

## Kotak Mahindra Investments

October 8, 2025

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 September 30, 2025.

This is for your information and record.

Thanking you,

Yours faithfully,

For KOTAK MAHINDRA INVESTMENTS LIMITED

Rajeev Kumar Company Secretary and Compliance Officer

India

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## **Corporate Governance Report - High Value Debt Listed Entities**

Name of the Listed Entity	KOTAK MAHINDRA INVESTMENTS LIMITED
Quarter Ended	30-09-2025
Date of Submission of report on on BSE List	08-10-2025
Whether the Company was HVDL as on	
end of the quarter.	YES
Whether HVDL provisions have become	
applicable during the course of the quaters	
if the answer to above is NO.	NA

1. Composition of Board of Directors													
Title (Mr./ Ms.)	Name of the Director	PAN\$ 8	<b>ADIN</b>	Category (Chairperson /Executive/ Non- Executive/ Independent / Nominee)&	Initial date of Appointment		Date of Cessation	Tenure*	Date of Birth	directorship in	No of Independent directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	UDAY KOTAK	AABPK8999F	00007467	Chairperson/Non- Executive	01-10-2013			144.00	15-03-1959	3	C	0	0
Mr	PARESH SHEERESH PARASNIS	AADPP5795J	02412035	Non-Executive Independent	18-10-2022			35.00	11-10-1961	1	1	3	1
Mr	PARITOSH KASHYAP	AAKPK4833P	07656300	Non-Executive - Non Independent	09-12-2016			105.00	05-10-1968	3	C	2	0
				Non-Executive Independent			16-08-2025 (Tenure						
Mrs	PADMINI KHARE KAICKER		00296388		17-08-2015	17-08-2020	completion)	120.00	15-04-1965	5	5	7	6
Mr	AMIT BAGRI	AAAPB2810M	09659093	Executive	01-07-2022			39.00	20-12-1973	1	C	1	. 0
Mr	PRAKASH APTE	AABPA3173H	00196106	Non-Executive Independent	13-02-2023			32.00	06-05-1954	5	5	10	5
Mr	BASWA ASHOK RAO	AERPR7887P	01517632	Non-Executive Independent	22-03-2024			19.00	12-05-1957	2	. 2	1	. 1
Mrs	ARUNA RAO Whether Regular chairperson		06986715	Non-Executive Independent	19-09-2025			1.00	15-03-1959	3	3	3	0

Whether Regular chairperson appointed
Whether Chairperson is related to managing director or CEO
\$PAN of any director would not be displayed on the website of Stock Exchange
&Category of directors means executive/non-executive

Name of Committee	Whether Regular	Name of Committee members	Category	Date of	Date of Cessation
	chairperson		(Chairperson/Executive/Non-	Appointment	
	appointed		Executive/independent/Nominee) &		
1. Audit Committee	Yes	PADMINI KHARE KAICKER	Chairperson, Non-Executive Independent	17-08-2015	16-08-2025
		PARESH SHEERESH PARASNIS	Chairperson, Non-Executive Independent	20-10-2022	
		PRAKASH APTE	Chairperson, Non-Executive Independent*	30-03-2025	
		PARITOSH KASHYAP	Member, Non-Executive	27-04-2024	
2. Nomination & Remuneration Committee	Yes	PADMINI KHARE KAICKER	Chairperson, Non-Executive Independent	17-08-2015	16-08-2025
		PARITOSH KASHYAP	Member, Non-Executive	29-06-2022	
		PRAKASH APTE	Chairperson, Non-Executive Independent**	18-07-2024	
		PARESH SHEERESH PARASNIS	Member, Non-Executive Independent	17-08-2025	
3. Risk Management	Yes				
Committee	162	PARESH SHEERESH PARASNIS	Chairperson, Non-Executive Independent	30-03-2025	
		BASWA ASHOK RAO	Member, Non-Executive Independent	27-04-2024	
		PARITOSH KASHYAP	Member, Non-Executive	14-09-2018	
		AMIT BAGRI	Member, Executive	01-07-2022	
4. Corporate Social Responsibility Committee	Yes	PARESH SHEERESH PARASNIS	Chairperson, Non-Executive Independent	20-10-2022	
-		PARITOSH KASHYAP	Member, Non-Executive	20-07-2019	
		AMIT BAGRI	Member, Executive	01-07-2022	
		PRAKASH APTE	Member, Non-Executive Independent	20-03-2023	
5. Stakeholders Relationship Committee	Yes	BASWA ASHOK RAO	Chairperson, Non-Executive Independent	30-03-2025	
		AMIT BAGRI	Executive Director	20-03-2023	
		PARESH SHEERESH PARASNIS	Member, Non-Executive Independent	10-06-2025	

<sup>\*</sup> Mr. Prakash Apte was inducted as a member of Audit Committee on March 30, 2025. However, post tenure completion of Ms. Padmini Khare Kaicker, the Board has disginated Mr. Apte as the Chairman of the Audit Committee w.e.f. August 17, 2025. Since, he was inducted as the member of

Audit committee w.e.f March 30, 2025, the date of appointment has been kept as March 30, 2025

Since, he was inducted as the member of NRC w.e.f July 18, 2024, the date of appointment has been kept as July 18, 2024.

<sup>\*\*</sup> Mr. Prakash Apte was inducted as a member of NRC on July 18, 2024. However, post tenure completion of Ms. Padmini Khare Kaicker, the Board has disginated Mr. Apte as the Chairman of the Audit Committee w.e.f. August 17, 2025.

<sup>&</sup>amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

Date(s) of Meeting (if any) in the previous quarter	relevant quarter	Whether requirement of Quorum met* (Yes / No)	Number of Directors present*	-	Maximum gap between any two consecutive (in number of days)
30-04-2025					
28-05-2025					2
10-06-2025					1
19-06-2025					
	23-07-2025	Yes	7	6	3
	11-08-2025	Yes	7	6	1
	19-09-2025	Yes	6	5	3
	29-09-2025	Yes	7	6	

IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes / No)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
23-07-2025	Yes	4	3	21-04-2025	61
				30-04-2025	
				22-05-2025	
Nomination and Remuneration Committee					
06-08-2025	Yes	3	3	21-04-2025	49
18-09-2025	Yes	3	3	13-05-2025	42
19-09-2025	Yes	3	3	17-06-2025	1
Corporate Social Responsibility Committee					
25-09-2025	Yes	4	2	Nil	
Stakeholders Relationship Committee					
NIL				NIL	
Risk Management Committee					
16-07-2025	Yes	4	4	11-06-2025	34
25-07-2025	Yes	4	4		8
18-09-2025	Yes	4	3		54

<sup>\*</sup> This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional \*to be filled in only for the current quarter meetings

V. Related Party Transactions		
Subject	Compliance status (Yes/No) refer note below	Detailed Reason / explanation for Non-compliance
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes	

VI. Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No)	Detailed Reason / explanation for Non- compliance
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of board of directors	17(2)	Yes	
Quorum of board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for Appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information Compliance Certificate	17(7) 17(8)	Yes Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting Meeting of Nomination & Remuneration Committee	19(2A) 19(3A)	Yes Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)		
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes	
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7) &	Yes	
Prior or Omnibus approval of Audit Committee for all related party	(8) 23(2), (3)	Yes	
transactions			
Approval for material related party Transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Directors and Officers insurance	25(8) & (9) 25(10)	Yes Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board			
of Directors and Senior management Personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	NA	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.	-	NA	
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	-	Yes	
The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	-	Yes	
a. Audit Committee		Yes	
b. Nomination & Remuneration Committee		Yes	
c. Stakeholders Relationship Committee		Yes	
<li>d. Risk management committee (as applicable) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and</li>		Yes Yes	
disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have		100	
been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	-	Yes	
This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be	-	Yes	
mentioned here.  Presence of Chairperson of Audit Committee at the Annual General	18(1)(d)	Yes	
Meeting Presence of Chairperson of the nomination and remuneration	19(3)	Yes	
committee at the annual general Meeting Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes	The Chairman informed about his unavaliability due to other prior commitments and further he deligated the authority to attend the AGM of the Company to other member of Stakeholders
Whether "Corporate Governance Report" disclosed in Annual Report	53	Yes	Relationship Committee.
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