



19<sup>th</sup> January, 2024

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

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

Dear Sir,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith the Corporate Governance Report for quarter ended 31<sup>st</sup> December, 2023.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Kotak Infrastructure Debt Fund Limited**

**Veenu Singla  
Chief Executive Officer**

**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](http://www.kotak.com)

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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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
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

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 filed 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 September 30,2022

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.	08099266	Sujata Gajhathakurta	Non-Executive - Non Independent Director	Member	27-04-2022		
3.	02780274	Sanjeev Shah	Non-Executive - Independent Director	Member	17-10-2023		
4.	07656300	Paritosh Kadiyap	Non-Executive - Non Independent Director	Member	14-07-2022	17-10-2023	
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.	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.	07656300	Paritosh Kadiyap	Non-Executive - Non Independent Director	Member	14-07-2022		
4.	00004771	Dipak Gupta	Non-Executive - Non Independent Director	Member	25-04-2017	17-10-2023	
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 Kadiyap	Non-Executive - Non Independent Director	Member	17-10-2023		
3.	08099266	Sujata Gajhathakurta	Non-Executive - Non Independent Director	Member	17-10-2023		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Risk Management Committee

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.	09661318	Phani Shankar	Non-Executive - Non Independent Director	Chairperson	24-08-2022		
2.	00004771	Dipak Gupta	Non-Executive - Non Independent Director	Member	18-01-2019		
3.	07656300	Paritosh Kadiyap	Non-Executive - Non Independent Director	Member	24-01-2022		
4.	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Member	17-10-2023		
5.	02780274	Sanjeev Shah	Non-Executive - Independent Director	Member	17-10-2023		
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 Gajhathakurta	Non-Executive - Non Independent Director	Member	18-01-2019		
3.	07656300	Paritosh Kadiyap	Non-Executive - Non Independent Director	Member	17-10-2023		
4.	00004771	Dipak Gupta	Non-Executive - Non Independent Director	Member	18-01-2019	17-10-2023	
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.						
2.						
3.						
4.						
5.						
6.						
7.						
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9.						
10.						

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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*
	<a href="#">Add</a> <a href="#">Delete</a>						
1	10-07-2023			Yes	5	5	1
2	17-07-2023	6		Yes	5	5	1
3	23-08-2023	36		Yes	5	5	1
4	17-10-2023	54		Yes	6	6	2
5	05-12-2023	48		Yes	6	6	2
6	28-12-2023	22		Yes	6	5	2

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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	Risk Management Committee	25-09-2023				Yes	3	2	0	0
2	Risk Management Committee	21-12-2023	86			Yes	5	2	1	0
3	Audit Committee	17-07-2023				Yes	3	3	1	0
4	Audit Committee	17-10-2023	91			Yes	3	3	2	0
5	Nomination and remuneration committee	24-11-2023	37			Yes	3	2	1	0

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\* to be filled in only for the current quarter meetings

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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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W: Details of non compliance of prior approval of audit committee obtained  
 W: Details of non compliance of shareholder approval obtained for material RPT  
 W: Details of non compliance of RPT entered into pursuant to omnibus approval have been reviewed by audit committee  
 D: Disclosure notes on quarterly formats for compliance report on corporate governance  
 Disclosure of notes of material transaction with related party

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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		Yes	
Date of the event	21-11-2023	Brief details of the event	Background of IT incident, - Incident Detection time : November 21, 2023 4:00:00 PM



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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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Veenu Singla
2	Designation	CEO

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### Signatory Details

Name of signatory	Veenu Singla
Designation of person	CEO
Place	Mumbai
Date	19-01-2024

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