

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: **June 2024**

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 Appoin tment	Dat e of Re- appoin tment	Dat e of Ce ssa tion	Ten ure *	Date of Birth	No. of directors hip in listed entities including this listed entity [in Reference to Regula tion 17A(1)]****	No of Independen t 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	2	-	1	1
2	Mr. Vyomesh Kapasi	07665329	Executive Director, Managing Director	09 Dec 2016	09 Dec 2022	-	Until 31 st July 2025	24.07.1965	1	-	1	-

Kotak Mahindra Prime Limited

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3	Mr. Chandrashaekhar Sathe	00017605	Non-Executive - Independent Director	30 Mar 2015	30 Mar 2020	-	5 years	01.09.1950	1	1	2	1
4	Ms. Akila Urankar	00226541	Non-Executive - Independent Director	01 Apr 2018	01 Apr 2023	-	5 years	24.02.1961	1	1	2	-
5	Mr. Ravi Venkatraman	00307328	Non-Executive - Independent Director	04 Aug 2021	-	-	5 years	02.07.1959	3	3	5	2
6	Mr. Shahrukh Todiwala	09291062	Executive Director, Whole-Time Director	06 Sep 2021	06 Sep 2024	-	Until 31 st May 2026	15.05.1966	1	-	1	-
7	Mr. Amit Mohan	09294638	Non-Executive – Non Independent Director	06 Sep 2021	-	-	-	04.12.1966	1	-	1	-
8	Prakash Krishnaji Apte	00196106	Independent Director	1 Jan 2024	-	-	5 years	06.05.1954	4	4	5	1
9	Tekumalla Nihar Ramana Rao	07721724	Independent Director	12 Mar 2024	-	-	5 years	11.11.1958	1	1	-	-
		Whether Regular chairperson appointed - Yes										
		Whether Chairperson is related to managing director or CEO - No										

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	<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> <p><i>**** Equity listed entities and KMPL which is HVDLE are considered in 'No. of directorship'</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	-
		Akila Urankar	Non-Executive - Independent Director	20-01-2021	-
		Ravi Venkatraman	Chairperson of Audit Committee- Non-Executive - Independent Director	04-08-2021	-
		Amit Mohan	Non-Executive – Non Independent Director	31-03-2023	-
2. Nomination & Remuneration Committee	Yes	Chandrashekar Sathe	Chairperson of the Committee- Non-Executive - Independent Director	30-03-2015	-
		Akila Urankar	Non-Executive - Independent Director	15-06-2021	-
		Ravi Venkatraman	Non-Executive - Independent Director	20-10-2022	-
		Uday Kotak	Non-Executive – Non Independent Director	17-04-2023	-

3. Risk Management Committee	Yes	Prakash Apte	Chairperson- Non-Executive - Independent Director	17-01-2024	-
		Akila Urankar	Non-Executive - Independent Director	31-03-2021	-
		Ravi Venkatraman	Non-Executive – Independent Director	23-09-2022	-
		Vyomesh Kapasi	Executive – Non Independent Director	31-03-2023	-
		Chandrashekh ar Sathe	Non-Executive – Independent Director	30-03-2015	-
4. Stakeholders Relationship Committee	Yes	Chandrashekh ar Sathe	Chairperson- Non-Executive - Independent Director	16-03-2023	-
		Akila Urankar	Non-Executive - Independent Director	16-03-2023	-
		Vyomesh Kapasi	Executive – Non Independent Director	16-03-2023	-
		Shahrukh Todiwala	Executive – Non Independent Director	16-03-2023	-
<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*</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>
		Yes / No			
17-01-2024	-	-	-	-	19
03-02-2024	-	-	-	-	17
12-03-2024	-	-	-	-	38
	25-04-2024	Yes	9	5	44
	03-05-2024	Yes	9	5	8
	23-05-2024	Yes	9	5	20
	24-06-2024	Yes	8	4	32

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

AUDIT 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	4	3	15-01-2024	41
-	Yes	4	3	29-01-2024	14
-	Yes	4	3	12-03-2024	43
25-04-2024	Yes	4	3	-	44
23-05-2024	Yes	4	3	-	28

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	4	3	12-03-2024	75
25-04-2024	Yes	4	3	-	44
11-06-2024	Yes	4	3	-	47

RISK MANAGEMENT COMMITTEE

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<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	5	4	19-03-2024	98
11-06-2024	Yes	5	4	-	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				
-	Yes	4	2	11-03-2024	-
Nil	-	-	-	-	-

* 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)
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
 - 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 vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) in respect of corporate governance norms (i.e. regulation 16 to 27 of LODR Regulations) by March 31, 2025.

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/ No
Date of the event	Brief details of the event	
NA	Nil	No
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