



January 14, 2026

**BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001.**

Subject: Corporate Governance Report pursuant to Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Compliance Report on Corporate Governance of the Company for the quarter ended December 31, 2025.

The same is also available on the website of the Company.

Request you to take the above on your record.

Thanking you,

Yours faithfully,

For **Kotak Infrastructure Debt Fund Limited**

**Komal Mota
Company Secretary**

Kotak Infrastructure Debt Fund Ltd.

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Registered Office: F +91 22 67132410
27BKC, Plot No. C 27, G Block, www.kotak.com
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
India

XBRL Excel Utility	
1.	Overview
2.	Before you begin
3.	Index
4.	Steps for Filing Corporate Governance Report
5.	Fill up the data in excel utility

I. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.
6. Kindly use this file in local system instead of OneDrive/shared drive. Because it may gives an error "Run-time error '52' : Bad file name or number" While clicking on textblock button if files saved on OneDrive/shared drive.

3. Index

1	Details of general information about company	General Info
2	Composition of BOD	Annexure I - Composition of BOD
3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD
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11	Annexure III	Annexure III
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13	Additional Half yearly Disclosure	Additional Half Yearly Disc
14	Details of Cyber security incidence	Cyber security incidence
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5. Steps for Filing Corporate Governance Report

I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

II. Validating Sheets: Click on the "**Validate**" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

III. Validate All Sheets: Click on the "**Home**" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

V. Generate Report : Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

6. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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General information about company	
Scrip code	958808
NSE Symbol	
MSEI Symbol	
ISIN	
Name of the entity	Kotak Infrstructure Debt Fund Limited
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter	Quarterly
Date of Report	31-12-2025
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis

1. Composition of Board of Directors

Disclosure of roles on composition of board of directors respectively		Not Applicable		Yes		No		Disqualification of Directors under section 166 of the Companies Act, 2013																		
Whether the listed entity has a Regular Chairperson		Yes		No		No																				
Whether Chairperson is related to MD or CEO		Yes		No																						
Sr	Title (Mr / Ms)	Name of the Director	PAN	DOB	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Under Reg. 17(3)(c) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Term of director (in months)	No of Directorship in listed entities including the listed entity (Under Regulation 17(a) of Listing Regulations)	No of independent Directorship in listed entities including the listed entity (Under Regulation 17(b) of Listing Regulations)	Number of memberships in Audit Committee/ Shareholder Meet entity (Under Regulation 36(1) of Listing Regulations)	No of post of Chairperson in Audit Committee/ Shareholder Meet entity (Under Regulation 36(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Supriyandata Dattatraya Mishra	AMFSD113M	03/02/1977	Non-Executive - Independent Director	Chairman		30-03-1990	No				Active	Yes	05-02-2024	21-08-2018	21-08-2021		36.30	1	1	1	1			
2	Mr	Srinivas Dhan	AMFSD114H	07/09/1974	Non-Executive - Independent Director	Not Available		06-06-1999	No				Active	Yes		17-05-2023			26.00	1	1	1	1			
3	Mr	Ramesh Anil Kumar	AMFSD115G	05/11/1962	Executive Director	Not Available		14-01-1997	No				Active	Yes		20-08-2024			24.00	1	1	1	1			
4	Mr	Prakash Gupta	AMFSD116T	08/07/71	Non-Executive - Non Independent Director	Not Available		14-01-1996	No				Active	Yes		20-08-2024			18.00	1	1	1	1			
5	Mr	Prakash Mishra	AMFSD117N	09/05/1966	Non-Executive - Non Independent Director	Not Available		20-03-1993	No				Active	Yes		14-05-2023			17.25	1	1	1	1			
6	Ms	Sujata Subramanian	AMFSD118M	08/09/1968	Non-Executive - Non Independent Director	Not Available		24-02-1990	No				Active	Yes		20-02-2018			33.25	1	1	1	1			

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
 2. Date of Appointment can be any day upto September 30, 2022.
 3. Date of Cessation must be for the current quarter only. i.e. July 1, 2022 to

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Chairperson	18-01-2019		
2	02780274	Sanjeev Shah	Non-Executive - Independent Director	Member	17-10-2023		
3	08099266	Sujata Guhathakurta	Non-Executive - Non Independent Director	Member	27-04-2022		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02780274	Sanjeev Shah	Non-Executive - Independent Director	Chairperson	18-06-2025		
2	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Member	18-06-2025		
3	07656300	Paritosh Kashyap	Non-Executive - Non Independent Director	Member	21-07-2025		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Chairperson	17-10-2023		
2	07656300	Paritosh Kashyap	Non-Executive - Non Independent Director	Member	17-10-2023		
3	00004771	Dipak Gupta	Non-Executive - Non Independent Director	Member	21-07-2025		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00004771	Dipak Gupta	Non-Executive - Non Independent Director	Chairperson	18-01-2019		
2	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Member	17-10-2023		
3	02780274	Sanjeev Shah	Non-Executive - Independent Director	Member	17-10-2023		
4	08099266	Sujata Guhathakurta	Non-Executive - Non Independent Director	Member	30-04-2024		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Chairperson	18-01-2019		
2	08099266	Sujata Guhathakurta	Non-Executive - Non Independent Director	Member	17-10-2023		
3	00004771	Dipak Gupta	Non-Executive - Non Independent Director	Member	21-07-2025		
4							
5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01517632	Ramesh Ashok Rao	IT Strategy Committee	Non-Executive - Independent Director	Chairperson	
2	01302477	Raghunandan Dattatray Maluste	IT Strategy Committee	Non-Executive - Independent Director	Member	
3	08099266	Sujata Guhathakurta	IT Strategy Committee	Non-Executive - Non Independent Director	Member	
4						
5						
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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete					
1	21-07-2025			Yes	6	5	3
2	03-09-2025	43		Yes	6	4	2
3	13-10-2025	39		Yes	6	5	2
4	18-11-2025	35		Yes	6	6	3
5	15-12-2025	26		Yes	6	5	3

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* to be filled in only for the current quarter meetings

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory						Add Notes				
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
	Add Delete									
1	Audit Committee	21-07-2025				Yes	3	3	2	0
2	Audit Committee	13-10-2025	83			Yes	3	3	2	0
3	Risk Management Committee	15-09-2025				Yes	4	3	1	0
4	Risk Management Committee	18-12-2025	93			Yes	4	3	2	0
5	Other Committee	24-09-2025		IT Strategy Committee		Yes	3	2	1	0
6	Other Committee	19-12-2025	85	IT Strategy Committee		Yes	3	3	2	0
7	Nomination and remuneration committee	13-10-2025				Yes	3	3	2	0
8	Nomination and remuneration committee	18-11-2025	35			Yes	3	3	2	0

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* to be filled in only for the current quarter meetings

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Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Other details of cyber security incidence or breaches or loss of data event	Add Notes
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
Sr.	Date of the event
	Brief details of the event

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Sr	Subject	Compliance status
1	Name of signatory	Ms. Komal Mota
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Ms.Komal Mota
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	14-01-2026

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