NATIONAL STOCK EXCHANGE OF INDIA LIMITED

CIN: U67120MH1992PLC069769

Registered Office: Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai-400 051,

Tel: +91 22 2659 8100 | **Fax:** +91 22 2659 8120| **Website:** www.nseindia.com |

Email: secretarialdept@nse.co.in

NOTICE OF THE 34TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Thirty-Fourth (34th) Annual General Meeting ('AGM')** of the Shareholders of National Stock Exchange of India Limited **('NSEIL'/'Company')** will be held on Monday, August 24, 2026, at 4:00 P.M. (IST) through Video Conferencing/Other Audio-Visual Means ('VC/OAVM'), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

3. To declare final dividend of ₹35/- per equity share of the face value of ₹1/- each, (including special one-time dividend of ₹10/- per equity share) for the financial year ended March 31, 2026.

4. To appoint a Director, in place of Shri Veneet Nayar (DIN: 02007846), Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment, subject to approval of the Securities and Exchange Board of India ('SEBI').

5. To consider and appoint M/s. Walker Chandiok & Co. LLP (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company.

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013 ('Act') read with the Companies (Audit and Auditors) Rules, 2014 and such other applicable provisions of the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board, M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of 5 (five) consecutive years from the conclusion of the 34th Annual General Meeting ('AGM') of the Company till the conclusion of 39th AGM of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors, from time to time.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

By Order of the Board of Directors
For and on behalf of
National Stock Exchange of India Limited

Prajakta Powle
Company Secretary
ACS 20135

Date: May 5, 2026
Place: Mumbai

Registered Office:
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051, Maharashtra, India,
CIN: U67120MH1992PLC069769
Website: www.nseindia.com
E-mail: secretarialdept@nse.co.in
Ph: +91 22 2659 8100
Fax: +91 22 2659 8120

NOTES:

1. The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ('MCA Circulars'), has permitted companies to conduct their AGMs through VC/OAVM without the physical presence of Shareholders at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ('Act') read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations'), the 34th AGM of the Company is being held through VC/OAVM.

2. In terms of Section 152 of the Act, Shri Veneet Nayar (DIN:02007846), retires by rotation at this AGM and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment. Requisite declarations have been received from Shri Veneet Nayar in this regard. Shri Veneet Nayar and his relatives are deemed to be interested in Item no. 4 of this Notice. None of the other Directors or Key Managerial/Management Personnel and/or their relatives are, in anyway, concerned or interested financially or otherwise, in Item no. 4 of this Notice.

   Brief profile and requisite details with respect to re-appointment of Shri Veneet Nayar as stated under Item No. 4 of the Notice pursuant to Regulation 36(3) of the LODR Regulations and Secretarial Standard - 2 on General Meetings ('SS-2'), issued by the Institute of Company Secretaries of India, is annexed to this Notice as **Annexure A**.

   Pursuant to Regulation 2(ka) of Securities Contracts (Regulation) (Stock Exchange and Clearing Corporations) Regulations, 2018 ('SECC Regulations'), Trading Members or their associates and agents as on the cut-off date shall not be eligible to vote on Item No. 4 of this Notice.

3. Shareholders may please note that pursuant to Regulation 24(2) of the SECC Regulations, shareholders' approval shall not be necessary for the appointment of public interest directors on the governing board of the recognised stock exchange.

   During the financial year 2025-26 and subsequent to closure of the financial year, till the date of the AGM Notice, SEBI had approved appointment of Public Interest Directors on the Board of NSE, details of which are annexed as **Annexure B** to this Notice.

4. The Explanatory Statement pursuant to the provisions of Section 102(1) of the Act setting out material facts in respect of the Ordinary business set out at Item no. 5 of the Notice is annexed hereto.

5. Institutional Investors/Corporate Shareholders are encouraged to attend and vote at the AGM through VC/OAVM. Institutional Investors/Corporate shareholders are required to authorise the representatives to attend and vote at the 34th AGM and requested to send scanned copy (PDF/JPEG format) of the certified copy of the Board Resolution/Power of Attorney/Authority Letter by email at secretarialdept@nse.co.in/info@mehta-mehta.com authorising their representatives to attend and vote at the 34th AGM through VC/OAVM on their behalf and to vote through remote e-Voting, pursuant to Sections 112 and 113 of the Act.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection in electronic mode by the Shareholders during the AGM. All the documents referred to in the Notice and Explanatory Statement, will also be available for inspection through electronic mode by the Shareholders from the date of circulation of this Notice upto the date of AGM. Shareholders seeking to inspect such documents can send an email from their registered e-mail id to secretarialdept@nse.co.in mentioning their name, PAN, Folio No./Client ID and DP ID. Inspection shall be provided during the business hours of the Company.

7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the LODR Regulations, MCA Circulars and SEBI Circulars in relation to e-Voting facility provided by entities, the Company will provide facility of remote e-Voting to its Shareholders in respect of the business to be transacted at the AGM. The Exchange has engaged the services of National Securities Depository Limited ('NSDL') for facilitating participation through VC/OAVM and providing facility of remote e-Voting and e-Voting facility at the AGM, as the authorized agency. The procedure for participating in the meeting through VC/OAVM is annexed to this Notice as **Annexure C**.

   (Note: The Shareholders can join the AGM through VC/OAVM mode 15 minutes before commencement of the Meeting and at any time during the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 Shareholders on first-come-first-served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), Institutional Investors, Directors (including Chairpersons of the Audit/Stakeholders' Relationship Committees, Auditors, etc.), Key Managerial Personnel, who shall be allowed to attend the AGM without restriction of first come first served basis.)

8. Since the AGM is being held through VC/OAVM, physical attendance of Shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Shareholders is not available. The proxy form as well as the attendance slips are therefore not annexed to this Notice.

9. Since the AGM will be held through VC/OAVM, the Route Map and Landmark for the AGM venue does not apply and hence the same is not annexed to this Notice. The proceedings of the AGM of the Company will be deemed to be conducted at the Registered Office of the Company at Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.

10. Shareholders whose names appear in the Register of Members/List of Beneficial Owners as on Monday, August 17, 2026 **('Cut-Off Date')** will be eligible to cast their vote electronically through Remote e-Voting facility provided by NSDL. The voting rights of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company. Shareholders attending the AGM and who have not cast their vote prior to the AGM will be able to vote during the course of the AGM. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. If a Shareholder has opted for Remote e-Voting prior to the AGM, he/she may attend the AGM, but shall not be entitled to cast his/her vote again.

11. Only registered Shareholders of the Company may attend and vote at the AGM through VC/OAVM facility. In case of joint holders, the Shareholder, whose name appears as the first holder in the order of names as per the Register of Members of the Company as on cut-off date, will be entitled to vote at the AGM.

12. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. The remote e-Voting period will commence on Friday, August 21, 2026, at 9:00 A.M. (IST) and will end on Sunday, August 23, 2026, at 5:00 P.M. (IST). During this remote e-Voting period the Shareholders of the Company as on the cut-off date, may cast their votes by remote e-Voting. The remote e-Voting module shall be forthwith blocked by NSDL for voting thereafter. Once the vote on a resolution is cast by the Shareholders, the Shareholders shall not be allowed to change it subsequently or vote again.

14. In accordance with MCA Circulars and SEBI Circulars, the Notice calling the AGM along with the 34th Annual Report for the financial year 2025-26, is being sent only through electronic mode to those Shareholders whose email addresses are registered with the Company/ Depository Participants ('DPs')/Company's Registrar & Transfer Agents, i.e. MUFG Intime India Private Limited ('RTA'). The Notice calling the AGM and the Integrated Annual Report for financial year 2025-26 may be accessed from the Exchange's website at https://www.nseindia.com/static/investor-relations/shareholders-meetings and also available on the website of NSDL www.evoting.nsdl.com.

    Additionally, in compliance with the provisions of Regulation 36(1)(b) of LODR Regulations, a letter providing web-link, including exact path of the Integrated Annual Report for the financial year 2025-26, will be sent to those Shareholders who have not registered their email addresses with the Company/RTA/ Depository Participants.

15. Shareholders whose email ID is not registered with the Company/RTA/Depositories/DPs, may register on or before 5:00 P.M. (IST) on Thursday, August 20, 2026, to receive this Notice and Integrated Annual Report for the financial year 2025-26, by completing the process for registration of e-mail address as under:

    Click on the URL: https://web.in.mpms.mufg.com/EmailReg/Email_Register.html

    a) Select the Name of the Company from dropdown: National Stock Exchange of India Limited.
    b) Enter DP and Client ID and Permanent Account Number ('PAN')
    c) Enter Mobile number and e-mail ID.
    d) System generated One Time Password ('OTP') to be sent on mobile number and e-mail ID.
    e) Enter OTP received on mobile number and e-mail ID.
    f) Click on Submit button.
    g) On completing the above process your request will be accepted, and request id will be generated. E-mail registered is for limited purpose of sending notice and Integrated Annual Report for the financial year 2025-26.

       Shareholders can also opt for permanent registration of their e-mail address with their concerned DPs.

16. **Dividend and Record Date:**

    i. The Board of Directors have recommended a final dividend at the rate of ₹35/- (including one-time special dividend of ₹10/-) per equity share of face value of ₹1/- each fully paid up for the financial year ended March 31, 2026, subject to the approval of the Shareholders at the AGM. The final dividend for financial year 2025-26, once declared at the AGM, will be paid electronically through various online transfer modes on or before thirtieth day from the date of AGM to those Shareholders whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the depositories at the close of the business hours as on the **Record Date**. Shareholders may please note that **Wednesday, August 12, 2026**, is taken as the **Record Date** for the purpose of determining names of Shareholders eligible for the payment of final dividend.

ii. To avoid delay in receipt of dividend, Shareholders are requested to intimate/update all changes pertaining to their bank details, e-mail address, power of attorney, change of name, change of address, contact details, etc. to their respective Depository Participants at the earliest.

iii. Shareholders may please note that bank particulars registered against their respective demat accounts will be used by the Company for payment of final dividend. Shareholders are requested to update their Electronic Bank Mandate through their respective Depository Participants in order to receive dividends in a timely manner. The Company/RTA cannot act on any request received directly from the Shareholders for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Shareholders.

iv. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of Shareholders w.e.f. April 1, 2020. Accordingly, the Company would be required to deduct tax at source ('TDS') from dividend paid to the Shareholders at the prescribed rates in the Income Tax Act, 2025 ('IT Act'). In general, to enable compliance with the said TDS requirements, Shareholders are requested to complete and/or update their correspondence, including Residential status, PAN, Category as per the IT Act with their Depository Participants. The relevant tax exemption documents and other related documents can be uploaded on the website of the RTA of the Company, on or before **Wednesday, August 12, 2026**. Detailed process regarding this has been sent to all Shareholders by the Company/RTA vide a separate e-mail. The said communication is also made available on the website of the Company and can be accessed through weblink https://www.nseindia.com/static/investor-relations/shareholders-meetings.

v. Shareholders are requested to claim dividends that remain unclaimed. They may write to Company's RTA at rnt.helpdesk@in.mpms.mufg.com/to the Company at its registered office or via e-mail at secretarialdept@nse.co.in.

Shareholders are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund ('IEPF'). Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to the IEPF as per Section 124 of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'). The shares once transferred to IEPF Account including dividends and other benefits accruing thereon can be claimed from IEPF Authority after following the procedure prescribed under the IEPF Rules and no claim shall lie against the Company.

17. The Board of Directors at its meeting held on May 5, 2026, have appointed Shri Atul Mehta (FCS 5782 and COP No. 2486), failing him, Smt. Ashwini Inamdar (FCS 9409 and COP No. 11226), Partners of M/s Mehta & Mehta, Practicing Company Secretaries, as the Scrutinizer ('Scrutinizer') for scrutinizing the remote e-Voting process and e-Voting at the AGM in a fair and transparent manner.

18. The Scrutinizer shall after the conclusion of Voting at the AGM, unblock the votes cast through e-Voting (i.e. votes cast during the AGM and votes cast through Remote e-Voting) and will submit a consolidated Scrutinizer's Report to the Chairperson of the AGM or any other person who shall be authorized by the Chairperson, who shall countersign the same. The results will be announced not later than two working days from the conclusion of the AGM.

19. The voting results declared along with the Scrutinizer's Report shall be made available on the website of the Company at https://www.nseindia.com/investor-relations/shareholders-meetings and on the website of NSDL at https://www.evoting.nsdl.com/ and shall also be displayed on the notice board at the registered office of the Exchange. The resolutions set out in this Notice, shall be deemed to be passed on the date of AGM, subject to receipt of the requisite number of votes cast in favour of the resolutions.

20. The SEBI has mandated the submission of Permanent Account Number ('PAN') by every participant in the securities market. Shareholders holding shares in dematerialized form are therefore, requested to submit their PAN to their Depository Participants.

21. As per Section 72 of the Act read along with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, the facility for submitting nomination is available for Shareholders in respect of the shares held by them. Shareholders who have not yet registered their nomination are requested to register the same with their respective Depository Participants.

22. A person who is not a Shareholder as on the cut-off date should treat this Notice solely for information purpose.

23. To enable ease of participation of the Shareholders, below are the key details regarding the AGM for your reference:

Sr. No.	Particulars	Details
1)	Record date for dividend	Wednesday, August 12, 2026
2)	Cut-off date for e-Voting	Monday, August 17, 2026
3)	For updating E-mail ID & Bank details before the Cut-off date for e-Voting	Refer note nos. 16 (ii), (iii), (iv) and (v)
4)	Time period for remote e-Voting	Commences on Friday, August 21, 2026, at 9:00 A.M. (IST) and ends on Sunday, August 23, 2026, at 5:00 P.M. (IST)
5)	Speaker Registration	Please refer point no. 6 of instructions for Shareholders for attending the 34th AGM through VC/OAVM
6)	TDS on Dividend & Link for downloading formats for submission	A detailed communication in this regard is made available on the website of the Company and can be accessed through weblink https://www.nseindia.com/static/investor-relations/shareholders-meetings

24. To prevent fraudulent transactions, Shareholders/legal heirs, as the case may be; are advised to exercise due diligence and notify the Company of any change in address or demise of any Shareholder as soon as possible. Shareholders are also advised not to leave their demat account(s) dormant for long period. Periodic statement of holdings should be obtained from the concerned Depository participants and holdings should be verified from time to time.

By Order of the Board of Directors
For and on behalf of
National Stock Exchange of India Limited

Prajakta Powle
Company Secretary
ACS 20135

Date: May 5, 2026
Place: Mumbai

Registered Office:
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051, Maharashtra, India,
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Fax: +91 22 2659 8120

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT.

Item No 5: To consider and appoint M/s. Walker Chandiok & Co. LLP (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company.

The Shareholders of the Company at the 29th AGM held on August 25, 2021 had approved the re-appointment of M/s. Price Waterhouse & Co., Chartered Accountants, LLP (ICAI Registration No.304026E/E-300009) as the Statutory Auditors of the Company for a second term to hold office for a term of 5 (five) consecutive years from the conclusion of 29th AGM till the conclusion of the 34th AGM. The firm will complete their two consecutive terms as Statutory Auditors of the Company on conclusion of this AGM.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company, at its meeting held on February 6, 2026, had approved the appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company in place of M/s. Price Waterhouse & Co., Chartered Accountants, LLP, subject to the approval of the Shareholders. The proposed appointment is for a term of 5 (five) consecutive years from the conclusion of 34th AGM till the conclusion of the 39th AGM on payment of such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors, from time to time.

The proposed remuneration to be paid to M/s. Walker Chandiok & Co. LLP, for the statutory audit to be conducted for the financial year 2026-27, is as follows:

Sr. No.	Nature of Service	Standalone and Consolidated Financial Statements (₹ Lakhs)
1	Statutory Audit - Annual	88.00
2	Limited Review - Quarterly or	60.00
	Audit - Quarterly	103.00
3	Other Services (Including Certifications)	2.00 per certificate

Note: The fees quoted above exclude out-of-pocket expenses and applicable taxes.

There is no material change in the fee payable to M/s. Walker Chandiok & Co. LLP, Chartered Accountants from that paid to M/s. Price Waterhouse & Co., LLP, Chartered Accountants.

M/s. Walker Chandiok & Co. LLP, (Firm Registration no. 001076N/N500013) is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI), Public Company Accounting Oversight Board (PCAOB) and empanelled with Comptroller and Auditor General of India (CAG). The firm was established in the year 1935 and its registered office is situated at New Delhi with Nineteen other offices across major cities in India. It has ninety-four partners. It has a valid peer review certificate and is one of India's leading audit firms providing audit and assurance services to several large companies including some of the top one hundred listed entities in India.

The Company has received written consent from M/s. Walker Chandiok & Co. LLP pursuant to Section 139 of the Act and the Rules framed thereunder, and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the LODR Regulations, M/s. Walker Chandiok & Co. LLP, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution.

The Board recommends the Ordinary Resolution set out in Item No. 5 for the approval of Members.

By Order of the Board of Directors
For and on behalf of
National Stock Exchange of India Limited

Prajakta Powle
Company Secretary
ACS 20135

Date: May 5, 2026
Place: Mumbai

Registered Office:

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex, Bandra (East),

Mumbai - 400051, Maharashtra, India,

CIN: U67120MH1992PLC069769

Website: www.nseindia.com

E-mail: secretarialdept@nse.co.in

Ph: +91 22 2659 8100

Fax: +91 22 2659 8120

Annexure A

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 34TH AGM IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA AND IN PURSUANCE OF REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Particulars	Details
Name of Director	Shri Veneet Nayar
Category	Non-Independent Director
Date of Birth/Age	April 9, 1962, 64 years
DIN	02007846
Qualifications	Bachelor of Technology in Mechanical Engineering and Post Graduate Diploma in Business Management.
Brief Profile and Experience	Brief Profile is available on the website of the Company at https://www.nseindia.com/static/mr-veneet-nayar
Nature of expertise in specific functional area/skills and capabilities	Capital Markets, Finance and Accounting, Technology and Management/Administration
Terms and conditions of appointment along with details of remuneration sought to be paid	Shri Veneet Nayar shall be liable to retire by rotation and the applicable provisions as mentioned under Companies Act, 2013, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall be applicable for his re-appointment. Shri Veneet Nayar, being a Non-Independent Director, will not draw any remuneration except sitting fees as permitted under the Companies Act and the SECC Regulations for attending Board/Committee meetings.
Remuneration last drawn	Shri Veneet Nayar, being a Non-Independent Director, had not drawn any remuneration in the financial year 2025-26, except sitting fees of ₹ 20,75,000/- for attending Board/Committee meetings.
Date of first appointment on the Board	September 20, 2021
Number of Equity Shares held in the Company (including as a beneficial owner for non-executive director) as on March 31, 2026	He does not hold any shares in the Company in his own name. However, he is the settlor and family trustee of VSAV Family Trust and SVAV Family Trust and family trustee of Anuvin Family Trust which holds 14,10,880 equity shares, 15,00,000 equity shares and 5,08,065 equity shares of the Company respectively.
Relationship with other Directors, Managers & Key Managerial Personnel	No other Director and Key Managerial Personnel of the Company and their relatives are concerned or interested.
List of other Directorships held	• Sampark Foundation • NSE Foundation • Raymond Lifestyle Limited
Listed companies from which the Director has resigned in past three years	None
Memberships/Chairmanships of committees of Board of other Companies	None
No. of Board Meetings attended during 2025-26	During the financial year 2025-26, he was entitled to attend 11 Board Meetings of which he attended 11 Board Meetings.

Annexure B

To note the appointment/re-appointments of Public Interest Directors (PIDs) on the Governing Board of the Company since April 1, 2025

Pursuant to Regulation 24(2) read with clause (III) of PART - H of Schedule - II to Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ('SECC Regulations'), the public interest directors on the governing board of the recognised stock exchange shall be appointed by Securities and Exchange Board of India ('SEBI') from the names of public interest directors forwarded to SEBI which are approved by the governing board of the recognised stock exchange. The shareholders' approval shall not be necessary for the same. Accordingly, the Board of Directors of the Company, from time to time, had approved and forwarded the names of public interest directors to SEBI for appointment on the Board of NSE.

During the financial year 2025-26 and subsequent to the closure of the financial year, the following PIDs were appointed on the Governing Board of the Company for the period of three years from the date of their respective appointment.

Sr. No.	Name of Director	Date of Appointment
1.	Shri Srinivas Injeti	September 2, 2025
2.	Prof. G. Sivakumar	January 21, 2026
3.	Shri Rajeev Vasudeva	March 30, 2026

Accordingly, the Shareholders are requested to take note of the appointments of PIDs made on the Governing Board of the Company from April 1, 2025 till the date of this Notice.

The information required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable provisions of the Companies Act and Secretarial Standard-2 are enlisted below:

Name of Director	Shri Srinivas Injeti	Prof. G. Sivakumar	Shri Rajeev Vasudeva
Category	Public Interest Director	Public Interest Director	Public Interest Director
Date of Birth/Age	May 26, 1960, 65 years	September 30, 1960, 65 years	July 19, 1959, 66 years
DIN	01811921	07537575	02066480
Qualifications	Bachelor's in arts (Honours), Master's degree in business administration	Bachelor's in technology, Master's in Computer Science	Chartered Accountant, Masters in Business administration
Brief Profile and Experience	Brief Profile is available on the website of the Company at https://www.nseindia.com/static/mr-srinivas-injeti	Brief Profile is available on the website of the Company at https://www.nseindia.com/static/prof-g-sivakumar-director	Brief Profile is available on the website of the Company at https://www.nseindia.com/static/shri-rajeev-vasudeva
Nature of expertise in specific functional area/ skills and capabilities	Capital Markets, Finance and Accounting, Legal & Regulatory Practice, Technology, Risk Management and Management/ Administration	Capital Markets, Technology, Risk Management and Management/ Administration	Capital Markets, Finance and Accounting, Risk Management and Management/Administration
Terms and conditions of appointment along with details of remuneration sought to be paid	As per the Company's Policy for Nomination and Appointment of Directors, KMPs and Senior Management		
Remuneration last drawn	Shri Srinivas Injeti, being a Public Interest Director, had not drawn any remuneration in the financial year 2025-26, except sitting fees of ₹35,25,000/- for attending Board and Committee meetings.	Prof. G. Sivakumar, being a Public Interest Director, had not drawn any remuneration in the financial year 2025-26, except sitting fees of ₹15,25,000/- for attending Board and Committee meetings.	Not applicable
Date of first appointment on the Board	September 2, 2025	January 21, 2026	March 30, 2026
Shareholding in the Company	Nil	Nil	Nil

Name of Director	Shri Srinivas Injeti	Prof. G. Sivakumar	Shri Rajeev Vasudeva
Relationship with other Directors, Managers & Key Managerial Personnel	No other Director and Key Managerial Personnel of the Company and their relatives are concerned or interested.		
List of other Directorships held	• Indian Association for Gold Excellence and Standards • Tide Platform Private Limited • TP Central Odisha Distribution Limited • TP Western Odisha Distribution Limited	• BIMA Sugam India Federation • CCIL IFSC Limited • Indian Financial Technology and Allied Services • Indian Institute of Banking and Finance • RBL Bank Limited	• Marico Limited • Pidilite Industries Limited • Brookfield Infrastructure Partners • Sofina SA
Listed companies from which the Director has resigned in past three years	None	National Securities Depository Limited	None
Memberships/ Chairmanships of committees of Board of other Companies*	• TP Western Odisha Distribution Limited Chairman of Audit Committee • TP Central Odisha Distribution Limited Chairman of Audit Committee	Nil	Pidilite Industries Limited Chairman of Audit Committee
No. of Board Meetings attended during financial year 2025-26	During the financial year 2025-26, he was entitled to attend 6 Board Meetings of which he attended 6 Board Meetings.	During the financial year 2025-26, he was entitled to attend 4 Board Meetings of which he attended 4 Board Meetings.	During the financial year 2025-26, he was not entitled to attend Board Meetings.

* Only memberships/chairmanships of Audit Committee and Stakeholders' Relationship Committee in public companies have been considered.

Annexure C

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING THIRTY-FOURTH ANNUAL GENERAL MEETING ARE AS UNDER:

The remote e-Voting period begins on **Friday, August 21, 2026 at 9:00 A.M. (IST)** and will end on **Sunday, August 23, 2026 at 5:00 P.M. (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Shareholders, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. Monday, August 17, 2026 may cast their vote electronically. The voting right of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to **e-Voting website of NSDL** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Shareholders who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Shareholders who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Shareholders who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the. pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account and last 8 digits of client ID for CDSL account. The. pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) If you are still unable to get the password by aforesaid option, you can send a request at evoting@nsdl.com mentioning your demat account number your PAN, your name and your registered address etc.

   c) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join Annual General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join Annual General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@mehta-mehta.com with a copy marked to secretarialdept@nse.co.in and evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Associate Vice President or Mr. Sanjeev Yadav, Deputy Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-Voting for the resolutions set out in this notice:

1. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarialdept@nse.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
2. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing above mentioned documents.
3. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The Instructions for Members for E-Voting on the Day of the AGM are as Under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

Instructions for Shareholders for Attending Thirty-Fourth AGM Through VC/OAVM are as Under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Shareholders may access by following the steps mentioned above for **Access to NSDL e-Voting system**.

   After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name, National Stock Exchange of India Limited. You are requested to click on VC/OAVM link placed under **Join Meeting** menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the Shareholders who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Shareholders are encouraged to join the Meeting through Laptops for better experience.

3. Further Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at secretarialdept@nse.co.in. The same will be replied by the company suitably.

6. Instructions for Shareholders/Members to Speak at the 34th AGM through NSDL e-Voting system:

   a) Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, e-mail id, mobile number at secretarialdept@nse.co.in on or before **Monday, August 17, 2026**.

   b) Speakers will only be allowed to express their views/ ask questions on first come first served basis during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

   c) Shareholders who would like to ask questions, shall send the same in advance mentioning their name, demat account number, e-mail, mobile number at secretarialdept@nse.co.in. The same will be replied to by the Company suitably.

   d) Shareholders will get confirmation on first come first served basis depending upon the provision made by the Company.

   e) Shareholders will receive 'speaking serial number' once they mark attendance for the meeting. Shareholders are requested to speak only when Moderator of the meeting will announce the name and serial number for speaking.

   f) Please remember 'speaking serial number' and start your conversation with panelist by switching on audio of your device.

   g) Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.