

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65910MH1988PLC048450

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACK5920G

(ii) (a) Name of the company

KOTAK INFRASTRUCTURE DEB*

(b) Registered office address

27BKC, C 27, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai
Mumbai City
Maharashtra
400051

(c) *e-mail ID of the company

agam.sandha@kotak.com

(d) *Telephone number with STD code

02261660000

(e) Website

https://kidfl.kotak.com/

(iii) Date of Incorporation

10/08/1988

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	98.97

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KOTAK MAHINDRA BANK LIMITE	L65110MH1985PLC038137	Holding	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	310,050,000	310,000,000	310,000,000	310,000,000
Total amount of equity shares (in Rupees)	3,100,500,000	3,100,000,000	3,100,000,000	3,100,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	310,050,000	310,000,000	310,000,000	310,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,100,500,000	3,100,000,000	3,100,000,000	3,100,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	6,014	14	14	14
Total amount of preference shares (in rupees)	3,007,000,000	7,000,000	7,000,000	7,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE SHARES				
Number of preference shares	6,014	14	14	14
Nominal value per share (in rupees)	500,000	500,000	500,000	500,000
Total amount of preference shares (in rupees)	3,007,000,000	7,000,000	7,000,000	7,000,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	310,000,000	0	310,000,000	3,100,000,000	3,100,000,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	310,000,000	0	310000000	3,100,000,0	3,100,000,0	
Preference shares						
At the beginning of the year	14	0	14	7,000,000	7,000,000	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	14	0	14	7,000,000	7,000,000	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		27/09/2021	
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	5,000	1000000	5,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			5,000,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	5,000,000,000	0	0	5,000,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

695,956,809.72

(ii) Net worth of the Company

4,456,534,595.56

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	60	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	92,999,940	30	14	100
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	217,000,000	70	0	0
10.	Others	0	0	0	0
	Total	310,000,000	100	14	100

Total number of shareholders (promoters)

10

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

Total number of shareholders (Promoters+Public/
Other than promoters)

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	0	0
Debenture holders	20	23

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	6	0	5	0	0
(i) Non-Independent	0	4	0	4	0	0
(ii) Independent	0	2	0	1	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	6	0	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DIPAK GUPTA	00004771	Director	10	
VENKAT KRISHNAN S	00031794	Director	10	01/07/2022
ARVIND KATHPALIA	02630873	Director	0	01/04/2022
SUJATA GUHATHAKU	08099266	Director	0	
RAGHUNANDAN DATT	01302477	Director	0	
BHAVESH MAHADEO	AIFPJ6429B	Company Secretar	0	01/08/2022

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
UDAY YESHWANT PH	00030191	Director	05/07/2021	Cessation
MANOJ RAJENDRA GU	AHIPG9119K	CEO	31/01/2022	Cessation
MANOJ RAJENDRA GU	AHIPG9119K	CFO	31/01/2022	Cessation
MANOJ RAJENDRA GU	AHIPG9119K	Manager	31/01/2022	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEET	27/09/2021	10	7	70

B. BOARD MEETINGS

*Number of meetings held

12

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2021	6	6	100
2	24/05/2021	6	6	100
3	04/06/2021	6	6	100
4	22/07/2021	5	5	100
5	13/09/2021	5	5	100
6	06/10/2021	5	4	80
7	21/10/2021	5	5	100
8	11/11/2021	5	4	80
9	14/01/2022	5	5	100
10	25/01/2022	5	5	100
11	09/02/2022	5	5	100
12	03/03/2022	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	27/04/2021	3	3	100
2	AUDIT COMM	24/05/2021	3	3	100
3	AUDIT COMM	04/06/2021	3	3	100
4	AUDIT COMM	22/07/2021	3	3	100
5	AUDIT COMM	13/09/2021	3	3	100
6	AUDIT COMM	21/10/2021	3	3	100
7	AUDIT COMM	11/11/2021	3	2	66.67
8	AUDIT COMM	25/01/2022	3	3	100
9	AUDIT COMM	09/02/2022	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	AUDIT COMM	31/03/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	DIPAK GUPTA	12	12	100	8	7	87.5	Yes
2	VENKAT KRISHNA	12	11	91.67	18	18	100	Not Applicable
3	ARVIND KATHIRAVELU	12	11	91.67	12	11	91.67	Not Applicable
4	SUJATA GUHA	12	12	100	0	0	0	Yes
5	RAGHUNANDH	12	12	100	14	14	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	MANOJ RAJENDRAN	CEO, CFO and I	22,453,872	0	6,534,869	33,000	29,021,741
	Total		22,453,872	0	6,534,869	33,000	29,021,741

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	MANOJ RAJENDRAN	CEO, CFO and I	22,453,872	0	6,534,869	33,000	29,021,741
2	VEENU SINGLA	CEO and CFO	701,287	0	0	0	701,287
3	BHAVESH MAHADAN	Company Secre	3,303,968	0	0	0	3,303,968
	Total		26,459,127	0	6,534,869	33,000	33,026,996

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	UDAY PHADKE	INDEPENDENT	0	200,000	0	250,000	450,000
2	RAGHUNANDAN D	INDEPENDENT	0	400,000	0	880,000	1,280,000
	Total		0	600,000	0	1,130,000	1,730,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

JIGYASA NILESH VED

Whether associate or fellow

Associate Fellow

Certificate of practice number

6018

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

Attach	Equity shareholding - 31032022.pdf
Attach	Preference shareholding - 31032022.pdf
Attach	Debtenture holder details_2021-22.pdf
Attach	MGT-8 FINAL.pdf
Attach	Debtenture transfer details_2021-22.pdf
Attach	Annexure for Meetings.pdf
Attach	Clarification.pdf

Remove attachment

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

KOTAK INFRASTRUCTURE DEBT FUND LIMITED - LIST OF PREFERENCE SHAREHOLDERS

(As on 31.03.2022)

Folio No.	Name of shareholder	No. of shares held	Face value (in Rs.)	Amount paid up (in Rs.)
PR2	Kotak Mahindra Bank Limited	14	500000	7000000

Agam Sandha Digitally signed
by Agam Sandha
Date: 2022.10.17
16:11:49 +05'30'

ANNEXURE COMMITTEE MEETINGS					
KOTAK INFRASTRUCTURE DEBT FUND LIMITED					
IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS					
C. COMMITTEE MEETINGS					
NUMBER OF MEETINGS HELD - 18					
Sr.No	Type of meeting	Date of meeting	Total no. of Directors associated as on the date of the meeting	Number of Directors attended the meeting	% of attendance
1	NOMINATION AND REMUNERATION	27.04.2021	4	4	100
2		28.05.2021	4	4	100
3		14.01.2022	4	4	100
4	RISK MANAGEMENT COMMITTEE	17.06.2021	3	3	100
5		23.09.2021	3	3	100
6		21.12.2021	3	2	66.67
7		22.03.2022	3	3	100
8	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	24.03.2022	3	3	100

Agam
Sandha

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Agam Sandha
Date: 2022.10.17
16:05:48 +05'30'



October 21, 2022

Registrar of Companies
100, Everest,
Marine Drive,
Mumbai – 400 002

Dear Sir/ Madam,

Sub: Clarification in Form MGT-7

We are in process of uploading Form MGT-7 – Annual Return for FY 2021-22 of Kotak Infrastructure Debt Fund Limited ("Company") CIN: U65910MH1988PLC048450.

We are getting the following error at the time of pre-scrutiny of the said Form MGT-7:

"PAN BODPS9256Q entered in the field 'Details of Directors, Key Managerial Personnel during the year' was not associated with the company under the selected designation during the year.

PAN BODPS9256Q entered in the field 'Details of Directors, Key Managerial Personnel as on the closure of financial year' is not associated with the company under the selected designation as on the financial year end date."

In this connection, we wish to state that Mr. Veenu Singla (PAN BODPS9256Q) was appointed as the Chief Executive Officer and Chief Financial Officer of the Company with effect from February 1, 2022. The Company had also filed Form DIR-12 (SRN: T81145807) on February 15, 2022, pursuant to his appointment. The same is also reflected on Ministry of Corporate Affairs ("MCA") website.

We are unable to upload the form on account of the error as stated above. Further, a ticket has also been raised by the Company with the MCA regarding this issue (ticket number FO_20221020164726).

In order to ensure adherence to filing Form MGT-7 with the prescribed timelines, we have excluded the details of Mr. Veenu Singla as Chief Executive Officer and Chief Financial Officer of the Company from the below mentioned two points under the heading 'Details of Directors and Key Managerial Personnel':

- i. Pt. VIII (B) (i) Details of directors and Key managerial personnel as on the closure of financial year; and
- ii. Pt. VIII (B) (ii) Particulars of change in director(s) and Key managerial personnel during the year.

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.

T +91 22 61660000

F +91 22 67132410

www.kotak.com



The correct details are reproduced below for ready reference:

Pt. VIII (B) (i) Details of directors and Key managerial personnel as on the closure of financial year

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date - 8

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DIPAK GUPTA	00004771	Director	10	
VENKAT KRISHNAN SUBRAMANIAN	00031794	Director	10	01/07/2022
ARVIND KATHPALIA	02630873	Director	0	01/04/2022
SUJATA GUHATHAKURTA	08099266	Director	0	
RAGHUNANDAN DATTATRAY MALUSTE	01302477	Director	0	
BHAVESH MAHADEO JADHAV	AIFPJ6429B	Company Secretary	0	01/08/2022
VEENU SINGLA	BODPS9256Q	CEO	0	
VEENU SINGLA	BODPS9256Q	CFO	0	

Pt. VIII (B) (ii) Particulars of change in director(s) and Key managerial personnel during the year – 6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
UDAY YESHWANT PHADKE	00030191	Director	05/07/2021	Cessation
MANOJ RAJENDRA GUPTA	AHIPG9119K	CEO	31/01/2022	Cessation
MANOJ RAJENDRA GUPTA	AHIPG9119K	CFO	31/01/2022	Cessation
MANOJ RAJENDRA GUPTA	AHIPG9119K	Manager	31/01/2022	Cessation
VEENU SINGLA	BODPS9256Q	CEO	01/02/2022	Appointment
VEENU SINGLA	BODPS9256Q	CFO	01/02/2022	Appointment

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.

T +91 22 61660000

F +91 22 67132410

www.kotak.com



You are requested to please take note of the above.

KOTAK INFRASTRUCTURE DEBT FUND LIMITED

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**AGAM SANDHA
COMPANY SECRETARY**

Kotak Infrastructure Debt Fund Ltd.

CIN U65910MH1988PLC048450

Registered Office :

27BKC, Plot No. C 27, G Block

Bandra Kurla Complex

Bandra (East), Mumbai - 400 051

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F +91 22 67132410

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Beneficiaries as on 31.03.2022

Sr. No	Series	ISIN	Date of Allotment	Date of Maturity	PAN	DP ID	Client ID	Name of Beneficiary	Address of Beneficiary	No. of Debentures held	Face Value (in Rs.)	Trustee
NCD 01	KIDFL/2017-18/001	INE905Y07019	05-Dec-17	05-Dec-22	AAACK4409J	IN302814	10025816	Kotak Mahindra Bank Ltd	Plot C-27, G Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra 400051	1000	1000000000	IDBI
NCD 02	KIDFL/2017-18/002	INE905Y07027	19-Jan-18	17-Feb-23	AAACK4409J	IN302814	10025816	Kotak Mahindra Bank Ltd	Plot C-27, G Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra 400051	1500	1500000000	IDBI
NCD 03	KIDFL/2017-18/003	INE905Y07035	29-Jun-18	28-Jul-23	AAACK4409J	IN302814	10025816	Kotak Mahindra Bank Ltd	Plot C-27, G Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra 400051	1500	1500000000	IDBI
NCD 04	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AADCC1881F	IN300167	10048498	Canara Hsbc Oriental Bank C	Deutsche Bank Ag Dd House, Hazarimal Soman Marg Post Box No. 1342, Fort Mumbai 400001	400	4000000000	IDBI
NCD 05	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AFTPP2488K	IN300214	23060989	Madhusree Pachisia	13, Rajani Sen Road Kalighat Kolkata West Bengal 700026	5	50000000	IDBI
NCD 06	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAAAM0399K	IN300450	10864793	Maharashtra State Warehou	583 / B Market Yard Gultekadi Pune 411037	8	80000000	IDBI
NCD 07	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAATB1507F	IN300476	40027388	Bharat Fritz Werner Private	Peenya Yeshwanthapur Post Bangalore 560022	6	60000000	IDBI
NCD 08	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAATH5844E	IN300476	40425993	H A L Employees Provident F	Hindustan Aeronautics Ltd E P F Trust Transport Aircraft Division P O Chakeri Kanpur 208008	25	2500000000	IDBI
NCD 09	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AABTM6594I	IN300476	40765368	Board Of Trustees Mecon En	Mecon Limited Ranchi 834002	20	2000000000	IDBI
NCD 10	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	ADHPS2255G	IN301098	10813244	Varshah Ramesh Sathe	18, Anandbag Colony Nr Valkunth Naval Peth Pune 411030	1	1000000000	IDBI
NCD 11	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AADAT3145M	IN301127	16245653	Toyo Engineering India Priva	Toyo House Lal Bahadur Shastri Marg Kanjur Marg West Mumbai 400078	25	2500000000	IDBI
NCD 12	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AABC82066P	IN301151	21973941	Britania Industries Limited	5/1 A Hungerford Street Kolkata 700017	100	1000000000	IDBI
NCD 13	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAATO0099F	IN301549	17127953	Otis Elevator Company (Indi	Magnus Towers, 9th Floor Mind Space Link Road Malad W Mumbai 400064	15	1500000000	IDBI
NCD 14	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AACT59183Q	IN301549	17153365	Sandvik Asia Limited Provide	C/O Sandvik Asia Ltd Mumbai Pune Road Dapodi Pune 411012	12	1200000000	IDBI
NCD 15	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAATC1538P	IN301549	17296816	Cesc Limited Provident Fund	Cesc House Chowringhee Square Kolkata 700001	100	1000000000	IDBI
NCD 16	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAATK8598H	IN301549	17307761	Kirloskar Brothers Ltd Empl	C/O Kirloskar Brothers Ltd Kirloskarvadi Dst Sangli 416208	6	6000000000	IDBI
NCD 17	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AAATK8599G	IN301549	17307779	Kirloskar Brothers Ltd Staff	C/O Kirloskar Brothers Ltd Kirloskarvadi Dst Sangli 416208	11	1100000000	IDBI
NCD 18	KIDFL/2019-20/001_1	INE905Y07043	30-May-19	28-Jun-24	AABTA2477Q	IN300476	42432986	Sanofi India Ltd Provident Fu	Aventis House 54/A Sr Mathurdas Vasanti Road Chakala Andheri Mumbai 400093	16	2600000000	IDBI
NCD 19	KIDFL/2019-20/001_2	INE905Y07043	30-May-19	28-Jun-24	AABC82066P	IN301151	21973941	Britania Industries Limited	5/1 A Hungerford Street Kolkata 700017	100	1000000000	IDBI
NCD 20	KIDFL/2019-20/001_3	INE905Y07043	30-May-19	28-Jun-24	AABTA2477Q	IN300476	42432986	Sanofi India Ltd Provident Fu	Aventis House 54/A Sr Mathurdas Vasanti Road Chakala Andheri Mumbai 400093	10	2600000000	IDBI
NCD 21	KIDFL/2019-20/001_3	INE905Y07043	30-May-19	28-Jun-24	AAECA2874P	IN300812	10489864	Agriculture Insurance Comp	13th Floor, Ambadeep Building Kasturba Gandhi Marg Connaught Place New Delhi. 110001	120	1200000000	IDBI

NCD 22	KIDFI/2019-20/001_3	INE90SY07043	30-May-19	28-Jun-24	AAATG2341G	IN301071	80051476	Ghelani Charitable Trust	C/O Law Charter 14-K Hanam Street Rajabhadur Manjan Fort Mumbai 400021	10	10000000	IDBI
NCD 23	KIDFI/2019-20/001_3	INE90SY07043	30-May-19	28-Jun-24	AAATA2060L	IN301549	16576758	Alfa Laval India Staff Provide	Mumbai Pune Road Dapodi Pune 411012	10	10000000	IDBI

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Kotak Infrastructure Debt Fund Limited

Date of Registration of transfer**	ISIN	Type of Transfer: 1- Equity, 2- Preference, 3- Debentures, 4-Stock	Number of Debentures Transferred	Amount per Debenture (Face Value)	Ledger folio of Transferor (DP ID)	Ledger folio of Transferor (Client ID)	Name of Transferor	Ledger folio of Transferee (DP ID)	Ledger folio of Transferee (Client ID)	Name of Transferee
09-04-2021	INE905Y07043	3	100	10,00,000.00	IN301330	22396780	A K CAPITAL FINANCE LIMITED	IN300167	10046498	CANARA HSBC ORIENTAL BANK OF COMMERCE LIFE INSURANCE COMPANY LTD
31-03-2022	INE905Y07043	3	10	10,00,000.00	IN300476	40947435	CROMPTON GREAVES LIMITED PROVIDENT FUND NO 1	IN301071	80051476	GHELANI CHARITABLE TRUST

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KOTAK INFRASTRUCTURE DEBT FUND LIMITED - LIST OF SHAREHOLDERS (EQUITY)

(As on 31.03.2022)

Folio No.	Name of shareholder	No. of shares held	Face value (in Rs.)	Amount paid up (in Rs.)
28	Kotak Mahindra Bank Limited	92999940	10	929999400
33	Kotak Securities Limited	93000000	10	930000000
34	Kotak Investment Advisors Limited	62000000	10	620000000
35	Kotak Mahindra Capital Company Limited	62000000	10	620000000
<i>Nominees of Kotak Mahindra Bank Ltd. and jointly holding with Kotak Mahindra Bank Ltd.</i>				
23	Dipak Gupta	10	10	100
25	K.V.S. Manian	10	10	100
29	Jaimin Bhatt	10	10	100
30	Cynthia Gomes	10	10	100
32	T. V. Raghunath	10	10	100
36	Narayan S.A.	10	10	100
	TOTAL	310000000		3100000000

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FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Kotak Infrastructure Debt Fund Limited** (the company) CIN No. **U65910MH1988PLC048450** having its Registered Office at 27 BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai 400 051 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **31st March, 2022**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents and considering the relaxations granted by the Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the company has generally complied with provisions of the Act & Rules made thereunder in respect of :
1. Its status under the Act.
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies and other authorities ;
 4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions, have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed;

No resolutions were passed through postal ballot during the year;
 5. closure of Register of Members/Security holders, as the case may be; Not applicable

6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. there were no contracts/arrangements with related parties as specified in section 188 of the Act except the transactions in the ordinary course of business and which were at arms length basis;
8. transfer or transmission of debentures, issue of security certificates in all instances;

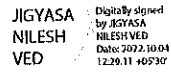
there was no issue and allotment of securities or buy back of securities/redemption of preference shares, redemption of debentures or alteration or reduction of share capital/conversion of shares/ securities during the year;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares, as applicable pending registration of transfer of shares in compliance with the provisions of the Act; (Not applicable since no event took place during the year under review)
10. Declaration and payment of dividend;

transfer of unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund; Not Applicable
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3),(4) and (5) thereof;
12. constitution/ appointment/ re-appointments/retirement/filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; as applicable
13. appointment / re-appointment / filling up of casual vacancies of auditors as per the provisions of section 139 of the Act;
14. no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. the Company has not accepted any Fixed Deposits during the year;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. The company being a Non Banking Financial Company, the provisions of section 186 of the Act, pertaining to investing or lending activities were not applicable;

18. there had been no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year;

Place: Mumbai
Date : 04.10.2022

For Parikh & Associates
Company Secretaries

Signature:  JIGYASA
NILESH
VED

Name of Company Secretary: Jigyasa N. Ved
Partner

C.P.No. : 6018

PR No.: 1129/2021

UDIN No. : F006488D001130072

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

'Annexure A to Form MGT-8'

To,
Kotak Infrastructure Debt Fund Limited

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed, provide a reasonable basis for our opinion.
3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

Place: Mumbai
Date : 04.10.2022

For Parikh & Associates
Company Secretaries

Signature:

Name of Company Secretary: Jigyasa N. Ved

Partner

C.P.No. : 6018

PR No.: 1129/2021

UDIN No. : F006488D001130072

JIGYASA : Digitally signed
by JIGYASA
NILESH : NILESHVED
VED : Date: 2022.10.04
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