



Kotak Mahindra Prime

January 17, 2025

BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-400001.

Dear Sir,

**Sub: Submission of Unaudited Financial Results as per Ind AS along with Auditors' Review Report for the quarter and nine months ended December 31, 2024**

We wish to inform you that the Unaudited Financial Results as per Ind AS for the quarter and nine months ended December 31, 2024 have been duly reviewed by the Audit Committee and approved by the Board of Directors of the Company in their respective meetings held on January 16, 2025 and January 17, 2025.

Pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the following:

- a) Joint Statutory Auditors of the Company, M/s. Singhi & Co., Chartered Accountants and M/s. Borkar & Muzumdar, Chartered Accountants have submitted their Review Report for the quarter and nine months ended December 31, 2024 with unmodified conclusion.
- b) Unaudited Financial Results for the quarter ended December 31, 2024.
- c) Disclosures in compliance with Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- d) Security cover disclosure in compliance with Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that the disclosure, in respect of the extent and nature of security created and maintained for secured non-convertible securities of the Company and the security cover, is made in the unaudited financial results for the quarter and nine months ended December 31, 2024.

Request you to take the above on records.

Thanking you!

Yours faithfully,  
For **Kotak Mahindra Prime Limited**

**Kiran**  
**Tangudu**  
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by Kiran Tangudu  
Date: 2025.01.17  
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**Kiran Tangudu**  
Compliance Officer

Kotak Mahindra Prime Limited

Registered Office: 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051, India; Corporate Office: Kotak Infinity, 6th Floor, Building No.21, Infinity Park, Off Western Express Highway, General A.K.Vaidya Marg, Malad (East), Mumbai 400097, India. CIN: U67200MH1996PLC097730; Tel: 022-61660001; e-mail: [kprime.service@kotak.com](mailto:kprime.service@kotak.com); website: [www.primeloans.kotak.com](http://www.primeloans.kotak.com); Customer Service Call Centre No.: 1800 209 5732 Monday to Saturday between 9:30 am to 6:30 pm

**Singhi & Co.**  
Chartered Accountants  
B2 402B / 402C, Marathon Innova,  
4<sup>th</sup> Floor, Lower Parel,  
Mumbai – 400013

**Borkar & Muzumdar**  
Chartered Accountants  
21-168, Anand Nagar,  
Vakola, Santacruz East,  
Mumbai – 400055

**Independent Auditor’s Review Report on unaudited financial results of Kotak Mahindra Prime Limited for the quarter and nine months ended December 31, 2024 pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended)**

To  
The Board of Directors  
Kotak Mahindra Prime Limited

1. We have reviewed the accompanying statement of unaudited financial results of **Kotak Mahindra Prime Limited** (the ‘Company’) for the quarter and nine months ended December 31, 2024 (the ‘Statement’). This Statement is the responsibility of the Company’s management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial results based on our review.
  2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 - “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
  3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.
- Other Matter**
4. The comparative financial results of the Company as stated in statement for the quarter and nine months ended December 31, 2023 and for the year ended March 31, 2024 were reviewed / audited by the predecessor auditors who expressed an unmodified conclusion / opinion on those financial results vide their report dated February 03, 2024 and May 23, 2024 respectively. Accordingly, we, do not express any conclusion/opinion, as the case may be, on the figures reported in the financial results for the quarter and nine months ended December 31, 2023 and the year ended March 31, 2024.

Our conclusion is not modified in respect of these matters.

**For Singhi & Co.**  
Chartered Accountants  
Firm Registration No: 302049E  
**Shweta Singhal** Digitally signed by  
Shweta Singhal  
Date: 2025.01.17  
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Shweta Singhal  
Partner  
Membership No: 414420  
UDIN: 25414420BMLEHR3046  
Place: Mumbai  
Date: January 17, 2025

**For Borkar & Muzumdar**  
Chartered Accountants  
Firm Registration No: 101569W  
**RICHA BRIJMOHAN AGARWAL** Digitally signed by RICHA  
BRIJMOHAN AGARWAL  
Date: 2025.01.17 13:19:38 +05'30'  
Richa Agarwal  
Partner  
Membership No: 140606  
UDIN: 25140606BMLENW1420  
Place: Mumbai  
Date: January 17, 2025

**Kotak Mahindra Prime Limited**

Regd Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai 400051

CIN: U67200MH1996PLC097730

Website: www.kotak.com Telephone: 91 22 61660000

(Rs. in lakh)

Statement of Unaudited Financial Results for the Quarter & Nine months Ended December 31, 2024							
Sr. No	Particulars	Quarter ended			Nine months ended		For the Year Ended
		December 31, 2024 (Unaudited)	September 30, 2024 (Unaudited)	December 31, 2023 (Unaudited)	December 31, 2024 (Unaudited)	December 31, 2023 (Unaudited)	March 31, 2024 (Audited)
1	<b>Income</b>						
	<b>Revenue from Operations</b>						
i)	Interest Income on financial instruments recognised at -Amortised Cost	1,07,800.51	1,04,810.83	88,793.44	3,11,373.23	2,44,199.01	3,37,517.30
	-Fair Value through Other Comprehensive Income	3,744.56	3,880.49	6,389.09	12,197.51	17,317.06	22,937.64
ii)	Dividend Income	-	-	-	2,430.00	1,620.00	1,620.00
iii)	Rental Income	167.05	167.34	166.29	500.92	499.38	665.67
iv)	Fees and Commission income	6,228.61	7,341.68	5,896.03	19,815.47	14,310.44	20,758.31
v)	Net gain on fair value changes	1,560.17	7,317.20	4,088.23	10,034.62	5,012.22	6,342.22
I)	<b>Total Revenue from Operations</b>	<b>1,19,500.90</b>	<b>1,23,517.54</b>	<b>1,05,333.08</b>	<b>3,56,351.75</b>	<b>2,82,958.11</b>	<b>3,89,841.14</b>
II)	Other Income	1,461.84	2,007.77	661.51	4,409.92	1,618.19	2,208.36
III)	<b>Total Income (I+II)</b>	<b>1,20,962.74</b>	<b>1,25,525.31</b>	<b>1,05,994.59</b>	<b>3,60,761.67</b>	<b>2,84,576.30</b>	<b>3,92,049.50</b>
2	<b>Expenses</b>						
i)	Finance Cost	60,284.58	58,077.82	47,342.65	1,70,956.89	1,26,541.29	1,77,091.49
ii)	Net loss on fair value changes	-	-	-	-	-	-
iii)	Impairment on financial instruments	11,132.07	7,807.30	7,420.72	29,071.99	15,643.89	25,433.13
iv)	Employee benefit expense	10,936.83	11,464.67	9,786.93	33,152.28	27,787.88	37,885.94
v)	Depreciation, amortisation and impairment	515.87	533.03	445.36	1,492.23	1,248.48	1,793.60
vi)	Other Expenses	10,812.69	9,838.30	8,779.68	30,293.85	24,964.70	33,933.33
IV)	<b>Total expenses (IV)</b>	<b>93,682.04</b>	<b>87,721.12</b>	<b>73,775.34</b>	<b>2,64,967.24</b>	<b>1,96,186.24</b>	<b>2,76,137.49</b>
V)	<b>Profit before tax (III-IV)</b>	<b>27,280.70</b>	<b>37,804.19</b>	<b>32,219.25</b>	<b>95,794.43</b>	<b>88,390.06</b>	<b>1,15,912.01</b>
VI)	<b>Tax expenses</b>						
(a)	Current tax	8,728.20	11,177.00	10,105.00	29,898.20	24,760.00	32,060.00
(b)	Deferred tax (credit)/charge	(1,879.76)	(1,669.83)	(1,971.13)	(5,787.48)	(2,521.16)	(2,917.86)
	<b>Total Tax Expenses (a+b)</b>	<b>6,848.44</b>	<b>9,507.17</b>	<b>8,133.87</b>	<b>24,110.72</b>	<b>22,238.84</b>	<b>29,142.14</b>
VII)	<b>Profit for the period/ year (V-VI)</b>	<b>20,432.26</b>	<b>28,297.02</b>	<b>24,085.38</b>	<b>71,683.71</b>	<b>66,151.22</b>	<b>86,769.87</b>
VIII)	<b>Other Comprehensive Income</b>						
	(A) Items that will not be reclassified to profit or loss						
	Remeasurement of defined benefit plans	-	132.95	-	132.95	15.73	114.91
	Equity Instruments through other comprehensive income - net change in fair value	(44,904.40)	38,409.96	13,733.77	(7,223.10)	46,175.31	92,393.61
	Income Tax relating to items that will not be reclassified to profit or loss	6,421.33	19,099.15	(3,142.29)	25,919.01	(10,306.15)	(20,905.86)
	<b>Net other comprehensive income not to be reclassified subsequently to profit or loss</b>	<b>(38,483.07)</b>	<b>57,642.06</b>	<b>10,591.48</b>	<b>18,828.86</b>	<b>35,884.89</b>	<b>71,602.66</b>
	(B) Items that will be reclassified to profit or loss						
	Debt Instruments through other comprehensive income - net change in fair value	(583.42)	999.24	324.18	981.47	1,175.39	2,126.10
	Income Tax relating to items that will be reclassified to profit or loss	146.83	(251.49)	(81.59)	(247.02)	(279.89)	(535.10)
	<b>Net other comprehensive income to be reclassified subsequently to profit or loss</b>	<b>(436.59)</b>	<b>747.75</b>	<b>242.59</b>	<b>734.45</b>	<b>895.50</b>	<b>1,591.00</b>
	<b>Other Comprehensive Income</b>	<b>(38,919.66)</b>	<b>58,389.81</b>	<b>10,834.07</b>	<b>19,563.31</b>	<b>36,780.39</b>	<b>73,193.66</b>
IX)	<b>Total comprehensive income for the period/ year (VII+VIII)</b>	<b>(18,487.40)</b>	<b>86,686.83</b>	<b>34,919.45</b>	<b>91,247.02</b>	<b>1,02,931.61</b>	<b>1,59,963.53</b>
X)	Paid up Equity Share Capital (Face value Rs. 10/- each)	349.52	349.52	349.52	349.52	349.52	349.52
XI)	Other Equity	12,70,629.20	12,89,122.22	11,24,784.95	12,70,629.20	11,24,784.95	11,81,825.22
XII)	<b>Earnings per equity share</b>						
	Earnings per equity share (not annualised except year end)						
	Basic (Rs.)	584.58	809.60	689.10	2,050.92	1,892.63	2,482.54
	Diluted (Rs.)	584.58	809.60	689.10	2,050.92	1,892.63	2,482.54



**Kotak Mahindra Prime Limited**

Regd Office: 27BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai 400051

CIN: U67200MH1996PLC097730

Website: www.kotak.com Telephone: 91 22 61660000

**Notes to the Financial Results for the Quarter and Nine Months ended December 31, 2024**

1. The Financial Results (the 'Statement' or the 'Results') together with the results for the comparative reporting periods have been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 - Interim Financial Reporting as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, applicable RBI guidelines as amended from time to time and the other accounting principles generally accepted in India and in compliance with Regulation 52 of Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Listing Regulations').
2. The Company has applied its material accounting policies in the preparation of the Statement consistent with those followed in the annual financial statements for the year ended March 31, 2024.
3. The Statement has been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on January 16, 2025 and January 17, 2025 respectively. The Results for the quarter and nine months ended ended December 31, 2024, have been reviewed by the joint statutory auditors, viz. Singhi & Co., Chartered Accountants and Borkar & Muzumdar, Chartered Accountants.
4. In terms of the requirement as per RBI notification no. RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 on Implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset Classification and Provisioning (IRACP) norms (including provision on standard assets). The impairment allowances under Ind AS 109 made by the Company exceeds the total provision required under IRACP (including standard asset provisioning), as at December 31, 2024 and accordingly, no amount is required to be transferred to impairment reserve.
5. Figures for the previous period/year have been regrouped wherever necessary to conform to current period's presentation.

Place : Mumbai

Date : January 17, 2025



**For Kotak Mahindra Prime Limited**

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**Vyomesh Kapasi**  
Managing Director & CEO

**Annexure C: Disclosure pursuant to Regulation 52(4) of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 for the quarter and nine months ended December 31, 2024**

With reference to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the details as under:

Sr No.	Particulars	Quarter ended			Nine Months ended		Year ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a)	Debt Equity Ratio	2.51	2.39	2.43	2.51	2.43	2.40
b)	Debt Service Coverage Ratio	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
c)	Interest Service Coverage Ratio	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
d)	Outstanding redeemable preference shares (Nos. in Lakhs)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
e)	Outstanding redeemable preference shares (Values)	NIL	NIL	NIL	NIL	NIL	NIL
f)	Capital Redemption reserve (in Lakhs)	100.00	100.00	100.00	100.00	100.00	100.00
g)	Debenture redemption reserve	Debenture redemption reserve is not required in respect of privately placed debentures in terms of rule 18(7)(b)(ii) of Companies(Share capital and debentures) Rules ,2014					
h)	Net Worth (Nos. in Lakhs)	12,70,978.72	12,89,471.74	11,25,134.47	12,70,978.72	11,25,134.47	11,82,174.74
i)	Net Profit after Tax (Nos. in Lakhs)	20,432.26	28,297.02	24,085.38	71,683.71	66,151.22	86,769.87
j)	Earnings per share (not annualised except Year end)	Basic and Diluted Rs. 584.58	Basic and Diluted Rs 809.60	Basic and diluted Rs. 689.10	Basic and diluted Rs. 2050.92	Basic and diluted Rs. 1892.63	Basic and Diluted Rs 2,482.54
k)	Current Ratio	1.17	1.20	1.19	1.17	1.19	1.24

Kotak Mahindra Prime Limited

Registered Office: 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051, India; Corporate Office: Kotak Infinity, 6th Floor, Building No.21, Infinity Park, Off Western Express Highway, General A.K.Vaidya Marg, Malad (East), Mumbai 400097, India. CIN: U67200MH1996PLC097730; Tel: 022-61660001; e-mail: kprime.service@kotak.com; website: [www.primeloans.kotak.com](http://www.primeloans.kotak.com); Customer Service Call Centre No.: 1800 209 5732 Monday to Saturday between 9:30 am to 6:30 pm

Sr No.	Particulars	Quarter ended			Nine Months ended		Year ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
l)	Long term debt to working capital ratio	4.30	3.57	3.72	4.30	3.72	3.28
m)	Bad Debt to account receivable ratio	0.04%	0.25%	0.03%	0.29%	0.15%	0.26%
n)	Current Liability Ratio	0.60	0.59	0.58	0.60	0.58	0.55
o)	Total Debt to Total assets	69.70%	68.52%	68.34%	69.70%	68.34%	68.17%
p)	Debtors Turnover	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
q)	Inventory Turnover	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
r)	Operating Margin (%)	31.76%	37.06%	37.87%	34.61%	36.56%	36.26%
s)	Net profit Margin (%)	16.89%	22.99%	23.01%	19.87%	23.25%	22.26%
t)	Sector Specific equivalent ratios such as						
	(i) Stage III ratio	2.73%	2.45%	2.35%	2.73%	2.35%	2.51%
	(ii) Provision coverage Ratio	59.85%	59.15%	57.69%	59.85%	57.69%	57.23%
	(iii) LCR Ratio	103.02%	119.12%	86.34%	103.02%	86.34%	110.44%

Thanking You,  
 Yours faithfully,  
 For **Kotak Mahindra Prime Limited**

**Kiran Tangudu**  
 Digitally signed  
 by Kiran Tangudu  
 Date: 2025.01.17  
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**Kiran Tangudu**  
 Compliance Officer

To  
The Board of Directors,  
**Kotak Mahindra Prime Limited,**  
C-27, "G" Block, 27, Bandra,  
Kurla Complex, Bandra,  
East, Mumbai 400051.  
(hereinafter referred as "Company")

To,  
**IDBI Trusteeship Services Limited,**  
Asian Building, Ground Floor,  
17 R Karnani Marg, Ballard Estate,  
Mumbai 400001  
(hereinafter referred as "Debenture Trustee")

**Subject:** Certificate of compliance of Regulation of 56 (1) (d) to be read with Regulation 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Regulation 15(1)(t)(ii) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time and para 1 of Chapter V of the Operational Circular for Debenture Trustees dated March 31, 2023 (hereinafter collectively referred as "SEBI Regulations").

1. This certificate is issued, in accordance with the engagement letter dated July 09, 2024. The management has requested us to certify the accompanying statement of information for the, Fully Paid-up, secured, Redeemable Non-convertible Debentures (referred as "Secured NCDs") as on December 31, 2024, as stated in Statement I and compliance of the financial covenants listed in Statement II for the nine months ended December 31, 2024, both annexed to the certificate (Statement I & Statement II - collectively referred as "the Statement") for the purpose of its onward submission to the Debenture Trustees.
2. As required by Regulation of 56 (1) (d) to be read with Regulation 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (hereinafter referred as "LODR Regulations"), the Company desires a certificate regarding maintenance of security cover as at December 31, 2024 against such secured NCDs, as per requirement of Regulation 54 of LODR Regulations including compliance with all the financial covenants stated in section "financial covenants" in Debenture Trust Deed or supplemental Debenture Trust Deed in respect of secured NCDs for submission to the Debenture Trustees of such secured NCDs and internal references for the nine months ended December 31, 2024.

Accordingly, the Company has prepared details of security cover available for such secured NCDs in accordance with the unaudited financial results / financial information as at December 31, 2024 and other relevant documents/records maintained by the Company.

3. As required by Regulation 15(1)(t)(ii) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended vide notification No. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022, the Debenture Trustee desires a certificate regarding the value of receivables/ book debts including compliance with the covenants of the DTDs and / or Supplemental DTDs in respect of such secured NCDs, as prescribed in Master SEBI Circular SEBI/HO/DDHS-

PoD1/P/CIR/2023/109 for Debenture Trustees dated March 31, 2023 (as amended from time to time), as amended from time to time.

#### **Management's Responsibility**

4. The preparation and presentation of the “**Statement I**” and “**Statement II**”, in the format prescribed in Operational Circular for Debenture Trustees dated March 31, 2023, is the responsibility of the Company’s management including the preparation and maintenance of all accounting and other records supporting its contents.
5. The management of the Company is also responsible for –
  - a. ensuring maintenance of the adequate security cover available for secured NCDs as per Regulation 54 of LODR Regulation.
  - b. accurate computation of security cover available for secured NCDs based on financial results/ financial information of the company as at December 31, 2024.
  - c. identification, compilation and compliance with the financial covenants of the Debenture Trust Deed (DTDs) including supplemental DTDs in respect of such secured NCDs for the nine months ended December 31, 2024.
  - d. preparation and maintenance of proper accounting and other records & design, implementation and maintenance of adequate internal procedures/ systems/ processes /controls relevant to the creation and maintenance of the aforesaid records.
  - e. compliance of relevant terms of the aforesaid SEBI Regulations in all respect.
  - f. providing all relevant information to the Company’s Debenture Trustee.
6. This responsibility includes ensuring that the relevant records provided to us for our examination are correct and complete.
7. Further, the Company’s management is responsible for completeness and accuracy of the financial covenants listed in “**Statement II**” extracted from the respective DTDs, supplemental DTDs and the status of compliance with such financial covenants for the nine months ended December 31, 2024, basis the guidance provided in Operational Circular for Debenture Trustees dated March 31, 2023.

#### **Auditor's Responsibility**

8. Based on our examination of the security cover available for secured NCDs, which has been prepared by the management from the unaudited financial information as at December 31, 2024 and relevant records provided by the Company, our responsibility is to provide limited assurance on whether the Company has maintained security cover as at December 31, 2024 and complied with covenants for the nine months ended December 31, 2024 (as listed in Statement I & Statement II) as per the requirements of DTDs, supplemental DTDs for all outstanding secured debt securities in accordance with Regulation 54 of LODR Regulations in respect of secured NCDs.
9. A limited assurance engagement includes performing procedures to obtain sufficient and appropriate evidence on the reporting criteria. In this connection, we have performed the following procedures –
  - a. Checked the computation of security cover as at December 31, 2024, prepared by the management, as specified in the format prescribed in Operational Circular for Debenture Trustees dated March 31, 2023.
  - b. Traced the amounts forming part of the “**Statement I**” with the information provided by the management and other relevant records and documents maintained by the Company and verified the arithmetical accuracy of the calculations.



- c. On sample basis, checked the details of the outstanding amounts and assets required to be maintained as collateral for a particular series of the secured debt securities from the books of accounts and other relevant records and documents maintained by the Company for the quarter ended December 31, 2024.
  - d. Obtained from management, a list of financial covenants (as enlisted in “**Statement II**”), extracted from the respective DTDs and supplemental DTDs of all the secured debt securities outstanding as on December 31, 2024.
  - e. Checked the compliance of the covenants on sample basis by testing the arithmetical accuracy of the security cover.
  - f. We did enquiries with the management of the Company and obtained management representation towards all the stated matters of the certificate including with respect to the compliance / adherence to the covenants stated in DTDs and Supplemental DTDs.
10. The procedures performed in a limited assurance engagement vary in nature and timing from and are less in extent than for, a reasonable assurance engagement and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.
11. We have examined the compliance status as stated in the statement, solely on the basis of the information provided by the management on test check basis, in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the code of Ethics issued by the Institute of Chartered Accountants of India.
12. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.
13. The Statement has been prepared by the Management of the Company, which has been stamped and initialled by us for identification purpose.

### Conclusion

14. Based on our procedures as mentioned in Para 9 above, to be read with Para 15, information and explanations given to us and management representations provided to us, nothing has come to our attention that causes us to believe that –
- a. the particulars furnished in “**Statement I**” have not been accurately extracted from the unaudited financial results / financial information, available books of accounts and other records and documents of the Company as at December 31, 2024;
  - b. the security cover maintained by the Company against the outstanding listed debt securities are less than the ratio as prescribed;
  - c. the computation in “**Statement I**” is not arithmetically accurate; and
  - d. that the Company has not complied with the financial covenants stated in the “**Statement II**” of the statement for the nine months ended December 31, 2024.

### Other Matter

15. As per para 3.1 (a) of the circular no. SEBI / HO / MIRSD /MIRSD\_CRADT/COR/P/ 2022/67 dated May 19, 2022, we are required to certify the book value of the assets, hence, we have not verified market value provided in the Statement of Security Cover (i.e, from Column K to Column O) and accordingly we do not express any conclusion on the same.



**Restriction on use**

16. This Certificate has been issued at the specific request of the Company pursuant to the requirements of Regulation of 56 (1) (d) read with Regulation 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 15(1)(t)(ii) of Securities and Exchange Board of India (Debtenture Trustees) Regulations, 1993, as amended from time to time. This certificate is addressed to and provided to the Board of Directors of the Company and the Debtenture Trustee(s) pursuant to requirement of the aforesaid SEBI Regulations. Our certificate should not be used for any other person or for any other purpose. Our Obligations in respect of this certificate are entirely separate from, and our responsibility and liability are in no way changed by, any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this Certificate, or anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as auditors of the Company. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

**For Singhi & Co.**

Chartered Accountants

Firm Registration No: 302049E

**Shweta  
Singhal**

Digitally signed

by Shweta

Singhal

Date: 2025.01.17

13:07:48 +05'30'

**Shweta Singhal**

Partner

Membership No. 414420

UDIN: 25414420BMLEHP2236

Place: Mumbai

Date: January 17, 2025



## Statement II

### Statement of compliance with financial covenants as on December 31, 2024

We confirm that the Company has complied with the following financials covenants / terms of the issue of the listed debt securities:

NCDs	Financial Covenants	Status
All listed NCDs outstanding as at December 31, 2024	Maintain 100% Security cover or Security cover as per the terms of Offer document / Information memorandum and / or Debenture Trust Deed at all the time on total amount outstanding (including interest accrued) for the NCDs as at December 31, 2024.	Complied

#### Notes:

- i. This Statement is prepared in accordance with Regulation 56{1}(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide circular no. SEBI / HO / MIRSD / MIRSD\_CRADT/COR/P/2022/67 dated May 19, 2022, and to Debenture Trustees of the listed debt securities pursuant to Regulation 15(1)(t) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time, (together referred to as the "Regulations").
- ii. Other than that stated above, there is no financial covenant specified in the Offer Document/ Information memorandum of the listed non-convertible debt securities that the Company needs to comply with.

#### For Kotak Mahindra Prime Limited

Jason  
Dalgado

Digitally signed  
by Jason Dalgado  
Date: 2025.01.17  
12:52:41 +05'30'

**Name: Jason Dalgado**  
**Designation: Chief Financial Officer**  
**Date: January 17, 2025**

