



TRANSCRIPT OF THE 1st EXTRA-ORDINARY GENERAL MEETING FOR THE FY 2023-24 OF THE MEMBERS OF KOTAK INFRASTRUCTURE DEBT FUND LIMITED HELD, AT SHORTER NOTICE, ON TUESDAY, 17TH OCTOBER, 2023 AT 01:15 P.M. INDIAN STANDARD TIME ("IST") AT 27BKC, C 27, G BLOCK, BANDRA KURLA COMPLEX, BANDRA (E), MUMBAI - 400 051

Commencement Time: 01:15 P.M. IST

Conclusion Time : 01:30 P.M. IST

The Members were informed that the 1st Extra-Ordinary General Meeting ("EGM") of Kotak Infrastructure Debt Fund Limited was convened, at a shorter notice, on Tuesday, October 17, 2023 at 1:15 p.m. Indian Standard Time at registered office of the Company 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.

Mr. Paritosh Kashyap - Non Executive Director proposed and Mr. - Raghunandan Maluste, Independent Director, seconded the appointment of Mr. Dipak Gupta - Non Executive Director as the Chairman of the Meeting.

Mr. Dipak Gupta chaired the Meeting. The Chairman confirmed the presence of the required quorum for the Meeting and thereafter, proceeded with the Meeting.

The Chairman then welcomed the Members present at the Meeting and informed that following Directors were present at the Meeting from their office at Mumbai:

- Mr. Paritosh Kashyap, Non-Executive Director
- Ms. Sujata Guhathakurta, Non-Executive Director
- Mr. Phani Shankar, Non-Executive Director
- Mr. Sanjeev Ramesh Shah, Non-Executive Director
- Mr. Raghunandan Maluste, Independent Director and Chairman of Audit Committee & Nomination and Remuneration Committee.

The Chairman further informed that, Mr. Venu Singla, Chief Executive Officer and Chief Financial Officer and Ms. Agam Sandha, Company Secretary of the Company were also present at the Meeting.

Apart from the Directors and KMP's, representative of the Statutory Auditors of the Company attended this EGM. The Secretarial Auditors of the Company were unable to attend the Meeting due to certain exigencies.

Kotak Infrastructure Debt Fund Ltd.

CIN U65910MH1988PLC048450

Registered Office :

27BKC, Plot No. C 27, G Block

Bandra Kurla Complex

Bandra (East), Mumbai - 400 051

India.

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www.kotak.com



The Members were informed that the Notice of the Extra-Ordinary General Meeting (“EGM”) had been sent to all the Members and Directors. With the permission of the Members, the same was taken as read.

Further, the relevant documents relating to the proposed resolution, statutory register, proxy register and other necessary documents were open for inspection.

The Chairman stated that the Meeting had been convened to seek the approval of the Members for the Special business item as detailed in the Notice of the EGM dated October 17, 2023. The Chairman invited queries from the members, if any. Since there were no queries, he proceeded further.

The Chairman had then put the following Resolution for voting by show of hands:

Item No. 1: Appointment of Mr. Sanjeev Ramesh Shah (DIN: 02780274) as an Independent Director of the Company for first term from 17th October 2023 upto 16th October 2028 (both days inclusive).

The Members were requested to propose and second the Resolution.

Mr. Arun Mathew proposed and Mr. Vikas Tarekar seconded the Resolution as a Special Resolution.

The Resolution was put to vote by show of hands and the Members unanimously approved the same as a Special Resolution.

The Chairman announced that the Members have unanimously approved all items and none of the Members voted against any Resolutions.

Accordingly, since all items were transacted, the Chairman thanked all Members and Directors for participating in the Meeting and the Members were informed that the transcript of the meeting would be available for inspection at the website of the Company.

The Meeting concluded with a vote of thanks.

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