



July 19, 2024

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, attached herewith the Corporate Governance Report for quarter ended June 30, 2024.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Kotak Infrastructure Debt Fund Limited**

Subhadra Mallinath Atanur
Company Secretary and Compliance Officer

Kotak Infrastructure Debt Fund Ltd.

CIN U65910MH1988PLC048450 T +91 22 61660000
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

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General information about company	
Scrip code	958808
NSE Symbol	
MSEI Symbol	
ISIN	
Name of the entity	Kotak Infrastructure Debt Fund Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
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 3
B. Composition of Committees
 Division of Public Corporation of Karnataka
Public Accounts Committee

For this quarter kindly tick the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
 2. Date of Assessment can be any day upto September 30, 2022.
 3. Date of Cessation must not be for current quarter only, i.e. July 2022 to September 30, 2022

Public Accounts Committee Details

Sl. No.	DIN Number	Name of Committee members	Whether the Public Accounts Committee is a Regular Committee		Date of Appointment	Date of Cessation	Remarks
			Yes	No			
1	10000007	Prof. Umesh Chandra Mahapatra	Member	Independent Director	20-01-2022		
2	10000008	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
3	10000009	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
4	10000010	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
5	10000011	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
6	10000012	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
7	10000013	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
8	10000014	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
9	10000015	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
10	10000016	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		

Remuneration and Empowerment Committee

Sl. No.	DIN Number	Name of Committee members	Whether the Remuneration and Empowerment Committee is a Regular Committee		Date of Appointment	Date of Cessation	Remarks
			Yes	No			
1	10000007	Prof. Umesh Chandra Mahapatra	Member	Independent Director	20-01-2022		
2	10000008	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
3	10000009	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
4	10000010	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
5	10000011	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
6	10000012	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
7	10000013	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
8	10000014	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
9	10000015	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
10	10000016	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		

Shareholders Relationship Committee

Sl. No.	DIN Number	Name of Committee members	Whether the Shareholders Relationship Committee is a Regular Committee		Date of Appointment	Date of Cessation	Remarks
			Yes	No			
1	10000007	Prof. Umesh Chandra Mahapatra	Member	Independent Director	20-01-2022		
2	10000008	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
3	10000009	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
4	10000010	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
5	10000011	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
6	10000012	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
7	10000013	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
8	10000014	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
9	10000015	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
10	10000016	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		

Risk Management Committee

Sl. No.	DIN Number	Name of Committee members	Whether the Risk Management Committee is a Regular Committee		Date of Appointment	Date of Cessation	Remarks
			Yes	No			
1	10000007	Prof. Umesh Chandra Mahapatra	Member	Independent Director	20-01-2022		
2	10000008	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
3	10000009	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
4	10000010	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
5	10000011	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
6	10000012	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
7	10000013	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
8	10000014	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
9	10000015	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
10	10000016	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		

Corporate Social Responsibility Committee

Sl. No.	DIN Number	Name of Committee members	Whether the Corporate Social Responsibility Committee is a Regular Committee		Date of Appointment	Date of Cessation	Remarks
			Yes	No			
1	10000007	Prof. Umesh Chandra Mahapatra	Member	Independent Director	20-01-2022		
2	10000008	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
3	10000009	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
4	10000010	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
5	10000011	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
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8	10000014	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
9	10000015	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		
10	10000016	Dr. S. S. Srinivas	Member	Independent Director	20-01-2022		

Other Committees

Sl. No.	DIN Number	Name of Committee members	Name of other committee	Category I of Directors	Category II of Directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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	17-01-2024			Yes	6	3	1
2	15-02-2024	28		Yes	6	6	2
3	13-03-2024	26		Yes	6	4	1
4	26-03-2024	12		Yes	6	6	2
5	30-04-2024	34		Yes	6	5	2
6	09-05-2024	8		Yes	6	5	3
7	28-05-2024	18		Yes	6	4	1
8	10-06-2024	12		Yes	6	6	3
9	24-06-2024	13		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	17-01-2024				Yes	3	3	2	0		
2	Audit Committee	30-04-2024	103			Yes	3	3	2	0		
3	Audit Committee	24-06-2024	54			Yes	3	3	2	0		
4	Nomination and remuneration committee	17-01-2024				Yes	3	2	2	0		
5	Nomination and remuneration committee	13-03-2024	55			Yes	3	2	2	0		
6	Nomination and remuneration committee	26-03-2024	12			Yes	3	2	2	0		
7	Nomination and remuneration committee	30-04-2024	34			Yes	3	2	2	0		
8	Nomination and remuneration committee	09-05-2024	8			Yes	3	2	2	0		
9	Risk Management Committee	24-03-2024				Yes	5	2	1	0		
10	Risk Management Committee	24-06-2024	91			Yes	4	3	2	0		
11	Corporate Social Responsibility Committee	17-01-2024				Yes	3	2	1	0		
12	Corporate Social Responsibility Committee	24-06-2024	158			Yes	3	3	1	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

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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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Annexure 1		
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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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Veenu Singla
2	Designation	Chief Financial Officer