTech”) for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secure manner.

E-voting is mandatory for the Eligible Members and is the only means to cast a vote on the stated item of business. Eligible Members may in accordance with the provisions of Sections 112 and 113, appoint representatives for the purpose of voting through remote e-voting.

The instructions to the Eligible Members for exercising their vote along with process, and the manner for remote e-voting through remote e-voting are as under:

- Eligible Members shall cast their vote electronically by logging on to the e-voting system (<http://evoting.karvy.com>)
- Eligible Members (including those Members who have previously registered their e-mail IDs with the Bank, Depositories or depository participants and who have not previously registered with KFinTech for the remote e-voting system by KFinTech) will be required to submit their e-mail ID to KFinTech in the manner prescribed in the Notes above to receive the login-ID and password for remote e-voting along with the process, manner and instruction (through an e-mail from KFinTech).
- The remote e-voting period shall commence on Saturday, April 25, 2020 (9:00 a.m. onwards) and ends on Sunday, May 24, 2020 (5:00 p.m.). During this period, Members of the Bank holding shares either in physical form or in dematerialized form, as on Friday, April 17, 2020, may cast their vote electronically. The remote e-voting mode shall be disabled by KFinTech for voting thereafter.
- Vote on a resolution, once cast, cannot be changed subsequently.
- The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Bank as on April 17, 2020, subject to applicable laws, including the Banking Regulation Act, 1949.

On the Eligible Members receiving an e-mail from KFinTech:

- Launch internet browser by typing the URL: <http://evoting.karvy.com>
- Enter the login credentials [i.e., User ID and password mentioned in the e-mail]. Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with KFinTech for remote e-voting, you can use your existing User ID and password for casting your vote.
- After entering the details appropriately, click on LOGIN.
- You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- You will need to login again with the new credentials.
- On successful login, the system will prompt you to select the EVENT 5266.
- On the voting page, enter the number of shares as on April 17, 2020 under FOR/ AGAINST or alternately you may enter partially any number in “FOR” and partially in “AGAINST” but the total number in FOR/AGAINST taken together should not exceed your total shareholding. You may also choose the option ABSTAIN.
- You may then cast your vote by selecting an appropriate option and click on “Submit”.
- A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote.
- During the voting period, Members can login any number of times till they have voted on the Resolution.
- Eligible Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at rupaljdj@rediffmail.com with a copy marked to evoting@kfintech.com.
- In case of any queries pertaining to e-voting, please visit Help & FAQ section of <http://evoting.karvy.com>
- You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).

6. The Board of Directors has appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16932), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

By Order of the Board of Directors

SFBs may get more time for listing

Five small finance banks, including Equitas, are due for listing by 2021

HAMSINI KARTHIK
Mumbai, 23 April

A mid weak economic outlook and grim equity market conditions, small finance banks (SFBs) that are mandated to get listed in the next 12-18 months may get some leeway from the Reserve Bank of India (RBI).
“The relaxation could be on a case-to-case basis given the unprecedented business disruption due to the lockdown after the coronavirus epidemic,” said a senior official aware of the development. However, the dispensation may be availed of only by SFBs due for listing in the next five quarters.
“This dispensation may only be a one-time leeway as listing requirements according to licensing norms are unlikely to be modified,” said a source. The banking regulator mandates that SFBs must get listed within three years of their net worth reaching ₹500 crore.
A few days back, the market regulator, the Securities and Exchange Board of India (Sebi), extended the validity of regulatory approval for launching initial pub-



SFBs’ LISTING TIMELINES	
Listed so far	Date of listing
AU	July 2017
Ujjivan	Dec 2019
Due for listing	Operations commenced in
Equitas	Sep 2016
Suryoday	Jan 2017
ESAF	Mar 2017
Fincare	July 2017
Utkarsh	Jan 2021

lic offerings (IPOs) by six months in light of the coronavirus outbreak.
Four SFBs — Utkarsh, Fincare, Suryoday and ESAF — are due for listing over the next 15 months. Equitas SFB, which missed its earlier listing deadline of September 2019, sought

additional time till March 2020. It filed the draft red herring prospectus (DRHP) in December 2019.
Given the present situation, industry sources say it would be very challenging for SFBs to hit the market in the near future. “Our business had

almost come to a standstill for a month and we have just started focusing on restoring normal operations,” said the chief executive officer of an SFB who did not want to be named.
“We need to get our business back in shape before we can think of an IPO,” said another top executive of an SFB who feels that valuations may take a huge knock if banks were to consider an IPO in the current market condition.
According to the licensing norms issued in 2016, it is mandatory for SFBs to be listed within three years after their net worth touches ₹500 crore. SFBs with a net worth below that can also get listed voluntarily. Apart from Equitas SFB, ESAF too filed its DRHP in January 2020. The bank has time till July 2021 to hit the market as its net worth touched the ₹500 crore-mark only in July 2018.
Suryoday SFB is due to hit the bourses by March 2021. Utkarsh SFB has time till June 2021 to go public, and the case is similar for Fincare. So far, Ujjivan is the only SFB to hit the bourses in December 2019. AU SFB had got listed in 2017, much ahead of the deadline.

TLTRO 2.0: MFIs look to pool securities

NAMRATA ACHARYA
Kolkata, 23 April

Small- and medium-sized microfinance institutions (MFIs) are planning to pool securities, with enhancement facility from external institutions, to avail credit from financial institutions under the targeted long-term repo operations (TLTRO 2.0).
Last week, the Reserve Bank of India (RBI) announced a TLTRO of ₹50,000 crore to provide liquidity support to the shadow banking sector and MFIs. According to the RBI, the funds availed under TLTRO shall be deployed in investment-grade instruments.
However, a majority of small MFIs don’t have investment-grade rating. “We are thinking of pooling bonds of small and mid-sized MFIs, with some sort of credit enhancement facility, for accessing credit,” said Manoj Nambiar, chairperson, Microfinance Institutions Network (MFIN).
Credit enhancement would entail guarantees from bigger institutions in case of defaults up to a certain percentage.
To incentivise financial institutions to lend under the facility, RBI on Tuesday also provided priority sector relief to banks investing in papers issued by small and medium-sized NBFCs and MFIs under TLTRO 2.0. These investments would now not be part of a bank’s adjusted non-food bank credit, while calculating the priority sector commitment.
Additionally, RBI extended the deadline for banks to invest the funds by 15 working days from the auction. However, if



GETTING THEIR ACT TOGETHER	
NBFC-MFI snapshot (as of Dec 31, 2019)	Number of NBFC-MFIs in MFIN based on size (as of March 31, 2019)
₹67,320 crore GROSS LOAN PORTFOLIO	14 (GLP <₹100 Cr) SMALL
31 million CLIENTS	16 (GLP between ₹100 Cr and ₹500 Cr) MEDIUM
₹10,960 crore DEBT FUNDING DURING Q3FY20	23 (GLP >₹500 Cr) LARGE

GLP stands for gross loan portfolio Source: MFIN

banks fail to invest the funds within 45 days, they will be liable to pay a penal interest rate of 200 basis points a day, over and above the repo rate.
The RBI had mandated that at least 50 per cent of the funds banks availed under TLTRO 2.0 should go to small and mid-sized NBFCs and MFIs. Of the 50 per cent, 10 per cent has to be deployed in securities or instruments issued by MFIs, 15 per cent in securities/instruments of NBFCs with asset size of ₹500 crore or less, and remaining in NBFCs with asset size between ₹500 crore and ₹5,000 crore, the RBI said in its circular.
Thus, for MFIs, the earmarked amount is ₹2,500 crore, which is expected to flow to relatively bigger or mid-sized MFIs with asset under management up to ₹500 crore. Smaller MFIs, with AUM less than ₹100


crore are likely to be left out.
“Pooling is the only hope for us. SIDBI (Small Industries Development Bank of India) has also stipulated that liquidity support will be only for ‘BBB-’ rated securities. More than 70 per cent of small MFIs will not be covered under this. We are trying to approach SIDBI to ask if they can consider MFI grading, instead of rating, to extend this credit facility to small MFIs,” said Gyan Mohan, director and chief executive officer of Adi Chitragupta Finance, an MFI based out of Patna, with a loan outstanding of ₹80 crore.
Grading is an ordinal measure of scalability, sustainability and reliability of the MFI’s internal processes, controls and governance structure. However, it does not comment on the debt repayment capacity and is not a credit rating.

Sidbi provides liquidity support to NBFCs, MFIs

SUBRATA PANDA & ABHIJIT LELE
Mumbai, 23 April

Small Industries Development Bank of India (Sidbi) has designed schemes to provide liquidity support to the micro, small and medium enterprises (MSME) sector by extending term loans to non-banking financial companies, microfinance lenders, and banks.
The move follows the Reserve Bank of India’s (RBI’s) provision of a special refinancing facility of ₹50,000 crore to financial institutions, such as National Bank for Agriculture and Rural Development, Sidbi, and National Housing Bank. The tenor of these loans will be 90 days, but an extension can be given on a case-to-case basis.
Of the ₹50,000 crore provided by the RBI, Sidbi has been allotted ₹15,000 crore.

ALEMBIC PHARMACEUTICALS LIMITED				
Regd. Office: Alembic Road, Vadodara 390 003 CIN: L24230GJ2010PLC061123 Ph: +91 265 2280550 Fax: +91 265 2282506 Email: apl.investors@alembic.co.in Website: www.alembicpharmaceuticals.com				
Extract of Statement of Consolidated Unaudited Financial Results for the quarter and year ended 31 st March, 2020				
(₹ in Crs. except per share data)				
Particulars	Quarter Ended 31.03.2020	Year Ended 31.03.2020	Quarter Ended 31.03.2019	
	Unaudited	Unaudited	Audited	
Total Income from Operations	1,206.83	4,605.75	926.95	
Net Profit for the period (before Tax, Exceptional and/ or Extraordinary items)	276.52	1,043.47	146.38	
Net Profit for the period before tax (after Exceptional and/ or Extraordinary items)	265.66	999.82	146.38	
Net Profit for the period after tax (after Exceptional and/ or Extraordinary items)	224.93	829.12	124.00	
Total Comprehensive Income for the period	201.17	799.18	122.25	
Equity Share Capital	37.70	37.70	37.70	
Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet of previous year	-	-	-	
Earning Per Share (Face Value of Rs. 2/- each) Basic & Diluted	11.93	43.98	6.58	
Research and Development Expenses	185.00	644.82	119.74	
Notes:				
1.	Standalone details	Quarter Ended 31.03.2020	Year Ended 31.03.2020	Quarter Ended 31.03.2019
		Unaudited	Unaudited	Audited
	Income from Operations	1,048.56	4,132.55	848.70
	Profit Before Tax	373.96	1,166.79	122.08
	Profit After Tax	314.30	969.40	107.66
	Research and Development Expenses	183.49	573.67	92.58
	2. The above is an extract of the Unaudited Financial Results filed with the Stock Exchanges. The detailed Financial Results are available on the Company's website at www.alembicpharmaceuticals.com and the Stock Exchange's website at www.nseindia.com and www.bseindia.com			
For Alembic Pharmaceuticals Limited				
Sd/- Chirayu Amin Chairman and CEO				
Place: Vadodara Date: 23 rd April, 2020				



Kotak Mahindra Bank Limited

CIN - L65110MH1985PLC038137

Registered Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.
Tel: +91-22-6166 0001, Fax: +91-22-6713 2403, Website: www.kotak.com

NOTICE

Members of the Bank are hereby informed that the Bank has on April 23, 2020 completed sending the Postal Ballot Notice dated April 22, 2020 (the “**Postal Ballot Notice**”), by e-mail, to all members whose name appears in the Register of Members/List of Beneficial Owners received from National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”) as on Friday, April 17, 2020 (“**Eligible Members**”) and e-mail IDs were available.

The copy of the Postal Ballot Notice will also be available on the website of the Bank (www.kotak.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Bank are listed and the website of KFin Technologies Private Limited (“**KFintech**”) (<http://evoting.karvy.com>).

Please note that the Bank is sending the Postal Ballot Notice to all Eligible Members, by e-mail only, and is providing facility for remote voting by electronic means (e-voting) to its Eligible Members for seeking approval, in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020 in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19” issued by the Ministry of Corporate Affairs, Government of India (the “**MCA Circulars**”).

The Bank has engaged the services of KFintech for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secure manner. Please note that there will be no physical meeting of the Members of the Bank as no meeting will be required to be called in terms of the MCA Circulars.

The Postal Ballot Notice contains the following Resolution:

Sr. No.	Type of Resolution	Particulars
1	Special Resolution	Issuance of equity shares of the Bank

On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send the postal ballot notice in electronic form only. The hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the Eligible Members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. We request members who have not yet registered their e-mail IDs to get their e-mail IDs registered by following the procedure given below.

Eligible Members who have not submitted their e-mail IDs to KFintech, are required to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5:00 p.m. on Thursday, May 21, 2020 pursuant to which, any Eligible Member may receive on the e-mail ID provided by the Member the Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting:

The Bank: <https://www.kotak.com/en/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name
- (c) Member to enter DPID-Client ID / Folio Number and PAN details
- (d) Upload the self-attested PAN copy
- (e) Shareholder to enter e-mail ID and mobile number
- (f) System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- (g) Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- (h) The system will then confirm the e-mail ID for the limited purpose of service of the Postal Ballot Notice
- (i) The system will then send the Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

For Members who have Physical folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name
- (c) Member to enter physical Folio Number (only numeric) and PAN details
- (d) In the event the PAN details are not available on record, Member to enter one of the certificate numbers
- (e) Member to enter e-mail ID and mobile number
- (f) System will check the authenticity of the Folio Number and PAN details or the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
- (g) Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- (h) IF PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card.
- (i) The system will then confirm the e-mail ID for the limited purpose of service of the Postal Ballot Notice.
- (j) The system will then send the Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

After successful submission of the e-mail ID, the Bank or KFintech will share a copy of the Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to einward.ris@kfintech.com.

Members are requested to submit their e-mail IDs with the Bank's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following the procedure provided in the Postal Ballot Notice, in respect of both physical and electronic holdings.

Eligible Members can vote only through remote e-voting facility.

The Board of Directors of the Bank have appointed Ms. Rupal D. Jhaveri (Membership No. 5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No. 27559 and Certificate of Practice No. 16932), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

The remote e-voting period will commence on Saturday, April 25, 2020 (9:00 a.m. onwards) and ends on Sunday, May 24, 2020 (5:00 p.m.). The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received. During this period, Members of the Bank holding shares either in physical form or in dematerialized form, as on April 17, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by KFintech for voting thereafter.

After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on the website of the Bank (www.kotak.com) and communicated to the stock exchanges on or before Monday, May 25, 2020. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.

The said results along with the Scrutinizer's Report will also be displayed on the website of the Bank (www.kotak.com) and KFintech (<https://evoting.karvy.com>). Further, the same will be communicated to the stock exchanges where the Equity Shares of the Bank are listed, for placing the same on their websites.


THIS NOTICE DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC IN ANY JURISDICTION. NOTHING IN THIS NOTICE CONSTITUTES AN OFFER OF SECURITIES FOR SALE OR SOLICITATION IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO.

KOTAK MAHINDRA BANK LIMITED

Mumbai
April 23, 2020

Bina Chandarana
Joint President & Company Secretary

NOTICE



DSP MUTUAL FUND

NOTICE is hereby given that DSP Trustee Private Limited, (Formerly known as DSP BlackRock Trustee Company Private Limited) the Trustee to DSP Mutual Fund (“Fund”), has, vide Resolution dated April 23, 2020, declared a dividend, as under, in the Dividend and Quarterly Dividend Payout Option under the Regular Plan and Direct Plan of FMP - Series 204 - 37M, FMP - Series 205 - 37M, FMP - Series 209 - 37M and FMP - Series 210 - 36M a close-ended income schemes of the Fund:

Record and Maturity Date of the schemes: April 29, 2020

Scheme	Plan / Option	Quantum of Dividend	Face Value per Unit (Rs.)	NAV as on April 22, 2020 (Rs.)
FMP - Series 204 - 37M	Direct Plan – Dividend Payout Option	Upto 100% of distributable surplus as on Record date	10.0000	12.4331
	Regular Plan – Dividend Payout Option		10.0000	12.3941
	Regular Plan – Quarterly Dividend Payout Option		10.0000	12.3945
FMP - Series 205 - 37M	Direct Plan – Dividend Payout Option	Upto 100% of distributable surplus as on Record date	10.0000	12.4390
	Regular Plan – Quarterly Dividend Payout Option		10.0000	12.3430
	Regular Plan – Quarterly Dividend Payout Option		10.0000	12.3887
FMP - Series 209 - 37M	Direct Plan – Dividend Payout Option	Upto 100% of distributable surplus as on Record date	10.0000	12.3892
	Direct Plan – Quarterly Dividend Payout Option		10.0000	12.2942
	Regular Plan – Dividend Payout Option		10.0000	12.2942
	Regular Plan – Quarterly Dividend Payout Option		10.0000	12.3500
FMP - Series 210 - 36M	Direct Plan – Dividend Payout Option	Upto 100% of distributable surplus as on Record date	10.0000	12.3499
	Direct Plan – Quarterly Dividend Payout Option		10.0000	12.2591
	Regular Plan – Dividend Payout Option		10.0000	12.2591
	Regular Plan – Quarterly Dividend Payout Option		10.0000	12.2591

Distribution of the above dividend is subject to the availability and adequacy of distributable surplus.

Pursuant to payment of dividend, the NAV of the Dividend and Quarterly Dividend Payout Option under Regular Plan and Direct Plan of the aforesaid schemes would fall to the extent of payout, and statutory levy, if any.

Dividend will be paid to all those Unit Holders / Beneficial Owners, in the Dividend and Quarterly Dividend Payout Option under Regular Plan and Direct Plan of the abovementioned schemes, whose names appear in the records of the Registrar and Transfer Agent, Computer Age Management Services Limited/ Statement of Beneficiary Owners maintained by the Depositories as on the Record Date. The transferee(s)/lien holders/unit holders should ensure that the transfer or lien invocation or lien revocation formalities, as the case may be, are completed prior to the record date. If a request for transfer or lien invocation or lien revocation of the units is not received by the depositories before the record date for redemption, the redemption amount for the units shall be paid to the person whose name appear in the statement of beneficial owners maintained by the Depositories as on the Record Date. In such cases, any claims shall be settled inter se between the parties and no claim or action shall be brought against the AMC or Trustee or the Registrar and Transfer Agent. The payout shall be subject to tax deducted at source (TDS) as applicable.

Unit holders are advised to update any change of address / bank details, if any, with depository participant(s) in advance of the Record Date.

Any queries/clarifications in this regard may be addressed to:

DSP Investment Managers Private Limited (“AMC”)
(Formerly known as DSP BlackRock Investment Managers Private Limited),
CIN: U74140MH1996PTC099483,
Investment Manager for DSP Mutual Fund, Mafattal Centre, 10th Floor, Nariman Point, Mumbai 400 021
Tel. No.: 91-22 66578000, Fax No.: 91-22 66578181, Toll Free No: 1800 200 4499, www.dspim.com

Investors/unit holders are requested to update their email address and mobile number with the AMC.

Place: Mumbai
Date: April 23, 2020

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.

India Co-pilots UN Move on Fair Access to Covid Vaccines

Pak not among the 179 nations co-sponsoring resolution for access to vaccines to all nations

DipanjRoy.Chaudhury
@timesgroup.com

New Delhi: India is among the 179 nations that have signed a UN resolution to ensure that all countries have fair and equitable access to essential medical supplies and vaccines developed to fight the novel coronavirus pandemic.

The 193-member General Assembly adopted the Mexico-drafted resolution 'International cooperation to ensure global access to medicines, vaccines and medical equipment to face Covid-19' by consensus earlier this week, officials told ET.

The resolution calls for ensuring "fair, transparent, equitable, efficient and timely access to and distribution of preventive tools, laboratory testing, reagents and supporting materials, essential medical supplies, new diagnostics, drugs and future Covid-19 vaccines" to all nations, particular developing countries, the officials said.

"India has advocated global availability of medicines and drugs by means of international cooperation and development partnerships. Also, we are facilitating the sourcing of global supplies of multilateral agencies such as UNICEF in the face of Covid-19," India's permanent representative to the UN, ambassador Syed Akbaruddin, told news agency PTI in New York. "We were therefore glad to co-sponsor this important initiative."

India's Covid diplomacy has included export of the drug hydroxychloroquine to several nations. This has been acknowledged by UN Secretary General Antonio

We are facilitating the sourcing of global supplies of multilateral agencies in the face of Covid-19. We are glad to co-sponsor this initiative

SYED AKBARUDDIN
India's Permanent Representative to UN

Guterres who said he "saluted" nations like India that are helping other countries in their fight against the devastating pandemic.

Pakistan was among the handful of nations that did not sponsor the resolution. It said it has certain reservations on the resolution drafted by Mexico. "We regret that the draft resolution could not include reference to ensure access to information, preventive and other health care for all persons arbitrarily deprived of their liberty, especially those in regions under foreign occupation," Pakistan said in its explanation of vote sent to the president of the General Assembly, Tijjani Muhammad-Bande.

The resolution was the second document to be adopted by the UN General Assembly on Covid-19. Earlier this month, the Assembly unanimously adopted a resolution, cosponsored by 188 nations including India, calling for intensified international cooperation to defeat the pandemic.

Amid Raids, Complaints Surface About Saad's 'Autocratic Working, Properties'

Vasudha.Venugopal
@timesgroup.com

New Delhi: Investigators probing Tablighi Jamaat head Maulana Saad Kandhalvi have found serious allegations levelled against him by members of his own organisation.

Among the charges are that Saad consolidated his grip over the 95-year-old organisation through arbitrary means, forsook transparency and often strayed from the path of the original leaders of the orthodox movement.

Former trustees and members of the organisation raised objections to Saad's style of functioning as early in 2015. At least seven internal written complaints in the last five years talk about problems with Saad's running of the global organisation, raising questions over him changing the syllabus without consulting others, making congregations and



ANI

PTI

oath of allegiance events in Nizamuddin compulsory, insisting on "obedience, rather than consultation," and most importantly, about lack of transparency in the financial matters of the organisation.

Enforcement Directorate and Delhi Crime branch now have access to these internal complaints that ET saw. Saad, who faces criminal charges for culpable homicide, had not made a public appearance since March 28. Last week he gave inter-

views stating he was cooperating with the authorities.

A team of crime branch carried out searches in Maulana Saad's properties in Shamli and his associates were questioned. The final call on whether Maulana Saad should be arrested or not will be taken only after his questioning, sources said.

Amanatullah Choudhary, former member of the working committee of Tablighi Jamaat, in a letter in 2015 had said "Although, earlier the

THE INDUSTRIAL RELATIONS CODE, 2019, BILL

Redefine 'Strike', Revisit TU Auditing: Panel

Standing committee asks labour min to sort out its own lack of clarity on how to bring transparency in auditing

CL.Manoj@timesgroup.com

New Delhi: The parliamentary standing committee on labour and employment has recommended that the contentious clause defining 'strike', proposed in the Industrial Relations Code, 2019 Bill, be negotiated afresh.

The clause, which defines as 'strike' even an event of at least 50% of employees of a unit proceeding on "concerted casual leave" on a particular day, should be renegotiated, the committee suggested to stakeholders in industrial units including the management, trade unions and representatives of the labour department.

With regard to the proposed push



for transparency in the auditing of the funds of trade unions, the committee asked the labour and employment ministry to first sort out its own lack of clarity on how to go about it. It also suggested fixing a cap - of maximum two terms - that the units can employ a worker on "fixed

term employment" category.

The members of the committee headed by Bhartruhari Mahab - who had processed the bill and completed meetings with the stakeholders and officials before the early sene die adjournment of Parliament session due to Covid-19 related lockdown and social distancing - decided to work on its draft report and finalise it through online interactions, a first for a parliamentary panel, given the lockdown restrictions on holding meetings. Mahab submitted the final report to the Lok Sabha Speaker on Thursday.

On definition of 'strike': The committee witnessed serious differences between the ministry, trade unions and employers with regard to the proposal in the bill to treat as if

treasurer used to be a person other than the manager. And further tyranny is that now no formal account of markaz's income and expenditure is maintained to the extent that its details are not even revealed to the executive committee."

In 2016, a group of seven members, led by Maulana Ismail of Godhra said, "senior members were worried about the direction in which the Markaz was headed."

In 2016, a group of workers from Chennai, Aligarh, Bengaluru and Delhi led by Farooq Ahmed alleged in writing that Saad had subverted the organisation by making it more about "populating the masjids" and not about "field work."

Maulana Saad's lawyer, Fuzail Ayubi, told ET the movement is focused on moral reforms in the Muslim community and "just like any other reform movement, our approach to contemporary issues must evolve in view of the changes in society"

'ESSENTIAL' SERVICE

Give Funds Meant for Foreign Cos to Local Firms: Def Industry

Manu.Pubby@timesgroup.com

New Delhi: The defence industry has suggested that outgoing funds planned for foreign companies that have ongoing contracts should be redirected to Indian entities to keep them a going concern and have flagged concerns that the prolonged lockdown will have dire consequences as exports have come to a complete halt.

In a detailed exit strategy post the lockdown, the industry has suggested to the ministry of defence that outsourcing

of work from public sector units is urgently required and that the defence sector be placed under the essential services category to avoid a meltdown of the ecosystem.

Faced with the pressure of retaining its highly skilled workforce and anticipating a cut in government spending, the industry has suggested that as an immediate measure, funds earmarked for payments to companies in the US, Russia, Israel and the European Union be redirected to companies domestically.

"Most (foreign) companies who have on-going contracts with India MOD have also been in lockdown mode since mid February or early March. They may remain so till end June or beyond. Therefore, it is anticipated that outgo of funds meant for contracts of foreign OEMs would not take place as planned," said a note sent by Society of Indian Defence Manufacturers to the ministry.



Facing dire future, defence industry suggests exit plan from Covid-19; Exports badly hit



KOTAK MAHINDRA BANK LIMITED

CIN - L65110MH1985PLC038137

Registered Office: 27BK, C 27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Tel.: 61660001, Website: www.kotak.com

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) (the "Act") read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) (the "Rules") read with the General Circular No. 1/17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), to transact the special business as set out hereunder by passing Special Resolution through postal ballot (only through the remote e-voting process).

The proposed Special Resolution and Explanatory Statement setting out material facts as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of Kotak Mahindra Bank Ltd. (the "Bank") through remote e-voting.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Bank has extended only the remote e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to this Postal Ballot Notice. The Board of Directors of the Bank have appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practising Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16932), Practising Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, for conducting the meeting only through the electronic voting process, in a fair and transparent manner. Please note that there will be no physical meeting of the Members of the Bank as no meeting will be required to be called in terms of the MCA Circulars.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. on Sunday, May 24, 2020. The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received.

After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on the website of the Bank (www.kotak.com) and communicated to the stock exchanges on or before Monday, May 25, 2020. The said results along with the Scrutinizer's Report will also be displayed on the website of the Bank (www.kotak.com) and communicated to the stock exchanges. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.

Item No. 1: Issuance of equity shares of the Bank

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED that pursuant to the relevant provisions of the Memorandum and Articles of Association of the Bank, the provisions of Sections 23, 42, 62 and 179 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, statutory modification(s) and/or re-enactment thereof for the time being in force) ("Companies Act") and the rules made, and circulars issued thereunder, the relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any amendment, modification, variation or re-enactment thereof including any circulars and notifications issued thereunder) ("ICDR Regulations"), the applicable listing agreements entered into by the Bank with the stock exchange(s) where the equity shares of the Bank of face value of Rs. 5/- each ("Equity Shares") are listed, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/or re-enactment thereof ("FEMA"), the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, including any amendments, statutory modification(s) and/or re-enactment thereof, the Consolidated FDI Policy Circular of 2017, as amended, issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India and all other applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India ("GOI"), and the Banking Regulation Act, 1949 including any amendments, statutory modification(s) and/or re-enactment thereof and other applicable laws, regulations, rules, notifications or circulars issued by the Ministry of Finance, the Ministry of Corporate Affairs ("MCA"), the Reserve Bank of India ("RBI"), BSE Limited and National Stock Exchange of India Limited ("Stock Exchanges"), the Securities and Exchange Board of India ("SEBI"), and/or any other governmental/ regulatory/ statutory authorities, in India or abroad, from time to time, to the extent applicable and subject to the consents and approvals of any governmental/ regulatory/ statutory authorities and guidelines and clarifications issued thereon from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions, which may be agreed to by the Board of Directors of the Bank (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted) to be constituted by the Board to exercise its powers including powers conferred by this resolution), approval of the members of the Bank be, and is hereby, accorded to issue up to 6,50,00,000 (Six crores and fifty lakhs) Equity Shares, in one or more tranches through a private placement, follow-on public offering ("FPO"), Qualified Institutions Placement ("QIP") or a combination thereof, to any eligible investors in Indian Rupees or its equivalent of any other foreign currencies (whether or not such investors are members of the Bank, to all or any of them, jointly or severally), for cash, at such price or prices, at market price(s) or at a discount or premium to market price(s) in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the merchant banker(s) and/or other advisor(s) appointed by the Bank, through an offer/ placement document, preliminary or final, and/or other letter or circular as may be deemed appropriate, and on such terms and conditions, including the terms of the issuance, security, fixing of record date, and at a price not less than the price calculated as per the applicable pricing formulae as may be decided by the Board in its sole and absolute discretion and as may be permitted by the relevant governmental/ regulatory/ statutory authority, together with any amendments and modifications thereto (the "Issue")."

"RESOLVED FURTHER that the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Bank and the Equity Shares as may be required to be issued and allotted in accordance with the terms of the Issue shall rank pari passu inter se and with the then existing Equity Shares of the Bank in all respects."

"RESOLVED FURTHER that the relevant date for the purpose of pricing the Equity Shares shall be subject to applicable law. In the event of Equity Shares being issued by way of a QIP, the relevant date shall be the date of the meeting in which the Board decides to open the QIP or as permitted under applicable law."

"RESOLVED FURTHER that in the event the Issue is undertaken by way of a QIP, the allotment of Equity Shares shall only be to qualified institutional buyers as defined in the ICDR Regulations ("QIBs"), such Equity Shares shall be fully paid-up and the allotment of such Equity Shares shall be completed within 365 days from the date of passing of this resolution approving the QIP or such other time period as may be permitted under the ICDR Regulations from time to time."

"RESOLVED FURTHER THAT in the event the Issue is undertaken by way of a QIP, the Equity Shares shall be offered, issued and allotted under Chapter VI of the ICDR Regulations to QIBs at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the ICDR Regulations and the price determined for a QIP shall be subject to appropriate adjustments as per the provisions of Regulation 176(4) of the ICDR Regulations, if required. Furthermore, the Board may, at its absolute discretion, issue Equity Shares at or above the floor price or at a discount, if any, not exceeding permissible limit specified under applicable ICDR Regulations, calculated in accordance with the pricing formula provided under the ICDR Regulations. Further, the Equity Shares shall not be eligible to be sold by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time under the ICDR Regulations.

"RESOLVED FURTHER that without prejudice to the generality of the above the Board be and is hereby authorised in its absolute discretion, in such manner as it may deem fit, to dispose of such of the Equity Shares that are not subscribed.

"RESOLVED FURTHER that the Board be and is hereby authorized to do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the offering, issue and allotment of Equity Shares, including authorizing any committees of the Board, director(s) or officer(s) of the Bank to sign offer documents, execute any necessary documents, agreements, forms, deeds, appoint intermediaries, open and close the period of subscription, determine the terms and conditions of the issuance of Equity Shares, including the timing, floor price (including any discount thereto, as may be permitted under applicable law) and the issue price in respect of the Equity Shares, file any necessary forms with regulatory authorities and to allot the Equity Shares and to amend, vary or modify any of the above as the committee or such authorised persons may consider necessary, desirable or expedient, and enter into and execute all such arrangements/agreements as the case may be with any merchant bankers, lead managers, legal advisors, depository, custodian, registrar, escrow agent and any other intermediaries and all such agencies as may be involved or concerned in the Issue and to remunerate all such agencies including payment of commissions, brokerage, fees or the like, and also to seek the listing of such Equity Shares.

"RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers herein conferred on it, to any committee of the Board, or any whole-time Director or any other officer(s) of the Bank to give effect to the aforesaid resolution."

Place: Mumbai
Date: April 22, 2020

Notes:

- The related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the item of special business is annexed hereto.
- This Postal Ballot Notice is sent to all the Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), together with NSDL, the "Depositories") and is available with the Bank on or before Friday, April 17, 2020 ("Eligible Members"). A copy of this Postal Ballot Notice will also be available on the website of the Bank (www.kotak.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Bank are listed and the website of KFin Technologies Private Limited ("KFinTech") (<http://evoting.kanvy.com>).
- This Postal Ballot Notice is being sent, by e-mail, only to those Eligible Members who have registered their e-mail ID with the Bank, the Depositories or with the depository participant or submitted their e-mail IDs to KFinTech, on or before 5.00 p.m. on Thursday, May 21, 2020.
- On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
- Eligible Members who have not submitted their e-mail IDs to KFinTech, are required to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5.00 p.m. on Thursday, May 21, 2020 pursuant to which, any Member may receive on the e-mail ID provided by the Member this Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting.

The Bank: <https://www.kotak.com/en/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic folios:

- Visit the link <https://karisma.kfintech.com/emailreg>
- Select the company name
- Member to enter DPID-Client ID / Folio Number and PAN details
- Upload the self-attested PAN copy
- Shareholder to enter e-mail ID and mobile number
- System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only
- The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice
- The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

For Members who have Physical folios:

- Visit the link <https://karisma.kfintech.com/emailreg>
 - Select the company name
 - Member to enter physical Folio Number (only numeric) and PAN details
 - In the event the PAN details are not available on record, Member to enter one of the certificate numbers
 - Member to enter e-mail ID and mobile number
 - System will check the authenticity of the Folio Number and PAN details or the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
 - Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only
 - If PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card.
 - The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice.
 - The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.
- After successful submission of the e-mail ID, the Bank or KFinTech will share a copy of this Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to enward.ris@kfintech.com

- Members are requested to submit their e-mail IDs with the Bank's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following the procedure provided in this Postal Ballot Notice, in respect of both physical and electronic holdings.
- Eligible Members can vote only through electronic mode of voting.

THIS POSTAL BALLOT NOTICE DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC IN ANY JURISDICTION. NOTHING IN THIS POSTAL BALLOT NOTICE CONSTITUTES AN OFFER OF SECURITIES FOR SALE OR SOLICITATION IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO

Explanatory Statement setting out material facts concerning item of special business:

In terms of Section 102 of the Act read with the Rules, the following statement sets out all the material facts relating to Item No. 1 of this Postal Ballot Notice dated April 22, 2020.

Item No. 1:

Members may note that this special resolution is to enable the Bank to create, issue, offer and allot Equity Shares, including by way of a private placement, a further public offering, a qualified institutions placement ("QIP") in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"), or a combination thereof, in one or more tranches, at such price as may be deemed appropriate by the Board of Directors of the Bank (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted) to be constituted by the Board to exercise its powers including powers conferred by this resolution) in its absolute discretion, including the discretion to determine the categories of investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and, wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed. The Board at its meeting held on April 22, 2020, subject to the approval of the Members, approved the issuance of Equity Shares by way of the issue.

In the event such issuance of Equity Shares is undertaken by way of a QIP, (a) the allotment of Equity Shares shall be completed within a period of 365 days from passing this resolution or such other time as may be allowed under the ICDR Regulations from time to time; and (b) the pricing of the Equity Shares that may be issued to QIBs shall be freely determined subject to such price not being less than the floor price calculated in accordance with Chapter VI of the ICDR Regulations ("QIP Floor Price"), provided that the Bank may offer a discount not exceeding permissible limit specified under applicable ICDR Regulations. The maximum amount that the Bank intends to raise will be a product of Equity Shares not exceeding (in aggregate, when such amount is raised in one or more tranches) the number as specified in Item No. 1 of this Postal Ballot Notice and the issue price per Equity Share as determined by Board in accordance with applicable law.

The Relevant Date for the purpose of pricing the Equity Shares shall, subject to applicable law, be determined by the Board as being the meeting in which the Board decides to open the issue of such Equity Shares, subsequent to the receipt of Members' approval in terms of the Act, the ICDR Regulations and other applicable laws, regulations and guidelines.

As the issue will result in an issuance of Equity Shares by the Bank to investors who may or may not be Members of the Bank, consent of the Members is being sought pursuant to Sections 42 and 62 and other applicable provisions, if any, of the Act, and any other law for the time being in force and as may be applicable.

The object of the proposed issuance is to augment the Bank's capital base and to strengthen its balance sheet, which would assist the Bank in dealing with contingencies, financing business opportunities (which may either be organic or inorganic) and which may arise pursuant to the economic events driven by the outbreak of COVID-19 (which has been declared a pandemic by the World Health Organization), or otherwise.

Necessary disclosures have and will be made to the Stock Exchanges, as may be required under the listing agreements entered into with the Stock Exchanges, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Members are, therefore, requested to grant their approval for Item 1 of this Postal Ballot Notice.

The proposed issue will result in the dilution of proportionate shareholding along with the shareholding of other Members.

None of the Directors or the Key Managerial Personnel of the Bank or their respective relatives is concerned or interested in the said Resolution.

By Order of the Board of Directors

Bina Chandarana
Joint President & Company Secretary

Place: Mumbai
Date: April 22, 2020

Instructions for remote e-voting

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the MCA Circulars, the stated item of business shall be transacted through electronic voting system and the Bank is providing facility for voting by electronic means (remote e-voting) to its Eligible Members.

The Bank has engaged the services of KFin Technologies Private Limited ("KFinTech") for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secure manner.

E-voting is mandatory for the Eligible Members and is the only means to cast a vote on the stated item of business. Eligible Members may in accordance with the provisions of Sections 112 and 113, appoint representatives for the purpose of voting through remote e-voting.

The instructions to the Eligible Members for exercising their vote along with process, and the manner for remote e-voting through remote e-voting are as under:

- Eligible Members shall cast their vote electronically by logging on to the e-voting system (<http://evoting.kanvy.com>)
- Eligible Members (including those Members who have previously registered their e-mail IDs with the Bank, Depositories or depository participants and who have not previously registered with KFinTech for the remote e-voting system by KFinTech) will be required to submit their e-mail ID to KFinTech in the manner prescribed in the Notes above to receive the login-ID and password for remote e-voting along with the process, manner and instruction (through an e-mail from KFinTech).
- The remote e-voting period shall commence on Saturday, April 25, 2020 (9:00 a.m. onwards) and ends on Sunday, May 24, 2020 (5:00 p.m.). During this period, Members of the Bank holding shares either in physical form or in dematerialized form, as on Friday, April 17, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by KFinTech for voting thereafter.
- Vote on a resolution, once cast, cannot be changed subsequently.
- The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Bank as on April 17, 2020, subject to applicable laws, including the Banking Regulation Act, 1949.

On the Eligible Members receiving an e-mail from KFinTech:

- Launch internet browser by typing the URL: <http://evoting.kanvy.com>
 - Enter the login credentials (i.e., User ID and password mentioned in the e-mail).
 - Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with KFinTech for remote e-voting, you can use your existing User ID and password for casting your vote.
 - After entering the details appropriately, click on LOGIN.
 - You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - You will need to login again with the new credentials.
 - On successful login, the system will prompt you to select the EVENT 5266.
 - On the voting page, enter the number of shares as on April 17, 2020 under FOR/ AGAINST or alternately you may enter partially any number in "FOR" and partially in "AGAINST" but the total number in FOR/AGAINST taken together should not exceed your total shareholding. You may also choose the option ABSTAIN.
 - You may then cast your vote by selecting an appropriate option and click on "Submit".
 - A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - During the voting period, Members can login any number of times till they have voted on the Resolution.
 - Eligible Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at rupaldj@rediffmail.com with a copy marked to evoting@kfintech.com.
 - In case of any queries pertaining to e-voting, please visit Help & FAQ section of <http://evoting.kanvy.com>
 - You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
 - The Board of Directors has appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practising Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16932), Practising Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
 - After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before Monday, May 25, 2020. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.
 - The said results along with the Scrutinizer's Report will also be displayed on the website of the Bank (www.kotak.com) and KFinTech (<http://evoting.kanvy.com>). Further, the same will be communicated to the stock exchanges where the Equity Shares of the Bank are listed, for placing the same on their websites.
 - Registration of e-mail ID - The Act recognizes sending of documents to any Member through electronic mode. Accordingly, pursuant to proviso to Rule 18(3) of the Rules, we hereby provide you the opportunity to register your e-mail ID for future communications. In case you wish to register your new e-mail ID or if there is any change in your e-mail ID which has already been registered with the depository participant, the Depositories or the Bank, we request you to register your new/revised e-mail ID with your depository participant (for shares held in demat form), the Depositories (for shares held in demat form) or Bank (for shares held in physical form) immediately.

By Order of the Board of Directors

Bina Chandarana
Joint President & Company Secretary

Place: Mumbai
Date: April 22, 2020

SCHEMES CUMULATIVELY MANAGE ₹26K CR Existing investors in these plans will not be able to withdraw their investments, make fresh purchases or transfer to equity schemes, or withdraw money every month

Franklin Templeton to Wind Up 6 Fixed-income Debt Schemes

Prashant.Mahesh
@timesgroup.com

Mumbai: Franklin Templeton Mutual Fund has voluntarily decided to wind up six of its fixed-income debt schemes effective April 23, 2020. The fund house has taken this step as it believes that the market will not return to normalcy soon because of Covid-19 disruption.

The six schemes, namely, Franklin India Low Duration Fund, Franklin India Dynamic Accrual Fund, Franklin India Credit Risk Fund, Franklin India Short Term Income Plan, Franklin India Ultra Short Bond Fund and Franklin India Income Opportunities Fund cumulatively manage assets worth ₹26,000 crore.

Several retail, HNI and corporate investors park money in debt funds due to higher returns as compared to bank

deposits, easy liquidity and tax benefits of indexation if they remain invested for three years. With the fund house deciding to wind up these schemes, these open-ended schemes, which are available for buying or selling on a daily basis on every working day, will not be now available.

Starting April 24 existing investors in the scheme will not be able to withdraw their investments, make fresh purchases, do transfers to equity schemes or make systematic withdrawals to meet their monthly expenses.

Many retail investors and HNIs who invest in these schemes as part of their fixed-income asset allocation will be hit as the money will be blocked and no liquidity will be available in their portfolios. "Significantly reduced liquidity in the Indian bond markets for most debt securities and unprecedented levels of redemptions following the Covid-19 outbreak and lockdown have

Existing investors will be paid as and when the fund house manages to sell the debt paper it holds and uses proceeds to pay investors. However, there is no timeline to liquidate the assets of the scheme

compelled us to take this decision," says Sanjay Sapre, president, Franklin Templeton India.

The current lockdown on account of Covid-19 pandemic has led to risk aversion amongst investors and there are

no takers for lower-rated and unrated paper. Yields of lower-rated paper are high in the market and there is no price discovery, forcing the fund house to take this decision.

With the scheme being wound up, the fund house will proceed to liquidate the assets of the scheme without resorting to any distress sale. However, there is no timeline to liquidate the schemes' assets. The unit holders will be paid as and when the securities come up for maturity in the portfolio. Once the security matures and the fund house receives proceeds from the issuer, they will pay the money to unit holders in the scheme. If the market situation improves, the fund house will also try to sell the securities in the market, but will not resort to distress sale. Typically, the shorter the duration of the portfolio, the faster the scheme is likely to be wound up, and unit holders can expect payment accordingly.

With banks risk-averse, RBI's auction draws **bids worth ₹12,850 cr** against **₹25,000 cr** offered

First TLTRO for NBFCs Gets Only 50% Bids

Atmadip.Ray@timesgroup.com

Kolkata: The Reserve Bank of India's attempt to improve funding for the non-banking financial companies through the banks' channel is faltering with a special liquidity window receiving bids for just half the amount that was on offer. This may prompt the central bank to rethink on its strategy.

"The RBI will review the auction results and take a view in the matter," the central bank said in a terse statement.

In first auction of funds for banks through Targeted Long Term Repo Operations 2.0 (TLTRO) aimed at funding NBFCs and microfinance institutions (MFIs), especially the smaller ones, banks' response was muted with them bidding for just ₹12,850 crore when the RBI offered ₹25,000 crore.

"Banks bid only for 50% of RBI's line today to NBFCs & MFIs. Complete risk aversion. RBI must give a direct line and finmin must offer to bear first loss for some time. Let's get our smaller but important lenders ready for the restart of our economy," said Sanjay Bajaj, MD of Bajaj Finserv. "Most countries are providing regular fiscal stimulus to provide confidence to an economy that's preparing to restart. When will we?"

The RBI had directed banks to invest at



least half of the funds mobilised via the special liquidity window to investment-grade debt instruments of smaller and mid-sized non-bank lenders, which are facing cash-flow mismatches with repayment decision drying up even as they are servicing their bank loans.

But there were apprehensions on whether banks have the appetite for such investments. "Given the lack of risk appetite in banks, a structure with partial credit guarantee by the government may be the only viable option to ease liquidity challenges of NBFCs," said Vydyanathan Ramaswamy, director, ratings, Brickwork Ratings.

The central bank on Thursday received just 14 bids for three-year funds at the repo rate of 4.4%. This is in contrast to the enormous demand for the Targeted Long Term Repo Operations that were aimed at lending to corporations.

LOAN TENOR OF 90 DAYS TOO SHORT, SAY PLAYERS

₹15k cr on Tap, but It may Not Help NBFCs, MSMEs

Saloni.Shukla@timesgroup.com

Mumbai: The Reserve Bank of India's lifeline to below top-rated non-bank and microfinance lenders may fail to rescue many of them, with the nodal agent Small Industries Development Bank of India (SIDBI) capping the tenor of these loans at 90 days.

The ₹15,000-crore the RBI has provisioned for refinancing through SIDBI may not be utilised at all if this condition exists, say lending institutions.

In a three-page letter to the lenders, SIDBI stipulated that these loans would be repaid in bullet instalment after 90 days of the date of withdrawal.

"Three months do not make any sense. What will SIDBI do with this money when it gets it back," said the CEO at a mid-sized NBFC. "We can't lend this money if we have to

pay it back within three months."

In the wake of the Covid-19 pandemic, the RBI provided a special facility of ₹15,000 crore to SIDBI to provide liquidity support to the MSME sector through banks, NBFCs and MFIs. Tightening of financial conditions in the wake of the pandemic has made it difficult for these institutions to raise resources from the market.

The central bank's support also comprised ₹25,000 crore to Nabard for refinancing regional rural banks, rural cooperative banks, MFIs and ₹10,000 crore to National Housing Bank (NHB) for supporting housing finance companies.

Most of the specialised lenders — Nabard, SIDBI and NHB — have been raising funds from the market through instruments allowed by the RBI besides relying on internal resources.

Market Trends

STOCK INDICES

% CHANGE

Nifty 509313.91.38

Sensex31863.081.54

MSCI India670.161.5

MSCI EM2072.190.55

MSCI BRIC570.160.48

MSCI World8399.650.12

SX 4018522.051.48

Nikkei19429.441.52

Hang Seng23977.320.35

Straits Times2542.370.30

Values in US \$, Gross

At 7 pm IST

OIL (\$)

DUBAI CRUDE20.315.44

10-YR YIELD6.050.17

Gold Rate

Prices per Troy Ounce (\$)

USIndia

OPEN1736.51892.02

LAST1755.51908.13

*At 10.30pm. After adjusting for import duty, Indian spot gold lower by \$ 22.92 to US Comex gold price on Thursday. The premium on local gold is due to tight supply following import curbs.

FOREX RATE (₹-₹ Exchange Rate)

OPENLAST

76.3176.07

Market on Twitter@ETMarkets

L&T Selling Bonds to Double its Cash Reserves to ₹25,000 crore

▶▶ ON SMART INVESTING

Insurers to Report Big Hit for March Quarter

Ashwin.Manikandan@timesgroup.com

Mumbai: From a profitability standpoint, last fiscal's fourth-quarter could be a near-washout for life insurers, which together saw significant declines in all financial KPIs in the month of March — sum assured, first-year premiums, policies issued, and lives covered.

The overall industry — with 24 players — saw 32.2% year-on-year (YoY) decrease in new premium collection to ₹25,409.30

crore in the month whereas number of policies underwritten and the number of lives covered in the month reduced by 66% and 41%, respectively, latest data released by regulator Irdai showed.

However, for FY20, the sector saw a 20.6% YoY increase in first-year premiums at ₹2.58 lakh crore.

While the country's largest insurer, Life Insurance Corp (LIC), saw a 25.2% growth in new premium to ₹1.78

lakh crore for the month of March, the IPO-bound insurer saw a 31.1% decline in first-year premiums.

LIC ended FY20 with a 68% market share of first-year premiums.

Among the listed insurers, HDFC Life Insurance posted a 16.2% YoY rise in new premiums for the full year to ₹17,396.25 crore. ICICI Prudential Life Insurance posted a 20.5% YoY rise in new premiums to ₹12,348.11 crore and SBI Life Insurance posted a 20.3% YoY rise in premiums to ₹16,598.82 crore.

CLOSE TO RECORD HIGHS

Banks Parking Over ₹7L crore Daily with RBI via Reverse Repo

Saikat.Das1@timesgroup.com

Mumbai: Banks' parking of funds with the Reserve Bank of India (RBI) is close to record highs with them putting in over ₹7 lakh crore daily in reverse repo, reflecting the risk aversion among banks even as the regulator is nudging them to lend.

Lenders are comfortable keeping funds at the safest possible option even though the returns are meagre compared with what they might have earned from lending to corporates.

On Wednesday, banks parked ₹7.05 lakh crore via reverse repo auction with the central bank, show data compiled by India Ratings. While a majority of it is kept at a fixed rate of 3.75%, the rest is through variable reverse repo. The previous high was at ₹7.31 lakh crore on March 31, 2020.

"Banks have turned risk-averse amid economic crisis related to lockdown," said Soumyajit Niyogi, associate director at India Ratings. "Even if they would be earning less at reverse repo, they have little option."

RBI's surplus liquidity stance to ensure that banks lend is becoming ineffective at a time when the economy is in a total lockdown to fight Covid-19. The funds that RBI gave both through a cut in cash reserve ratio (CRR), the portion of deposits banks keep with RBI, and additional liquidity measures are finding their way back into RBI through reverse repo.

To fight the cash squeeze due to the lockdown, the RBI on March 27 provided a relief through a moratorium for borrowers who could skip payments between March 1 and May 31.

"While demand for credit is muted, banks are reluctant to lend to the companies that may have already availed moratorium," Madan Sabnavis, chief economist at CARE Ratings. "Probably the central bank can cap parking limit, nudging lenders to look for alternatives instead of idle money."

3.75%

FIXED RATE AT WHICH A MAJORITY OF THE FUNDS ARE KEPT WITH RBI

MONEY & DEBT MARKET INSTRUMENTS

Sebi Relaxes Valuation Norms for Mutual Funds

Our Bureau

Mumbai: The Securities and Exchange Board of India (Sebi) on Thursday relaxed valuation norms on money and debt market instruments held by mutual funds in the wake of the loan moratorium for companies by the Reserve Bank of India on account of the business disruptions caused by the ongoing lockdown.

The capital markets regulator said if valuation agencies are of the view that a delay in interest or principal amount or extension of maturity of a security has arisen solely due to lockdown or in light of the RBI moratorium, which has created temporary operational challenges in servicing debt, they may not consider it as default for valuing debt market securities held by fund houses. Valuations of debt market instruments for mutual funds' net asset value (NAV) are done by the arms of rating agencies.

"In view of the nationwide lockdown and the three-month moratorium/deferment on payment permitted by RBI, a differentiation in treatment of default, on a case-to-case basis, needs to be made as to whether such default occurred solely due to the lockdown or loan moratorium," Sebi said in a circular.

With this, valuation agencies may not treat

Sensex Gains 483 Points; Nifty Ends Above 9,300

Equity benchmark Sensex surged over 483 points on Thursday, tracking gains in IT and banking stocks as expectations of another stimulus package from the government enthused investor sentiment. The 30-share index ended 483.53 points or 1.54% higher at 31,863.08. The broader NSE Nifty advanced 126.60 points, or 1.38%, to settle at 9,313.90.

the default due to the moratorium in NAV calculations. The move comes as a relief to mutual funds and borrowing companies as a delay in payment would have hit NAVs of debt schemes, which have to mark down values based on the valuations assigned by agencies.

"The mutual fund industry had asked for this because tomorrow it should not be seen as non-compliance when inspection happens," said A Balasubramanian, CEO, Aditya Birla Sun Life Asset Management.

The regulator also said that if there is any difference in the valuation of securities provided by two valuation agencies, the conservative valuation should be accepted.

Kotak Mahindra Bank Limited

CIN - L65110MH1985PLC038137

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NOTICE

Members of the Bank are hereby informed that the Bank has on April 23, 2020 completed sending the Postal Ballot Notice dated April 22, 2020 (the "Postal Ballot Notice"), by e-mail, to all members whose name appears in the Register of Members/List of Beneficial Owners received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, April 17, 2020 ("Eligible Members") and e-mail IDs were available.

The copy of the Postal Ballot Notice will also be available on the website of the Bank (www.kotak.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Bank are listed and the website of KFin Technologies Private Limited ("KFinTech") (<http://evoting.karvy.com>).

Please note that the Bank is sending the Postal Ballot Notice to all Eligible Members, by e-mail only, and is providing facility for remote voting by electronic means (e-voting) to its Eligible Members for seeking approval, in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and the General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars").

The Bank has engaged the services of KFinTech for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secure manner. Please note that there will be no physical meeting of the Members of the Bank as no meeting will be required to be called in terms of the MCA Circulars.

The Postal Ballot Notice contains the following Resolution:

Sr. No.	Type of Resolution	Particulars
1	Special Resolution	Issuance of equity shares of the Bank

On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send the postal ballot notice in electronic form only. The hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the Eligible Members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. We request members who have not yet registered their e-mail IDs to get their e-mail IDs registered by following the procedure given below.

Eligible Members who have not submitted their e-mail IDs to KFinTech, are required to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5:00 p.m. on Thursday, May 21, 2020 pursuant to which, any Eligible Member may receive on the e-mail ID provided by the Member the Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting:

The Bank: <https://www.kotak.com/en/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic folios:

- Visit the link <https://karisma.kfintech.com/emailreg>
- Select the company name
- Member to enter DPID-Client ID / Folio Number and PAN details
- Upload the self-attested PAN copy
- Shareholder to enter e-mail ID and mobile number
- System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- The system will then confirm the e-mail ID for the limited purpose of service of the Postal Ballot Notice
- The system will then send the Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

For Members who have Physical folios:

- Visit the link <https://karisma.kfintech.com/emailreg>
- Select the company name
- Member to enter physical Folio Number (only numeric) and PAN details
- In the event the PAN details are not available on record, Member to enter one of the certificate numbers
- Member to enter e-mail ID and mobile number
- System will check the authenticity of the Folio Number and PAN details or the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only.
- If PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card.
- The system will then confirm the e-mail ID for the limited purpose of service of the Postal Ballot Notice.
- The system will then send the Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member.

After successful submission of the e-mail ID, the Bank or KFinTech will share a copy of the Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to enward.ris@kfintech.com.

Members are requested to submit their e-mail IDs with the Bank's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, India by following the procedure provided in the Postal Ballot Notice, in respect of both physical and electronic holdings.

Eligible Members can vote only through remote e-voting facility.

The Board of Directors of the Bank have appointed Ms. Rupal D. Jhaveri (Membership No. 5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Ms. Sadhana Yadav, (FCS Membership No. 27559 and Certificate of Practice No. 16932), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

The remote e-voting period will commence on Saturday, April 25, 2020 (9:00 a.m. onwards) and ends on Sunday, May 24, 2020 (5:00 p.m.). The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received. During this period, Members of the Bank holding shares either in physical form or in dematerialized form, as on April 17, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by KFinTech for voting thereafter.

After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on the website of the Bank (www.kotak.com) and communicated to the stock exchanges on or before Monday, May 25, 2020. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.

The said results along with the Scrutinizer's Report will also be displayed on the website of the Bank (www.kotak.com) and KFinTech (<http://evoting.karvy.com>). Further, the same will be communicated to the stock exchanges where the Equity Shares of the Bank are listed, for placing the same on their websites.

THIS NOTICE DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC IN ANY JURISDICTION. NOTHING IN THIS NOTICE CONSTITUTES AN OFFER OF SECURITIES FOR SALE OR SOLICITATION IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO.

KOTAK MAHINDRA BANK LIMITED

Mumbai

April 23, 2020

Bina Chandarana

Joint President & Company Secretary

लोकसत्ता प्रतिनिधी

ठाणे : करोनाने जगातील सर्व नागरिकांचे भावविरह चितेने व्यापले असून या आजारवार मात करण्यासाठी शासकीय आणि वैद्यकीय यंत्रणा जेमाने कार्यरत आहे; पण साथसोबळे आणि औषध यांच्यासह नागरिकांनी उत्तम मनोबल राखणेही अत्यावश्यक आहे. मानवी भावना प्रबळ असतील, तर त्या कुटुल्याही औषधाची ताकद वाढवून रुग्णाला पूर्णपणे आजारमुक्त करू शकतात. त्यामुळे सध-परिस्थितीत

भावनांची औषधाला मदत करी होईल, यासह मन:स्वास्थ्य राखण्यासाठी काय उपाययोजना कराव्यात, याचे मार्गदर्शन आज प्रसिद्ध मानसोपचारतज्ज्ञ डॉ. आनंद नाडकर्णी करणार आहेत. ‘लोकसत्ता आरोग्यमान भव’ या वेबसंवादात ‘करोनाकाळातील मनाचे स्वास्थ्य’ या विषयावर आज डॉ. नाडकर्णी हे वाचकांशी संवाद साधतील. करोना विषाणूचा फैलाव रोखण्यासाठी

करोनावर मात करण्यासाठी मानसोपचारतज्ज्ञ डॉ. आनंद नाडकर्णी यांच्याशी आज वेबसंवाद



कसे सहभागी व्हाल ?
करोनामुळे निर्माण झालेल्या टाळेबंदी- संचारबंदीच्या काळात हा संवाद वेळेच्या मध्यमातून म्हणजेच मोबाइल, लॅपटॉप आणि टॅबल्टे होईल. त्यासाठी <http://tiny.cc/LokSatta-Aarogyamaan-Bhav> या लिंकवर जाऊन नोंदणी करायची आहे. त्यानंतर आपल्या इमेल आयडीवर एक संदेश येईल. या संदेशावर आज संंध्याकळी वेबसंवादाच्या काही वेळ आधी क्लिक करून सहभागी होता येईल. अधिक माहितीसाठी <http://www.loksatta.com/> या संकेतस्थळाला भेट द्या.



जगभरात टाळेबंदी लागू करण्यात आली आहे. त्यामुळे गेल्या महिन्याभरापासून भारतासह इतर देशांतील नागरिकही आपापल्या घरांमध्येच आहेत. सतत करोनाविषयी ऐकून, वाचून आणि पाहून नागरिकांच्या मनात चिंता वाढली आहे. टाळेबंदीच्या सुरुवातीला घरातून काम करण्याचा अनेकांचा उत्साहही आता मावळू लागला आहे. टाळेबंदीतून कधी मुक्तता मिळणार, याची चिंता वाढू

लागली आहे. याचा परिणाम काहींच्या मनावर दीर्घकाळ राहण्याची शक्यता आहे. त्यामुळे मनाच्या विविध समस्यांना कसे तोंड द्यावे, मनाचे आरोग्य आणि हुरूप कसा राखावा याचे मार्गदर्शन महत्त्वाचे आहे. वाचकांना ते मिळावे यासाठी ‘लोकसत्ता’ तर्फे ‘ आरोग्यमान भव’ या वेबसंवादाचे आयोजन करण्यात आले आहे. या वेबसंवादात घरबसल्या सर्व शकांचे निरसन करण्याची संधी वाचकांना मिळणार आहे.

ज्येष्ठ पत्रकार अर्णब गोस्वामी यांच्यावर शईहल्ला !

लोकसत्ता खास प्रतिनिधी

मुंबई : ज्येष्ठ पत्रकार आणि रिपब्लिक भारत या वृत्तवाहिनीचे मुख्य संपादक अर्णब गोस्वामी यांच्यावर गुरुवारी परळ भागात शईहल्ला करण्यात आला. या प्रकरणी ना. म. जोशी मार्ग पोलिसांनी दोन तरुणांना अटक केली आहे. हे तरुण युथ काँग्रेसचे कार्यकर्ते असल्याचा दावा अर्णब यांनी केला असून त्याबाबत तपास केला जाईल, असे पोलीस ठाण्यातून सांगण्यात आले. पोलिसांनी दिलेल्या माहितीनुसार, गुरुवारी दुपारी १२ च्या सुमारास अर्णब, त्यांच्या पत्नी आणि रिपब्लिक वृत्तवाहिनीच्या संपादक साम्यन्त्रा रे, गोस्वामी यांचे अंगरक्षक कारने वरळी येथील कार्यालयातून घरी जाण्यासाठी निघाले. गणपतराव कदम मार्गावर दुतकीस्वारांनी त्यांची कार अडवली. कार थांबताच मागे बसलेल्या



दुचाकीस्वारांने कारच्या काचांवर हाताने प्रहार करण्यास सुरुवात केली. त्यानंतर कारवर शई भिरकावली. या प्रकारानंतर गोस्वामी यांचे अंगरक्षक शिवाजी होस्मान्नी, अविनाश नाटेकर कारमधून उतरले व त्यांनी शईहल्ला करणाऱ्या दोघांना पकडले. पुढे ना. म. जोशी मार्ग पोलिसांच्या हवाली केले. प्रतीककुमार शामसुंदर मिश्रा आणि अरुण बोरगडे अशी हल्लेखोरांची नावे आहेत. हे दोघे युथ काँग्रेसचे कार्यकर्ते आहेत, अशी माहिती अंगरक्षकांनी आपल्याला दिली, असा दावा अर्णब

भाजप नेत्यांकडून निषेध

दिल्ली : अर्णब गोस्वामी यांच्यावर झालेल्या हल्ल्याचा भाजपचे राष्ट्रीय अध्यक्ष जे. पी. नंदा यांच्यासह पक्षाच्या अनेक नेत्यांनी निषेध केला असून या हल्ल्याबद्दल काँग्रेसला लक्ष्य केले आहे. मुख्यमंत्र्यांनी जाहीररीत्या गोस्वामी यांना धमकी दिल्याबत- त्यांच्यावर हल्ला होण्याचा प्रकार धक्काबद्दल आहे. ज्या पक्षाने देशात आणीबाणी लादली तो पक्ष अद्यापही व्यक्तिस्वातंत्र्यावर गद्दा आणण्याची परंपरा जपत आहे, असे नंदा यांनी टीवीट केले आहे. गोस्वामींवरील हल्ल्याचा माजी मुख्यमंत्री व विधानसभेतील विरोधी पक्षनेते देवेन्द्र फडणवीस यांनी निषेध केला आहे.

यांनी विचारपूस करण्यासाठी आलेल्या पोलीस अधिकाऱ्यांकडे

कारवाई करण्याची काँग्रेसची मागणी

दिल्ली : दूरचित्रवाणी वाहिनीवरील चर्चासत्रादरम्यान प्रक्षेपाण्या नियमांचे उल्लंघन केल्याबद्दल ज्येष्ठ पत्रकार अर्णब गोस्वामी आणि त्यांच्या वाहिनीवर कारवाई करावी, अशी मागणी काँग्रेसने माहिती आणि प्रसारण मंत्रालयाकडे केली आहे.

रिपब्लिक भारत या वाहिनीवरून सादर करण्यात आलेले चर्चासत्र दिशामुल करणारे आणि तिरस्कारयुक्त होते, असे महिला काँग्रेसच्या प्रमुख सुषिता देव यांनी माहिती आणि प्रसारणमंत्री प्रकाश जावडेकर यांना पाठविलेल्या पत्रांमध्ये म्हटले आहे.

केला. अर्णब यांनी पोलीस ठाण्यात दिलेल्या जबावात हा हल्ला काँग्रेस

‘आयएनएस’कडून निषेध

दिल्ली : ‘दी इंडियन न्यूजोपेर सोसायटी’ (आयएनएस) या मुक्ति उद्योगातील सर्वोच्च संस्थेने ज्येष्ठ पत्रकार अर्णब गोस्वामी यांच्यावर मुंबईत करण्यात आलेल्या भ्याड हल्ल्याचा एका पत्रकाराद्वारे तीव्र निषेध केला आहे. राजकीय पक्षांच्या गुंडांना अभिव्यक्तिस्वातंत्र्याबाबत किंपात आदर आहे हेच या हल्ल्यावरून अधोरेखित होते. त्यामुळे पत्रकारांना सुरक्षेची हमी देतानाच हल्लेखोरांवर कठोर कारवाई करावी, अशी मागणी आयएनएसने महाराष्ट्र सरकारकडे केली आहे. असा प्रकारचे हल्ले अक्षम्य असून त्याला सार्वत्रिक निषेध होणे गरजेचे आहे, असेही पत्रकामध्ये म्हटले आहे.

नेतृत्वाकडून घडविण्यात आला, असा आरोप केला आहे.

वाधवान बंधू

महाबळेश्वरमध्ये स्थानबद्ध

लोकसत्ता वार्ताहर

वाई : उद्योगपती वाधवान बंधूंच्यासह त्यांचे कुटुंबीय आणि कर्मचारी अशा २३ जणांना गुरुवारी महाबळेश्वर येथील त्यांच्या घरी विलगीकरणात ठेवण्यात आले. या सर्वांना या घरी येत्या ६ मेपर्यंत स्थानबद्ध करण्यात आले आहे. उद्योगपती वाधवान यांच्यासोबत २३ जणांना ९ एप्रिल रोजी पाचगणीतील विलगीकरण कक्षात दाखल करण्यात आले होते. त्यांचा हा काळ पूर्ण झाल्यावर सीबीआय न्यायालयाने बुधवारी कपिल आणि धीरज वाधवान यांना येत्या ३ मेपर्यंत सातारा जिल्हा सोडून न जाण्याबाबत आदेश बजावला आहे.

साताऱ्याचे जिल्हाधिकारी शेखर सिंह यांच्या आदेशावरून प्रांताधिकारी संगीता चौगुले गजापूरकर, तहसीलदार सुषमा पाटील, महाबळेश्वर-

सीबीआय न्यायालयाच्या आदेशानुसार आजची कारवाई करण्यात आली आहे. वाधवान कुटुंबीय व इतरवर जिल्हाबंदी आदेशाचा भंग केल्याबद्दलही कारवाई सुरू करण्यात आली आहे. ही चौकशी एकत्रित न करता रोज तिघांची यानुसार केली जाणार आहे. - तेजस्वी सातपुते, पोलीस अधीक्षक, सातारा.

पाचगणीच्या मुख्याधिकारी अमिता पाटील, पोलीस उपाधीक्षक अजित टिके यांच्या उपस्थितीत ही कारवाई करण्यात आली. या सर्वांना पाचगणीतील विलगीकरण कक्षातून ताब्यात घेताना त्यांची आरोग्य तपासणी करण्यात आली. यानंतर या सर्वांच्या हातावर विलगीकरणाचे शिक्के मारून त्यांना महाबळेश्वर येथील घरी स्थानबद्ध केले आहे.

संपूर्ण मुस्लीम समाजाला

दोष देणे अयोग्य - नक्वी

नवी दिल्ली : एका गटाने केलेल्या गुन्त्याबद्दल संपूर्ण मुस्लीम समाजाला जबाबदार धरता येऊ शकत नाही, असे केंद्रीय अल्पसंख्याक व्यवहारमंत्री मुख्तार अब्बास नक्वी यांनी गुरुवारी सांगितले. तबलिगी जमात परिषदेनंतर करोनाची लागण होण्याच्या प्रकारांमध्ये वाद झाल्याबद्दल मुस्लिमांना दोष देण्यात येत असल्याच्या पारवंभूमीवर नक्वी यांनी वरील मत व्यक्त केले. अल्पसंख्य समाजातील बहुसंख्य सदस्यांनी त्या गटाचा निषेध केला आहे, असेही नक्वी म्हणले. रमाझानच्या पवित्र महिन्यातही मुस्लीम समाज टाळेबंदीच्या मार्गदर्शक तत्वांचे पालन करील, असेही नक्वी यांनी वृत्तसंस्थेला दिलेल्या मुलाखतीमध्ये म्हटले आहे. राज्य वक्फ मंडळाचे अधिकारी, सामाजिक आणि धार्मिक नेते, इमाम यांच्याशी आपण याबाबत चर्चा केली असल्याचेही त्यांनी सांगितले.

KOTAK MAHINDRA BANK LIMITED
CIN - L65110MH1985PLC038137
Registered Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Tel.: 61660001, Website: www.kotak.com

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) (the "Act") read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) (the "Rules") read with the General Circular No. 17/ 2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid- 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), to transact the special business as set out hereunder by passing Special Resolution through postal ballot (only through the remote e-voting process).

The proposed Special Resolution and Explanatory Statement setting out material facts as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of Kotak Mahindra Bank Ltd. (the "Bank") through remote e-voting.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Bank has extended only the remote e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are provided in this Postal Ballot Notice. The Board of Directors of the Bank have appointed Ms. Rupal D. Jhaveri (Membership No.5441 and Certificate of Practice No. 4225), Practicing Company Secretary as the Scrutinizer and Mr. Sadhana Yadav, (FCS Membership No.27559 and Certificate of Practice No. 16632), Practicing Company Secretary & Partner in RJSY & Associates, as an Alternate Scrutinizer to Ms. Rupal D. Jhaveri, for conducting the meeting only through the electronic voting process, in a fair and transparent manner. Please note that there will be no physical meeting of the Members of the Bank as no meeting will be required to be held in terms of the MCA Circulars.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5:00 p.m. on Sunday, May 24, 2020. The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received.

After completion of scrutiny of the votes, the Scrutinizer will submit her Report to the Chairman of the Bank. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on the website of the Bank (www.kotak.com) and communicated to the stock exchanges on or before Monday, May 25, 2020. The said results along with the Scrutinizer's Report will also be displayed on the website of the Bank (www.kotak.com) and communicated to the stock exchanges. The resolution, if approved, will be taken as having been passed effectively on the date of declaration of the results.

Item No. 1: Issuance of equity shares of the Bank

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED that pursuant to the relevant provisions of the Memorandum and Articles of Association of the Bank, the provisions of Sections 23, 42, 62 and 179 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, statutory modification(s) and/or re-enactment thereof for the time being in force) ("Companies Act") and the rules made, and circulars issued thereunder, the relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any amendment, modification, variation or re-enactment thereof including any circulars and notifications issued thereunder) ("ICDR Regulations"), the applicable listing agreements entered into by the Bank with the stock exchanges) where the equity shares of the Bank of face value of Rs. 5/- each ("Equity Shares") are listed, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/or re-enactment thereof ("FEMA"), the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, including any amendments, statutory modification(s) and/or re-enactment thereof, the Consolidated FDI Policy Circular of 2017, as amended, issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India and all other applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India ("GOI"), and the Banking Regulation Act, 1949 including any amendments, statutory modification(s) and/or re-enactment thereof and other applicable laws, regulations, rules, notifications or circulars issued by the Ministry of Finance, the Ministry of Corporate Affairs ("MCA"), the Reserve Bank of India ("RBI"), BSE Limited and National Stock Exchange of India Limited ("Stock Exchanges"), the Securities and Exchange Board of India ("SEBI"), and/or any other governmental/regulatory/statutory authorities, in India or abroad, from time to time, to the extent applicable and subject to the consents and approvals of any governmental/regulatory/statutory authorities and guidelines and clarifications issued thereon from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions, which may be agreed to by the Board of Directors of the Bank (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted to be constituted by the Board to exercise its powers including powers conferred by this resolution), approval of the members of the Bank be, and is hereby, accorded to issue up to 5,00,00,000 (Five crores and fifty lakhs) Equity Shares, in one or more tranches through a private placement, follow-on public offering ("FPO"), Qualified Institutions Placement ("QIP") or a combination thereof, to any eligible investors in Indian Rupees or its equivalent of any other foreign currencies (whether or not such investors are members of the Bank, to all or any of them, jointly or severally), for cash, at such price or prices, at market prices) or at a discount or premium to market price(s) in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the merchant bankers(s) and/or other adviser(s) appointed by the Bank, through an offer/ placement document, preliminary offer, and/or other letter or document as may be deemed appropriate, and on such terms and conditions, including the terms of the issuance, security, fixing of record date, and at a price not less than the price calculated as per the applicable pricing formulae as may be decided by the Board in its sole and absolute discretion and as may be permitted by the relevant governmental/regulatory/statutory authority, together with any amendments and modifications thereto (the "Issue").

RESOLVED FURTHER that the Equity Shares, to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Bank and the Equity Shares as may be required to be issued and allotted in accordance with the terms of the Issue shall rank pari passu inter se and with the then existing Equity Shares of the Bank in all respects."

RESOLVED FURTHER that the relevant date for the purpose of pricing the Equity Shares shall be subject to applicable law. In the event of Equity Shares being issued by way of a QIP, the relevant date shall be the date of the meeting in which the Board decides to open the QIP or as permitted under applicable law."

RESOLVED FURTHER that in the event the Issue is undertaken by way of a QIP, the allotment of Equity Shares shall only be to qualified institutional buyers as defined in the ICDR Regulations ("QIBs"). Such Equity Shares shall be fully paid-up and the allotment of such Equity Shares shall be completed within 365 days from the date of passing of this resolution approving the QIP or such other time period as may be permitted under the ICDR Regulations from time to time."

RESOLVED FURTHER that in the event the Issue is undertaken by way of a QIP, the Equity Shares shall be offered, issued and allotted under Chapter VII of ICDR Regulations to QIBs at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VII of the ICDR Regulations and the price determined as per the provisions of Regulation 176(4) of the ICDR Regulations, if required. Furthermore, the Board may, at its absolute discretion, issue Equity Shares at or above the floor price or at a discount, if any, not exceeding permissible limit specified under applicable ICDR Regulations, calculated in accordance with the pricing formula provided under the ICDR Regulations. Further, the Equity Shares shall not be eligible to be sold by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time under the ICDR Regulations.

RESOLVED FURTHER that without prejudice to the generality of the above the Board be and is hereby authorized in its absolute discretion, in such manner as it may deem fit, to dispose of such of the Equity Shares that are not subscribed.

RESOLVED FURTHER that the Board be and is hereby authorized to do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the offering, issue and allotment of Equity Shares, including authorizing any committees of the Board, director(s) or officer(s) of the Bank to sign offer documents, execute any necessary documents, agreements, forms, deeds, appoint intermediaries, open and close the period of subscription, determine the terms and conditions of the issuance of Equity Shares, including the timing, floor price (including any discount thereon, as may be permitted under applicable law) and the issue price in respect of the Equity Shares, file any necessary forms with regulatory authorities and to allot the Equity Shares and to amend, vary or modify any of the above as the committee or such authorized persons may consider necessary, desirable or expedient, and enter into and execute all such arrangements/agreements as the case may be with any merchant bankers, lead managers, legal advisors, depository, custodian, registrar, escrow agent and any other intermediaries and all such agencies as may be involved or concerned in the Issue and to remunerate all such agencies including payment of commissions, brokerage, fees or the like, and also to seek the listing of such Equity Shares.

"RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers herein conferred on it, to any committee of the Board, or any whole-time Director or any other officer(s) of the Bank to give effect to the aforesaid resolution."

Place: Mumbai
Date: April 22, 2020

Notes:

- The related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the Issue of Special Business is annexed hereto.
- This Postal Ballot Notice is sent to all the Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), together with NSDL, the "Depositories") and is available with the Bank as on Friday, April 17, 2020 ("Eligible Members"). A copy of this Postal Ballot Notice will also be available on the website of the Bank (www.kotak.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Bank are listed and the website of KFin Technologies Private Limited ("KFinTech") (<http://kfininvesting.kavya.com>).
- This Postal Ballot Notice is being sent, by e-mail, only to those Eligible Members who have registered their e-mail ID with the Bank, the Depositories or with the depository participant or submitted their email IDs to KFinTech, on or before 5:00 p.m. on Thursday, May 21, 2020. On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Bank will send this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
- Eligible Members who have not submitted their e-mail IDs to KFinTech, are requested to provide their e-mail IDs to the Bank or to Registrar and Share Transfer Agent, on or before 5:00 p.m. on Thursday, May 21, 2020) pursuant to which, any Member may receive an e-mail ID provided by the Monitor this Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting.

The Bank: <https://www.kotak.com/investor-relations/investor-information/investor-info.html>. Please click on the link and follow the process provided at such link.

The Registrar: Process to be followed for submission of e-mail ID is as follows:

For Members who have Electronic facilities:

- Visit the link <https://karyama.kfintech.com/emailing>
- Select the company name
- Member to enter QIP-Client ID/ Folio Number and PAN details
- Upload the self-declared PAN copy
- Scrutinizer to enter e-mail ID and mobile number
- System will check the authenticity of the Client ID and PAN details, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only
- The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice
- The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member

For Members who have Physical folios:

- Visit the link <https://karyama.kfintech.com/emailing>
- Select the company name
- Member to enter physical Folio Number (only numeric) and PAN details
- In the event the PAN details are not available on record, Member to enter one of the certificate numbers
- Member to enter e-mail ID and mobile number
- System will check the authenticity of the Folio Number and PAN details or the certificate number, and send different OTPs to the Member on their e-mail ID and mobile number
- Member to enter the OTPs received by SMS and e-mail ID to complete the validation process. Please note that the OTP will be valid for five (5) minutes only
- If PAN details are not available, the system will prompt the Member to upload the duly signed and scanned copy of the PAN card
- The system will then confirm the e-mail ID for the limited purpose of service of this Postal Ballot Notice
- The system will then send this Postal Ballot Notice and procedure for remote e-voting to the e-mail ID provided by the Member

After successful submission of the e-mail ID, the Bank or KFinTech will share a copy of this Postal Ballot Notice, immediately and not later than within 48 hours of receipt of the e-mail ID from the Eligible Members. In case of any queries, shareholder may write to ainward.ris@kfintech.com

- Members are requested to submit their e-mail IDs with the Bank's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Selenia, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500032, India by following the procedure provided in this Postal Ballot Notice, in respect of both physical and electronic holdings
- Eligible Members can vote only through electronic mode of voting

THIS POSTAL BALLOT NOTICE DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC IN ANY JURISDICTION. NOTHING IN THIS POSTAL BALLOT NOTICE CONSTITUTES AN OFFER OF SECURITIES FOR SALE OR SOLICITATION IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO

Explanatory Statement setting out material facts concerning Item of special business:

In terms of Section 102 of the Act read with the Rules, the following statement sets out all the material facts relating to Item No. 1 of this Postal Ballot Notice dated April 22, 2020.

Item No. 1:

Members may note that the special resolution is to enable the Bank to create, issue, offer and allot Equity Shares, including by way of a private placement, a further public offering, a qualified institutions placement ("QIP") in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015, as amended ("ICDR Regulations"), or a combination thereof, in one or more tranches, at such price as may be deemed appropriate by the Board of Directors of the Bank (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted to be constituted by the Board to exercise its powers including powers conferred by this resolution) in its absolute discretion, including the discretion to determine the categories of investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and, wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed. The Board at its meeting held on April 22, 2020, subject to the approval of the Members, approved the issuance of Equity Shares by way of the Issue.

In the event such issuance of Equity Shares is undertaken by way of a QIP: (a) the allotment of Equity Shares shall be completed within a period of 365 days from passing this resolution or such other time as may be allowed under the ICDR Regulations from time to time; and (b) the pricing of the Equity Shares that may be issued to QIBs shall be freely determined subject to such price not being less than the floor price calculated in accordance with Chapter VII of the ICDR Regulations ("QIP Floor Price"), provided that the Bank may offer a discount not exceeding permissible limit specified under applicable ICDR Regulations. The maximum amount that the Bank intends to raise will be a product of Equity Shares not exceeding (in aggregate, when such amount is raised in one or more tranches) the number or specified in Item No. 1 of the Postal Ballot Notice and the issue price per Equity Share as determined by Board in accordance with applicable law.

The 'Reservist Date' for the purpose of pricing the Equity Shares, subject to applicable law, to be determined by the Board as being the meeting in which the Board decides to open the issue of such Equity Shares, subsequent to the receipt of Members' approval in terms of the Act, the ICDR Regulations and other applicable laws, regulations and guidelines.

As the Issue will result in an issuance of Equity Shares by the Bank to investors who may or may not be Members of the Bank, consent of the Members is being sought pursuant to Sections 42 and 62 and other applicable provisions, if any, of the Act, and any other law for the time being in force and as may be applicable.

The object of the proposed transaction is to strengthen the Bank's capital base and to strengthen its balance sheet, which would assist the Bank in dealing with contingencies, financing business opportunities (which may either be organic or inorganic) and which may also be pursuant to the economic events driven by the outbreak of COVID-19 (which has been declared a pandemic by the World Health Organization), or otherwise. Necessary disclosures have and will be made to the Stock Exchanges, as may be required under the listing agreements entered into with the Stock Exchanges, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Members are, therefore, requested to grant their approval for Item 1 of this Postal Ballot Notice.

The proposed Issue will result in the dilution of promoter's shareholding along with the shareholding of other Members.

None of the Directors or the Key Managerial Personnel of the Bank or their respective relatives is concerned or interested in the said Resolution.

By Order of the Board of Directors

Bina Chandarana
Joint President & Company Secretary

Place: Mumbai
Date: April 22, 2020

By Order of the Board of Directors

Bina Chandarana
Joint President & Company Secretary

Place: Mumbai
Date: April 22, 2020

