



Kotak Mahindra Investments

October 15, 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 September 30, 2024.

This is for your information and record.

Thanking you,

Yours faithfully,

For **KOTAK MAHINDRA INVESTMENTS LIMITED**

**Rajeev Kumar
Company Secretary and Compliance Officer**

Kotak Mahindra Investments Ltd.

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India

Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	KOTAK MAHINDRA INVESTMENTS LIMITED
Quarter Ended	9/30/2024
Date of Submission of report on on BSE List	10/15/2024
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

I. Composition of Board of Directors													
Title (Mr./ Ms.)	Name of the Director	PAN§ & DIN		Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee)&	Initial date of Appointment	Date of Reap-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	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			129.00	15-03-1959	1	0	1	1
Mr	CHANDERSHEKHAR SATHE	AADPS4027Q	00017605	Non-Executive Independent	30-03-2015	30-03-2020		111.00	01-09-1950	0	0	4	1
Mr	PARESH SHEERESH PARASNIS	AADPP5795J	02412035	Non-Executive Independent	18-10-2022			20.00	11-10-1961	0	0	1	1
Mr	PARITOSH KASHYAP	AAKPK4833P	07656300	Non-Executive - Non Independent	09-12-2016			90.00	05-10-1968	0	0	3	0
Mrs	PADMINI KHARE KAICKER	AAKPK3147J	00296388	Non-Executive Independent	17-08-2015	17-08-2020		106.00	15-04-1965	4	4	7	5
Mr	AMIT BAGRI	AAAPB2810M	09659093	Executive	01-07-2022			24.00	20-12-1973	0	0	1	0
Mr	PRAKASH APTE	AABPA3173H	00196106	Non-Executive Independent	13-02-2023			17.00	06-05-1954	3	3	8	5
Mr	BASWA ASHOK RAO	AERPR7887P	1517632	Non-Executive Independent	22-03-2024			4.00	12-05-1957	0	0	0	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/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen													
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.													

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	PADMINI KHARE KAICKER	Chairperson, Non-Executive Independent	17-08-2015	
		CHANDERSHEKHAR SATHE	Member, Non-Executive Independent	30-03-2015	
		PARESH SHEERESH PARASNIS	Member, Non-Executive Independent	20-10-2022	
		PARITOSH KASHYAP	Member, Non-Executive	27-04-2024	
2. Nomination & Remuneration Committee	Yes	PADMINI KHARE KAICKER	Chairperson, Non-Executive Independent	17-08-2015	
		CHANDERSHEKHAR SATHE	Member, Non-Executive Independent	30-03-2015	
		PARITOSH KASHYAP	Member, Non-Executive	29-06-2022	
		PRAKASH APTE	Member, Non-Executive Independent	18-07-2024	
3. Risk Management Committee	Yes	CHANDERSHEKHAR SATHE	Chairperson, Non-Executive Independent	29-06-2022	
		PARITOSH KASHYAP	Member, Non-Executive	14-09-2018	
		AMIT BAGRI	Member, Executive	01-07-2022	
		BASWA ASHOK RAO	Member, Non-Executive Independent	27-04-2024	
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	PRAKASH APTE	Non-Executive - Independent Director	20-03-2023	
		PARITOSH KASHYAP	Non-Executive - Non Independent Director	20-03-2023	
		AMIT BAGRI	Executive Director	20-03-2023	
<i>& 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</i>					

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
27-04-2024					
28-05-2024					30
19-06-2024					21
27-06-2024					7
	18-07-2024	Yes	7	4	20
	21-08-2024	Yes	8	5	33
	28-08-2024	Yes	7	5	6
	04-09-2024	Yes	7	4	6
	27-09-2024	Yes	5	2	22

* to be filled in only for the current quarter meetings

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*
<i>Audit Committee</i>					
17-07-2024	Yes	4	3	27-04-2024	19
18-09-2024	Yes	4	3	28-05-2024	62
				27-06-2024	
<i>Nomination and Remuneration Committee</i>					
18-09-2024	Yes	4	3	16-04-2024	91
				03-05-2024	
				18-06-2024	
<i>Corporate Social Responsibility Committee</i>					
				18-06-2024	
<i>Stakeholders Relationship Committee</i>					
-	-	-	-	-	
<i>Risk Management Committee</i>					
19-08-2024	Yes	3	1	24-06-2024	55
* 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		
<i>Subject</i>	<i>Compliance status (Yes/No) refer note below</i>	<i>Detailed Reason / explanation for Non-compliance</i>
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
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of board of directors</i>	17(2)	Yes	
<i>Quorum of board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for Appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	Yes	
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party Transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>Directors and Officers insurance</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	NA	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
<i>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.</i>	-	NA	
<i>The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.</i>	-	Yes	
<i>The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>	-	Yes	
<i>a. Audit Committee</i>		Yes	
<i>b. Nomination & Remuneration Committee</i>		Yes	
<i>c. Stakeholders Relationship Committee</i>		Yes	
<i>d. Risk management committee (as applicable)</i>		Yes	
<i>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</i>	-	Yes	
<i>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.</i>	-	Yes	
<i>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 mentioned here.</i>	-	Yes	
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes	
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting</i>	19(3)	Yes	
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting</i>	20(3)	No	The Chairman informed about his unavailability due to other prior commitments and further he delegated the authority to attend the Agm of the Company to other member of Stakeholders Relationship Committee.
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	53	Yes	