



July 18, 2025

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 for the Company for the quarter ended June 30, 2025.

The same is also available on the website of the Company i.e., <https://kidfl.kotak.com/investors-debt-grievances.php>

Request you to take the above on your record.

Thanking you,

Yours faithfully,

For **Kotak Infrastructure Debt Fund Limited**

Subhadra Mallinath Atanur
Company Secretary and Compliance Officer
ACS52470

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

1. Overview

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

XBRL filling 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
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3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD
5	Meeting of Committees	Annexure I - Meeting of Committees
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11	Annexure III	Annexure III
12	Annexure III Affirmations	Half yearly Affirmations
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5. Steps for Filing Corporate Governance Report

- 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.
- 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.
- 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.
- 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.
- 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.
- 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 Infrastructure 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	30-06-2025
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

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

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

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 September 30 2022

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 Guhathakurta	Non-Executive - Non Independent Director	Member	27-04-2022		
3	02780274	Sanjeev Shah	Non-Executive - Independent Director	Member	17-10-2023		
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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		7
2	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Member	18-01-2019		8
3	08099266	Sujata Guhathakurta	Non-Executive - Non Independent Director	Member	30-04-2024		
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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	08099266	Sujata Guhathakurta	Non-Executive - Non Independent Director	Member	17-10-2023		
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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	08099266	Sujata Guhathakurta	Non-Executive - Non Independent Director	Member	30-04-2024		
3	01302477	Raghunandan Dattatray Maluste	Non-Executive - Independent Director	Member	17-10-2023		
4	02780274	Sanjeev Shah	Non-Executive - Independent Director	Member	17-10-2023		
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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				
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	07656300	Paritosh Kashyap	Non-Executive - Non Independent Director	Member	17-10-2023		
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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	
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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*
<div>AddDelete</div>							
1	17-01-2025			Yes	6	5	2
2	03-02-2025	16		Yes	6	4	2
3	21-02-2025	17		Yes	6	5	2
4	13-03-2025	19		Yes	6	6	3
5	28-04-2025	45		Yes	6	5	3
6	14-05-2025	15		Yes	6	5	2
7	18-06-2025	34		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)
<div>AddDelete</div>										
1	Audit Committee	17-01-2025				Yes	3	3	2	0
2	Audit Committee	28-04-2025				Yes	3	3	2	0
3	Nomination and remuneration committee	17-01-2025				Yes	3	3	2	0
4	Nomination and remuneration committee	28-04-2025	100			Yes	3	2	2	0
5	Nomination and remuneration committee	14-05-2025	15			Yes	3	2	1	0
6	Risk Management Committee	13-03-2025				Yes	4	4	2	0
7	Risk Management Committee	27-06-2025				Yes	4	4	2	0
8	Other Committee	13-03-2025		IT Strategy Committee		Yes	3	3	2	0
9	Other Committee	25-06-2025		103 IT Strategy Committee		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		<div>Add Notes</div>
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			<div>Add Notes</div>
Disclosure of notes of material transaction with related party			<div>Add Notes</div>

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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	Subhadra Mallinath Atanur
2	Designation	Company Secretary and Compliance Officer

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Signatory Details	
Name of signatory	Subhadra Mallinath Atanur
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	18-07-2025

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