

ANNEX I
Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: **Kotak Mahindra Prime Limited**
2. Quarter ending: **December 2022**

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 Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. of directors hip 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 Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr. Uday Kotak	00007467	Chairperson, Non-Executive-Non Independent	13 Dec 1996	-	-	-	15.03.1959	4	-	2	1
2	Mr. Vyomesh Kapasi	07665329	Executive Director, Managing Director	09 Dec 2016	09 Dec 2020	-	2 years	24.07.1965	1	-	-	-

Kotak Mahindra Prime Limited
 CIN: U67200MH1996PLC097730

Registered Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051, India.
 Tel. No.022-66056825, Fax No. 022-67259086, service.carfinance@kotak.com, website: <https://www.primeloans.kotak.com/>

3	Mr. Chandrashaekhar Sathe	00017605	Non-Executive - Independent Director	30 Mar 2015	30 Mar 2020	-	5 years	01.09.1950	2	2	2	-
4	Ms. Akila Urankar	00226541	Non-Executive - Independent Director	01 Apr 2018	-	-	5 years	24.02.1961	1	1	1	-
5	Mr. Devarajan Kannan	00498935	Non-Executive – Non Independent Director	12 Nov 2020	-	-	-	08.06.1961	1	-	1	-
6	Mr. Ravi Venkatraman	00307328	Non-Executive - Independent Director	04 Aug 2021	-	-	5 years	02.07.1959	1	1	1	1
7	Mr. Shahrukh Todiwala	09291062	Executive Director, Whole-Time Director	06 Sep 2021	-	-	3 years	15.05.1966	1	-	-	-
8	Mr. Amit Mohan	09294638	Non-Executive – Non Independent Director	06 Sep 2021	-	-	-	04.12.1966	1	-	-	-
		Whether Regular chairperson appointed - Yes										
		Whether Chairperson is related to managing director or CEO - No										
		<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange. The Company has PAN of the Directors. However given that the report is submitted in pdf format as per BSE Circular dated 1st October 2021, the same has not been disclosed here.</i></p> <p><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></p> <p><i>* 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.</i></p>										

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II. Composition of Committees					
<i>Name of Committee</i>	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	Chandrashekar Sathe	Non-Executive - Independent Director	30-03-2015	-
		D. Kannan	Non-Executive – Non Independent Director	01-12-2020	-
		Akila Urankar	Non-Executive - Independent Director	20-01-2021	-
		Ravi Venkatraman	Chairperson of Audit Committee- Non-Executive - Independent Director	04-08-2021	-
2. Nomination & Remuneration Committee	Yes	Chandrashekar Sathe	Chairperson of the Committee- Non-Executive - Independent Director	30-03-2015	-
		D. Kannan	Non-Executive – Non Independent Director	01-12-2020	-
		Akila Urankar	Non-Executive - Independent Director	15-06-2021	-
		Ravi Venkatraman	Non-Executive - Independent Director	20-10-2022	-
Appointed as a Member of NRC with effect from 20 th October 2022					
3. Risk Management Committee	Yes	Chandrashekar Sathe	Chairperson- Non-Executive - Independent Director	30-03-2015	-

	D. Kannan	Non-Executive – Non Independent Director	01-12-2020	-
	Akila Urankar	Non-Executive - Independent Director	31-03-2021	-
	Ravi Venkatraman	Non-Executive – Non Independent Director	23-09-2022	-

4. Stakeholders Relationship Committee' The Company needs to comply with these requirements by 31 March 2023 vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021. The Company shall comply with this requirement in due course.

&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

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
		Yes / No			
20-07-2022	-	-	-	-	22
11-08-2022	-	-	-	-	22
23-09-2022	-	-	-	-	43
	20-10-2022	Yes	8	2	27
	31-10-2022	Yes	7	3	11
	14-11-2022	Yes	7	3	14
	07-12-2022	Yes	8	3	23

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

AUDIT COMMITTEE

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*
	Yes / No				
-	Yes	4	3	20-07-2022	37

-	Yes	4	3	11-08-2022	22
-	Yes	4	3	29-09-2022	49
19-10-2022	Yes	3	2	-	20
03-11-2022	Yes	4	3	-	15
12-11-2022	Yes	3	3	-	9
29-11-2022	Yes	4	3	-	17
13-12-2022	Yes	3	3	-	14

NOMINATION AND REMUNERATION COMMITTEE

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
	Yes / No				
-	Yes	-	-	Nil	NA
07-12-2022	Yes	4	3	-	-

RISK MANAGEMENT COMMITTEE

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
	Yes / No				
-	Yes	3	2	29-09-2022	98
22-12-2022	Yes	4	3	-	84

STAKEHOLDERS RELATIONSHIP COMMITTEE

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
	Yes / No				

The Company needs to comply with these requirements by 31 March 2023 vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021. The Company shall comply with this requirement in due course.

* 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/NA)
	<i>refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Note:

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee – **Please refer below note#**
 - d. Risk management committee (as applicable)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Please refer below note#**
4. 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. **Please refer below note#**
5. 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.

#Note: The Company needs to comply with these requirements by 31 March 2023 vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021. The Company shall comply with this requirement in due course.

Name & Designation

Kiran Tangudu, Company Secretary

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by listed entity and instead a statement "same as previous quarter" may be given