



Kotak Mahindra Mutual Fund

5A, 5th Floor, Bakhtawar, 229, Nariman Point, Mumbai 400 021

OFFER DOCUMENT

KOTAK DYNAMIC FUND OF FUNDS

A Close-Ended Fund of Funds Scheme

(Investments in Large Cap Equity Schemes and Liquid Schemes)

Initial Offer: Units at Rs. 10 each for Cash plus applicable Entry Load

Offer Opens on : February 25, 2005

Offer Closes on : March 22, 2005

THE SPONSOR

Kotak Mahindra Bank Ltd.
36-38A, Nariman Bhavan
227, Nariman Point, Mumbai 400 021

THE TRUSTEE

Kotak Mahindra Trustee Co. Ltd.
5A, 5th Floor, Bakhtawar
229, Nariman Point, Mumbai 400 021

THE ASSET MANAGEMENT COMPANY

Kotak Mahindra Asset Management Co. Ltd.
5A, 5th Floor, Bakhtawar
229, Nariman Point, Mumbai 400 021

THE REGISTRAR

**Computer Age Management
Services Private Limited**
A&B Lakshmi Bhawan, 609,
Anna Salai, Chennai 600 006

CUSTODIANS

Deutsche Bank AG
Kodak House, 222, Dr. D.N. Road,
Fort, Mumbai 400 001

Standard Chartered Bank
23/25, M. G. Road,
Mumbai 400 001

AUDITORS TO THE SCHEME

Price Waterhouse
1102/1107, Raheja Chambers,
Nariman Point, Mumbai 400 021

INVESTORS SHOULD NOTE THAT :

- This Offer Document sets forth concisely the information about the Scheme that a prospective investor ought to know before investing. Investors should carefully read the Offer Document before making an investment decision.
- This Offer Document remains effective until a material change occurs. Material changes will be filed with SEBI and circulated to all Unitholders.
- The Scheme particulars have been prepared in accordance with the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996, as amended till date and the Offer Document has been filed with SEBI. The Units offered for public subscription have neither been approved nor disapproved by SEBI, nor has SEBI certified the accuracy or adequacy of this Offer Document.

**Please retain this Offer Document for future reference.
THE DATE OF THIS OFFER DOCUMENT IS FEBRUARY 21, 2005.**

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I. HIGHLIGHTS, RISK FACTORS AND DUE DILIGENCE

Features	KOTAK DYNAMIC FUND OF FUNDS
Structure	Close-Ended Fund of Funds Scheme (Investments in Large Cap Equity Schemes and Liquid Schemes)
Investment in	Upto 100% in diversified Large Cap Equity Schemes Upto 100% Liquid Schemes Upto 10% in Money Market Securities
Suitable for	Investors who seek capital appreciation associated with investment in diversified large cap equity schemes, while substantially taking lower risk on capital over a 3-year period.
Investment Objective	The investment objective of the scheme is to provide long-term capital appreciation by investing in a portfolio of diversified large cap equity schemes and liquid schemes of mutual funds registered with SEBI.
Maturity of the Scheme	Three (3) years from the date of allotment
Liquidity	Close-ended. Liquidity available only during a Liquidity Window, which will allow Redemptions during the last three working days of every third month from the date of allotment of units, at prices related to Applicable NAV.
Benchmark Index	Crisil Balanced Fund Index
Option	Growth
Minimum Amount of Purchase	Rs. 5,000 /- (Rs. Five Thousand Only)
Minimum Redemption Size	Rs.1,000/- (Rs. One Thousand only) or 100 Units
Cheques / Drafts to favour	KOTAK DYNAMIC FOF
Load Structure	Entry Load (During Initial Offer) : 2.25% (For any amount) Exit Load (During Liquidity Window) : Nil
Initial Issue Expenses	Not exceeding 2.25% (for Broker/Agents Commission, to be met out of entry load)

Tax implications as per the provisions of Income Tax Act, 1961 and Wealth Tax Act, 1957, prevailing as on February 17, 2005 :

- No TDS on redemption irrespective of amount redeemed, for Unit holders resident in India.
- Investments in the Scheme are exempt from Wealth Tax.
- Tax rate on units held for more than twelve months not to exceed 10% (plus applicable surcharge and cess)
- Dividends received under the Scheme are exempt from income tax in the hands of investors. However the Fund will have to pay tax at the applicable rates on the amount distributed as dividend under the Scheme.

RISK FACTORS

- Mutual Funds and securities investments are subject to market risks and there is no assurance or guarantee that the objectives of the Scheme will be achieved.
- As with any securities investment, the NAV of the Units issued under the Scheme can go up or down depending on the factors and forces affecting the capital and money markets.
- Past performance of the Sponsor/AMC or that of any scheme of the Fund does not indicate the future performance of the Scheme of the Fund.

- Kotak Dynamic Fund of Funds , is only the name of the Scheme and does not in any manner indicate the quality of the Scheme, future prospects or returns.
- The NAV of the Units issued under the Scheme may be affected by changes in the NAV of the underlying schemes, changes in the interest rates, and may also be affected inter-alia, by government policy, volatility and liquidity in the money markets.
- As per SEBI Circular No. SEBI/IMD/CIR No.10/22701/03 dated December 12, 2003, the Scheme shall have a minimum of 20 investors and no single investor shall account for more than 25% of the corpus of the Scheme(s) at the time of allotment. In case of non-fulfilment with either of the above two conditions, the investor's money would be refunded, in full, immediately after the close of the Initial Public Offering of the Scheme.
- Tax laws may change, affecting the return on investment in Units.
- In the event of receipt of a very large number of redemption requests or very large value redemption requests or of restructuring of the Scheme's portfolios or in case of limitation or suspension of redemption in the underlying schemes, there may be delays in the redemption of Units. Please refer to the paragraph, 'Right to Limit Redemption' in this Offer Document.

Note on some of the Risk Factors

KOTAK DYNAMIC FUND OF FUNDS

- a. The Scheme may invest predominantly in diversified Large Cap Equity or Liquid Schemes of Mutual Fund registered with SEBI. Hence the Scheme's performance may depend upon the performance of the underlying equity schemes. Any change in the investment policies or the fundamental attributes of the underlying schemes could affect the performance of the Scheme.
- b. Investments in underlying equity schemes will have all the risks associated with the underlying equity schemes including performance of underlying stocks, derivative investments, off shore investments, security lending, etc.
- c. Investments in underlying liquid schemes, will have all the risks associated with such underlying schemes including changes in credit rating, trading volumes, settlement periods and transfer procedures; Price/Interest-Rate Risk and credit Risk, volatility and liquidity in the money markets, pressure on the exchange rate of the rupee, Basis Risk, Spread Risk and Reinvestment Risk, off shore investments, derivative investments, security lending, etc.
- d. The investors of the Scheme will bear dual recurring expenses and possibly dual loads, those of the Scheme and those of the underlying Schemes. Hence the investor under the Scheme may receive lower pre-tax returns than what they could have received if they had invested directly in the underlying Schemes in the same proportions.
- e. The Portfolio disclosure of the Scheme will be limited to providing the particulars of the underlying schemes where the Scheme has invested and will not include the investments made by the underlying Schemes.
- f. The dynamic asset allocation may result in higher transaction costs.

- g. The Scheme is a close-ended scheme and the investors can redeem the units held in the scheme only during the last three working days of every third month from the date of allotment of units, at prices related to Applicable NAV.

DUE DILIGENCE CERTIFICATE

It is confirmed that:

1. the draft Offer Document forwarded to SEBI is in accordance with the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 as amended up to date and the guidelines and directives issued by SEBI from time to time;
2. all legal requirements connected with the launching of the Scheme as also the guidelines, instructions, etc., issued by the Government and any other competent authority in this behalf, have been duly complied with;
3. the disclosures made in the Offer Document are true, fair and adequate to enable the investors to make a well informed decision regarding investment in the Scheme;
4. according to the information given to us, Computer Age Management Services Private Limited, the Registrar and Transfer Agent, is registered with SEBI and till date such registration is valid; and
5. according to the information given to us, Deutsche Bank AG and Standard Chartered Bank, the Custodians, are registered with SEBI and till date such registration is valid.

For Kotak Mahindra Asset Management Co. Ltd.

Investment Manager -
Kotak Mahindra Mutual Fund

Place : Mumbai
Date : February 21, 2005

Miten Chawda
Compliance Officer

II. DEFINITIONS AND ABBREVIATIONS

In this Offer Document, the following words and expressions shall have the meaning specified below, unless the context otherwise requires :

Applicable NAV	For the Scheme, unless stated otherwise in this Offer Document, 'Applicable NAV' is the Net Asset Value at the close of a Working Day as of which the redemption is sought by an investor and determined by the Fund.
Asset Management Company or AMC or Investment Manager	Kotak Mahindra Asset Management Company Limited, the Asset Management Company incorporated under the Companies Act, 1956, and authorised by SEBI to act as Investment Manager to the Schemes of Kotak Mahindra Mutual Fund.
Collection Bank	Branches of Bank authorised to receive Applications for the Initial Offer, as mentioned elsewhere in this document or as appointed/changed from time to time.
Custodian	Deutsche Bank AG and Standard Chartered Bank, acting as Custodians to the Scheme, or any other Custodian appointed by the Trustee.
Advisor	The agency appointed by AMC to provide periodically the recommended list of schemes. Currently Kotak Securities has been appointed as the Advisor.
Entry Load	The charge that is paid by an Investor when he invests an amount in the Scheme.
Exit Load	The charge that is paid by a Unitholder when he redeems Units from the Scheme.
FII	Foreign Institutional Investors, registered with SEBI under Securities and Exchange Board of India (Foreign Institutional Investors) Regulations, 1995.
Gilts / Government Securities	Securities created and issued by the Central Government and/or State Government.
IMA	Investment Management Agreement dated 20th May, 1996 entered into between the Fund (acting through the Trustee) and the AMC and as amended up to date, or as may be amended from time to time.
Investor Service Centres or ISCs	Designated branches of the AMC / other offices as may be designated by the AMC from time to time.
Kotak Dynamic Fund of Funds	A Close-Ended Fund of Funds Scheme
Kotak Bank/ Sponsor	Kotak Mahindra Bank Limited
KMMF / Fund / Mutual Fund	Kotak Mahindra Mutual Fund, a trust set up under the provisions of The Indian Trusts Act, 1882.
KMTCL / Trustee	Kotak Mahindra Trustee Company Limited, a company set up under the Companies Act, 1956, and approved by SEBI to act as the Trustee for the Schemes of Kotak Mahindra Mutual Fund.
Liquid Scheme	A Scheme predominantly investing in Money Market or Floating Rate Securities or Debt Securities having maturity less than 1 year and the Mark to Market Securities are less than 10% of the portfolio, as per SEBI Circulars dated March 19, and March 25, 2004.
Liquidity Window	The period during which unitholders can redeem their units at applicable NAV.
MIBOR	The Mumbai Interbank Offered Rate published once every day by the National Stock Exchange and published twice every day by Reuters, as specifically applied to each contract.
Mutual Fund Regulations / Regulations	Securities and Exchange Board of India (Mutual Funds) Regulations, 1996, as amended up to date, and such other regulations as may be in force from time to time.

NAV	Net Asset Value of the Units of the Scheme (including the option thereunder) as calculated in the manner provided in this Offer Document or as may be prescribed by Regulations from time to time. The NAV will be computed up to three decimal places.
NRI	Non-Resident Indian and Person of Indian Origin as defined in Foreign Exchange Management Act, 1999.
Offer Document	This document issued by Kotak Mahindra Mutual Fund, offering for subscription of Units of Kotak Dynamic Fund of Funds .
Purchase Price	Purchase Price, to an investor, of Units under the Scheme (including Options thereunder) computed in the manner indicated elsewhere in this Offer Document.
Redemption Price	Redemption Price to an investor of Units under the Scheme (including Options thereunder) computed in the manner indicated elsewhere in this Offer Document.
Registrar	Computer Age Management Services Private Limited ('CAMS'), acting as Registrar to the Scheme, or any other Registrar appointed by the AMC.
Repo	Sale of securities with simultaneous agreement to repurchase them at a later date.
Reserve Bank of India / RBI	Reserve Bank of India, established under the Reserve Bank of India Act, 1934.
Reverse Repo	Purchase of securities with a simultaneous agreement to sell them at a later date.
Scheme	Kotak Dynamic Fund of Funds
SEBI	The Securities and Exchange Board of India.
Securities	For the purpose of this Offer Document, Securities shall include units of the underlying schemes.
Transaction Points	Centres designated by the Registrar, to accept investor transactions and scan them for handling by the nearest ISC.
Trust Deed	The Trust Deed entered into on 20th May 1996 between the Sponsor and the Trustee, as amended up to date, or as may be amended from time to time.
Trust Fund	The corpus of the Trust, Unit Capital and all property belonging to and/or vested in the Trustee.
Underlying Scheme(s)	The open - ended schemes of Mutual Funds registered with SEBI in which the Scheme proposes to invest.
Unit	The interest of the investors in the Scheme, which consists of each Unit representing one undivided share in the assets of the Scheme.
Unitholder	A person who holds Unit(s) under the Scheme.
Valuation Day	Working Day of the Scheme.
Working Day	A day other than any of the following: (i) Saturday or Sunday; (ii) a day on which both the National Stock Exchange and the Bombay Stock Exchange are closed (iii) a day on which the Purchase and Redemption of Units is suspended.
Words and Expressions used in this Offer Document and not defined	Same meaning as in Trust Deed.

III. CONSTITUTION OF THE FUND

A. THE FUND

Kotak Mahindra Mutual Fund (KMMF) has been established as a Trust under the Indian Trusts Act, 1882. The Trust Deed establishing KMMF and the Deed of Amendment has been registered under the Registration Act, 1908 by the office of the Sub-Registrar of Assurances at Mumbai. KMMF has been registered with SEBI vide registration number MF/038/98/1 dated 23rd June 1998.

B. SPONSOR COMPANY

Kotak Mahindra Bank Limited

The erstwhile Sponsor company, Kotak Mahindra Finance Limited (KMFL) was converted into Kotak Mahindra Bank Limited (Kotak Bank) in March 2003 after being granted a banking license by the Reserve Bank of India. Thus, the Sponsor of the Fund is Kotak Bank. KMFL promoted by Mr. Uday S. Kotak, Mr. S.A.A. Pinto and Kotak & Co., was incorporated on November 21, 1985 under the name Kotak Capital Management Finance Limited. In early 1986, the promoters were joined by Late Mr. Harish Mahindra and Mr. Anand G. Mahindra and the Company's name was changed to Kotak Mahindra Finance Limited.

Kotak & Co. (now Kotak & Co. Limited) is a highly respected trading company of Mumbai, with international business. Mr. Uday Kotak, a scion of the Kotak family, was an outstanding student through school, Sydenham College (Bombay University) and Jamnalal Bajaj Institute of Management Studies (Bombay University). Mr. S.A.A. Pinto, trained as a lawyer, has held senior positions in well-known organisations like ICI and Grindlays Bank. For instance, he was part of the team in Grindlays Bank, which started the first merchant banking unit in India in 1968. Mr. Harish Mahindra was an industrialist of repute and had played a prominent role in social service and public life, thereby earning him high esteem. Mr. Anand Mahindra, an MBA from Harvard University, is the Managing Director of one of India's most reputed industrial firms, Mahindra & Mahindra Limited.

KMFL started with a capital base of Rs. 30.88 lakhs. From being a provider of a single financial product, KMFL grew substantially during the seventeen years of its existence into a highly diversified financial services company and has now converted into a Bank. As on September 30, 2004, the net worth of Kotak Bank is around Rs. 650 crores and combined with its subsidiaries, the Group net worth is around Rs. 1300 crores. There are over 78,500 share, debenture and fixed deposit (Term Deposit) holders of Kotak Bank. The Sponsor and its subsidiaries/associates offer wide ranging financial services such as loans, lease and hire purchase, consumer finance, home loans, commercial vehicles and car finance, investment banking, stock broking, primary market distribution of equity and debt products and life insurance. The group has offices in over 59 Indian cities and also present internationally in Mauritius, London, Dubai and New York. Kotak Mahindra (UK) Limited, an ultimate subsidiary of Kotak Bank, is the first company owned from India to be registered with the Financial

Services Authority in UK. Kotak Mahindra Capital Company Limited and Kotak Securities Limited are joint ventures between Kotak Bank and Goldman Sachs, the latter being one of the largest global investment banks. Kotak Mahindra Primus Limited and Ford Credit Kotak Mahindra Limited (an associate company) are joint ventures between Kotak Bank and Ford Credit International, the global car-financing arm of Ford Motor Company. Kotak Mahindra Old Mutual Life Insurance Company Limited is a joint venture between Kotak Bank and Old Mutual Plc based in the UK and with large presence in the South African insurance market. Some of the other subsidiaries of Kotak Bank are Kotak Mahindra Securities Limited, Kotak Mahindra International Limited, Kotak Mahindra Private-Equity Trustee Limited, Kotak Mahindra Investments Limited, Kotak Mahindra Inc., and Kotak Forex Brokerage Limited.

The Sponsor has been consistently profitable and dividend paying company since inception. All group companies are professionally run companies, employing over 3700 professional staff including CAs, MBAs and Engineers.

Given below is a summary of the Sponsor's financials:

(Rs. in crores)

Description	Half Year ended September 2004 *	Year ended March 31		
		2004	2003	2002
Total Income	184.55	383.91	253.32	187.23
Profit Before Tax	59.91	120.79	70.01	75.01
Profit After Tax	42.71	78.72	44.96	54.52
Free Reserves	529.98	546.13	482.24	451.27
Net Worth	649.78	605.67	541.45	510.48
Earnings per Share (Rs)	1.72	13.11	7.59	9.21
Book Value per Share (Rs)	54.24	101.74	91.44	86.22
Dividend %	N.A.	24	21	41
Paid up Equity Capital	119.79	59.53	59.21	59.21

*Unaudited

The Sponsor has contributed Rupees One Lakh as the initial contribution to the corpus for the setting up of the Trust. The Sponsor has also contributed Rupees One Lakh Fifty Thousand as additional corpus. The Sponsor has vested the trustee functions in the Trustee. The Sponsor is represented by directors on the boards of the Trustee and the AMC in accordance with the Regulations.

The Sponsor is neither responsible nor liable for any loss resulting from the operations of the Scheme.

C. TRUSTEE COMPANY (THE TRUSTEE)

Kotak Mahindra Trustee Company Limited (The Trustee), a company incorporated under the Companies Act, 1956, is the Trustee of the Fund, by virtue of the Trust Deed made between the Sponsor and the Trustee.

1. Directors

The Directors of the Trustee are:

Names and Addresses	Other Directorships
Mr. Amit Krishnakant Desai <i>Advocate</i> 7, Shivtirth - 1 Bhulabhai Desai Road Mumbai - 400 026 <i>Chairman</i>	Minesota Finance Private Limited
Mr. Girish Sharedalal <i>Chartered Accountant</i> 111, Landmark M.L. Dahanukar Marg Mumbai - 400 026	The Ruby Mills Limited FDC Limited Stovec Industries Limited Stellar Asset Management Private Limited Maulik & Kaji Financial Services Private Limited Ratan Trading Private Limited
Mr. Tushar A. Mavani <i>Advocate</i> Aryan Mahal, 6th Floor "C" Road, Churchgate Mumbai - 400 020	-
Mr. Anirudha Barwe <i>Director</i> B-1, Bageshree Shankar Ghanekar Marg Prabhadevi, Mumbai - 400 025	Jain Irrigation Systems Limited Sigma Laboratories Limited IFCI Financial Services Limited Investsmart India Limited
Mr. Chandrashekhar Sathe <i>Service</i> C-10, Shri Dattaguru Coop. Housing Society Deonar, Mumbai - 400 089	Kotak Mahindra Securities Limited Kotak Forex Brokerage Limited Maharashtra Foundation India Kotak Mahindra Private Equity Trustee Limited

Mr. Amit Desai is a graduate in Commerce and Law from the Bombay University. He is an advocate and has about 20 years of experience in criminal, economic and revenue laws. Mr. Desai is associated with the Sponsor.

Mr. Girish Sharedalal is a graduate in Commerce and Arts and also a Fellow of the Institute of Chartered Accountants of India. Formerly a Senior Partner of Messrs Dalal, Desai and Kumana, a firm of Chartered Accountants, he has about 44 years of experience in the field of audit, taxation and management consultancy.

Mr. Tushar Mavani is a graduate in Commerce and Law from the Bombay University. He is a partner with Messrs Mulla & Mulla & Craigie Blunt & Caroe and has about 14 years of experience in the legal field.

Mr. Anirudha Barwe is a post-graduate in Mathematics and also a Certified Associate of Indian Institute of Bankers, Mumbai. Mr. Barwe has about 43 years of experience in the field of banking and financial services. Mr. Barwe was actively associated with and responsible to a great extent for the success of the Resurgent India Bond issue of SBI. Mr. Barwe

retired as the Managing Director of SBI Capital Markets Limited in October 1998. After retirement, Mr. Barwe worked with IDFC as Chief Financial Officer for 3 years.

Mr. Chandrashekhar Sathe is a graduate with B. Tech (Chemical Engineering) from IIT, Mumbai. He has over 27 years' experience in Banking and Finance. He has been a part of the Senior Management team of the Kotak Mahindra Group since 1992 and was responsible for setting up the Fixed Income Securities capability of Kotak Mahindra Capital Company. Prior to Kotak Mahindra, he was with the Bank of Nova Scotia and Bank of Maharashtra and has wide ranging experience in Banking, Finance, Administration, Credit, Foreign Exchange and Money Markets. Mr. Sathe is a widely consulted expert on Foreign Exchange and Money Markets in India and is a frequent contributor to financial newspapers, magazines and TV News channels. Mr. Sathe was the Chief Executive Officer of the AMC for the period, 1st April 1998 to 30th November 2001 and currently heads the Risk Management function at Kotak Mahindra Bank Limited.

Mr. Sathe is associated with the Sponsor.

2. Rights, Obligations, Responsibilities and Duties of the Trustee

Pursuant to the Trust Deed constituting the Fund and in terms of the Regulations, the rights and obligations of the Trustee are as under:

1. The Trustee has the legal ownership of the Trust Fund. The general superintendence and management of the Trust and all powers incidental to the purpose of the trust vest absolutely in the Trustee subject to the Trust Deed.
2. The Trustee shall take into its custody or under its control all the capital and property of every Scheme of the Mutual Fund and hold it in trust for the Unitholders of the Scheme.
3. The Trustee is entitled to delegate any power and/or responsibility vested in it to the AMC, which is accountable to the Trustee and bound to carry out the functions assigned to it from time to time. Notwithstanding any such delegation, the Trustee Company is at all times responsible for the acts of negligence or acts of omission and commission of the AMC.
4. The Trustee shall ensure that the AMC and the Custodian duly fulfill the functions respectively assigned to them under the Mutual Fund Regulations.
5. The Trustee shall ensure before the launch of any Scheme that the Asset Management Company has:-
 - a) systems in place for its back office, dealing room and accounting;
 - b) appointed all key personnel including fund manager(s) for the Scheme(s) and submitted to the Trustee their resume containing particulars of their educational qualifications and past experience in the securities market within fifteen days of their appointment;
 - c) appointed auditors to audit the accounts of the Scheme;
 - d) appointed a compliance officer who shall be responsible for monitoring the compliance of the SEBI Act, rules and regulations, notifications, guidelines, instructions, etc. issued by SEBI or the Central Government and for redressal of investors' grievances;
 - e) appointed registrars and laid down parameters for their supervision;
 - f) prepared a compliance manual and designed internal control mechanisms including internal audit systems; and
 - g) specified norms for empanelment of brokers and marketing agents.
6. In carrying out responsibilities, the Trustee shall maintain arms' length relationship with other companies, or institutions or financial intermediaries or any body corporate with which it may be associated.
7. The Trustee shall not be liable to the Mutual Fund or the Unitholders if the Mutual Fund suffers a decline in its net asset value or if any share or other security comprised in the Trust Fund depreciates in its market value or fails to achieve any increase therein, unless such decline, depreciation or failure is caused by the willful default or gross negligence of the Trustee.
8. The Trustee shall not be under any liability on account of anything done or omitted to be done or suffered to be done by the Trustee in good faith, bona fide and after due diligence and care, in accordance with or on the advice of the AMC or any other professional person, firm or company.
9. For avoidance of doubt, it is hereby agreed and declared that references to the Trustee in this clause shall be deemed to include references to the officers, servants and delegates of the Trustee.
10. The Trustee shall ensure that the AMC has been managing the Scheme independently of other activities and has taken adequate steps to ensure that the interest of the investors of no Scheme is being compromised with that of the investors of other Scheme or of other activities of the AMC.
11. The Trustee shall ensure that the Trust Fund shall be applied and be available absolutely for the purposes of the Trust and shall not be applied directly or indirectly for any purpose other than the purposes referred to under the Trust Deed.
12. The Trustee shall call for a meeting of the Unitholders :
 - a) whenever required to do so by SEBI in the interest of the Unitholders; or
 - b) whenever required to do so on the requisition made by three-fourths of the Unitholders of any Scheme; or
 - c) when the majority of the Directors of the Trustee Company decide to wind up or prematurely redeem the Units.
13. The Trustee shall ensure that no change in the fundamental attributes of any scheme or the trust or fees and expenses payable or any other change which would modify the scheme and affect the interest of Unitholders, is carried out unless :-
 - a) a written communication about the proposed change is sent to each Unitholder and an advertisement is given in one English daily newspaper having nationwide circulation as well as in a newspaper published in the language of the region where the Head Office of the Mutual Fund is situated; and
 - b) the Unitholders are given an option to exit at the prevailing Net Asset Value without any Exit Load.
14. Subject to the provisions of the Mutual Fund Regulations as amended from time to time, the consent of the Unitholders shall be obtained, entirely at the option of the Trustee, either at a meeting of the Unitholders or through postal ballot. Only one Unitholder in respect of each folio or account representing a holding shall vote

and he shall have one vote in respect of each resolution to be passed. The procedure of voting shall be as per the directives issued by SEBI, from time to time.

15. The Trust Fund shall be held in trust and managed by the Trustee in accordance with the Trust Deed.
16. The Trustee shall be accountable for, and be the custodian of, the funds and property of the respective Scheme and shall hold the same in trust for the benefit of the Unitholders in accordance with the Mutual Fund Regulations and the provisions of the Trust Deed.
17. The Trust Deed shall not be amended without obtaining the prior approval of SEBI, and approval of the Unitholders shall be obtained where it affects their interests.
18. The appointment of the AMC can be terminated by a majority of the Board of Directors of the Trustee or by 75% of the Unitholders of the Scheme.

Modifications, if any, in the rights and/or obligations and duties of the Trustee are on account of amendments to the Regulations and the Regulations supercede/override the provisions of the Trust Deed, wherever the two are in conflict.

The Compliance Officer reports directly to a director of the Trustee to carry out the supervisory role on behalf of the Trustee. In addition, the Trustee may seek any information from time to time from the AMC. A reputed firm of Chartered Accountants has been appointed to carry out internal audit of the Fund on a periodic basis to facilitate monitoring the activities of the AMC. On a quarterly basis, an activity report prepared by the AMC is discussed at the Board Meetings of the Trustee. During the year 2003-2004, nine meetings of the Board of Directors of the Trustee were held. During the period April 2004 till date, nine meetings of the Board of Directors of the Trustee were held. The Audit Committee, comprising three Directors of the Board of Directors of the Trustee, has

been constituted pursuant to the SEBI circular MFD/CIR/010/024/2000 dated January 17, 2000 chaired by an Independent Director. The Audit Committee has had four Committee meetings during the year 2003-2004. During the period April 2004 till date, two meetings of the Audit Committee were held.

3. Trustee's Fee

The Trustee shall, during the continuance of this Trust and until KMMF is finally wound up and whether or not KMMF is in the course of administration by or under the order or discretion of any court, be entitled to receive, in addition to the reimbursement of all costs, charges and expenses, a sum at the rate of 0.050% per annum of the Trust Fund as defined under the Trust Deed, or a sum of Rs.15,00,000/-, whichever is higher, payable monthly.

D. ASSET MANAGEMENT COMPANY

Kotak Mahindra Asset Management Company Limited, a company incorporated under the Companies Act, 1956, on August 08, 1994, has been appointed to act as the Investment Manager to Kotak Mahindra Mutual Fund vide Investment Management Agreement dated 20th May, 1996, as amended up to date. It is a wholly owned subsidiary of the Sponsor, Kotak Bank.

The Investment Manager is entitled to charge a management fee as prescribed by the Regulations for the services rendered by it to the Fund.

An approval by the Division of Funds, Investment Management Department under the SEBI (Portfolio Manager) Regulations, 1993 and Mutual Funds Division of SEBI under the SEBI ('Mutual Funds') Regulations, 1996, has been granted to the Company for undertaking Portfolio Management Service(PMS). There is no conflict of interest between the Mutual Fund and the PMS activity.

1. Name and Address

Kotak Mahindra Asset Management Company Limited
5A, 5th Floor, Bakhtawar
229, Nariman Point, Mumbai 400 021

2. Directors on the Board of the AMC

Names and Addresses

Mr. Uday S. Kotak
62, NCPA Apartments
Dorabjee Tata Marg
Nariman Point, Mumbai - 400 021
Chairman

Mr. R. C. Khanna
304, Bakhtavar
Opp. Colaba Post Office
Mumbai - 400 005

Other Directorships

Kotak Mahindra Bank Limited - Executive Vice Chairman & Managing Director
Kotak Mahindra Capital Company Limited - Chairman
Kotak Mahindra Primus Limited - Chairman
Kotak Securities Limited - Chairman
Kotak Mahindra Old Mutual Life Insurance Company Limited - Chairman
Kotak Forex Brokerage Limited
The Mahindra United World College of India

Ador Technopak Limited
Cooperheat India Private Limited
Monsanto India Limited
Tata Chemicals Limited
Schrader Duncan Limited

Mr. Sukant Sadashiv Kelkar

No. 1, Sindhula
N. Gamadia Road
Mumbai - 400 026

Macrofill Investments Limited
P.T. Five Star Industries Limited, Indonesia
Naperol Investments Limited
Harvard Plantations Limited
Britannia Industries Limited
National Peroxide Employees' Welfare Co. Limited
The Bombay Dyeing & Mfg. Co. Limited
Wadia BSN Limited
Placid Plantations Limited
Associated Biscuits International Limited, London
- Alternate Director
ABI Holdings Limited, London - Alternate
Nowrosjee Wadia & Sons Limited
Go Airlines (India) Private Limited

Mr. Chengalath Jayaram

'Satguru Simran'
7th Floor, 3rd Road
Almeida Park, Bandra (West)
Mumbai - 400 050

Kotak Mahindra Bank Limited
Kotak Securities Limited
Kotak Mahindra Primus Limited

Mr. Bipin R. Shah

8 D, Ilpala 220 Little Gibbs Road
Malabar Hill
Mumbai - 400 006

Crisil Limited
Indus Venture Management Limited
Indus Capital Market Services Company Pvt. Ltd.
Global Pharmatech Pvt. Limited
ITTI Pvt. Limited
Marico Industries Limited
Sona Okegawa Precision Forgings Limited
Dolphin Offshore Enterprises (India) Limited
Hical Magnetics Private Limited

Mr. Narayan S. A.

1 Smruti, Pestom Sagar
Plot No. 27, Road No. 4
Chembur, Mumbai - 400 006

Kotak Securities Limited
Kotak Commodity Services Limited
Kotak Mahindra Asset Reconstruction Company Limited

Mr. Uday S. Kotak, a graduate in Commerce, holds a post-graduate degree in Business Administration from the Jamnalal Bajaj Institute of Management Studies, Bombay University. Mr. Kotak is the Vice Chairman of the Sponsor, Kotak Mahindra Bank Ltd., and the chairman of various other companies, and has over 19 years of experience in the Financial Services industry.

Mr. Romesh C. Khanna is a graduate in Commerce from London University, a Fellow of the Institute of Chartered Accountants of England & Wales, a Fellow of the Institute of Chartered Accountants of India, an Associate of the Chartered Institute of Management Accountants, London and an Associate of the Institute of Cost and Works Accountants of India. Till 31st March 1998, Mr. Khanna was a partner in A. F. Ferguson & Co., a firm of Chartered Accountants. Mr. Khanna has over 55 years of experience in Audit, Taxation, Finance and other related areas.

Mr. Sukant S. Kelkar is a post-graduate in commerce. He has about 41 years of experience in finance, capital markets, and related areas. Mr. Kelkar has over 10 years experience in the Bank of India, and has even been a foreign exchange dealer in London for 3 years during this tenure. Following this, Mr. Kelkar worked with Bombay Dyeing Manufacturing Company Limited for 31 years, finally retiring as Executive Director in July 2001.

Mr. Chengalath Jayaram holds a postgraduate diploma in Management from IIM, Calcutta, and has over 26 years'

experience in the field of Finance. Mr. C. Jayaram began his career nearly two decades ago in the Financial Services industry. He joined the Kotak Mahindra group in 1990, before which he had worked with several renowned organizations such as ICICI Limited and A. F. Fergusons. At Kotak Mahindra, besides being instrumental in setting up the car finance business, he was also responsible for the distribution business, which was then called FICOM. During the period 1990 - '95, he was responsible for the businesses of financing against shares and proprietary investments. From 1995 to 1999, he was the Managing Director of Kotak Securities Limited and currently he is the Executive Director of Kotak Bank.

Mr. Bipin R. Shah, 72, a member of the Institute of Chartered Accountants of India, holds a Bachelor's Degree in Commerce from Bombay University, and has 49 years of work experience. Mr. Shah began his career in 1956, with Hindustan Lever Limited, where he held various Senior Commercial Assignments, including the post of Commercial Manager at its largest soaps, detergents and foods factory in Bombay, Chief Buyer, Raw Materials and Head of Foods Business. He became a Director of the company in 1979, assuming responsibility for Foods, Animal Feeds, Agri Products and Exports Business, and managed a commendable turnaround of the company's dairy business.

In 1981, Mr. Shah also became Chairman of another Unilever subsidiary, Lipton India Limited, which was facing losses and financial crisis. Mr. Shah was responsible for turning the company around, and for reviving employee and investor

confidence. Mr. Shah was also Chairman of Export Business of four Unilever Companies in India viz. Hindustan Lever Ltd., Lipton India Ltd, Brooke Bond India Ltd and Ponds India Ltd.

On his retirement from the Lever Group of Companies in 1992, Mr. Shah joined Indus Venture Management Ltd., where he currently holds the post of Vice Chairman. Mr. Shah is also a non Executive Director on the Board of several companies, including CRISIL, the premier credit rating agency in India.

Mr. Narayan S. A., 44, is a member of the Institute of Chartered Accountants of India, holds a Bachelor's Degree in Commerce from Bombay University, and has spent 13 years in the Kotak Group, handling various responsibilities and portfolios. He began his career as a consultant, handling several statutory and internal audit assignments, besides Company law and taxation matters.

Mr. Narayan joined the Kotak Group in 1991, as an Assistant Vice President in the Operations Department, where he was responsible for accounts, audit and systems. In 1993, he became Vice President, handling the Southern Region and Investment Portfolio of the Group, before going on to become Chief Operating Officer for Kotak Securities Limited in 1996. Mr. Narayan rose to become Executive Director of Kotak Securities Limited in May 1997, and then took over as Managing Director of the company in June 2003, a post he currently holds.

Mr. Uday Kotak, Mr. C. Jayaram and Mr. Narayan S.A. are associated with the Sponsor.

3. Powers, Functions and Responsibilities of the AMC

Under the IMA, the AMC has been appointed as the Asset Management Company, to provide management and administrative services to the Trust and to deploy the funds raised by KMMF under the Scheme(s). The Trustee has authorised the AMC to do all such acts and things on behalf of the Trust as are necessary for the discharge of the responsibilities of the AMC. The duties and responsibilities of the AMC are as follows:

1. The Trustee has granted the AMC certain powers and authorities as stipulated under the Trust Deed and may grant such other powers as may be deemed fit from time to time, and communicate the same in writing to the AMC.
2. The following are, inter alia, the specific powers:
 - a) to invest, acquire, hold, manage or dispose of all or any securities and to deal with, engage in and carry out all other functions and to transact all business pertaining to KMMF;
 - b) to keep the moneys belonging to KMMF with banks and custodians, as the AMC may deem fit;
 - c) to determine the terms and conditions applicable to the Scheme and to decide the category of persons who may participate in any Scheme and to formulate, introduce, make, announce or launch one or more Schemes;
 - d) to issue, sell or purchase Units under any Scheme of KMMF;
 - e) to ascertain, appropriate and distribute the surplus generally or under various Schemes or under any Scheme, to carry forward, reinvest or otherwise deal with any surplus and to transfer such sums as the

AMC may deem fit to one or more reserve funds which may be established at the discretion of the Trustee;

- f) to sign, seal, execute, deliver and register according to law, all deeds, documents, and assurances in respect of or in any manner relating to KMMF;
 - g) to do all acts, deeds, matters and things, which are necessary for any object, purpose or in relation to KMMF in any manner or in relation to any Scheme of KMMF.
3. The AMC shall be responsible for making, floating and issuing Schemes for KMMF subject to prior approval of the Trustee and to the extent required in the Mutual Fund Regulations.
 4. The AMC shall be responsible for investing and managing the funds mobilised under various Schemes in accordance with the provisions of the Trust Deed and Mutual Fund Regulations.
 5. The AMC shall make such disclosures or submit such documents as may be required by the Trustee and /or SEBI and/or RBI.
 6. The AMC shall provide management and administrative services for KMMF in accordance with the provisions of IMA and any resolution passed by the Board of Directors of the Trustee from time to time and communicated in writing to the AMC.
 7. The AMC shall be responsible for the day-to-day management of KMMF.
 8. The AMC shall provide the Trustee with all information concerning the operation of the various Schemes of KMMF at such intervals and in such manner as required by the Trustee.
 9. The AMC shall maintain books and records of the operation of various Schemes of KMMF to ensure compliance with the Mutual Fund Regulations and shall submit a Scheme-wise report on the functioning of the Fund to the Trustee on a quarterly basis or at such intervals and in such manner as may be required or called for by the Trustee or SEBI.
 10. The AMC shall be responsible for its acts of negligence, commission and omission and those of its employees and/or the persons whose services have been engaged by the AMC and the AMC shall indemnify the Trustee and each and every one of the Directors of the Trustee Company against all damages, losses, costs and consequences and any liabilities whatsoever that may arise on account of such acts of negligence and acts of commission and omission by any of the above mentioned persons.
 11. No loss or damage or expenses incurred by the AMC or officers of the AMC or any delegate of the AMC, shall be met out of the Trust Fund.
 12. The AMC is not exempted from or indemnified against any liability for (i) negligence, dishonesty or fraud or (ii) failure to show the degree of care and diligence required of it while carrying out its duties. Notwithstanding anything contained in any contract or agreement or any termination settlement, neither the AMC nor its directors or other officers shall be absolved of liability to the

Mutual Fund for their acts of commission or omission while holding such position or office.

13. The AMC hereby undertakes to hold harmless and indemnify the Trustee or procure the Trustee to be held harmless and indemnified against all actions, proceedings, claims, and demands, cost and expenses incidental thereto, including all legal, professional and other expenses incurred, which may be brought against, suffered or incurred by the Trustee by reason of the performance or non-performance by the AMC of its duties. Such indemnification shall be by the AMC and not out of the Trust Fund.
14. The AMC shall not be liable to the Trustee for any error of judgment or mistake of law or for any loss suffered unless such error of judgment or mistake constitutes or such loss is caused by any acts of commission or omission or by fraud or willful default or negligence of the AMC or any of its agents or delegates. Without prejudice to the generality of the foregoing, in particular (but without limitation) the AMC shall not be liable to the Mutual Fund for any loss which may be sustained in the purchase, holding or sale of any investments or other assets by the mutual fund or on any of its assets as a result of loss, delay, misdelivery or error in transmission of cabled, telexed, telecopied, facsimiled, telegraphic or other communication unless such loss arose by any acts of commission or omission or from fraud, bad faith, willful default or negligence in the performance or non-performance of its duties as mentioned in the IMA.
15. The AMC shall not be liable to the Trustee in the event that the Mutual Fund suffers a decline in its net asset value or fails to achieve any increase therein unless such decline or failure is caused by any acts of commission or omission or by the default or negligence of the AMC, a bona fide error of judgment not being regarded as

default or negligence nor as an act of commission or omission.

4. Schemes launched by the Mutual Fund

In December 1998, the Fund launched Kotak Gilt Savings Plan, Kotak Gilt Investment Plan and Kotak 30. Kotak Gilt Savings Plan and Kotak Gilt Investment Plan opened for continuous offer from January 5, 1999 and Kotak 30, from January 21, 1999. It further launched Kotak Gilt Serial Plans on September 27, 1999. In October 1999, two more Schemes, viz. Kotak Bond and Kotak Balance, were launched and these became open-ended on November 29, 1999. The next addition happened in February 2000 when the Fund further launched two Schemes, viz., Kotak Tech and Kotak MNC. These became open-ended on May 2, 2000. In October 2000, the Fund launched Kotak Liquid, which became open-ended on October 6, 2000. In November, 2000, the Fund launched Serial Plans under Kotak Bond. Then, on April 22, 2003, Kotak Bond Short Term Plan was launched. In May 2002, Kotak FMP, a close-ended Scheme comprising of several fixed maturity plans was launched. In July 2003, Kotak Floater was launched, which became open-ended on July 15, 2003. The name of Kotak Floater has been changed to Kotak Floater Short Term Scheme with effect from August 23, 2004. In October 2003, Kotak Income Plus was launched and it became open-ended on December 03, 2003. Kotak Dynamic Income and Kotak Global India were launched on December 15, 2003 and December 22, 2003 respectively and these became open-ended on December 29, 2003 and February 3, 2004, respectively. Kotak FMP (8) was launched on March 15, 2004. Kotak Equity FOF, Kotak Opportunities and Kotak Floater Long Term Scheme were launched on July 1, 2004, July 27, 2004 and August 2, 2004 respectively and these became open-ended on August 10, 2004, September 10, 2004 and August 16, 2004, respectively. Kotak Flexi Debt Scheme was launched on November 22, 2004 and it became open ended on December 6, 2004.

Condensed Financial Information (for the last three fiscal years)

	Kotak Gilt Savings Plan			Kotak Gilt Investment - Regular Plan		
	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04
Date of Allotment	29-Dec-98	29-Dec-98	29-Dec-98	29-Dec-98	29-Dec-98	29-Dec-98
Beginning of Year / Allotment Date	01-Apr-01	01-Apr-02	01-Apr-03	01-Apr-01	01-Apr-02	01-Apr-03
End of Year / Last Date	31-Mar-02	31-Mar-03	31-Mar-04	31-Mar-02	31-Mar-03	31-Mar-04
NAV at beginning of year / Allotment Date (Rs.)	12.63 (G)/ 10.44 (D)	13.95 (G)/ 10.44 (D)	14.92 (G)/ 10.52 (MD)	13.31 (G)/ 10.61 (D)	17.00 (G)/ 10.71 (D)	19.43 (G)/ 10.70 (D)
Net Income per unit (Rs.)	1.75	1.47	0.72	2.83	2.17	2.63
Dividends (Rs. per unit) *	0.92	0.61	0.53 (MD)/ 4.50 (AD)	2.32	1.48	1.29
Transfer to reserves (Rs. crores)	(4.48)	(4.58)	2.13	60.94	10.32	0.60
NAV as on : At the end of the year / period (Rs.)	13.95 (G)/ 10.44 (D)	14.92 (G)/ 10.52 (D)	15.61 (G)/ 10.40 (MD)/ 10.44 (AD)	17.00 (G)/ 10.71 (D)	19.43 (G)/ 10.70 (D)	21.91 (G)/ 10.54 (D)
Annualised return **	10.77%	9.85%	8.84%	17.72%	16.89%	16.09%
Net Assets at end of the year / period (Rs. crores)	54.83	15.92	47.53	366.48	279.53	241.01
Ratio of Recurring Expenses to Average Assets	1.02%	1.00%	1.59%	1.64%	1.64%	1.65%

	Kotak Bond Regular Plan			Kotak Bond Deposit Plan			Kotak Bond Short Term Plan		Kotak Bond Institutional Plan	
	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04	May '02 - Mar '03	Apr '03 - Mar '04	Mar '03	Apr '03 - Mar '04
Date of Allotment	25-Nov-99	25-Nov-99	25-Nov-99	25-Nov-99	25-Nov-99	25-Nov-99	02-May-02	02-May-02	28-Mar-03	28-Mar-03
Beginning of Year / Allotment Date	01-Apr-01	01-Apr-02	01-Apr-03	01-Apr-01	01-Apr-02	01-Apr-03	02-May-02	01-Apr-03	28-Mar-03	01-Apr-03
End of Year / Last Date	31-Mar-02	31-Mar-03	31-Mar-04	31-Mar-02	31-Mar-03	31-Mar-04	31-Mar-03	31-Mar-04	31-Mar-03	31-Mar-04
NAV at beginning of year / Allotment Date (Rs.)	11.88 (G)/ 10.06 (D)	14.00 (G)/ 10.20 (QD)/ 10.67 (AD)	15.67 (G)/ 10.58 (QD)/ 11.19 (AD)/ 10.44 (B)	11.75 (G)/ 10.19 (D)	13.78 (G)/ 10.28 (D)	15.35 (G)/ 10.77 (D)	10.00	10.72 (G)/ 10.16 (D)	15.56 (G) †/ 10.50 (D) ‡	15.66 (G)/ 10.57 (D)
Net Income per unit (Rs.)	0.56	1.21	2.76	1.61	1.25	1.86	1.33	0.96	#	1.95
Dividends (Rs. per unit)*	1.41 (QD)/ 3.00 (AD)	0.80 (QD)/ 0.75 (AD)	0.99 (QD)/ 0.69 (AD)	1.41	0.63	0.93	0.54	0.62	Nil	0.96
Transfer to reserves (Rs. crores)	94.67	100.62 ₹	(89.81)	11.61	18.94	(11.92)	14.97	14.28	47.06	14.05
NAV as on : At the end of the year / period (Rs.)	14.00 (G)/ 10.20 (QD)/ 10.67 (AD)	15.67 (G)/ 10.58 (QD)/ 11.19 (AD)/ 10.44 (B)	17.25 (G)/ 10.49 (QD)/ 11.53 (AD)/ 11.50 (B)	13.78 (G)/ 10.28 (D)	15.35 (G)/ 10.77 (D)	16.80 (G)/ 10.70 (D)	10.72 (G)/ 10.16 (D)	11.40 (G)/ 10.08 (D)	15.66 (G)/ 10.57 (D)	17.35 (G)/ 10.55 (D)
Annualised return **	15.42%	14.36%	13.36%	14.64%	13.65%	12.66%	-	7.08%	-	11.38%
Absolute return ***	-	-	-	-	-	-	7.20%	-	0.60%	-
Benchmark Return	-	-	-	-	-	-	5.42%	5.10%	0.38%	9.14%
Net Assets at end of the year / period (Rs. crores)	760.09	887.54	428.84	110.44	119.33	74.09	254.71	409.57	168.94	188.20
Ratio of Recurring Expenses to Average Assets	1.49%	1.60%	1.65%	2.04%	2.14%	2.23%	0.83%	0.86%	0.01%	1.00%

	Kotak Liquid Regular Plan			Kotak Liquid Institutional Plan		Kotak Floater Short Term	Kotak FMP (8)
	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04	Mar '03	Apr '03 - Mar '04	Jul '03 - Mar '04	Mar '04
Date of Allotment	05-Oct-00	05-Oct-00	05-Oct-00	14-Mar-03	14-Mar-03	14-Jul-03	30-Mar-04
Beginning of Year / Allotment Date	01-Apr-01	01-Apr-02	01-Apr-03	14-Mar-03	01-Apr-03	14-Jul-03	30-Mar-04
End of Year / Last Date	31-Mar-02	31-Mar-03	31-Mar-04	31-Mar-03	31-Mar-04	31-Mar-04	31-Mar-04
NAV at beginning of year / Allotment Date (Rs.)	10.48 (G)/ 10.01 (D)	11.33 (G)/ 10.01 (D)	12.09 (G)/ 10.01 (D)	12.05 (G) †/ 10.01 (D) ‡	12.09 (G)/ 10.01 (D)	10.00 -	10.00 -
Net Income per unit (Rs.)	0.78	0.89	0.52	0.02	1.05	0.09	0.02
Dividends (Rs. per unit) *	0.70	0.66	0.41	0.01	0.43 (WD)/ 0.42 (DD)	0.04 (WD)/ 0.31 (MD)	Nil
Transfer to reserves (Rs. crores)	30.28	50.79	(41.32)	84.95	(38.33)	6.93	0.16
NAV as on : At the end of the year / period (Rs.)	11.33 (G)/ 10.01 (D)	12.09 (G)/ 10.01 (D)	12.67 (G)/ 10.02 (D)	12.09 (G)/ 10.01 (D)	12.71 (G)/ 10.02 (WD)/ 12.23 (DD)	10.38 (G)/ 10.00 (WD)/ 10.02 (MD)	10.01(G)
Annualised return **	8.73%	7.93%	7.02%	-	5.12%	-	-
Absolute return ***	-	-	-	0.31%	-	3.76%	-
Benchmark return	-	-	-	0.21%	4.37%	2.91%	-
Net Assets at end of the year / period (Rs. crores)	395.58	504.86	275.25	535.51	416.22	337.76	110.57
Ratio of Recurring Expenses to Average Assets	1.00%	0.89%	1.00%	0.04%	0.72%	0.75%	#

	Kotak 30			Kotak Balance		
	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04
Date of Allotment	29-Dec-98	29-Dec-98	29-Dec-98	25-Nov-99	25-Nov-99	25-Nov-99
Beginning of Year / Allotment Date	01-Apr-01	01-Apr-02	01-Apr-03	01-Apr-01	01-Apr-02	01-Apr-03
End of Year / Last Date	31-Mar-02	31-Mar-03	31-Mar-04	31-Mar-02	31-Mar-03	31-Mar-04
NAV at beginning of year / Allotment Date (Rs.)	12.68	11.62	11.59 (G)/ 11.59 (D)	8.73	9.84	10.10
Net Income per unit (Rs.)	(3.59)	0.10	6.05	(0.48)	0.13	4.54
Dividends (Rs. per unit) *	1.00	Nil	7.00	Nil	Nil	2.75
Transfer to reserves (Rs. crores)	5.52	0.99	37.15	6.41	1.48	8.94
NAV as on : At the end of the year / period (Rs.)	11.62	11.59 (G) §/ 11.59 (D)	25.19 (G)/ 17.01 (D)	9.84	10.10	13.15
Annualised return **	15.01%	11.20%	24.73%	0.03%	2.66%	13.33%
Absolute return ***	-	-	-	-	-	-
-Benchmark Return	4.09%	0.02%	12.24%	-	-	-
-Benchmark Return (S&P CNX Nifty)	8.27%	2.72%	14.42%	-	-	-
Net Assets at end of the year / period (Rs. crores)	28.40	39.30	125.81	45.11	30.67	37.52
Ratio of Recurring Expenses to Average Assets	2.50%	2.50%	2.50%	2.48%	2.44%	2.49%

	Kotak Technology			Kotak MNC		
	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04	Apr '01 - Mar '02	Apr '02 - Mar '03	Apr '03 - Mar '04
Date of Allotment	04-Apr-00	04-Apr-00	04-Apr-00	04-Apr-00	04-Apr-00	04-Apr-00
Beginning of Year / Allotment Date	01-Apr-01	01-Apr-02	01-Apr-03	01-Apr-01	01-Apr-02	01-Apr-03
End of Year / Last Date	31-Mar-02	31-Mar-03	31-Mar-04	31-Mar-02	31-Mar-03	31-Mar-04
NAV at beginning of year / Allotment Date (Rs.)	3.47	3.06	2.85	8.40	8.00	7.00
Net Income per unit (Rs.)	(4.52)	(0.20)	0.74	(1.42)	(0.49)	4.35
Dividends (Rs. per unit) *	Nil	Nil	Nil	Nil	Nil	Nil
Transfer to reserves (Rs. crores)	5.89	12.91	44.57	(1.10)	(2.66)	23.89
NAV as on : At the end of the year / period (Rs.)	3.06	2.85	3.97	8.00	7.00	14.24
Annualised return **	(45.02%)	(34.34%)	(20.65%)	(10.67%)	(11.23%)	9.26%
-Benchmark Return	(38.99%)	(35.67%)	(23.37%)	(14.13%)	13.43%	4.49%
-Benchmark Return (S&P CNX Nifty)	-	-	-	(11.17%)	(11.89%)	5.55%
Net Assets at end of the year / period (Rs. crores)	56.63	46.00	48.07	31.25	24.53	33.46
Ratio of Recurring Expenses to Average Assets	2.25%	2.25%	2.25%	2.48%	2.47%	2.49%

	Kotak Gilt Investment - Provident Fund and Trust Plan	Kotak Liquid Institutional Premium Plan	Kotak Income Plus	Kotak Dynamic Income	Kotak Global India
	Nov '03 - Mar'04	Nov '03 - Mar '04	Dec '03 - Mar '04	Dec '03 - Mar '04	Jan '03 - Mar '04
Date of Allotment	11-Nov-03	04-Nov-03	02-Dec-03	26-Dec-03	30-Jan-04
Beginning of Year / Allotment Date	11-Nov-03	04-Nov-03	02-Dec-03	26-Dec-03	30-Jan-04
End of Year / Last Date	31-Mar-04	31-Mar-04	31-Mar-04	31-Mar-04	31-Mar-04
NAV at beginning of year / Allotment Date (Rs.)	21.63 (G) †/ 10.74 (D) ‡	12.48 (G) †/ 12.23 (DD) †/ 10.02 (WD) ‡	10.00	10.00	10.00
Net Income per unit (Rs.)	0.09	0.15	0.11	0.18	(0.07)
Dividends (Rs. per unit) *	0.08	0.16 (WD)/ 0.20 (DD)	0.20 (QD)/ 0.20 (MD)	0.12	Nil
Transfer to reserves (Rs. crores)	15.89	281.69	2.57	0.72	(13.51)
NAV as on : At the end of the year / period (Rs.)	21.93 (G)/ 10.79 (D)	12.71 (G)/ 10.03 (WD)/ 12.23 (DD)	10.25 (G)/ 10.02 (MD)/ 10.02 (QD)	10.20 (G)/ 10.06 (D)	9.57 (G)/ 9.57 (D)
Absolute return ***	1.38%	1.88%	2.20%	1.97%	(4.35%)
Benchmark Returns	1.95%	1.62%	3.56%	2.17%	(1.84%)
Net Assets at end of the period (Rs. crores)	31.49	1812.21	291.40	42.69	299.96
Ratio of Recurring Expenses to Average Assets	1.30%	0.56%	0.69%	0.44%	0.38%

Latest NAV & Annualised Returns

	Kotak Gilt Savings Plan	Kotak Gilt Investment - Regular Plan	Kotak Gilt Investment - Provident Fund & Trust Plan	Kotak Bond Regular Plan	Kotak Bond - Deposit Plan
Date of allotment	29-Dec-98	29-Dec-98	11-Nov-03	25-Nov-99	25-Nov-99
Beginning of Year / Allotment date	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04
End of Year / Last Date	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04
NAV at beginning of year / Allotment date (Rs.)	15.61 (G) / 10.40 (MD) / 10.44 (AD)	21.91 (G) / 10.54 (D)	21.93 (G) / 10.79 (D)	17.25 (G) / 10.49 (OD) / 11.53 (AD) / 11.50 (B)	16.80 (G) / 10.70 (D)
Net Income per unit (Rs.)	0.44	(0.26)	(0.22)	0.21	(0.02)
Dividends (Rs per unit) *\$\$	0.07 (MD)	Nil	0.06	0.06	0.06
Dividends (Rs per unit) *^^	0.12 (MD)	Nil	Nil	0.05	Nil
Dividends (Rs per unit) * ††	0.11 (MD)	Nil	Nil	0.05	Nil
Transfer to Reserves (Rs. Crores)	0.95	(50.32)	3.36	(86.54)	(10.31)
NAV as on : At the end of the period (Rs.)	15.94 (G) / 10.41 (MD) / 10.66 (AD)	21.49 (G) / 10.34 (D)	21.55 (G) / 10.54 (D)	17.11 (G) / 10.28 (OD) / 11.44 (AD) / 11.40 (B)	16.61 (G) / 10.51 (D)
NAV as on : 31-Jan-2005	16.28(G)/ 10.46(MD)/ 10.89(AD)	21.85(G)/ 10.51(D)	21.95(G)/ 10.73(D)	17.41(G)/ 10.33(OD)/ 11.63(AD)/ 11.60(B)	16.86(G)/ 10.68(D)
Annualised Returns**	8.43%	14.22%	N.A.	11.71%	11.03%
31-Jan-2005	8.32%	13.68%	1.19%	11.28%	10.60%
Absolute return ***	-	-	(0.33%)	-	-
31-Jan-2005	-	-	-	-	-
Benchmark Return	N.A.	N.A.	(0.85%)	N.A.	N.A.
31-Jan-2005	N.A.	N.A.	0.09%	N.A.	N.A.
Net Assets at end of the year/period (Rs. Crores)	23.33	136.85	39.05	95.70	37.93
Ratio of Recurring Expenses to Average Assets	1.34%	1.65%	1.25%	1.65%	2.25%

	Kotak Bond Short Term Plan	Kotak Bond - Institutional Plan	Kotak FMP(8)	Kotak Liquid Regular Plan	Kotak Liquid - Institutional Plan	Kotak Liquid - Institutional Premium Plan
Date of allotment	02-May-02	28-Mar-03	30-Mar-04	05-Oct-00	12-Mar-03	04-Nov-03
Beginning of Year / Allotment date	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04
End of Year / Last Date	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04
NAV at beginning of year / Allotment date (Rs.)	11.40 (G) / 10.08 (D)	17.35 (G) / 10.55 (D)	10.01 (G)	12.67 (G) / 10.02(D)	12.71 (G) / 10.02 (WD) / 12.23 (DD)	12.71 (G) / 10.03 (WD) / 12.23 (DD)
Net Income per unit (Rs.)	0.56	0.61	0.30	0.17	0.31	0.25
Dividends (Rs per unit) *\$\$	0.09	0.06	N.A.	0.10	0.10 (WD) / 0.13 (DD)	0.11 (WD) / 0.13 (DD)
Dividends (Rs per unit) *^^	0.11	Nil	N.A.	0.08	0.11(DD)	Nil
Dividends (Rs per unit) * ††	0.10	0.05	N.A.	0.07	0.08 (WD) / 0.10 (DD)	0.09 (WD) / 0.11 (DD)
Transfer to Reserves (Rs. Crores)	(23.12)	(44.54)	2.59	18.95	6.59	49.69
NAV as on : At the end of the period (Rs.)	11.64 (G) / 10.06 (D)	17.27 (G) / 10.37 (D)	10.27 (G)	12.92 (G) / 10.02 (D)	12.99 (G) / 10.02 (WD) / 12.23 (DD)	13.01 (G) / 10.03 (WD) / 12.23 (DD)
NAV as on : 31-Jan-2005	11.82(G)/ 10.06(D)	N.A.	10.43(G)	13.12(G)/ 10.03(D)	13.20(G)/ 10.03(WD)/ 12.23(DD)	13.23(G)/ 10.04(WD)/ 12.23(DD)
Annualised Returns**	6.48%	7.03%	-	6.64%	4.90%	
31-Jan-2005	6.25%	N.A.	4.18%	6.48%	4.93%	4.80%
Absolute return ***	-	-	2.70%	-	-	4.22%
31-Jan-2005	-	-	-	-	-	-
Benchmark Return	4.85%	4.72%	1.92%	N.A.	4.21%	3.57%
31-Jan-2005	4.79%	N.A.	3.44%	N.A.	4.25%	4.07%
Net Assets at end of the year/period (Rs. Crores)	122.97	42.93	113.39	457.85	276.69	2222.25
Ratio of Recurring Expenses to Average Assets	0.90%	1.00%	0.50%	1.00%	0.59%	0.44%

	Kotak Floater Short Term	Kotak Global India	Kotak 30	Kotak Balance	Kotak Technology	Kotak MNC	Kotak Income Plus
Date of allotment	14-Jul-03	30-Jan-04	29-Dec-98	25-Nov-99	04-Apr-00	04-Apr-00	02-Dec-03
Beginning of Year / Allotment date	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04	01-Apr-04
End of Year / Last Date	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04
NAV at beginning of year / Allotment date (Rs.)	10.38 (G) / 10.00 (WD) / 10.02 (MD)	9.57 (G) / 9.57 (D)	25.19 (G) / 17.01 (D)	13.15	3.97	14.24	10.25 (G) / 10.02 (MD) / 10.02 (QD)
Net Income per unit (Rs.)	0.17	0.24	0.01	1.05	0.41	2.29	(0.21)
Dividends (Rs per unit) *\$\$	0.10 (WD) / 0.10 (MD)	Nil	Nil	Nil	Nil	Nil	0.05 (MD)
Dividends (Rs per unit) *^^	0.09 (WD) / 0.10 (MD)	Nil	Nil	Nil	Nil	Nil	Nil
Dividends (Rs per unit) * ‡‡	0.08 (WD) / 0.09 (MD)	Nil	Nil	Nil	Nil	Nil	Nil
Transfer to Reserves (Rs. Crores)	13.75	45.18	22.37	1.93	18.71	5.76	(0.92)
NAV as on : At the end of the period (Rs.)	10.61 (G) / 10.01 (WD) / 10.02 (MD)	11.53 (G) / 11.53 (D)	26.10 (G) / 17.63 (D)	14.58	4.97	17.05	10.25 (G) / 9.96 (MD) / 10.02 (QD)
NAV as on : 31-Jan-2005	10.79(G)/ 10.03(MD)/ 10.01(WD)	13.50(G)/ 13.50(D)	31.78(G)/ 19.68(D)	16.83	5.64	20.01	10.76(G)/ 10.30(MD)/ 10.35(QD)
Annualised Returns**	4.98%		24.52%	8.00%	(14.43%)	12.61%	
31-Jan-2005	5.02%	37.01%	27.05%	17.17%	(11.17%)	15.45%	6.51%
Absolute return ***	-	15.27%	-	-	-	-	2.41%
31-Jan-2005	-	-	-	-	-	-	-
Benchmark Return	4.01%	-1.97%	11.09%	N.A.	(16.35%)	3.95%	1.82%
31-Jan-2005	4.09%	15.02%	13.40%	N.A.	(12.51%)	7.17%	4.44%
Benchmark Return (S&P CNX Nifty)	-	-	12.79%	-	-	4.57%	-
31-Jan-05	-	-	15.11%	-	-	7.85%	-
Net Assets at end of the year/period (Rs. Crores)	656.73	213.06	182.92	34.88	53.90	37.56	160.05
Ratio of Recurring Expenses to Average Assets	0.77%	2.27%	2.38%	2.50%	2.25%	2.49%	2.08%

	Kotak Liquid Sweep Plan	Kotak Floater Long Term	Kotak Opportunities Scheme	Kotak Equity FOF	Kotak Flexi Debt
	Aug'04 - Sep'04	Aug'04 - Sep'04	Sep'04	Aug'04 - Sep'04	Dec '04
Date of allotment	03-Aug-04	13-Aug-04	09-Sep-04	09-Aug-04	06-Dec-04
Beginning of Year/ Allotment date	03-Aug-04	13-Aug-04	09-Sep-04	09-Aug-04	06-Dec-04
End of Year / Last Date	30-Sep-04	30-Sep-04	30-Sep-04	30-Sep-04	-
NAV at beginning of year / Allotment date (Rs.)	10.00(DD)	10 (G) / 10 (MD) / 10 (WD)	10.00 (G) / 10.00 (D)	10.00 (G) / 10.00 (D)	10.00 (G) / 10.00 (D)
Net Income per unit (Rs.)	0.01	0.06	0.03	0.33	-
Dividends (Rs per unit) *\$\$	NA	NA	NA	NA	-
Dividends (Rs per unit) *^^	0.05	0.06 (WD) / 0.04 (MD)	Nil	Nil	-
Dividends (Rs per unit) * ‡‡	0.01	0.05 (WD) / 0.04 (MD)	Nil	Nil	-
Transfer to Reserves (Rs. Crores)	0.00#	2.05	1.09	14.18	-
NAV as on : At the end of the period (Rs.)	10.01 (DD)	10.07 (G) / 10.02 (MD) / 10.00 (WD)	10.17 (G) / 10.17 (D)	10.91(G) / 10.91(D)	-
NAV as on : 31-Jan-2005	10.01(DD)	10.25(G)/ 10.03(MD)/ 10.01(WD)	12.72(G)/ 12.72(D)	12.94(G)/ 12.94(D)	10.11(G)/ 10.08(D)
Annualised Returns**	-	-	-	-	-
31-Jan-2005	-	-	-	-	-
Absolute return ***	0.64%	0.67%	1.68%	9.06%	-
31-Jan-2005	2.16%	2.46%	27.18%	29.37%	1.08%
Benchmark Return	0.58%	0.45%	4.67%	8.61%	-
31-Jan-2005	N.A.	1.96%	26.45%	25.26%	0.71%
Net Assets at end of the year/period (Rs. Crores)	0.64	380.05	64.99	139.12	71.52
Ratio of Recurring Expenses to Average Assets	0.82%	0.80%	2.47%	0.74%	-

Notes :

G stands for Growth Option, D stands for Dividend Option, QD stands for Quarterly Dividend Option, AD stands for Annual Dividend Option, B stands for Bonus Option, WD stands for Weekly Dividend Option, DD stands for Daily Dividend Option and MD stands for Monthly Dividend Option.

* Applicable to the dividend option in case of Schemes, which have Growth and Dividend Options.

** Annualised Return (Compounded Annualised Growth Rate) is calculated from the date of allotment of the Units till the end of the period mentioned against it. For the last period in respect of the Scheme/Plan concerned, the

annualised return is computed from the date of allotment till September 30, 2004 and January 31, 2005 respectively. In case of returns available for periods less than one year for the first accounting year, such returns have been expressed in absolute terms only.

*** Absolute Return is calculated from the date of allotment of the Units till the end of the period mentioned against it for the Scheme where such period is less than one year. In case of Scheme / Plan launched after July 05, 2003, the absolute return is also calculated from the date of allotment till September 30, 2004 and January 31, 2005 respectively.

~ Benchmarks (as developed by AMFI): Kotak Gilt Savings : I SEC SI-BEX, Kotak Gilt Investment- Regular and Provident Fund and Trust Plans: I SEC COMPOSITE INDEX, Kotak Bond - Regular, Deposit, Institutional Plans : CRISIL Bond Fund Index, Kotak Bond Short Term, Kotak Liquid, Kotak Liquid Institutional Plan, Kotak Liquid Institutional Premium Plan, Kotak Liquid Sweep Plan, Kotak Mahindra Fixed Maturity Plans, Kotak FMP (8), Kotak Floater Short Term Scheme, Kotak Floater Long Term Scheme - CRISIL LIQUID FUND INDEX, Kotak Balance - CRISIL BALANCED FUND INDEX, Kotak Income Plus - CRISIL MIP Blended Index, Kotak Flexi Debt - CRISIL Composite Bond Index. Benchmark returns (as developed by AMFI) for schemes except Kotak Bond Short Term, Kotak Gilt Investment-Provident Fund and Trust Plan, Kotak Liquid Institutional Plan, Kotak Liquid Institutional Premium Plan, Kotak Bond Institutional Plan, Kotak Mahindra Fixed Maturity Plans, Kotak FMP (8), Kotak Floater Short Term Scheme, Kotak Dynamic Income and Kotak Income Plus are not shown due to non-availability of the data.

Benchmarks (as per Offer Document) used are: Kotak 30 and Kotak MNC - BSE SENSITIVE INDEX and S & P CNX NIFTY; Kotak Global India - BSE SENSITIVE INDEX; Kotak Tech - BSE IT INDEX; Kotak Opportunities: S&P CNX 500; Kotak Equity FOF: S&P CNX Nifty

These figures are less than 0.01.

-- No units outstanding as at the beginning/end of the year/period.

‡ NAV at which Units were first allotted under the respective options.

¥ Reserves of Kotak Bond Regular Plan - Bonus option adjusted for bonus of 1 Unit issued for every 2 units held as on the record date January 09, 2003.

\$\$ applicable to current period indicates Dividend paid from record date April 01, 2004 to July 20, 2004

^^ applicable to current period indicates Dividend paid from record date July 21, 2004 to September 30, 2004 for Individual / HUF unit holders

‡‡ applicable to current period indicates Dividend paid from record date July 21, 2004 to September 30, 2004 for Other unit holders

§ Growth Option introduced under Kotak 30, effective February 03, 2003.

Kotak FMP (1), Kotak FMP (2), Kotak Gilt Serial Plan 2003, Kotak FMP (6) and Kotak FMP (7) matured on June 11, 2003, July 01, 2003, December 31, 2003, April 16, 2004 and April 05, 2004 respectively.

Kotak Gilt Serial Plan 2005, Kotak Gilt Serial Plan 2007, Kotak Gilt Serial Plan 2011, Kotak Gilt Serial Plan 2013, Kotak Gilt Serial Plan 2019 and Kotak Dynamic Income were wound up on December 28, 2004 and Institutional Plan and Serial Plans under Kotak Bond were wound up w.e.f. February 3, 2005 in terms of SEBI Circular No. SEBI/IMD/CIR No.10/22701/03 dated December 12, 2003.

5. Borrowing by the Mutual Fund

No borrowing was made by any of the Schemes of KMMF till the year ended March 31, 2004, and for the period from April 1, 2004 till December 31, 2004.

6. Key Personnel of AMC

Mr. Ajay Bagga

Mr. Ajay Bagga, 36, holds a Post Graduate Diploma in Business Management (PGDBM) from XLRI, Jamshedpur and has over 13 years of work experience. Immediately following his PGDBM, in 1990, Mr. Bagga joined Citibank N.A. He worked with Citibank for over ten years, and spearheaded several new initiatives, of which Citibank Suvidha is but one. Following his stint at Citibank, Mr. Bagga held the position of National Head, Sales, Distribution and Business Development at the erstwhile Pioneer ITI Asset Management Company Ltd., where his tenure was marked by rapid expansion of branches and customer base, the building of a debt fund presence and the introduction of several innovative products. Prior to joining Kotak Mahindra Asset Management Company on 27th February 2004, Mr. Bagga headed Marketing for the credit card Joint Venture between GE Capital and SBI Cards, a role he held for a year and a half.

Mr. Bagga is Chief Executive Officer of the AMC.

Mr. Krishna Kumar T.

Mr. Krishna Kumar, 44, is a Senior Vice President in the AMC. A postgraduate in management from Karnatak University, he has over 23 years of work experience. He joined Kotak Mahindra Finance Ltd. at Bangalore in the year 1991 and set up the Bangalore Branch before moving to Mumbai to head the Treasury function in 1994. He has gained valuable experience, having spent a number of years in other Kotak group companies working on corporate debt origination and institutional sales. He started his career at Wipro Limited in their corporate office, working in the Corporate Planning and Finance department and worked with the company for over 10 years in various other capacities.

Mr. Krishna Kumar is the Head of Sales & Marketing of the AMC.

Mr. R. Krishnan

Mr. R. Krishnan, 36, is a Chartered Accountant and Cost Accountant with over 11 years of experience in the fields of Operations, Systems, Finance, MIS, Accounting, Audit and Taxation. Prior to joining the Kotak Group in August 1994, Mr. Krishnan was a practicing Chartered Accountant for two years, handling Accounting, Audit and Taxation matters for clients. Since joining the Kotak Group, Mr. Krishnan has handled major assignments like the US GAAP implementation for the erstwhile Kotak Mahindra Finance Limited (KMFL) and subsidiary/group companies, Systems Development and Implementation, for the Retail Assets Group and KMFL's transition to Kotak Bank. Mr. Krishnan's latest assignment was as Head - Operations, Retail Assets, at Kotak Bank, from where he joined Kotak Mutual in August 2004 as Senior Vice President.

Mr. Krishnan is Chief Operations Officer, and oversees the Operations, Accounting and IT functions of the Fund.

Mr. Sandesh Kirkire

Mr. Sandesh Kirkire, 39, is a Mechanical Engineer and holds a Masters degree in Management Studies from Jamnalal Bajaj Institute of Management Studies, Mumbai University.

Mr. Kirkire has over 13 years of experience in the areas Corporate Finance and Proprietary Trading, among others. His prior assignments were with SBI Capital Markets Ltd and ITC Bhadrachalam Finance & Investments Ltd. After joining the Kotak Mahindra group in 1994, Mr. Kirkire has worked in several capacities across the group, in the fields of Investment Banking, Treasury and Sales and Trading in debt markets.

Mr. Kirkire is Chief Investment Officer (Debt) and oversees the investment management function of the Fund in Fixed Income Securities.

Mr. Rushabh Sheth

Mr. Rushabh Sheth, 31, is a qualified Cost Accountant and an alumnus of Sydenham College in Mumbai. Mr. Sheth has over 10 years of experience in the equity markets. He began his career as an Investment Analyst with ASK Investment and Financial Consultants, subsequently, joining the Fund Management team at ASK Raymond James Securities India Ltd. He then moved on to become a Portfolio Manager for ASK Raymond James Securities, managing funds for foreign institutional investors. Mr. Sheth also played a key role in setting up the Portfolio Management Business at ASK Raymond James, and was instrumental in building offshore business. He joined the Kotak Mahindra group in 2003, as Vice President in the Portfolio Management Group of Kotak Securities, from where he moved to the AMC in August 2003.

Mr. Sheth is Chief Investment Officer (Equity) and oversees the investment management function of the fund in equities.

Mr. Kenneth Andrade

Mr. Kenneth Andrade, 33, is a graduate in commerce from the Mumbai University. Mr. Andrade has over 12 years of wide-ranging experience in the Indian capital markets. Having begun his career in 1991 as a trainee with Capital Market, an investment journal, Mr. Andrade has since worked in various capacities in the field. He has been an Equity Analyst with Apple Asset Management Company Ltd., Funds Manager in Meghraj Financial Services Ltd. and an institutional analyst with LKP Shares and Securities Ltd. Prior to joining the Kotak Mahindra group, Mr. Andrade spent 3 years with Sharekhan, one of India's largest retail investment advisory firms, where he was instrumental in establishing the organisation's product portfolio and advisory team. In 2002, Mr. Andrade joined the AMC's Fund Management team.

Mr. Andrade is an Equity Fund Manager of the AMC.

Mr. Miten Chawda

Mr. Miten Chawda, 28, holds a Bachelors degree in Law, and is a member of the Institute of Company Secretaries of India.

Mr. Chawda has over 8 years of work experience. Having begun his career with Thomas Cook (India) Limited, he moved to Mehta and Mehta, a firm of practicing Company Secretaries. Prior to joining Kotak Mahindra AMC in 2004, Mr. Chawda held the post of Company Secretary and Compliance Officer at Principal AMC Ltd for 2 years, and has 8 years experience in company secretarial and compliance areas.

Mr. Chawda is Compliance Officer and Company Secretary of Kotak Mahindra AMC Ltd.

The Chief Executive Officer and Head of Sales and Marketing are based on the 9th Floor, Bakhtawar, Nariman Point, Mumbai - 400 021 while the Fund Management and Research Team of the Fund is located in the same building on the 7th Floor. The Chief Operations Officer and the Compliance Officer

are based at the registered office of the AMC at Bakhtawar, Mumbai.

Fund Manager

Mr. Kenneth Andrade will be the Fund Manager for Kotak Dynamic Fund of Funds.

Other members of the Fund Management / Research Team are:

Mr. Anand Shah

Mr. Anand Shah, 28, holds a B.E. (Electronics) degree from REC, Surat, and a Post Graduate Diploma in Business Management from IIM, Lucknow. Mr. Shah has a total of 5 years of work experience. During the period 1996-1998, prior to his post-graduation, Mr. Shah worked with Kirolskar Oil Engines Ltd., Pune, as Senior Engineer, where he supervised a 16-member team, and was responsible for electrical and electronics maintenance. Following completion of his post-graduation in 2000, Mr. Shah joined the AMC Fund Management team.

Mr. Shah is an Equity Fund Manager of the AMC

Ms. Lakshmi Iyer

Ms. Lakshmi V. Iyer, 26, is a graduate in Commerce from Mumbai University, and holds a Diploma in Business Management.

Ms. Iyer has a total work experience of 4 years in the securities markets. Prior to joining the Kotak Mahindra group, she worked at Credence Analytics, handling debt research and financial software development. In 1999, Ms. Iyer joined the AMC's Fund Management team.

Ms. Iyer is a Debt Fund Manager of the AMC.

Mr. Ritesh Jain

Mr. Ritesh Jain, 28, is a graduate in Commerce from Delhi University, and holds a post-graduation in Business Economics from Indore University and a Diploma in Capital Markets from I.C.F.A.I. Mr. Jain has 6 years of experience. Having begun his career in foreign exchange banking at Corporation Bank, he then moved to IDBI Bank Ltd., where he managed money market treasury (trading and ALM management). Prior to joining the Kotak Mahindra group, he also worked briefly at Ranbaxy Laboratories Ltd., managing US\$ 500 Million of foreign exchange treasury. Mr. Jain joined the AMC in 2003 as part of the Fund Management team.

Ms. Jain is a Debt Fund Manager of the AMC.

Mr. Amish Kanani

Mr. Amish Kanani, 31, is a Chartered Accountant and Cost Accountant, with over 8 years experience in the field of research. Mr. Kanani began his career in 1995 as an equity analyst with Network Investment and Financial Consultant, the institutional research cell of Shailesh Merchant Securities. In 1996, he moved to India's premier research organisation, INFAC. Prior to joining the Kotak Mahindra group, Mr. Kanani spent 3 years at CRIS Ltd. (a subsidiary of India's premier credit rating agency, CRISIL), where he headed a team of 3 research analysts, preparing sector and company reports from a credit perspective. In 2003, Mr. Kanani joined the AMC as a part of the Fund Management and Research team.

Mr. Kanani is the Credit Head of the AMC.

Mr. Sajit Pisharodi

Mr. Sajit Pisharodi, who holds a Masters degree in Business Administration, joined the AMC in February, 2004. Prior to

that, Mr. Pisharodi was involved in the equity dealing function at SBI Funds Management Pvt. Ltd. He started his career with Stock Holding Corporation of India Ltd., where he was involved in objections clearance in the custodial services division and moved on to IDBI Capital Markets Pvt. Ltd., where he was part of the broking arm, and involved in equity sales and dealing. Mr. Pisharodi, at 33, has nearly eleven years of experience in the field of financial services.

Mr. Pisharodi is the Dealer on the Equity Fund Management Team.

Mr. Deepak Agrawal

A post-graduate in commerce, Mr. Deepak Agrawal, 23, is a qualified chartered accountant and company secretary. He started his career with the AMC in September 2000, and has been with the AMC since then.

Mr. Agarwal is the Dealer on the Debt Fund Management Team.

Mr. Pushpinder Singh

Mr. Pushpinder Singh, 31, holds a B. Tech. (Chemical) from PTU, Jalandhar and an MBA from the College of Materials Management (CMM), FMS, Jabalpur along with a diploma in Electronics and Communications Engineering. Prior to foraying into equity markets, where he has had 4 years of experience, he worked as a trainee with BPCL, and customer support engineer with Network Ltd. Mr. Singh moved into financial services June 2000, joining Asit C. Mehta Investment Intermediaries Ltd. as an equity analyst tracking the Telecom and Oil&Gas industries. From there, he joined Refco-Sify Securities (P) Ltd. in August 2001, analysing the Oil&Gas and Petrochemical industries, and, later, the power sector. Mr. Singh joined the AMC in October 2004, as a part of the equity fund management team, and is responsible for evaluating investment opportunities in equities.

Mr. Singh is the Equity Analyst of the AMC.

Compliance Officer

Mr. Miten Chawda

Kotak Mahindra Asset Management Company Limited
5A, 5th Floor, Bakhtawar
229, Nariman Point, Mumbai 400 021

Auditors to the Scheme

Price Waterhouse

1102/1107, Raheja Chambers
Nariman Point, Mumbai 400 021

E. THE REGISTRAR

The Mutual Fund has appointed Computer Age Management Services Private Limited ('CAMS') to act as Registrar and Transfer Agent ('the Registrar') to the Scheme. Registered with SEBI under Registration No. INR000002813, CAMS has been performing the functions of Registrar for all the Schemes of the Fund and the Trustee and the AMC have satisfied themselves that CAMS can provide the services required and has adequate facilities, including systems capabilities and back up, to do so. As Registrar to the Scheme, CAMS accepts and processes investors' applications and advises the Mutual Fund in respect of the amounts received/dispensed for subscription/purchase/redemption. They also handle

communications with investors, perform data entry services and dispatch Account Statements to Unitholders.

CAMS is responsible for carrying out diligently the functions of Registrar and Transfer Agent, as set out in the agreement entered into with them and as per any modification made thereto from time to time.

The AMC has the right to appoint additional Registrars or change the Registrar, if it deems fit.

F. THE CUSTODIANS

The Trustee has appointed Deutsche Bank A G, Mumbai and Standard Chartered Bank, Mumbai, as the Custodians ('the Custodians') for the Scheme. The Custodians are approved by SEBI under Registration Nos. IN/CUS/003 and IN/CUS/006, respectively.

The Custodians keep in safe custody all the securities and other such instruments belonging to the Fund, ensures smooth inflow/outflow of securities and such other instruments as and when necessary in the best interest of the investors; and ensures that the benefits due to the holdings are recovered.

The Custodians charge the Mutual Fund fees in accordance with the terms of the custodian agreement:

- for all purchase transactions, including direct purchases and rights/new issue applications.
- for all sale transactions, including direct sale and rights renunciation/sale.
- for Corporate Actions, MIS, Monitoring, Annual Reports, etc.
- for Custody of all assets held by them.

In addition, out-of-pocket expenses incurred by the Custodians may also be charged to the Mutual Fund.

The Trustee has the right to appoint additional Custodians or change the Custodian, if it deems fit.

To perform custodial services for securities of the Fund, the Custodians are bound to exercise the same degree of care as it exercises in respect of its own property. It is obligatory for the Custodians to ensure that all the services rendered to KMMF are professional, prompt, cost effective and efficient in nature. A Custodian agreement, which, inter-alia, sets out the responsibilities and functions of a Custodian, has been entered into with the Custodians.

G. BANKERS

The Bankers to the Initial Offer will be as under:

Name of the Bank	Kotak Mahindra Bank Limited	HDFC Bank Limited
SEBI Registration No.	INBI00000927	INBI00000063

Applications for the Initial offer will be accepted at the designated collection centres of these Banks, as mentioned elsewhere in this Offer Document.

The AMC has the right to appoint additional Bankers to the Initial/Continuous Offer and change the Banker or any of the Bankers appointed subsequently, if it deems fit.

IV. INVESTMENT OF THE FUND

A. KOTAK DYNAMIC FUND OF FUNDS

1. Type of Scheme

A Close-Ended Fund of Funds Scheme

2. Investment Option

The Scheme will be available only under the Growth option.

Growth Option

Under this option, there will be no distribution of income and the return to investors will be only by way of capital gains, if any, through redemption at Applicable NAV of Units held by them.

3. Investment Objective

The investment objective of the scheme is to provide long-term capital appreciation by investing in a portfolio of diversified large cap equity schemes and liquid schemes of mutual funds registered with SEBI.

Benchmark : The Scheme proposes to invest in the combination of equity and Liquid Schemes; hence the performance of the Scheme will be benchmarked against Crisil Balanced Fund Index.

Portfolio Turnover :

The Scheme has no specific target relating to portfolio turnover. However, the Fund Manager may change the asset allocations among the underlying equity and liquid schemes, to remain consistent with the investment objective and investment strategy of the Scheme.

Portfolio turnover will exclude :

- the turnover caused on account of investing the initial corpus;
- the turnover caused on account of investing in money market securities; and
- the turnover caused on account of redemptions by Unitholders.

Turnover means simple average of the aggregate of purchases and sales net of the above exclusions. These purchases and sales invite transaction costs viz. Securities Transaction Tax, custodian transaction charges etc.

There is no assurance that the investment objectives of the Scheme will be realised.

4. Investment Strategy

The Scheme will invest predominantly in open-ended diversified large cap equity schemes and liquid schemes of Mutual Funds, which are registered with SEBI. The scheme will allocate investments dynamically between diversified large cap equity schemes* and Liquid schemes as per the recommended list provided by the appointed Advisor.

* An equity scheme, which has invested on an average 70% or more of its portfolio in shares of Large Cap Companies. Large Cap Company, as defined by Kotak Securities (Advisor to the scheme), is a company, which has a market capitalisation of more than Rs.1500 crores.

The Fund Manager will normally invest 20% to 25% of the net assets in diversified large cap equity scheme(s) and liquid scheme(s) of KMMF, as per the allocations suggested by the Advisor. The balance shall be invested in diversified large cap equity schemes and / or liquid schemes from the recommended list provided by the Advisor. The Advisor will also recommend the allocations among the recommended schemes. The Fund Manager may in exceptional circumstances not invest as per the recommended list. Further, the Fund Manager reserves the right to invest on basis of in-house research in such circumstances where the recommended list is not received from the Advisor.

The AMC shall appoint an Advisor to provide periodically the recommended list of diversified large cap equity schemes and liquid schemes. The Advisor may be a bank, which distributes financial products, a research house or a distribution house. The Advisor may charge fees in accordance with the terms of the agreement entered into with it, which shall be borne by the AMC. The portfolio will be reviewed and rebalanced on the receipt of the recommended list from the Advisor.

Currently, the AMC has appointed Kotak Securities Limited (Kotak Securities) as an Advisor to provide the recommended list. Kotak Securities established in 1994, is one of the largest stock broking houses in the country and a leading distributor of primary market offerings. It is a joint venture between Kotak Mahindra Bank and Goldman Sachs, the international investment banking and brokerage firm. It is a subsidiary of Kotak Bank.

Kotak Securities has the business in the areas of Institutional Stock Broking, Private Client Services, Client Money Management, Retail distribution, Depository Services. Private Client Services is a special investment division for high net-worth individuals, non-resident Indian investors, trusts, corporates and banks. Client Money Management division provides portfolio management services to high net-worth individuals and corporates. The expertise of Kotak Securities in research and stock broking gives it the right perspective to provide investment advisory services. Kotak Securities is one of the largest Portfolio Management Service (PMS) provider in the country. Under the PMS, Kotak Securities is currently managing the corpus of around Rs.1700 cr. Kotak Securities conducts extensive research for its Wealth Management customers.

The AMC has the right to designate an additional Agency for obtaining the recommended list. The AMC may also change the Advisor, if it deems fit.

The research methodology to be adopted by the Advisor for providing the recommended list shall be reviewed by the Board of Directors of AMC and Trustees. Any change in the research methodology shall also be reviewed by the Boards of AMC and Trustees.

Kotak Securities will identify a universe of diversified large cap equity schemes. This list will consist of schemes whose average AUMs are higher than a pre defined limit. These schemes will be analysed for making a recommended list.

Broadly, the following two parameters will be used to determine the universe of diversified large cap equity schemes and analyse them.

1. Investment Style : This is the general approach a fund manager uses when selecting securities for a scheme. This approach is stated in the investment objective and strategy of the offer document and is reflected in the nature of the portfolio. This parameter in conjunction with the market capitalisation of underlying stocks in each scheme is used for defining the universe of diversified equity schemes.

This approach is used to determine whether a scheme is part of the diversified large cap category or not.

If a scheme has most of its holdings in large cap stocks, is generally well diversified across sectors and does not have large concentration in any one sector, it would be usually categorised as large cap diversified scheme. If a scheme has predominantly mid cap stocks or has large cap stocks but with concentration in sectors may not be categorised as a diversified large cap equity scheme.

The portfolio over the latest six months is used to decide the category.

2. Performance Analysis : This parameter is used for analysing the schemes.

Performance Analysis of a scheme can be done in many ways. One way is comparing returns of schemes across different time frames. Another method would be to analyse the degree of risks taken by different schemes to produce returns. This is essentially a risk return analysis.

We have adopted the "Risk Return Analysis" method.

Returns of a scheme are computed for a fixed time period. Say, weekly returns are computed over a one-year period. All of these returns are then compared against a benchmark. In our case, the benchmark is usually the market expectation of returns from equity investments arrived at by polling clients. Out performance or under performance of these returns over a benchmark and the frequency of this out / under performance is calculated. This exercise is carried out for all the schemes in contention.

Risk is computed based on the degree of underperformance of a scheme to a benchmark and frequency of all its under performance compared to the benchmark.

This return to risk ratio gives the excess returns potential of a particular scheme vis a vis a benchmark and can be used as a measure of performance consistency. This analysis is carried out for all schemes in contention.

The Advisor will recommend the schemes and allocate investments across categories of schemes, based on its outlook on the underlying portfolio of such schemes. Advisor's recommendations will also be guided by the service standards, load structure, overall corpus size etc.

The Scheme may invest in Liquid Schemes of the Mutual Fund, whose equity scheme is recommended based on the above Methodology).

Pending deployment of the Funds of the Scheme in accordance with the Investment Objective, the Scheme may invest in short term deposits of Scheduled Commercial Banks, subject to the regulations.

5. The Risk Profile and Investment Pattern

The asset allocation under the Scheme, under normal circumstances, will be as follows :

Investments	Indicative Allocation	Risk Profile
Diversified large cap equity schemes	0% to 100%	Medium to High
Liquid schemes	0% to 100%	Low
Money Market Securities*	0% to 10%	Low

* The Fund Manager will invest in Money Market Securities, as per the prevailing Regulation from time to time, only for the purpose of liquidity requirements.

B. POLICIES AND REGULATIONS APPLICABLE TO THE SCHEME

1. Fundamental Attributes and Changes Therein

The following constitute the fundamental attributes of the Scheme

- The close-ended character and type of the Scheme,
- The investment objective, investment pattern and investment strategy as stated in this Offer Document
- Terms of issue of the Scheme restricted to liquidity provisions and aggregate fees and expenses to be charged

In accordance with Regulation 18(15A), the Trustee shall ensure that there are no changes carried out in the fundamental attributes of the Scheme or the trust or fees and expenses payable or any other change, which would modify the Scheme and affect the interest of Unitholders, unless:

- a written communication about the proposed change is sent to each Unitholder and an advertisement is given in one English daily newspaper having nationwide circulation as well as in a newspaper published in the language of the region where the Head Office of the Fund is situated and;
- the Unitholders are given an option to exit at the prevailing Net Asset Value without any Exit Load.

The exercise of rights reserved by the Trustee under this Offer Document vis-à-vis prospective investments in the Scheme shall not constitute change in the fundamental attributes of the Scheme (refer paragraph 'B. Power To Remove Difficulties', mentioned elsewhere in this Offer Document).

2. Investment of Subscription Money

On receiving the minimum subscription amount for the Scheme during the Initial Offer Period, the Fund may commence investment in Kotak Mahindra Liquid Scheme and Kotak Floater Short Term Scheme. On allotment of Units the income earned out of such investments will be merged into the investments of the Scheme.

3. Borrowing Power

To meet the temporary liquidity needs of the Scheme for the purpose of repurchase, redemption or payment of income to Unitholders, the Scheme may borrow upto 20% of its net assets for a period of upto six months or as may be permitted

by the pertinent Rules and Regulations. The Fund may tie up with various banks/institutions for the above-mentioned facility. The Scheme may bear the interest charged on borrowings.

4. Depository

The securities will be held in form of account statements or Unit Certificates. Investments in inter bank call and short-term fixed deposits will be held in form of receipts.

5. Policy on Inter-Scheme Transfers

Investments made in the underlying schemes by the Scheme shall not be transferred to any other scheme.

In case of any amendment in the Regulations, transfer of Investments from one scheme to another scheme, present or to be floated in future, may also be made, subject to the applicable Regulations at the time of transfer, at the discretion of the Fund Manager.

6. Mode of Investment

The Investment Manager will invest, in units of underlying schemes on an ongoing basis. The investments will be in conformity with the pertinent rules and regulations, applicable at the time of making the investment.

7. Investment in Derivatives

The Fund shall not use derivative instruments in the Scheme.

8. Investments by the AMC in the Fund

Investment by the AMC will be restricted upto 25% of the amount mobilized by the Scheme. Under the Regulations, the AMC is not permitted to charge any investment management and advisory services fee on its own investment in the Scheme.

9. Investment Limitation and Restrictions

The following investment limitations and other restrictions, inter-alia, as contained in the Trust Deed and the Regulations apply to the Scheme:

1. No loans may be advanced by the Mutual Fund and the Fund shall not borrow except to meet temporary liquidity needs of the Fund for the purpose of repurchase, redemption of Units or payment of interest or dividends to Unitholders, provided the Fund shall not borrow more than 20% of the net assets of the Scheme and the duration of such borrowing shall not exceed a period of six months or as may be permitted by the Regulations from time to time.
2. The Fund shall buy and sell securities only against deliveries. In no case shall the Fund engage in short selling.
3. Pending deployment of the funds of the Scheme in accordance with the investment objectives, the Fund can invest in short term deposits of scheduled commercial banks subject to the Regulations.
4. Wherever investments are intended to be of a long-term nature, the securities shall be purchased or transferred in the name of the Fund, on account of the Scheme concerned.
5. The Scheme shall not invest in any other Fund of Funds scheme.
6. The Scheme shall not invest its assets other than in schemes of mutual funds, except to the extent of funds required for meeting the liquidity requirements for the

purpose of repurchases or redemptions, as disclosed in the Offer Document.

Apart from the above investment restrictions, the Fund follows certain internal norms, as approved by the Board of AMC/Trustee and in accordance with the Mutual Fund Regulations, which are subject to change from time to time. Presently, the following are some of the internal restrictions followed:

1. The Dynamic Fund of Funds will invest in a recommended scheme only if such a scheme fulfills the following criteria:
 - The recommended scheme is floated by a Mutual Fund, which has as on the immediate preceding month end, total 'assets under management' (AUM) of more than Rs.5000 cr. and equity AUM of more than Rs.500 cr.
 - The recommended Scheme does not charge any entry or exit load to the Scheme at the time of investment.
2. The number of underlying schemes (including KMMF equity and liquid schemes) in the Scheme's portfolio will at least be three;
3. The investments in each underlying scheme will not be more than 40% of the net assets of the Scheme's portfolio. However, if investments in any underlying scheme exceed 40% of the net assets of the Scheme, the Fund Manager will rebalance the same within 10 (Ten) Working Days.

Modifications, if any, in the Investment Restrictions on account of amendments to the Regulations shall supersede/override the provisions of the Trust Deed.

10. Computation of Net Asset Value

The NAV of the Units of the Scheme will be computed by dividing the net assets of the Scheme by the number of Units outstanding on the valuation date.

a) Valuation Norms

The Fund shall value its investments according to the valuation norms, as specified in the Eighth Schedule of the Regulations, or such guidelines / recommendations as may be specified by SEBI/AMFI from time to time.

The investments in the underlying schemes shall be valued based on the Net Asset Value of the respective schemes on the valuation date.

Investments in call money, bills purchased under rediscounting scheme and short term deposits with banks shall be valued at cost plus accrual. Money market instruments other than call money, bills purchased under rediscounting scheme and short term deposits with banks, shall be valued at the last traded price on the National Stock Exchange (NSE), and where not traded, shall be valued at the last traded price plus amortization on the basis of the last traded price.

Traded and non-traded Government Securities shall be valued as per the prices for Government Securities released by an agency suggested by AMFI for the sake of uniformity in calculation of NAVs across all mutual funds. Accordingly, traded and non-traded government securities are valued at prices obtained from The Credit Rating Information Services of India Limited

Where instruments have been bought on 'repo' basis, the instrument shall be valued at the resale price after deduction of applicable interest up to the date of resale. Where an instrument has been sold on a 'repo' basis, adjustment shall

be made for the difference between the repurchase price (after deduction of applicable interest up to the date of repurchase) and the value of the instrument. If the repurchase price exceeds the value, the depreciation shall be provided for and if the repurchase price is lower than the value, credit shall be taken for the appreciation.

The valuation guidelines as outlined above are as per the Regulations prevailing at present and are subject to change from time to time, in conformity with changes made by SEBI.

All other guidelines, not covered above and as specified in the Mutual Fund Regulations, as well as any additions/modifications thereto as may be specified by SEBI from time to time, shall be adhered to for the purpose of valuation

b) Accrual of expenses and incomes

All expenses and incomes accrued up to the valuation date shall be considered for the computation of net asset value. For this purpose, while major expenses like management fees and other periodic expenses shall be accrued on a day to day basis, other minor expenses and income need not be so accrued, provided the non-accrual does not affect the NAV calculations by more than 1%.

c) Recording of Securities and Units in the books

Any change in the portfolio of securities and in the number of Units held shall be recorded in the books not later than the first valuation date following the date of transaction. If this is not possible given the frequency of the Net Asset Value disclosure, the recording may be delayed up to a period of seven days following the date of the transaction, provided that as a result of the non-recording, the Net Asset Value calculations shall not be affected by more than 1%. In case the Net Asset Value is affected by more than 1% due to such non-recording of transactions, the investors or the Scheme, as the case may be shall be paid the difference in the manner provided in the Regulations.

d) Calculation of NAV

NAV of Units under the Scheme or Options thereunder can be calculated as shown below:

$$NAV = \frac{\text{Market or Fair Value of Scheme's investments} + \text{Current assets including Accrued Income} - \text{Current Liabilities and provisions including accrued expenses}}{\text{No. of Units outstanding under the Scheme/Option.}}$$

The NAV and the sale and repurchase prices of the Units will be calculated and announced at the close of each Working Day. Computation of NAV will be done after taking into account the distribution tax thereon, if applicable.

The income earned and the profits realized in respect of the Units issued under the Growth Option remain invested and are reflected in the NAV of the Units.

11. Accounting Policies

In accordance with the Mutual Fund Regulations, the Fund follows the accounting policies and standards stated below:

1. For each Scheme, the AMC shall keep and maintain proper books of accounts, records and documents, for

the Scheme so as to explain its transactions and to disclose at any point of time the financial position of the Scheme and in particular give a true and fair view of the state of affairs of the Fund.

2. For the purposes of the financial statements, the Mutual Fund shall mark all investments to market and carry investments in the balance sheet at market value. However, since the unrealised gain arising out of appreciation on investments cannot be distributed, provision shall be made for exclusion of this item when arriving at distributable income.
3. For investments, which are not quoted on a stock exchange, dividend income shall be recognised on the date of declaration.
4. In respect of all interest-bearing investments, income shall be accrued on a day-to-day basis as it is earned. Therefore, when such investments are purchased, interest paid for the period from the last interest due date upto the date of purchase shall not be treated as a cost of purchase but shall be debited to Interest Recoverable Account. Similarly, interest received at the time of sale for the period from the last interest due date up to the date of sale shall not be treated as an addition to sale value but shall be credited to Interest Recoverable Account.
5. In determining the holding cost of investments and the gains or loss on sale of investments, the "average cost" method shall be followed.
6. Transactions for purchase or sale of investments shall be recognised as of the trade date and not as of the settlement date, so that the effect of all investments traded during a financial year is recorded and reflected in the financial statements for that year. Where investment transactions take place outside the stock market, for example, acquisitions through private placement or purchases or sales through private treaty, the transaction shall be recorded, in the event of a purchase, as of the date on which the Scheme obtains an enforceable obligation to pay the price or, in the event of a sale, when the Scheme obtains an enforceable right to collect the proceeds of sale or an enforceable obligation to deliver the instruments sold.
7. Where income receivable on investments has been accrued and has not been received for the period specified in the guidelines issued by SEBI, provision shall be made by debiting to the revenue account the income so accrued in the manner specified by SEBI in this behalf.
8. When Units are sold, the difference between the sale price and the face value of the Unit, if positive, shall be credited to reserves and if negative, debited to reserves, the face value being credited to Capital Account. Similarly, when Units are repurchased, the difference between the purchase price and the face value of the Unit, if positive shall be debited to reserves and, if negative, shall be credited to reserves, the face value being debited to the capital account. Accordingly, upon issue and redemption of units, the net premium or discount to the face value of units is adjusted against the unit premium reserve of the Scheme / Options, after an appropriate portion of the issue proceeds and redemption payout is credited or debited respectively to the income equalisation reserve. The unit premium reserve is available for dividend

distribution except to the extent it is represented by unrealised net appreciation in value of investments.

9. When Units are sold an appropriate part of the sale proceeds shall be credited to an Equalisation Account and when Units are repurchased an appropriate amount debited to the Equalisation Account. The net balance on this account shall be credited or debited to the Revenue Account. The balance on the Equalisation Account debited or credited to the Revenue Account shall not decrease or increase the net income of the Fund but is only an adjustment to the distributable surplus. It shall, therefore, be reflected in the Revenue Account only after the net income of the Fund is determined. Accordingly, Income equalisation reserve is maintained by crediting (or debiting) the income equalisation reserve account in respect of purchase of units (or redemption of units) by an appropriate amount, which represents the distributable income at the time of purchase (or redemption). The balance in the income equalisation reserve account is transferred to the revenue account at the end of the year.
10. The cost of investments acquired or purchased shall include brokerage, stamp duty, applicable taxes and any charge customarily included in the broker's bought note. In respect of privately placed debt instruments any front-end discount offered shall be reduced from the cost of the investment.
11. For the Schemes, Initial Issue Expenses comprise Brokerage Agents' commission, advertising and marketing costs, registrar expenses, and printing and dispatch costs. In case the Initial Issue Expenses are borne by the Schemes, the extent of expenses not met out of the entry load, if any, collected during the Initial Offer Period may be amortised over a period not exceeding three years (or one year for certain identified initial issue expenses as approved by the Trustees) for open ended schemes of the Fund and over the period of the scheme for closed ended schemes.
12. Load Charges : For the Schemes :
 - a) Load collected, if any, during the IPO shall be utilised to meet the Broker/Agents Commission incurred during the Initial Offer Period.
 - b) Load collected, if any, during the continuous offer of the Schemes shall be retained under a separate account in the Schemes and shall be used to meet the selling and distribution expenses of the Schemes.
13. Following the issue of the Guidance Note on 'Accounting for Investments in the Financial Statements of Mutual Funds' by the Institute of Chartered Accountants of India (pursuant to the Eleventh Schedule of the SEBI Regulations) net unrealised appreciation/ depreciation in value of investments is determined separately for each category of investments. Further, the change in net unrealised appreciation / depreciation, if any, between the two Balance Sheet dates/ date of determination is recognised in the revenue account. Unrealised appreciation is reduced from the distributable income at the time of income distribution. At the end of the financial year the balance in revenue account including net change

in unrealised appreciation / depreciation in value of investments is transferred to the revenue reserve.

The identification and provisioning of Non Performing Assets (Debt Securities) shall be in accordance with circular no. MFD/CIR/8/92/2000 dated September 18, 2000 and modifications thereto vide circular no. MFD/CIR/14/088/2001 dated March 28, 2001, issued by SEBI. The circular dated September 18, 2000 also contains provisions for the treatment of income accrued on Non Performing Assets (NPA), treatment of assets on reclassification as performing assets, receipt of past dues, disclosures of NPAs on a half yearly basis along with the half yearly portfolio of the relevant Scheme, etc.

The accounting policies and standards as outlined above are in accordance with the present Mutual Fund Regulations and are subject to change in accordance with changes in the Mutual Fund Regulations.

All other policies and standards as specified in the Mutual Fund Regulations, as well as any additions / modifications thereto as may be specified by SEBI from time to time shall be adhered to while preparing the books of accounts and financial statements of the Fund.

The Trustee may, at its discretion, require the Fund to follow more conservative accounting norms than as required by the Regulations in respect of non-performing assets or assets in default.

12. Recording of Investment Decisions

With regard to investments in underlying schemes, individual scheme-wise reasons will be maintained in respect of daily transactions. Such reasons will be recorded at the time of placing orders. As per Mutual Fund Regulations, a detailed research report must be prepared for each investment decision taken for the first time. However since investments in underlying equity schemes other than KMMF schemes will be based on the recommended list provided periodically by the Advisor, the recommended list shall be construed as the research report. The recommended list will be accompanied by a report stating the methodology for choosing underlying schemes. The broad parameters which shall be considered by the Advisor while generating the recommended list shall be approved by the Boards of AMC and Trustees.

The decision of making investments in Inter bank call and/or reverse repo and/or short-term fixed deposits and/or Schemes, which invest predominantly in the money market, or floating rate securities will be exercised by the Fund Manager in order to meet the liquidity requirements. The role of Mr. Ajay Bagga, CEO of the AMC is to ensure that due diligence is exercised while making investment decisions, that processes and procedures are followed, and review is undertaken vis-à-vis norms, policies, mechanisms, etc. laid down by the Board of the AMC. Performance of the Scheme will periodically be tabled before the Boards of the AMC and the Trustee respectively. Performance of the Scheme vis-à-vis benchmark indices would be monitored by the Boards of the Trustee and the AMC periodically. Further, the Boards of the Trustee and the AMC will also review the performance of the Scheme in the light of performance of similar fund of funds schemes when launched, as published from time to time by independent research agencies and financial newspapers and journals.

V. UNITS

A. UNITS ON OFFER

1. Minimum Subscription Amount

The Fund seeks to collect a minimum subscription amount of Rs. 50,00,000/- (Rs. Fifty Lakhs only) in the Initial Offer of the Scheme. In the event this amount is not raised during the Initial Offer Period, the amount collected will be refunded to the applicants as mentioned elsewhere in this Offer Document.

There is no upper limit on the total amount that may be collected in the Scheme. After the minimum subscription amount has been collected, all valid applications are assured of full allotment in the Scheme.

2. Initial Offer Period

The Initial Offer Period for the Scheme will be from February 25, 2005 to March 22, 2005.

3. Initial Offer Price

The initial offer price of Units under the Scheme will be Rs. 10.225/- per Unit for Cash (Face Value - Rs.10/- and Entry Load - Rs. 0.225).

4. Extension of Initial Offer Period

The Trustee reserves the right to extend the closing date, subject to the condition that the Initial Offer shall not be kept open for more than 30 days. Any such extension shall be announced by way of a notice in one national newspaper.

5. Continuous Offer

This being a close-ended Scheme, the Units will not be offered for Purchase by investors after the Initial Offer of the Scheme, however, the Unitholders can redeem their units at the redemption price as mentioned under sub-paragraph 'Redemption Price' under paragraph 'Redemption of Units' mentioned elsewhere in this Offer Document.

6. Listing

The Scheme, after the Initial Offer Period, on a continuous basis will offer for Redemption of Units at NAV related price during the last three working days of every third month from the date of allotment of units. It is, therefore, not necessary to list the Units of the Scheme on any exchange even though the Scheme is a close - ended Scheme. The Trustee, however, has the right to list the Units under the Scheme on any stock exchange/s for better distribution and additional convenience to existing/prospective Unitholders. Even if the Units are listed, the Fund may continue to offer redemption facility as specified in this Offer Document. Any listing will come only as an additional facility to investors who wish to use the services of a stock exchange for the purpose of transacting business in the Units of the Scheme.

7. Expenses of Initial Issue

As per the Regulations, the Initial Issue expenses comprising Broker/Agent's commission, advertising, publicity, marketing, registrar expenses, etc., charged to the Scheme, shall not exceed 6% of the amount collected under the Scheme.

In respect of the Scheme, Initial Issue Expenses not exceeding 2.25% may be incurred by the Fund. Expenses relating to

Broker / Agent's commission incurred during the Initial Offer Period (IPO) shall be met out of the Entry Load.

Actual expenses incurred in excess of 2.25% of the amount collected shall be borne by the AMC.

For amount available to the Scheme for investment, please refer to the illustration explained elsewhere in this offer document.

8. Minimum Purchase and Redemption

The minimum purchase and redemption amount under the Scheme is as follows :

Purchase For Opening Unit Account During Initial Offer	Rs. 5000
Redemption* Redemption from existing Unit Accounts	Rs. 1000 or 100 Units

* If the holding is less than Rs. 1000 or 100 Units, the entire balance will be redeemed as and when redemption request is received from the investor.

9. Applicable NAV

Redemption (only during Liquidity Window)

For Valid Applications accepted

- upto 3 p.m. on a Working Day, the NAV of such Working Day
- after 3 p.m. on a Working Day, the NAV of the following Working Day

Further, where the AMC or the Registrar has provided a facility to the investors to redeem from the Scheme through the medium of Internet by logging onto specific web-sites or telephone and where investors have signed up for using these facilities, the Applicable NAVs will be as provided above.

10. Facilities Offered to Investors under the Scheme

a) Nomination Facility

If an application for purchase of Units is made in the name of a single holder, the eligible Unitholder may nominate a successor to receive the Units upon his/her death, subject to the prescribed formalities.

Where the Units are held by more than one person jointly, the jointholders may together nominate a person in whom all the rights in the Units shall vest in the event of the death of all the joint Unitholders.

This facility is subject to the law applicable to such succession.

b) Transmission

In case of death of the Unitholder (individual), Units shall be transmitted in favour of the second-named joint holder or nominee or legal heir/successor, as the case may be, on production of a death certificate or any other document to the satisfaction of the AMC/Registrar.

This facility is subject to the law applicable to such succession.

c) Fractional Units

Purchases, redemptions and account balances of Units are calculated upto three decimal places. Fractional Units in no way affect the investor's ability to redeem the Units, either in part or in full, standing to the credit of the Unitholder.

Systematic Investment Plan (SIP), Systematic Withdrawal Plan (SWP) and Systematic Transfer Plan (STP) are not available under this Scheme.

B. PURCHASE OF UNITS

1. Who can invest?

The following are eligible to apply for purchase of the Units:

- Resident Indian Adult Individuals, either singly or jointly (not exceeding three).
- Parents/Lawful guardians on behalf of Minors.
- Companies, corporate bodies, registered in India.
- Registered Societies and Co-operative Societies authorised to invest in such Units.
- Religious and Charitable Trusts under the provisions of Section 11(5) of the Income Tax Act, 1961 read with Rule 17C of the Income Tax Rules, 1962.
- Trustees of private trusts authorised to invest in mutual fund schemes under their trust deeds.
- Partner(s) of Partnership Firms.
- Association of Persons or Body of Individuals, whether incorporated or not.
- Hindu Undivided Families (HUFs), in the sole name of the Karta .
- Banks (including Co-operative Banks and Regional Rural Banks) and Financial Institutions and Investment Institutions.
- Non-Resident Indians/Persons of Indian Origin resident abroad (NRIs) on full repatriation or non-repatriation basis.
- Foreign Institutional Investors (FIIs) registered with SEBI.
- International Multilateral Agencies approved by the Government of India.
- Army/Navy/Air Force/Para-Military Units and other eligible institutions.
- Scientific and Industrial Research Organizations.
- Provident/Pension/Gratuity and such other Funds as and when permitted to invest.
- Universities and Educational Institutions.

The list given above is indicative and the applicable law, if any, shall supercede the list.

2. Purchase Price

Initial Offer Rs. 10/- per Unit

The Purchase Price will be calculated on the basis of the applicable NAV and entry loads, if any, for example:

Purchase Price = Applicable NAV\$ x (1 + Entry Load)*
eg : If the Applicable NAV is Rs. 10/-; Entry Load is 2.25%, then
Purchase Price = 10 x (1+2.25%)
 = Rs. 10.225/-

* For Entry Load, please refer paragraph 'Load Structure of the Scheme' mentioned elsewhere in this Offer Document.

\$ For Applicable NAV, please refer paragraph 'Applicable NAV' mentioned elsewhere in this Offer Document.

3. Mode of Payment

a) Resident Investors

Resident investors may make payment for the Units by any of the following means :

- By local MICR Cheques payable in the city in which the Application Form is submitted.
- By a Demand Draft ('DD') payable in the city in which the Application Form is submitted and drawn on a bank which is a member of the Bankers Clearing House of that city.
Bank Charges for issue of DDs / Fund Transfer shall be borne by the Fund only in respect of investors who invest from locations where there are no ISCs / Transaction Points. The ceiling on Bank Charges would be restricted to SBI DD Charges. Where Demand Drafts, as stated above are issued, the investor must, in the Application Form clearly indicate the Investment Amount, DD Charges and Net Amount. In the absence of this indication, units will be allotted for the amount appearing on the face of the instrument. The AMC / Fund would not accept any requests for refund of DD Charges.
- In any other manner that may be, from time to time, accepted by the AMC for the smooth and efficient functioning of the Scheme.

PLEASE NOTE THAT THE FOLLOWING ARE NOT ACCEPTED

- Stockinvests
- Outstation Cheques
- Post Dated Cheques

All cheques and drafts should be crossed "Account Payee Only" and drawn in favour of "KOTAK DYNAMIC FOF".

b) NRIs

Repatriation Basis

RBI has granted a general permission to Mutual Funds, which are referred to in clause (23D) of Section 10 of the Income Tax Act, 1961, to issue and repurchase Units of the Scheme that are approved by SEBI, to NRIs. Further, general permission has also been granted to send such Units to NRIs at their places of residence or location as the case may be. NRI applications on a repatriation basis will be accepted, if the amount representing the investment is received by inward remittance through normal banking channels or by debit to NRE/FCNR account of the non-resident investor maintained with an authorised dealer in India.

Non-Repatriation Basis

In the case of NRIs/Persons of Indian Origin seeking to apply for Units on a non-repatriation basis, the applications will be accepted, if the amount representing the investment is received by inward remittance through normal banking channels or by debit to the NRE/FCNR/NRO account of the non-resident investor maintained with an authorised dealer in India.

Payment whether on a repatriation or a non-repatriation basis, shall be made by Cheques/Demand Drafts crossed "Account Payee Only", in a similar fashion as in the case of resident investors.

c) FIIs

RBI has granted a general permission to Mutual Funds, which are referred to in clause (23D) of Section 10 of the Income Tax Act, 1961, to issue and repurchase Units of the Scheme that are approved by SEBI to and from FIIs. Further a general permission has also been granted to send such Units / instruments out of India to their global custodians. Applications of FIIs on a repatriation basis will be accepted if the amount representing the investment is received by inward remittance through normal banking channels or out of funds held in Foreign Currency Account or Non-resident Rupee Account maintained by the FIIs with a designated branch of an authorised dealer with the approval of RBI.

d) Applicants under Power of Attorney, Companies/ Corporate Bodies / Registered Societies / Trusts / Partnerships

In the case of an application under a Power of Attorney or by a limited company, body corporate, registered society, trust or partnership, the relevant Power of Attorney or the relevant resolution or authority to make the application or the Trust Deed or the Partnership Deed as the case may be, or duly certified copy thereof, along with a certified copy of the Memorandum and Articles of Association and/or bye-laws must be lodged at the office of the Registrar at Chennai, within 7 (Seven) days from the date of the application under the Initial Offer, failing which the application is liable to be rejected or a request for redemption may not be processed.

Note : The Trustee, at its discretion, may alter or add other modes of payment.

4. Where to submit Application Forms?

Investors may submit completed Application Forms as under:

During the Initial Offer Period

1. Designated Collection Banks.
2. KMAMC Authorised Collection Centres

The addresses of the ISCs, Transaction Points, Registrar and Collection Banks respectively are given elsewhere in this Offer Document.

Application Forms, if sent by post, must be accompanied by Cheques or Demand Drafts payable at the place where the application is being sent, and sent to any of the places mentioned above.

As per the directives issued by SEBI it is mandatory for an investor to declare his/her bank account number. To safeguard the interest of Unitholders from loss or theft of their refund orders/redemption cheques, investors are requested to provide their bank details in the Application Form. Wherever an application is for a total value of Rs. 50,000 or more, the applicant or in the case of application in joint names, each of the applicants, should mention his/her permanent account number (PAN) allotted under the Income Tax Act, 1961, along with a proof of the PAN. In case where the investor does not have a PAN, the investor has to submit to the mutual fund, Form 60 along with a proof of address, as prescribed under Income Tax Act, 1961, along with application form. Any

Application Form without these details will not be accepted by the mutual fund. With effect from January 1, 2005, it is mandatory for a Limited Company or a Body Corporate to declare its Unique Identification Number (UIN) issued to it under SEBI (Central Database of Market Participants) Regulations, 2003. The Company or Body Corporate shall confirm / declare that it has complied with all the requirements of SEBI (Central Database of Market Participants) Regulations, 2003. With effect from April 1, 2005, it is mandatory for applicant to declare his/her Unique Identification Number (UIN) issued to it under SEBI (Central Database of Market Participants) Regulations, 2003.

Any application may be accepted or rejected at the sole and absolute discretion of the Trustee.

5. Joint Applicants

If an Account has more than one holder, only the first-named holder (as determined by the records of the Registrar) will receive all notices and correspondence with respect to the Account. Such Unitholder will receive the proceeds of any redemption requests or dividends or other distributions. In addition, such holder will have the voting rights, as permitted, associated with such Units.

In the case of holdings specified as 'jointly', all requests have to be signed by all the joint holders. However, in the case of holdings specified as 'anyone or survivor', anyone of the joint holders may sign such requests.

6. Allotment

Subject to the receipt of the specified Minimum Subscription Amount for the Scheme, full allotment will be made to all valid applications received during the Initial Offer Period. The Trustee reserves the right, at their discretion without assigning any reason thereof, to reject any application. Allotment will be completed within 30 (Thirty) days after the closure of the Initial Offer.

7. Account Statement / Unit Certificate

An Account Statement, stating the number of Units allotted, will be sent to each Unitholder within 30 (Thirty) days from the date of the closure of the Initial Offer Period. The Account Statement will be non-transferable.

Non-transferable Unit Certificates will be sent, if an applicant so desires, within 30 (Thirty) days after the receipt of a request for the certificate.

Any discrepancy in the Account Statement / Unit Certificate should be brought to the notice of the Fund/AMC immediately. Contents of the Account Statement / Unit Certificate will be deemed to be correct if no error is reported within 30 (Thirty) days from the date of Account Statement / Unit Certificate.

Units held, either in the form of Account Statements or Unit Certificates, are non-transferable. The Trustee reserves the right to make the Units transferable at a later date subject to the Regulations issued from time to time.

All Units rank pari passu amongst Units within the Scheme as to assets and earnings.

8. Refund

Refund of subscription money to applicants in the case of minimum subscription amount not being raised or applications rejected for any other reason whatsoever, will be made within

30 (Thirty) days from the end of the Initial Offer Period. No interest will be payable on any subscription money so refunded within the said 30 (Thirty) days. If the Mutual Fund refunds the amount after the said 30 (Thirty) days, interest at the rate of 15% p.a. will be paid to the applicant and borne by the AMC for the period from the day following the date of expiry of the said 30 (Thirty) days until the actual date of the refund. Refund orders will be marked "**Account Payee only**" and drawn in the name of the applicant in the case of a sole applicant and in the name of the first applicant in all other cases. In both cases, the bank name and bank account number, as specified in the application, will be mentioned in the refund order. The bank and/or collection charges, if any, will be borne by the applicant.

All refund cheques will be mailed by Registered Post or as per the Regulations.

C. REDEMPTION OF UNITS

The Units can be redeemed, during the liquidity window, at the Redemption Price (mentioned elsewhere in this Offer Document).

A Unitholder has the option to request for redemption either in amount in Rupees or in number of Units. If the redemption request indicates both amount in Rupees and number of Units, the latter will be considered as being requested. Where a Rupee amount is specified or deemed to be specified for redemption, the number of Units redeemed will be computed as the amount redeemed divided by the Redemption Price. Alternatively, a Unitholder can request closure of his account, in which case, the entire Unit balance lying to the credit of his account will be redeemed.

The Fund reserves the right to redeem the entire amount lying to the credit of the Unitholder's account in that Scheme if the Redemption request amount exceeds the balance lying to the credit of the Unitholder's said account.

The number of Units redeemed is subtracted from the Unitholder's account and a statement to this effect is issued to the Unitholder.

1. Redemption Price

The Redemption Price is calculated as follows.

Redemption Price	=	Applicable NAV\$ x (1 - Exit Load)*
Eg: If Applicable NAV	=	Rs. 10/-;
Exit Load	=	2%, then
Redemption Price	=	10 x (1-2%)
	=	Rs. 9.80/-

\$ For Applicable NAV, please refer paragraph 'Applicable NAV' mentioned elsewhere in this Offer Document.

* For Exit Load, please refer paragraph 'Load Structure of the Scheme' mentioned elsewhere in this Offer Document.

The Redemption Price for every Working Day will be published atleast in two daily newspapers.

The Redemption Price, however, will not be lower than 95% of the Applicable NAV.

2. How to Redeem?

Pre-printed redemption request form will be sent to the Unitholders along with the Account Statement. These forms

will also be available at any of the Investor Service Centres and at the office of the Registrar at Chennai.

The fully completed form, can be submitted at any of the Investor Service Centres listed in this Offer Document or can be sent to the office of the Registrar at Chennai, in person or by post.

Where the Unitholder has opted to transact through the Internet, he may redeem his Units through the website of the Registrar, i.e. www.camsonline.com and/or through any other website, through which redemption may be facilitated in future.

The Unitholder may either request mailing of the redemption proceeds to his/her address or to be retained at the ISC for collection by him/her. If the Unitholder opts for the "D-Kredit" facility, he can receive the amount by a direct credit to his bank account.

1. Maturity of the Scheme

All units of the Scheme will compulsorily and without any further act by the Unitholder(s) be redeemed on the expiry of three years from the date of allotment and the Units of the Scheme will be redeemed at the Applicable NAV on that date

2. Payment of Proceeds

Redemption proceeds will be paid by cheques, marked "**Account Payee only**" and drawn in the name of the sole holder/first-named holder (as determined by the records of the Registrar). The Bank Name and No, as specified in the Registrar's records, will be mentioned in the cheque, which will be payable at par at all the cities designated by the Fund from time to time. **If the Unitholder resides in any other city, he will be paid by a Demand Draft payable at the city of his residence.**

Redemption cheques will generally be sent to the Unitholder's address, (or, if there is more than one joint holder, the address of the first-named holder) as per the Registrar's records, by courier within 4 Working Days from the day when the valid request is accepted at the ISC, but in any case, not later than 10 Working Days from the date of redemption. (Please refer to paragraph 'Applicable NAV' as mentioned elsewhere in this Offer Document for cut-off times for receiving the redemption request).

Redemption proceeds may also be paid to the Unitholder in any other manner that the Unitholder may request or the Trustee may, from time to time, decide, for the smooth and efficient functioning of the Scheme.

4. Redemption by NRIs/FIIs

Credit balances in the account of NRIs may be redeemed by such investor in accordance with the procedure described above in paragraph 2. Such redemption proceeds (after payment of taxes) may be,

- credited at the NRI investor's option, to his NRO account, where the payment for the purchase of the Units sold was made out of funds held in NRO account, or
- remitted abroad or at the NRI investor's option, credited to his NRE/FCNR/NRO account, where the Units were purchased on repatriation basis and the payment for purchase of the Units sold was made by inward remittance through normal banking channels or out of the funds held in NRE/FCNR account.

In case of an FII, the designated branch of an authorised dealer may allow remittance of net redemption proceeds (after payment of taxes) or the same may be credited to its Non Resident Rupee Account or the Foreign Currency Account.

5. Effect of Redemptions

a) On the Fund

After every redemption, the Unit capital and Reserves of the Scheme stand reduced by an amount equivalent to the product of the number of Units redeemed and the Applicable NAV as on the date of redemption. Units once redeemed are extinguished and cannot be re-issued.

b) On the Unitholder's account

The balances in the Unitholder's account stand reduced by the number of Units redeemed. The following table illustrates a typical redemption case.

Calculation of Redeemed Units explained	If Exit Load of 1% is chargeable
Unit Balance before Redemption	2305.235
NAV on date of redemption	Rs. 10.412
Exit Load Chargeable	Rs. 0.104 (10.412 x 1%)
If Redemption request is in Rs.	Rs. 3500
Redemption price	Rs. 10.308 (10.412 - 0.104)
No. of Units redeemed	339.542 (3500 ÷ 10.308)
No of Units left	1965.693 (2305.235 - 339.542)
If Redemption request is in Units	350 Units
Redemption amount will be	Rs. 3607.80 (350 x 10.308)
No of Units left	1955.235 (2305.235 - 350)

Note: Situation, load and NAV figures are hypothetical and assumed for the sole purpose of the illustration.

6. Right to Limit Redemption

The Board of Directors of the Trustee and the AMC may, in the general interest of the Unitholders of the Scheme offered under this Offer Document and keeping in view the unforeseen circumstances/unusual market conditions, limit the total number of Units which may be redeemed on during the Liquidity Window to 5% of the total number of Units then issued and outstanding under the Scheme or to such other percentage as the said Boards may determine. In such a case, the approval of both the Boards, giving details of circumstances and justification for the proposed action shall be informed to SEBI in advance.

Any Units, which, by virtue of these limitations, are not redeemed on a particular day, are carried forward for

redemption to the next day for which NAV is declared, in the order in which the requests for redemption were received. Redemptions so carried forward are priced on the basis of the Redemption Price of the day on which redemption is made. Under such circumstances, to the extent multiple redemption requests are received at the same time on a single Working Day, redemptions will be made on pro-rata basis, based on the size of each redemption request, the balance amount being carried forward for redemption to the next day(s) for which NAV is declared.

7. Suspension of Redemption of Units

The redemption of Units may be suspended temporarily or indefinitely when any of the following conditions exist:

1. There is a natural calamity, civil strife, complete breakdown of law and order, war, Act of God or force majeure; and or
2. There is suspension of redemption of units in any of the underlying scheme.
3. SEBI, by order, so directs.

In case of suspension of redemption, the approval of the Boards of Directors of the Trustee and the AMC, giving details of circumstances and justification for the proposed action shall be informed to SEBI in advance.

8. Unclaimed Redemption

As per circular no. MFD/CIR/9/120/2000, dated November 24, 2000 issued by SEBI, the unclaimed redemption shall be deployed by the Fund in call money market or money market instruments only. The investment management fee charged by the AMC for managing such unclaimed amounts shall not exceed 50 basis points. The circular also specifies that investors who claim these amounts during a period of three years from the due date shall be paid at the prevailing Net Asset Value. Thus, after a period of three years, this amount can be transferred to a pool account and the investors can claim the said amounts at the NAV prevailing at the end of the third year.

In terms of the circular, the onus is on the AMC to make a continuous effort to remind investors through letters to take their unclaimed amounts.

The information on amount unclaimed and number of such investors for each Scheme shall be disclosed in the annual report sent to the Unitholders.

The AMC will invest the unclaimed redemption under the Scheme in bank fixed deposits. In case of a request from the investor claiming the unpaid redemption due to him; the investor will be paid the same along with the interest on such investment. Also the investors will be reminded through periodic communications to claim their unclaimed amounts. The AMC may charge fees for managing these unclaimed redemption as permitted under the Regulations.

VI. LOADS AND RECURRING EXPENSES

A. LOAD STRUCTURE OF THE SCHEME

Entry Load (During Initial Offer) and Exit Load (During Liquidity Window) :

Entry Load (During Initial Offer) :

2.25% (For any amount)

Exit Load (During Liquidity Window) : NIL

The Trustee reserves the right to change the load structure of the Scheme or introduce contingent deferred sales charge (CDSC) on a prospective basis. Should the Trustee, on any date, decide to change the load structure or introduce/modify CDSC, it will be on a prospective basis and investments made by Unitholders prior to such date will continue to attract the loads/CDSC applicable prior to such change. Any change/introduction in the load structure/CDSC alongwith the details will be stamped in the acknowledgement slip issued to the investors on submission of the application form and will also be disclosed in the statement of accounts issued after the introduction of the same.

Any Load or CDSC of the Scheme will be maintained in a separate account to meet the selling and distribution expenses of the Fund and any excess over such expenses will be credited to the Scheme, whenever felt appropriate by the AMC.

B. FEES AND EXPENSES OF THE SCHEME

As per the provisions of the Regulations, as amended up to date, the following fees and expenses are applicable to the Scheme:

1. Expenses of Initial Issue

As per the Regulations, the Initial Issue expenses comprising Broker/Agent's commission, advertising, publicity, marketing, registrar expenses, etc., charged to the Scheme, shall not exceed 6% of the amount collected under the Scheme.

In respect of the Scheme, Initial Issue Expenses not exceeding 2.25% may be incurred by the Fund. Expenses relating to Broker / Agent's commission incurred during the Initial Offer Period (IPO) shall be met out of the Entry Load.

Actual expenses incurred in respect of Initial Issue Expenses in excess of 2.25% as indicated above shall be borne by the AMC.

Illustration of Amount available to Scheme for Investment

Assumptions made for the purpose of the illustration:

- The calculations are made for every Rs. 100 invested.
- The Entry Load amount collected is utilised for payment of Broker/Agent commission.

Unitholders Investment (Rs.)	100
Purchase Price at which Units are allotted (Rs.)	10.2250
No of Units allotted	9.7800
Load Amount utilised for payment of Broker / Agent comm. (Rs.)	$9.7800 \times 10 \times 2.25\% = 2.20$
Balance Amount (Rs.)	96.1540
Amount available to Scheme for investment	97.80

2. Expenses of Past Initial Issue

As per the Regulations, for each Scheme, the Initial Issue Expenses comprising Broker/Agent's commission, advertising, publicity, marketing, registrar expenses, etc. shall not exceed 6% of the amount collected under the Scheme. For no Scheme launched by the Fund did the initial issue expense exceed the said limit. In the case of Kotak Gilt Investment, Kotak Gilt Savings, Kotak Gilt Serial, Kotak Bond, Kotak Bond Serial, Kotak Bond Short Term, Kotak Liquid, Kotak Floater Short Term Scheme, all Plans under Kotak Mahindra Fixed Maturity Plans, Kotak FMP (8), Kotak Dynamic Income, Kotak 30, Kotak Floater Long Term Scheme and Kotak Flexi Debt Scheme, the entire Initial Issue Expense was borne by the AMC. As such, for every Rs. 100 contributed by the investor, the entire Rs. 100 was available for investment. In the case of Kotak Balance, Kotak MNC and Kotak Tech, the Schemes were respectively charged initial issue expenses of 1.5% of the amount collected during the Initial Offer and the expenses so charged to the said Schemes are being amortised over a period of 5 years, as required under Regulation 52(5) read with the Tenth Schedule. Amounts in excess of 1.5% of the amount collected were borne by the AMC and not charged to the said Schemes. Thus, for every Rs. 100 contributed by the investor, Rs. 98.50 was available to the Schemes for investment. In case of Kotak Income Plus, Initial Issue Expenses of upto 2% of the amount collected during the Initial Offer Period was charged to the Scheme. Amount in excess of 2% were borne by the AMC. As such, for every Rs.100 contributed by the investor, atleast Rs.98 was available to Kotak Income Plus for investment. In case of Global India Initial Issue Expenses of upto 2.83% was charged to the Scheme and thus for every Rs.100 contributed by the investor, atleast Rs.97.17 was available to the Scheme for investment. In case of Kotak Equity FOF Initial Issue Expenses of upto 3.75% was charged to the Scheme and thus for every Rs.100 contributed by the investor, atleast Rs.96.25 was available to the Scheme for investment. In case of Kotak Opportunities Initial Issue Expenses of upto 2.82% was charged to the Scheme and thus for every Rs.100 contributed by the investor, atleast Rs.97.18 was available to the Scheme for investment.

3. Initial Issue Expenses incurred by the Schemes

The initial issue expenses for all the schemes are summarised below:

Scheme	Launched in	Initial Issue Expenses (Rs. Lakhs)	Borne by AMC (Rs. Lakhs)	Borne by the Scheme** (Rs. Lakhs)
Kotak Gilt Investment, Kotak Gilt Savings, Kotak 30	December 1998	Combined 116	In full	-
Kotak Bond, Kotak Balance	October 1999	58 133	In full 48	- 85
Kotak Tech Kotak MNC	February 2000	556 115	234 49	322 66
Kotak Liquid	October 2000	7.62	In full	-

Scheme	Launched in	Initial Issue Expenses (Rs. Lakhs)	Borne by AMC (Rs. Lakhs)	Borne by the Scheme** (Rs. Lakhs)
Kotak Bond Short Term	April 2002	2.77	In full	-
Kotak FMP (1)	May 2002	2.90	In full	-
Kotak FMP (2)	June 2002	7.93	In full	-
Kotak FMP (3)	June 2002	-	-	-
Kotak FMP (4)	July 2002	-	-	-
Kotak FMP (5)	July 2002	-	-	-
Kotak FMP (6)	March 2003	4.52	In full	-
Kotak FMP (7)	March 2003	2.62	In full	-
Kotak Floater Short Term Scheme	July 2003	1.11	In full	-
Kotak Income Plus	October 2003	259.82	1.50	258.31
Kotak Dynamic Income	December 2003	2.77	In full	-
Kotak Global India	December 2003	1014.57	1.09	1013.48
Kotak FMP (8)	March 2004	1.44	In full	-
Kotak Equity FOF	July 2004	695.46	0.21	695.25
Kotak Opportunities	July 2004	187.27	0.06	187.21
Kotak Floater Long Term Scheme	August 2004	4.68	In full	-
Kotak Flexi Debt Scheme	November 2004	1.94	In full	-

** The initial issue expenses borne by the schemes are being amortised as per the Regulations.

The Initial Issue Expenses of the schemes did not vary adversely from the estimated expenses of the respective schemes.

4. Recurring Expenses of the Scheme

As per SEBI Circular No. MFD/CIR No. 04/11488/2003 dated June 12, 2003, in case of Fund of Funds Scheme, the total expenses of the scheme including management fees shall not exceed 0.75% of the daily average net assets. These expenses are over and above the expenses charged by the respective Underlying schemes.

The estimate of the ongoing fees and expenses of operating the Scheme on an annual basis, expressed as a percentage of the amount of the Scheme's daily average net assets is

given in the table below. The purpose of the tables is to assist the investor in understanding the various heads of costs and expenses that an investor in a Scheme will bear directly or indirectly.

Recurring Expenses	Description (% per annum of daily average net assets)
Investment Management and Advisory Services Fees payable to AMC	0.450
Trustee Fees	0.050
Custodian Fees	0.010
Marketing and Selling Expense (incl. Agents commission)	0.050
Registrar and Transfer Agent Fees	0.050
Transaction costs	0.010
Audit Fees	0.010
Costs related to investor communications	0.050
Cost of Funds transfer	0.005
Cost of providing a/c statements, dividends etc.	0.005
Cost of statutory advertisements	0.005
Other expenses	0.005
Service Tax	0.050
Total Annual Recurring Expenses (Estimated)	0.750

These estimates are made in good faith by the Investment Manager and are subject to change, both inter se and as an increase or decrease in the estimated total annual recurring expenses. Though the Investment Manager will make efforts to keep the recurring expenses to the minimum, actual expenses under any head and / or the total expenses may be more or less than the estimates. The Investment Manager retains the right to charge the actual expenses to the Fund, however the expenses charged will not exceed the statutory limit prescribed by the Regulations.

The above estimates are based on an amount of Rs. 100 crores for each Scheme and will change to the extent assets are lower or higher.

The recurring expenses under the Scheme (including investment and advisory fees) will be subject to the following maximum limits (as a percentage of Weekly Average Net Assets of the Scheme) as per Regulation 52.

The total recurring expenses of the Scheme including the management fees shall not exceed 0.75% of the daily average net assets. Expenses over and above the permitted limit under the applicable Regulations will be borne by the AMC.

VII. UNITHOLDERS' RIGHTS AND SERVICES

A. UNITHOLDERS' RIGHTS

1. Unitholders under the Scheme have a proportionate right in the beneficial ownership of the assets of the Scheme.
2. The Trustee shall be bound to make such disclosures to the Unitholders as are essential in order to keep them informed about any relevant information, especially which may have an adverse bearing on their investments.
3. The Fund is required to dispatch redemption cheques within 10 Working Days from the date of redemption.
4. The appointment of an AMC for the Fund may, with the prior approval of SEBI, be terminated by 75% of the Unitholders or by a majority of the Board of Directors of the Trustee.
5. Unitholders have the right to inspect all the documents listed under the heading "Documents Available for Inspection".
6. 75% of the Unitholders of the Scheme can pass a resolution to wind up the Scheme.
7. The Trustee is obliged to convene a meeting of the Unitholders of the Scheme on the requisition of 75% of the Unitholders of the Scheme.
8. The Trustee is obliged to obtain the consent of the Unitholders -
 - a) whenever required to do so by SEBI in the interest of the Unitholders; or
 - b) whenever required to do so on a requisition made by three-fourths of the Unitholders of any Scheme; or
 - c) when the majority of the Board of Directors of the Trustee decides to wind up or prematurely redeem the Units.
9. The Trustee shall ensure that no change in the fundamental attributes of any scheme or the trust or fees and expenses payable or any other change which would modify the scheme and affects the interest of Unitholders, is carried out unless,
 - i. a written communication about the proposed change is sent to each Unitholder and an advertisement is given in one English daily newspaper having nationwide circulation as well as in a newspaper published in the language of the region where the Head Office of the Fund is situated; and
 - ii. the Unitholders are given an option to exit at the prevailing Net Asset Value without any Exit Load.
10. For any change in the scheme features, the addendum detailing such changes will be attached to the offer documents and abridged offer documents. The addendum will be circulated to all the distributors/brokers so that the same can be attached to all offer documents

and abridged offer documents already in stock. The addendum will also be sent along with the newsletter sent to the Unitholders after the changes. Arrangements will be made to display the changes/modifications in the offer document in the form of a notice in all the investor service centres and distributors/brokers office.

B. VOTING RIGHTS OF THE UNITHOLDERS

Subject to the provisions of the Regulations as amended from time to time, the consent of the Unitholders shall be obtained, entirely at the option of the Trustee, either at a meeting of the Unitholders or through postal ballot. Only one Unitholder in respect of each folio or account representing a holding shall vote and he shall have one vote in respect of each resolution to be passed.

C. ACCOUNT STATEMENT

An Account Statement, stating the number of Units allotted/redeemed, will be sent to each Unitholder within 30 (Thirty) days from the date of the transaction. An Account Statement may be sent to a Unitholder using e-mail with the consent of the Unitholder. Account Statements to be issued in lieu of Unit Certificates under the Scheme are non-transferable. These Account Statements shall not be construed as proof of title and are only computer printed statements, indicating the details of transactions under the Scheme concerned during the relevant financial year and giving the closing balance of Units for the information of Unitholders. The Trustee may issue a Unit Certificate in lieu of Account Statement in respect of Units held, to those Unitholders who request for the same, after receipt of a specific request from the Unitholder concerned, at the cost and expense of the Unitholder or otherwise, as may be decided from time to time. Any discrepancy in the Account Statement / Unit Certificate should be brought to the notice of the Fund/AMC immediately. Contents of the Account Statement / Unit Certificate will be deemed to be correct if no error is reported within 30 days from the date of Account Statement / Unit Certificate. Further, the Trustee also reserves the right to issue, on an ongoing basis, in lieu of Account Statements, Transaction Confirmation Slips, therein indicating the price and the Units debited or credited to the Account of the Investor/Unitholder, along with the closing balance of his Account. Under this system, a periodical statement of holdings of the Investor in the relevant Scheme of KMMF will be given.

D. NAV INFORMATION

The NAVs of the Scheme will be calculated and announced by the Fund on each Working Day in at least two daily newspapers. NAV information will also be posted, on a daily basis, on the Fund's website - www.kotakmutual.com and on the AMFI website - www.amfiindia.com by 8.00 p.m. In case of any delay, which may normally be due to non-receipt of NAVs in time from the underlying schemes, in posting the NAVs of the Scheme, the reasons for such delay would be explained to AMFI and SEBI by the next Working Day. If the NAVs are not available before commencement of business hours on the following day due to any reason, Mutual Fund

shall issue a press release providing reasons and explaining when the Mutual Fund would be able to publish the NAVs.

Investors may obtain information on loads on any Working Day by calling the office of the AMC or any of the Investor Service Centres. Information on applicability of loads will also be provided in the Account Statements.

E. DISCLOSURE OF INFORMATION UNDER THE REGULATIONS

1. The Schemewise Annual Report / an abridged summary thereof, will be prepared and mailed to all Unitholders; as soon as may be but not later than six months from the date of closure of the relevant financial year. Whenever the report is sent in summary form, the full Annual Report will be made available for inspection at the Registered Office of the Trustee and a copy, made available on request to the Unitholders on payment of a nominal fee.
2. The unaudited financial results will be published through an advertisement in one English daily newspaper circulating in the whole of India and in a newspaper published in the language of the region where the Registered Office of the Trustee is situated, before the

expiry of one month from the close of each half year, that is the 31st of March and the 30th of September. The same will also be posted on the website of the Fund and that of AMFI.

3. A complete statement of the portfolio of the Scheme will either be sent to all Unitholders, or published by way of an advertisement, before the expiry of one month from the close of each half year, that is the 31st of March and the 30th of September, in one English daily newspaper circulating in the whole of India and in a newspaper published in the language of the region where the head office of the Trustee is situated. The same will also be posted on the website of the Fund.
4. In case any company has invested more than 5% of the Net Asset value of any scheme of the Fund, investment made by that scheme or any other scheme of the Fund in that company or its subsidiaries will be disclosed, as required by the Regulations, to the Trustee and in the half-yearly and annual accounts, with justification for such investments. As on September 30, 2004, the following companies have made investments in the schemes of the Fund in excess of 5% of the net asset value and during this period, other schemes of the Fund invested in these companies.

(Rupees in Lakhs)

Company	Schemes invested in by the company	Investing Scheme/(s)	Aggregate investments made by the Scheme/(s) in the company for the period under regulation
Bajaj Auto Limited	Kotak Gilt Saving Plan	Kotak Balance Kotak Global India Kotak Income Plus	108.60 1,165.13 266.96
Bharti Tele - Ventures Limited	Kotak Floater Short Term Scheme	Kotak 30 Kotak Income Plus Kotak Liquid	2,989.26 39.21 7,417.75
Dr Reddy's Laboratories Limited	Kotak FMP (8) Kotak Floater Short Term Scheme	Kotak Balance Kotak Global India Kotak 30	70.47 373.15 135.19
Export - Import Bank of India	Kotak Bond Short Term Plan	Kotak Bond Kotak Bond Short Term Plan Kotak Liquid	10,685.43 9,709.55 11,367.03
Finolex Cables Limited	Kotak Floater Short Term	Kotak Bond Short Term Plan Kotak Liquid	2,500.00 11,014.88
Finolex Industries Limited	Kotak Balance	Kotak Balance Kotak Income Plus Kotak Liquid	31.73 30.00 2,000.00
Gujarat Gas Company Limited	Kotak Bond Short Term Plan	Kotak Balance Kotak Income Plus	116.46 39.73
Global Trade Finance Pvt. Limited	Kotak Floater Short Term Scheme	Kotak Liquid	7,700.00
HCL Technologies Limited	Kotak Bond Short Term Plan	Kotak 30 Kotak Tech	238.85 536.94
HDFC Bank Limited	Kotak Bond Short Term Plan	Kotak Bond Short Term Plan Kotak Floater Short Term Kotak 30 Kotak Income Plus Kotak Liquid	2,495.58 998.21 315.88 3,992.90 51,396.74

Company	Schemes invested in by the company	Investing Scheme/(s)	Aggregate investments made by the Scheme/(s) in the company for the period under regulation
Housing Development Finance Corporation Limited	Kotak Floater Short Term Scheme	Kotak Bond Kotak Bond Short Term Plan Kotak Floater Short Term Kotak Dynamic Income Kotak Liquid	9,690.42 16,417.72 3,998.82 1,525.65 22,569.03
Hero Honda Motors Limited	Kotak Floater Short Term Scheme	Kotak 30 Kotak Income Plus Kotak MNC	995.53 115.91 257.70
Hindalco Industries Limited	Kotak Floater Short Term Scheme	Kotak Balance Kotak Bond Kotak 30	65.28 2,012.46 664.70
ICICI Bank Limited	Kotak Liquid	Kotak Bond Short Term Plan Kotak Floater Short Term Kotak 30 Kotak Income Plus Kotak Liquid	5,412.44 812.90 626.64 336.00 60,661.38
Indian Aluminium Company Limited	Kotak Gilt Investment	Kotak Bond Kotak Bond Short Term Plan Kotak Liquid	1,500.00 1,000.00 7,600.00
Industrial Development Bank of India	Kotak Liquid	Kotak Bond Kotak Bond Short Term Plan Kotak Floater Short Term Kotak 30 Kotak Income Plus Kotak Liquid	10,859.82 17,410.05 3,406.98 81.29 1,527.10 18,602.96
Infrastructure Development Finance Company limited	Kotak Gilt Savings	Kotak Bond Kotak Bond Short Term Plan Kotak Floater Short Term Kotak Liquid	4,490.06 546.54 4,604.12 6,426.95
Indo Gulf Fertilizers Limited	Kotak Floater Short Term Scheme	Kotak Balance Kotak 30	58.78 60.57
Indian Rayon and Industries Limited	Kotak Floater Short Term Scheme	Kotak 30 Kotak Opportunities	817.12 31.87
ITC Limited	Kotak Bond	Kotak Balance Kotak 30 Kotak Income Plus Kotak MNC	272.10 1,481.23 258.18 639.77
Kotak Mahindra Bank Limited	Kotak Liquid	Kotak Liquid	2,495.12
Larsen And Toubro Limited	Kotak MNC	Kotak Bond Kotak Bond Short Term Plan Kotak Global India Kotak 30 Kotak Liquid	566.51 4,562.56 2,434.54 1,820.58 10,434.13
LIC Housing Finance Limited	Kotak Floater Short Term Scheme	Kotak Balance Kotak Bond Kotak Bond Short Term Plan Kotak Dynamic Income Kotak 30	19.73 12,832.28 1,642.00 545.77 14.64

Company	Schemes invested in by the company	Investing Scheme/(s)	Aggregate investments made by the Scheme/(s) in the company for the period under regulation
Mahindra and Mahindra Limited	Kotak Dynamic Income	Kotak Balance Kotak Bond Kotak 30 Kotak Income Plus Kotak Opportunities Kotak Liquid	319.68 1,854.62 2,399.93 925.51 207.21 800.00
Maruti Udyog Limited	Kotak Bond Short Term	Kotak Balance Kotak Global India Kotak 30 Kotak Income Plus Kotak MNC	82.90 1,184.19 536.83 358.63 680.00
Power Trading Corporation of India Limited	Kotak FMP (8)	Kotak 30	88.80
Raymond Limited	Kotak Bond Short Term Plan	Kotak Floater Short Term Kotak Global India Kotak Liquid	1,000.00 427.70 13,200.00
Sun Pharmaceuticals Industries Limited	Kotak FMP (8)	Kotak Global India Kotak 30	1,375.59 651.14
State Bank of India	Kotak Global India	Kotak Balance Kotak Bond Kotak Bond Short Term Kotak 30 Kotak Income Plus	456.66 1,224.72 2,868.50 3,202.14 777.20
Sterlite Industries (India) Limited	Kotak Bond Short Term Plan	Kotak 30	591.01
Tata Chemicals Ltd.	Kotak Bond Short Term Plan	Kotak 30	68.55
Tata Motors Limited	Kotak Liquid	Kotak Bond Short Term Plan Kotak Global India Scheme Kotak 30 Kotak Income Plus Kotak Liquid	1,487.84 1,039.32 1,592.67 115.25 1,039.78
TVS Motors Company Limited	Kotak Floater Short Term Scheme	Kotak 30	330.12
Union Bank of India	Kotak Floater Short Term Scheme	Kotak Balance Kotak Bond Short Term	11.04 1,018.51
UCO Bank Limited	Kotak Bond Short Term Plan	Kotak Balance Kotak 30	1.40 1.40
UTI Bank Limited	Kotak Floater Short Term Scheme	Kotak Bond Kotak Bond Short Term Plan Kotak Liquid	555.85 929.81 14,815.49
Wipro Limited	Kotak Bond Short Term Plan	Kotak Balance Kotak 30 Kotak Tech	12.75 45.99 2,599.86

These investments comprise debt and equity instruments and were made solely on the basis of sound fundamentals of these companies.

F. DURATION OF THE SCHEME

The duration of the Scheme is valid upto three years from the date of allotment. However, the Scheme may be wound up if:-

- i. There are changes in the capital markets, fiscal laws or legal system, or any event or series of event occurs, which, in the opinion of the Trustee, requires the Scheme to be wound up; or
- ii. 75% of the Unitholders of the Scheme pass a resolution that the Scheme be wound up; or
- iii. SEBI directs the Scheme to be wound up in the interests of the Unitholders.
- iv. As per SEBI Circular No. SEBI/IMD/CIR No.10/22701/03 dated December 12, 2003, the Scheme shall have a minimum of 20 investors and no single investor shall account for more than 25% of the corpus of the Scheme(s) at the time of allotment. In case of non-fulfillment with either of the above two conditions, the investor's money would be refunded, in full, immediately after the close of the Initial Public Offering of the Scheme.

Where the Scheme is to be wound up pursuant to the above Regulations, the Trustee shall give notice of the circumstances leading to the winding up of the Scheme:-

- i. to SEBI; and
- ii. in two daily newspapers having circulation all over India and also in a vernacular newspaper circulating in the place where the Mutual Fund is established.

G. PROCEDURE AND MANNER OF WINDING UP

- i. The Trustee shall call a meeting of the Unitholders to consider and pass necessary resolutions by simple majority of the Unitholders present and voting at the meeting for authorising the Trustee or any other person to take steps for winding up the Scheme concerned.
- ii.
 - a) The Trustee or the person authorised as above, shall dispose off the assets of the Scheme concerned in the best interest of the Unitholders of that Scheme.
 - b) The proceeds of the sale made in pursuance of the above, shall, in the first instance, be utilised towards discharge of such liabilities as are properly due under the Scheme and after making appropriate provision for meeting the expenses connected with such winding up, the balance shall be paid to the Unitholders in proportion to their respective interests in the assets of the Scheme as on the date when the decision for the winding up was taken.
- iii. On completion of the winding up, the Trustee shall forward to the Board and the Unitholders, a report on the winding up containing particulars such as circumstances leading to the winding up, steps taken for the disposal of the assets of the Fund before winding up, expenses of the Fund for winding up, net assets available for distribution to the Unitholders and a certificate from the Auditors of the Scheme concerned.
- iv. Notwithstanding anything contained herein, the provisions of the Regulations in respect of disclosure of half-yearly reports and annual reports shall continue to apply.

After the receipt of the report referred to above under 'Procedure and Manner of Winding Up', if SEBI is satisfied that all measures for winding up of the Scheme concerned have been completed, the Scheme shall cease to exist.

H. SERVICES TO UNITHOLDERS

1. Investor Services

It is the endeavour of the Fund to provide consistently high quality service to its investors. This encompasses all interaction by the clients with the Fund. The Fund strives to upgrade the quality of services through implementation of technology and through ensuring quality consciousness amongst its service personnel and agencies associated with it. The AMC has introduced Systematic Transfer Plan as well as a facility under Systematic Withdrawal Plan to withdraw automatically the amount of appreciation, if any, on a monthly or a quarterly basis for various Schemes launched by Kotak Mahindra Mutual Fund. However, no such facility is currently offered under the Scheme.

The Fund strives to provide a high degree of convenience for the investors' dealings with itself and it is the constant endeavour of the Fund to increase this level of convenience.

2. Facilitating Enquiries and Transactions

a. Investor Service Centres in important cities

CAMS, which is the Registrar to the Fund, provides Investor Services through its ISCs. Unitholders' enquiries and transactions during business hours are entertained at the ISCs at the addresses listed elsewhere in this Offer Document.

b. Master Account

Unless otherwise requested by the Unitholder, one Master Account Number is assigned for one entity investing in different Schemes of the Fund, provided while investing for a second time or any time thereafter, the Unitholder quotes his existing Account Number. In such a case one consolidated Account Statement is provided.

c. Meeting in Person

A responsible official of the Asset Management Company will be available every business day between 3.00 p.m. and 4.00 p.m. for a personal meeting with any Unitholder at the Registered Office of the AMC. The purpose of this facility is to discuss the investment needs of the client, address any queries on the Mutual Fund and to provide other services.

d. Finding Solutions to Problems

The Fund will follow up with the Investor Service Centres and the Registrar on complaints and enquiries received from investors. The Fund will strive to speedily resolve investor complaints.

e. Unitholder Grievances Redressal Mechanism

Investor grievances will normally be received at the AMC office or at any of the Investor Services Centres or directly by the Registrar. All grievances will then be forwarded to the Registrar, if required, for necessary action. The complaints will closely be followed up with the Registrar to ensure timely redressal and prompt investor service.

Mr. Vinod Venkateswaran has been appointed as the Investor Relations Officer for the Fund. All related queries should be addressed to:

Mr. Vinod Venkateswaran
Kotak Mahindra Asset Management Co. Ltd.
 5A, 5th Floor, Bakhtawar
 229, Nariman Point, Mumbai - 400 021
 Tel: 5638 4444
 Fax: 5638 4455
 e-mail: mutual@kotak.com

f) History of Investor Complaints for the period April 01, 2000 to January 31, 2005:

These were mostly in the nature of queries and requests, and were attended to as follows:

Description	No of Queries Received	Resolved within				Pending
		1 Day	2 Days	3 Days	>3 Days	
Change of Address	21957	21188	280	273	214	2
Change of Bank Mandate	28179	27415	328	228	208	0
Non-Receipt of Account Statement	56	43	7	1	5	0
Others	59841	54571	2096	857	2304	13
Grand Total	110033	103217	2711	1359	2731	15
Service Standard	100.00	93.81	2.47	1.23	2.48	0.02

I. TAX BENEFITS OF INVESTING IN THE MUTUAL FUND

The information set out below outlines the tax implications with respect to the Unit holders of the Scheme and with respect to the Mutual Fund and is based on relevant provisions of the Indian Income Tax Act, 1961 and the Wealth Tax Act, 1957 as amended by the provisions of the Finance (No. 2) Act, 2004 (collectively known as "the relevant provisions"), and prevailing as on December 17, 2004.

The implications stated herein have been reviewed by Price Waterhouse, the auditors of the Scheme. However, Price Waterhouse does not make any representation on the procedures for ascertaining the tax implications nor do they make any representations regarding any legal interpretations. Since the Information below is based on the relevant provisions as on December 17, 2004 any subsequent changes in the relevant provisions could affect the tax implications. Further, except for the above procedure, Price Waterhouse has not performed any other services in connection with any other data or information included in the Offer Document.

However, since December 17, 2004 no change has taken place relevant provisions of the tax laws, as on the date of this Offer Document.

THE FOLLOWING INFORMATION IS PROVIDED FOR GENERAL INFORMATION PURPOSES ONLY. IN VIEW OF THE INDIVIDUAL NATURE OF TAX IMPLICATIONS, EACH INVESTOR IS ADVISED TO CONSULT HIS OR HER OWN TAX ADVISOR WITH RESPECT TO THE SPECIFIC TAX IMPLICATIONS ARISING OUT OF HIS OR HER PARTICIPATION IN THE SCHEME.

A. For Unit holders

- Income received by Unit holders in respect of the units of the Mutual Fund would be tax free in the hands of the Unit holders in accordance with the provisions of section 10(35) of the Act.
- Under Section 2(29A) of the Act, read with section 2(42A) of the Act, a unit of a Mutual Fund is treated as a long term capital asset if the same is held for more than 12 months. If the unit is held for 12 months or less the same is treated as short term capital asset.
- Under Section 112 of the Act, capital gains on transfer of long term capital assets are subject to tax at the rate of 20%. The capital gains will be computed by deducting the following amounts from the sale consideration:
 - Expenditure incurred wholly and exclusively in connection with such transfer, and
 - Cost as inflated by the cost inflation index notified by the Central Board of Direct Taxes (CBDT).

In case of an individual or Hindu Undivided Family (HUF), being a resident, where the total income as reduced by the long term capital gains is below the maximum amount not chargeable to tax (Rs. 50,000), the long term capital gains shall be reduced to the extent of the shortfall of the total income as reduced by the long term capital gains from the maximum amount not chargeable to tax and only the balance long term capital gains will be subject to the flat rate of taxation.

However, the maximum tax payable on long term capital gains on units is restricted to 10% of capital gains calculated without indexation of cost. In addition to the aforesaid tax, in case of an individual, HUF or Association of Persons (AOP), where the income exceeds Rs. 8.50 lakhs, a surcharge of 10%, in case of companies a surcharge of 2.5% and in case of an artificial juridical person a surcharge of 10% of such tax liability is also payable. A 2% education cess on total income tax payable (including surcharge) is payable by all categories of taxpayers.

- The long term capital gains on transfer of units would be exempt from tax under section 54EC of the Act if the entire capital gain realized in respect of such units is invested within six months of the date of transfer, in bonds which are redeemable after three years issued on or after April 1, 2000 by National Bank of Agricultural and Rural Development, National Highways Authority of India, Rural Electrification Corporation Limited, National Housing Bank or Small Industries Development Bank of India. However, if the amount invested in bonds is less than the capital gains realized then only proportionate capital gains would be exempt from tax. If the bonds so acquired are transferred or converted into money or any loan or advance is taken on security of such bond, within three years from the date of its acquisition, the amount of capital gains arising from transfer of original asset which was not charged to tax, will be deemed to be the income by way of long term capital gains of the previous year in which bonds are transferred or otherwise converted into money. Where exemption under Section 54EC of the Act is availed by investing in such bonds, then rebate

of income tax under Section 88 of the Act with reference to the cost of such investment in the bonds will not be allowed.

5. The long term capital gains on transfer of units would be exempt from tax under section 54ED of the Act if the entire capital gain realized in respect of such units is invested within six months of the date of transfer in equity shares forming part of eligible issue of capital as defined in the said section. However, if the amount invested is less than the capital gains realized, only proportionate capital gains would be exempt from tax. If the equity shares so acquired are sold or otherwise transferred within one year from the date of their acquisition, the amount of capital gains arising from transfer of original asset which was not charged to tax, will be deemed to be the income by way of long-term capital gains of the previous year in which such equity shares are sold or otherwise transferred. Where exemption under Section 54ED of the Act is availed by investing in such equity shares, then rebate of income tax under Section 88 of the Act with reference to the cost of such investment in the equity shares will not be allowed.
6. Gains other than long term capital gains (short term capital gains) arising to a Unit holder will be taxed at the normal rate applicable to that Unit holder as per the provisions of the Act.
7. The capital loss resulting from sale of units would be available for setting off against other capital gains made by the Unit holder and would reduce the tax liability of the investor to that extent. However, losses on transfer of long term capital assets would be allowed to be set-off only against gains from transfer of long-term capital assets and the balance long-term capital loss shall be carried forward separately for a period of eight assessment years to be set off only against long-term capital gains.
8. Where a person buys any units within a period of three months before the record date, sells such units within nine months after such date and the dividend income on such units being exempt from tax, the capital loss on such sale to the extent of the dividend income cannot be set off against other gains.
9. Where a person buys units (original units) within a period of three months before the record date, receives bonus units on such original units, and then sells the original units within a period of 9 months from the record date and continues to hold the bonus units, then the loss incurred on the original units shall not be allowed to be set off against other profits but shall be deemed to be the cost of the bonus units.
10. As per the provisions of Section 194K and 196A of the

Act, no deduction of tax at source shall be made from income credited or paid by a mutual fund to a Unit holder.

11. As per circular no. 715 dated August 8, 1995 issued by the CBDT in case of resident Unit holders, no tax is required to be deducted at source from capital gains arising at the time of repurchase or redemption of the units.
12. Under Section 195 of the Act, the Mutual Fund is required to deduct tax at source at the rate of 20% on any long term capital gains if the payee Unit holder is a non resident. In respect to short-term capital gains, tax is required to be deducted at source at the rate of 30% if the payee Unit holder is a non-resident non-corporate and at the rate of 40% if the payee Unit holder is a foreign company.

Further, the aforesaid tax to be deducted is required to be increased by a surcharge in case of an individual, HUF or AOP, where the sum payable exceeds Rs.8.50 lakhs by 10%, in case of companies by 2.5% and in case of an artificial juridical person by 10% of such tax liability. These rates, including surcharge, are to be increased by a 2% education cess for deductions from all categories of taxpayers.

As per circular no. 728 dated October 30, 1995 issued by the CBDT, in the case of a remittance to a country with which a Double Tax Avoidance Agreement (DTAA) is in force, the tax should be deducted at the rate provided in the Finance Act of the relevant year or at the rate provided in the DTAA, whichever is more beneficial to the assessee. In order for the Unit holder to obtain the benefit of a lower rate available under a DTAA, the Unit holder will be required to provide the Mutual Fund with a certificate obtained from his Assessing Officer stating his eligibility for the lower rate.

13. Mutual Fund units are exempt from wealth tax.
14. Investment in Units of the Mutual Fund will rank as eligible form of investment under Section 11(5) of the Act read with Rule 17C(i) of the Income Tax Rules, 1962.

B. To Mutual Fund

1. Kotak Mahindra Mutual Fund is a Mutual Fund registered with the Securities and Exchange Board of India and its entire income is exempt from tax under section 10(23D) of the Act.
2. Distribution tax on income distributed by the fund is payable at the rate of 13.06875% in the case of distributions to individuals and HUFs. An increased rate of 20.91% is applicable for distributions made to persons other than an individual or a HUF.

VIII. OTHER MATTERS

A. POWER TO MAKE RULES

Subject to the Regulations, the Trustee may, from time to time, prescribe such terms and make such rules as may be necessary for the purpose of giving effect to the Scheme, with power to the AMC to add to, alter or amend all or any of the terms and rules that may be framed from time to time.

B. POWER TO REMOVE DIFFICULTIES

If any difficulty arises in giving effect to the provisions of the Scheme, the Trustee may, subject to the Regulations, do anything not inconsistent with such provisions, which appears to it to be necessary, desirable or expedient, for the purpose of removing such difficulty. Without diluting in any way the powers granted to the Trustee as aforesaid, the Trustee has the following powers:

1. Right to change the load structure;
2. Right to change cut-off times for purchase and redemption of Units;
3. Right to change minimum amounts of purchase and redemption;
4. Right to determine frequency and amount of dividend; and the right not to declare dividend, where distributable surplus is inadequate; and
5. Right to add to or alter the modes of payment by the investor for purchase of Units.

The exercise of these powers, reserved by the Trustee under this Offer Document vis-a-vis prospective investments in any of the schemes, shall not constitute change in the fundamental attributes of the Scheme.

C. TRANSACTIONS WITH ASSOCIATE COMPANIES

The Fund may from time to time, for the purpose of conducting its normal business, use the services of Kotak Securities Limited, which is a stock-broking company (an associate company), the Sponsor and various subsidiaries of the Sponsor. These subsidiaries of the Sponsor, as on the date of this Offer Document, include Kotak Mahindra Investments Limited (formerly known as Hamko Financial Services Limited) an investment company; Kotak Mahindra Trustee Company Limited (Trustee to the Fund); Kotak Mahindra Primus Limited, an auto finance company; Kotak Mahindra Securities Limited, a broker on NSE in the wholesale debt market segment; Kotak Mahindra Capital Company Limited, a Category 1 Merchant Banker registered with SEBI and a Primary Dealer appointed by RBI; Kotak Mahindra (International) Limited; Kotak Mahindra (UK) Limited; Global Investment Opportunities Fund Limited, an investment company, the subsidiary companies of Kotak Mahindra Capital Company Limited; Kotak Mahindra Old Mutual Life Insurance Company Limited, the life insurance joint venture of Kotak Mahindra Bank Limited; Kotak Mahindra Private - Equity Trustee Company Limited, a private venture fund and Kotak Forex Brokerage Limited, a company dealing in foreign exchange and Kotak Mahindra Inc.

The Fund has neither invested in Group Companies, nor taken any underwriting obligations with respect to issues of associate companies.

Following subscriptions have been made in issues lead managed, arranged or book-running lead managed by Kotak Mahindra Capital Company Limited during the period from April 01, 2001 to September 30, 2004.

Period	Scheme	Security	Nature of Instrument	Amount Subscribed (Rs. in Lakhs)
2001-2002	Kotak Bond	8.90% Neyveli Lignite Corporation	Bond/NCD	1,500.00
	Kotak Bond	9.25% Power Finance Corporation Series XI	Bond/NCD	1,500.00
	Kotak Bond	Gujarat Ambuja Cements Limited	Bond/NCD	500.00
2002-2003	Kotak Balance	Punjab National Bank	Equity	93.00
	Kotak MNC	I - Flex Solutions Limited	Equity	79.50
	Kotak Tech	I - Flex Solutions Limited	Equity	492.50
	Kotak 30	I - Flex Solutions Limited	Equity	79.50
	Kotak Balance	Union Bank of India	Equity	96.00
	Kotak Balance	Divi's Laboratories Limited	Equity	10.36
	Kotak 30	Divi's Laboratories Limited	Equity	13.44
	Kotak Bond	7.30% LIC Housing Finance Limited NCD Option II	Bond/NCD	500.00
	Kotak Bond Short Term	Pass Through Certificates issued by India MBS 2002, Series I Trust -27, India MBS 2002 Certificates Series 'I-A'	Bond/NCD	499.22

Period	Scheme	Security	Nature of Instrument	Amount Subscribed (Rs. in Lakhs)
2003-2004	Kotak Balance	UCO Bank Limited	Equity	36.00
	Kotak 30	UCO Bank Limited	Equity	36.00
	Kotak MNC	Maruti Udyog Limited	Equity	231.25
	Kotak Bond Short Term	Pass Through Certificate - BHPC Auto Securitisation Trust (Series A1) June 2003	Bond/NCD	1,487.84
	Kotak Income Plus	Bank of Maharashtra	Equity	460.00
	Kotak 30	Biocon Limited	Equity	850.19
	Kotak Balance	Biocon Limited	Equity	327.29
	Kotak Income Plus	Biocon Limited	Equity	2,104.20
	Kotak Global India	Biocon Limited	Equity	2,496.06
	Kotak 30	Dredging Corporation of India Limited	Equity	799.98
	Kotak Balance	Dredging Corporation of India Limited	Equity	219.96
	Kotak Income Plus	Dredging Corporation of India Limited	Equity	2,100.00
	Kotak Balance	Hindustan Inks and Resins Limited	Equity	15.28
	Kotak 30	IBP Company Limited	Equity	93.00
	Kotak Balance	IBP Company Limited	Equity	155.00
	Kotak Income Plus	IBP Company Limited	Equity	62.00
	Kotak 30	Indian Petrochemicals Corporation Limited	Equity	736.07
	Kotak Balance	Indian Petrochemicals Corporation Limited	Equity	332.96
	Kotak Income Plus	Indian Petrochemicals Corporation Limited	Equity	2,138.61
	Kotak 30	Indraprastha Gas Limited	Equity	720.00
	Kotak Balance	Indraprastha Gas Limited	Equity	216.00
	Kotak Income Plus	Indraprastha Gas Limited	Equity	1,272.00
	Kotak 30	Oil and Natural Gas Corporation Limited	Equity	1,063.80
	Kotak Balance	Oil and Natural Gas Corporation Limited	Equity	422.63
	Kotak Income Plus	Oil and Natural Gas Corporation Limited	Equity	2,716.95
	Kotak Global India	Oil and Natural Gas Corporation Limited	Equity	3,210.08
	Kotak 30	Patni Computer Systems Limited	Equity	805.00
	Kotak Balance	Patni Computer Systems Limited	Equity	322.00
	Kotak Tech	Patni Computer Systems Limited	Equity	414.00
	Kotak Income Plus	Patni Computer Systems Limited	Equity	2,024.00
	Kotak Global India	Patni Computer Systems Limited	Equity	2,530.00

Period	Scheme	Security	Nature of Instrument	Amount Subscribed (Rs. in Lakhs)
	Kotak 30	T.V. Today Network Limited	Equity	912.00
	Kotak Balance	T.V. Today Network Limited	Equity	458.38
	Kotak Income Plus	T.V. Today Network Limited	Equity	2,148.90
	Kotak Liquid	Corporate Loan Securitisation Series II Trust 2004	Bond/NCD	1,499.17
	Kotak FMP (8)	Corporate Loan Securitisation Series II Trust 2004	Bond/NCD	1,499.17
	Kotak Liquid	Corporate Loan Securitisation Series IV Trust 2004	Bond/NCD	1,011.90
Half Year Ended Sept 30, 2004	Kotak 30	New Delhi Television Limited	Equity	600.60
	Kotak 30	ICICI Bank Limited	Equity	369.60
	Kotak Income Plus	New Delhi Television Limited	Equity	1,190.00
	Kotak Income Plus	ICICI Bank Limited	Equity	861.00
	Kotak Balance	New Delhi Television Limited	Equity	309.40
	Kotak Balance	ICICI Bank Limited	Equity	113.40

The Fund discloses from time to time details of such investments or transactions, in the manner required by the Regulations.

During the last three fiscal years, the Fund has had the following transactions with associate companies:

(Rs. in Lakhs)

Nature of Transaction	Period	Kotak Gilt Savings Plan	Kotak Gilt Investment Plan	Kotak Gilt Serial Plans	Kotak 30	Kotak Balance	Kotak Bond	Kotak Bond Serial Plan	Kotak Bond Short Term Plan	Kotak Tech	Kotak MNC	Paid to
Commission / Promotional expenses for Distribution of Units	2001-02	1.96	64.86	0.03	7.84	7.26	58.67	0.61	-	5.58	2.09	Kotak Securities Limited
	2002-03	1.64	74.58	0.01	9.65	5.65	129.47	-	19.43	3.18	1.16	
	2003-04	5.03	51.31	0.01	15.90	7.79	90.32	-	22.83	3.92	2.55	
	2004-05	-	-	-	-	-	-	-	-	-	-	
	(Half-Yearly)	0.12	8.42	-	29.20	1.48	20.69	-	-	1.32	0.51	
Brokerage towards Purchase and Sale of Investments	2001-02	-	-	-	1.39	1.14	-	-	-	3.11	0.61	Kotak Securities Limited
	2002-03	-	-	-	3.22	1.50	-	-	-	1.72	0.23	
	2003-04	-	-	-	5.62	1.08	-	-	-	1.07	0.47	
	2004-05	-	-	-	6.05	0.39	-	-	-	0.07	0.38	
	(Half-Yearly)	-	-	-	-	-	-	-	-	-	-	
Brokerage towards Purchase and Sale of Investments	2001-02	0.08	0.28	0.05	-	-	0.11	-	-	-	-	Kotak Mahindra Securities Limited
	2002-03	-	-	-	-	-	-	-	0.01	-	-	
	2003-04	-	-	-	-	-	-	-	-	-	-	
	2004-05	-	-	-	-	-	-	-	-	-	-	
	(Half-Yearly)	-	-	-	-	-	-	-	-	-	-	
Commission / Promotional expenses for Distribution of Units	2001-02	0.01	0.11	-	-	-	6.33	-	-	-	-	Kotak Mahindra Capital Company Limited
	2002-03	0.30	0.19	-	-	-	3.80	-	7.05	-	-	
	2003-04	0.84	0.02	-	#	-	0.05	-	0.70	-	-	
	2004-05	-	-	-	-	-	-	-	-	-	-	
	(Half-Yearly)	0.03	0.00 #	-	-	-	0.06	-	-	-	-	
Commission / Promotional expenses for Distribution of Units	2003-04	1.16	0.83	-	10.82	0.72	4.84	-	5.43	0.01	0.48	Kotak Mahindra Bank Limited
	2004-05 (Half-Yearly)	0.02	6.82	-	18.18	0.03	0.40	-	3.08	0.04	0.21	
Charges on banking Services	2003-04	-	-	-	0.35	0.26	-	-	-	0.03	0.03	Kotak Mahindra Bank Limited
	2004-05 (Half-Yearly)	0.01	0.00 #	-	-	-	0.24	-	-	-	-	

Nature of Transaction	Period	Kotak Income Plus	Kotak Global India	Kotak Liquid	Kotak Mahindra Fixed Maturity Plans	Kotak Floater Short Term	Kotak Dynamic Income	Kotak FMP (8)	Kotak Equity FOF	Kotak Opportunities	Kotak Long Term Floater	Paid to
Commission / Promotional expenses for Distribution of Units	2001-02	6.79	-	-	-	-	-	-	-	-	-	Kotak Securities Limited
	2002-03	39.66	0.15	-	-	-	-	-	-	-	-	
	2003-04	3.53	341.53	51.06	1.24	0.46	0.21	-	-	-	-	
	2004-05	-	-	-	-	-	-	-	-	-	-	
	(Half-Yearly)	1.77	31.29	54.42	-	3.93	0.51	0.01	224.77	35.75	0.13	
Brokerage towards Purchase and Sale of Investments	2001-02	-	-	-	-	-	-	-	-	-	-	Kotak Securities Limited
	2002-03	-	-	-	-	-	-	-	-	-	-	
	2003-04	1.18	2.6	-	-	-	-	-	-	-	-	
	2004-05	-	-	-	-	-	-	-	-	-	-	
	(Half-Yearly)	0.39	3.34	-	-	-	-	-	1.58	-	-	
Brokerage towards Purchase and Sale of Investments	2001-02	0.03	-	-	-	-	-	-	-	-	-	Kotak Mahindra Securities Limited
	2002-03	-	-	-	-	-	-	-	-	-	-	
	2003-04	-	-	-	-	-	-	-	-	-	-	
	2004-05	-	-	-	-	-	-	-	-	-	-	
	(Half-Yearly)	-	-	-	-	-	-	-	-	-	-	
Commission / Promotional expenses for Distribution of Units	2001-02	1.01	-	-	-	-	-	-	-	-	-	Kotak Mahindra Capital Company Limited
	2002-03	9.50	-	-	-	-	-	-	-	-	-	
	2003-04	0.54	-	-	-	-	-	-	-	-	-	
	2004-05	-	-	0.01	-	-	-	-	-	-	-	
	(Half-Yearly)	-	-	-	-	-	-	-	-	-	-	
Commission / Promotional expenses for Distribution of Units	2003-04	7.30	77.78	10.65	-	3.42	5.25	-	-	-	-	Kotak Mahindra Bank Limited
	2004-05 (Half-Yearly)	5.61	10.16	14.66	-	10.15	1.56	3.02	38.84	16.86	1.86	
Charges on banking Services	2003-04	1.17	0.83	-	-	#	0.10	-	-	-	-	Kotak Mahindra Bank Limited
	2004-05 (Half-Yearly)	-	-	-	-	-	-	-	0.43	0.40	-	

Less than Rs. 0.01 Lakhs

These transactions were made at arms length and within the limits set by the Regulations, wherever applicable. Commission and brokerage were paid at the same rates as were applied to other distributors and brokers.

D. STOCK LENDING BY THE FUND

The Scheme will not engage in stock lending.

E. PENALTIES, PENDING LITIGATION OR PROCEEDINGS, FINDINGS OF INSPECTIONS OR INVESTIGATIONS FOR WHICH ACTION MAY HAVE BEEN TAKEN OR IS IN THE PROCESS OF BEING TAKEN BY ANY REGULATORY AUTHORITY

<p>a. All cases of penalties (indicating nature of penalty) awarded by SEBI under the SEBI Act or any of its regulations against the Sponsor of the Mutual Fund or any company associated with the Sponsor in any capacity including the Asset Management Company, Trustee Company/Board of Trustees, or any of the directors or key personnel (specifically the fund managers) of the Asset Management Company and Trustee Company.</p>	<p>None other than the following: A notice under Rule 4 of SEBI (Procedure for holding inquiry and imposing penalties by Adjudication Officer), Rule 1995 was issued by SEBI to the Fund and the AMC for alleged violation of the SEBI's Circular MFD/CIR No.12/175/01 dated February 15, 2001, while launching a close-ended Fixed Maturity Plan. The Fund and the AMC had submitted their explanations in writing to SEBI and also gave the explanations at the time of the personal hearing on September 27, 2002 by the Adjudicating and Enquiry Officer of SEBI. A penalty of Rs. 50, 000 each has been imposed against the Fund and the AMC vide order dated February 26, 2003 of the Adjudicating Officer under SEBI (Procedure for holding inquiry and imposing penalties by Adjudication Officer) Rule, 1995. The AMC and the Fund have filed an appeal to Securities and Appellate Tribunal against the above-mentioned order.</p>
<p>For Sponsor and its associates, other than the penalties as mentioned above, the penalties awarded by any financial regulatory body, including stock exchanges, for defaults in respect of shareholders, debenture holders and depositors shall also be disclosed. Additionally, penalties awarded for any economic offence and violation of any securities laws.</p>	<p>None</p>
<p>Details of all cases of suspensions and cancellation of certificate of registration (for irregularities / violations in financial services sector or for defaults in respect of share holders, debenture holders and depositors) of the AMC, Trustee Company and sponsor or any associate of the sponsor shall be disclosed for the last 10 years.</p>	<p>None</p>
<p>b. Any pending material litigation proceedings incidental to the business of the Mutual Fund to which the Sponsor of the Mutual Fund or any company associated with the Sponsor in any capacity including the AMC, Board of Trustees /Trustee Company or any of the directors or key personnel is a party.</p>	<p>None</p>
<p>Any pending criminal cases against the Sponsor or any company associated with the Sponsor in any capacity including the AMC, Board of Trustees/Trustee Company or any of the directors or key personnel.</p>	<p>None</p>
<p>c. Any deficiency in the systems and operations of the Sponsor of the Mutual Fund or any company associated with the sponsor in any capacity including the AMC or the Trustee Company which SEBI has specifically advised to be disclosed in the offer document, or which has been notified by any other regulatory agency.</p>	<p>None</p>
<p>d. Any enquiry/adjudication proceedings under the SEBI Act and the Regulations made thereunder, that are in progress against the Sponsor of the Mutual Fund or any company associated with the Sponsor in any capacity such as the AMC, Board of Trustees/Trustee Company or any of the Directors or key personnel of the Asset Management Company.</p>	<p>None</p>

The above information has been disclosed in good faith as per the information available to the AMC.

F. OMNIBUS CLAUSE

Subject to SEBI Regulation permitting:

Besides the AMC, the Trustee/Sponsor may also absorb expenditures in addition to the limits laid down under Regulation 52 of SEBI Regulations.

Further, any amendment/clarification and guidelines in the form of notes or circulars issued from time to time by SEBI for the operation and management of mutual fund shall be applicable.

G. DOCUMENTS AVAILABLE FOR INSPECTION

Following documents are available for inspection by the prospective investors between 11.00 a.m. and 1.00 p.m. on any day (excluding Saturdays, Sundays and public holidays), at the office of the Mutual Fund -

1. Copy of the Registration Certificate from SEBI.
2. Copy of the Trust Deed and the Deed of Amendment.
3. Copy of the Investment Management Agreement and the supplemental agreement.
4. Copy of the Memorandum and Articles of Association of the Trustee.
5. Copy of the Memorandum and Articles of Association of the AMC.
6. Copy of the Custodian agreement.
7. Copy of the Registrar agreement.

8. Consent of Auditors, Custodian, Bankers, and Registrar to act in the said capacity.
9. A copy of this Offer Document.
10. Copy of the SEBI (Mutual Funds) Regulations, 1996.
11. Copy of the Indian Trusts Act, 1882.
12. Copy of the Agreement between AMC and the Advisor.

All points mentioned in the Standard Observations issued by SEBI vide their 'Instructions for filing Offer Document with SEBI dated December 26, 2003 have been incorporated in this Offer Document.

Notwithstanding anything contained in this Offer Document, the provisions of the SEBI (Mutual Funds) Regulations, 1996 and the Guidelines thereunder shall be applicable.

Investors may ascertain about any further change after the date of this Offer Document from the ISCs, as given elsewhere in this document, or the registered office of AMC or from distributors/brokers.

Note: The Scheme under this Offer Document was approved by the Trustee at their meeting held on December 16, 2004.

For and on behalf of the Board of Directors of
KOTAK MAHINDRA ASSET MANAGEMENT COMPANY LIMITED
[Asset Management Company for Kotak Mahindra Mutual Fund]

Place : Mumbai
Date : February 21, 2005

Ajay Bagga
Chief Executive Officer

Following short names have been used in this Offer Document :

Short Name Used	Scheme / Plan Name
Kotak Gilt Savings	Kotak Mahindra Gilt Unit Scheme '98 - Savings Plan
Kotak Gilt Investment	Kotak Mahindra Gilt Unit Scheme '98 - Investment Plan
Kotak Gilt Serial	Kotak Mahindra Gilt Unit Scheme '98 - Serial Plans
Kotak 30	Kotak Mahindra 30 Unit Scheme
Kotak Bond	Kotak Mahindra Bond Unit Scheme 99
Kotak Bond Short Term	Kotak Mahindra Bond Unit Scheme 99 - Short Term Plan
Kotak Bond Serial	Kotak Mahindra Bond Unit Scheme 99-Serial Plans
Kotak Balance	Kotak Mahindra Balance Unit Scheme 99
Kotak Tech	Kotak Mahindra Technology Scheme
Kotak MNC	Kotak Mahindra MNC Scheme
Kotak Liquid	Kotak Mahindra Liquid Scheme
Kotak FMP	Kotak Mahindra Fixed Maturity Plans
Kotak Income Plus	Kotak Mahindra Income Plus Scheme
Kotak Dynamic Income	Kotak Mahindra Dynamic Income Scheme
Kotak Global India	Kotak Mahindra Global India Scheme

OFFICIAL ACCEPTANCE POINTS

KOTAK MAHINDRA ASSET MANAGEMENT COMPANY LIMITED

Mumbai	: 5A, 5th Floor, Bakhtawar, 229, Nariman Point, Mumbai - 400 021
Bangalore	: 305, Infantry Court, 130, Infantry Road, Bangalore - 560 001.
Delhi	: 12-14, Upper Ground Floor, Ambadeep Building, 14, Kasturba Gandhi Marg, New Delhi - 110 001
Kolkata	: Appejay House, Block B, 7th Floor, 15 Park Street, Kolkata - 700 016

COMPUTER AGE MANAGEMENT SERVICES PRIVATE LIMITED (CAMS) (During the Liquidity Window)

INVESTOR SERVICE CENTRES

Ahmedabad	: 402-406, 4th Floor, Devpath Building, Off C. G. Road, Behind Lal Bungalow, Ellis Bridge, Ahmedabad - 380 006.
Bangalore	: 8, Mahaveer Shopping Complex, 2nd Floor, Above Kids Kemp, Kempe Gowda Road, Bangalore - 560 009.
Bhubaneswar	: 101/7, Janpath, Unit - III, Bhubaneswar - 751 001.
Chandigarh	: SCO 154-155, 1st Floor, Sector 17-C, Chandigarh - 160 017.
Chennai	: A & B, Lakshmi Bhawan, Ground Floor, 609, Anna Salai, Chennai - 600 006.
Coimbatore	: 66, Lokmanya Street (West), R. S. Puram, Coimbatore 641 002.
Indore	: Dalal Chambers, 101, Sagarmatha Apartments, 1st Floor, 18/7, M. G. Road, Indore - 452 003.
Jaipur	: G-III, Park Saroj, Behind Ashok Nagar Police Station, C-Scheme, R-7, Yudhisthir Marg, Jaipur - 302 001.
Kanpur	: G-27/28, Citi Centre, 63/2, The Mall, Kanpur - 208 001.
Kochi	: 41/1617, Rock Hill, 1st Floor, Banerji Road (North), Kochi - 682 018.
Kolkata	: 53/A, Rafi Ahmed Kidwai Road, 1st Floor, Kolkata - 700 016.
Lucknow	: 3, 1st Floor, Saran Chambers 1, 5, Park Road, Lucknow - 226 001.
Ludhiana	: 20-21, Ground Floor, Prince Market, Near Traffic Lights, Sarabha Nagar Pulli, Pakhowal Road, P.O. Model Town, Ludhiana - 141 002.
Mangalore	: 6, 1st Floor, West Gate Terminus, Falnir Road, Opp. Unity Health Complex, Highlands, Mangalore - 575 002.
Mumbai	: Rajabhadur Compound, Opp. Allahabad Bank, 30, Mumbai Samachar Marg, Fort, Mumbai - 400 023.
Nagpur	: 145, Lendra Park, Behind Shabari, New Ramdaspath, Nagpur - 440 010.
New Delhi	: 304-305, Third Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi - 110 001.
Panaji	: 15, 1st Floor, Diamond Chambers, 18th June Road, Panaji - 403 001.
Patna	: Kamlalaye Shobna Plaza, 1st Floor, Behind RBI, Near Ashiana Tower, Exhibition Road, Patna - 800 001.
Pune	: Nirmiti Eminence, 6, 1st Floor, Opp. Abhishek Hotel, Mehandale Garage Road, Erandawane, Pune - 411 004.
Secunderabad	: 1-7-293/2/1-5/A, Behind Bank of India Building, Paradise, M. G. Road, Secunderabad - 500 003.
Surat	: Niva Apartments, Above Sagrapura-Rudarpura Co-op. Bank, Bhatia Street, Nanpura, Surat - 395 001.
Vadodara	: 109, Silver Line, Besides World Trade Centre, Sayajigunj, Vadodara - 390 005.
Visakhapatnam	: 47/9/17, 1st Floor, 3rd Lane, Dwaraka Nagar, Visakhapatnam - 530 016.

TRANSACTION POINTS

Agra	: F-39/203, Sky Tower, Sanjay Place, Agra - 282 002.
Allahabad	: 1st Floor, Chandra Shekhar Azad Complex, 5, S.P. Marg, Civil Lines, Allahabad - 211 001.
Amritsar	: 378-Majithia Complex, 1st Floor, M. M. Malviya Road, Amritsar - 143 001.
Belgaum	: 21, Ground Floor, Arvind Complex, 1552, Maruti Galli, Belgaum - 590 002.
Bhilai	: 209, Khichariya Complex, Opp. IDBI Bank, Nehru Nagar Square, Bhilai - 490 020.
Bhopal	: C-12, 1st Floor, Above Life Line Hospital, Zone-I, M. P. Nagar, Bhopal - 462 011.
Calicut	: 17/28 H, 1st Floor, Manama Towers, Marvoor Road, Calicut - 673 001.
Dehradun	: 81, Chakrata Road, Dehradun - 248 001.
Durgapur	: 4/4, Central Park, City Centre, Doctor's Colony, Durgapur - 713 216.
Guwahati	: A.K. Azad Road, Rehabari, Guwahati - 781 008.
Hubli	: B-1, Laxmi Complex, Club Road, Hubli - 580 029.
Jalandhar	: 367/8, Central Town, Opp. Gurudwara Diwan Asthan, Jalandhar - 144 001.
Jamnagar	: 207/209, K P. Shah House, I KV Road Jamnagar - 361 001.
Jamshedpur	: Panch Bhawan, 'R' Road, Bistupur, Gr. Floor, Jamshedpur - 831 001.
Jodhpur	: 1/5, Nirmal Tower, Ist Chopasani Road, Jodhpur - 342 003.
Madurai	: 86/71-A, Tamil Sangam Road, Opp. Bell Hotel, 1st Floor, Madurai 625 001.
Manipal	: Academy Annex, First Floor, Opposite Corporation Bank, Upendra Nagar, Manipal - 576 104.
Moradabad	: B-612 'Sudhakar', Lajpat Nagar, Moradabad - 244 001 (U.P.).
Mysore	: 3, 1st Floor, CH.26, 7th Main, 5th Cross, Saraswati Puram, Mysore - 570 009.
Nasik	: Rahakar Chambers, II Floor, 431, Vakil Wadi, Ashok Stambh, Nasik - 422 001.
Patiala	: 3, Ajit Nagar, Patiala - 147 001.
Pondicherry	: 25, 1st Floor, Jawaharlal Nehru Street, Pondicherry - 605 001.
Raipur	: C-23, Sector 1, Devendra Nagar, Raipur - 492 004.
Rajahmundry	: D 7-27-4, Krishna Complex, Baruvuri Street, T Nagar, Rajahmundry - 533 101.
Rajkot	: 111, Pooja Complex, Harihar Chowk, Near GPO, Rajkot - 360 001.
Ranchi	: 223, Tirath Mansion (Near Overbridge), 1st Floor, Main Road, Ranchi - 834 001.
Salem	: 28, 1st Floor, Advytha Ashram Road, Salem - 636 004.
Siliguri	: 8, Swamiji Sarani, Ground Floor, Hakimpara, Siliguri - 734 401
Trichur	: VIII/350/15, O. K. John Memorial Building, Ekkanda Warriar Road, Trichur - 680 001.
Trichy	: 8, 1st Floor, 8th Cross West Extension, Thillainagar, Trichy - 620 018.
Trivandrum	: 15/181 Chennakara Buildings, Althara Junction, Vellayambalam, Trivandrum - 695 015.
Udaipur	: 32, Ahinsapuri, Fatehpura Circle, Udaipur - 313004.
Valsad	: C/o. CAD House, 1st Floor, Opp. LIC Office, Halar Road, Valsad - 396 001.
Varanasi	: C 27/249 - 22A, Vivekanand Nagar Colony, Maldhaiya, Varanasi - 221 002.
Vijayawada	: 40-1-48/2, Bandar Road, Adjacent to HDFC Bank, Vijayawada - 520 010.



Latest NAV
1901-44-1234



E-Mail Enquiries
enq_k@camsonline.com



Transaction & Account Information
1600-44-2267

OFFICIAL COLLECTION CENTRES (For Initial Offer)

I. KAMAMC AUTHORISED COLLECTION CENTRES

Ahmedabad	: Ms. Nirali Shah - C/o. JST Business Centre, 2/14, 904, Sakar IV, Ellisbridge, Ashram Road, Ahmedabad - 380 006. Tel.: 91-79-2657 4992
Bangalore	: Ms. Manju Sheshadri - No. 305, Infantry Court, 130, Infantry Road, Bangalore - 560 001. Tel.: 91-80-2286 3524 / 5
Chennai	: Mr. Kannan J - 1st Floor, Ceebros Centre, Montieth Road, Egmore, Chennai - 600 008. Tel.: 91-44-5214 6753, 2851 7686
Coimbatore	: Mr. C . Loganathan - Tel.: 91-9894711281
Hyderabad	: Mr. Dilip Normula - Jewel Pavani Towers, 2 Floor, 6-3-1109/1, Somaji Guda, Hyderabad - 500 082. Tel.: 91-40-5568 2308 / 9
Indore	: Mr. Pratik Kaushik - Tel.: 91-9827240411
Kochi	: Mr. Rajesh Kumar - 4 Floor, Thadikkaran Centre, Palarivattom, Kochi - 682 025. Tel.: 91-484-233 3358
Kolkata	: Ms. Abha Tandon - Apeejay House, Block C, 7th Floor, 15 Park Street, Kolkata - 700 016. Tel.: 91-33-2209 3000 / 2209 3043
Ludhiana	: Mr. Rohit Aggarwal - Tel.: 91-98148189800
Mumbai	: Ms. Mamta Soneria - 5A, 5th Floor, Bakhtawar, 229, Nariman Point, Mumbai - 400 021. Tel.: 91-22-5638 4444
New Delhi	: Ms. Namrata Sachdev - 12-14, Upper Ground Floor, Ambadeep Bldg., 14, Kasturba Gandhi Marg, New Delhi - 110 001. Tel.: 91-11-5530 6900 /1/2
Pune	: Ms. Sucheta K - 201-202, Sohrab Hall, 2nd Floor, Pune - 411 001. Tel.: 91-20-2605 3338
Rajkot	: Mr. Nayan Maniar - Tel.: 91-9824294527
Surat	: Mr. Ashwani Wadhwa - 2nd Floor, Megh Mayur Plaza, Surat Dumas Road, Parle Point, Surat - 395 007. Tel.: 91-9825404762
Vadodara	: Mr. Rajeev Abroal - 609 & 610, Arundeeep Complex, Gotri Road, Near Race Course Circle, Alkapuri, Vadodara - 390 015. Tel.: 91-265-553 3957

II. COLLECTION BANK

KOTAK MAHINDRA BANK

Ahmedabad	: 213-214, Sakar II, Ellisbridge Corner, Ashram Road, Ahmedabad - 380 006
Bangalore	: 2nd Floor, West Wing, 26-27 Raheja Tower, M.G. Road, Bangalore - 560 001
Chennai	: 555, Capitale, Ground Floor, Teynampet, Anna Salai, Chennai - 600 018
Coimbatore	: 727, Skanda Square, Avinashi Road, Coimbatore - 641 018
Hyderabad	: Jewel Pawani Tower, 6-3-1109/1/P-G2, Somajiguda, Hyderabad - 500 082
Indore	: 580, M. G. Road, Opp. Indarparstha Tower, Indore - 452 001
Jaipur	: 57, Sardar Patel Marg, C-Scheme, Jaipur - 302 001
Kochi	: Gr. Flr., Kumar Pillai Estate, M.G. Road, Ernakulam, Kochi - 682 035
Kolkata	: Apeejay House, 15, Park Street, Kolkata - 700 016
Ludhiana	: SCO 120, Ground Floor, Feroze Gandhi Market, Ludhiana - 141 001
Mehasana	: Rajendra Estate, Opp. Gayatri Mandir, State Highway, Mehsana - 384 002
Mumbai	: 5 C/ II, Mittal Court, 224, Nariman Point, Mumbai - 400 021
Namakkal	: 9-1, A&B, Ground Floor, SKK Complex, Mohanur Road, Namakkal - 637 001
New Delhi	: Ground Floor, Ambadeep, 14, Kasturba Gandhi Road, New Delhi - 110 001
Pune	: 418/242, 4th Floor, Sohrab Hall, 21, Sasoon Road, Shivaji Nagar, Pune - 411 001
Rajkot	: Shree Nath Complex, Nath Vihar, Dr. Yagnik Road, Race Course Chowk, Rajkot - 360 001
Surat	: 29-39, Lower Ground Floor, Megh Mayur Plaza, Parle Point, Athwa Lines, Surat - 395 007
Vadodara	: Panorama Building, R.C. Dutt Road, Alkapuri, Vadodara - 390 005.



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