

CDSL/CS/NSE/SK/2024/332

December 16, 2024

**The Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051.**

**Symbol: CDSL
ISIN: INE736A01011**

Subject: Scrutinizer's Report on e-voting results for Postal Ballot.

Dear Sir/Madam,

In furtherance of our letter dated November 14, 2024, of Postal Ballot Notice for seeking approval of the Members of the Company by way of Ordinary Resolution for ratification of the appointment and approval of the remuneration along with other terms & conditions of Shri Nehal Vora (DIN: 02769054) as a Managing Director & Chief Executive Officer of the Company; please find enclosed the Scrutinizer's Report dated December 16, 2024 (**"Annexure A"**).

As per the Scrutinizer Report issued by M/s. Vatsal Doshi & Associates, Practicing Company Secretary having Membership No. FCS 12399 & CP No. 22976, the Resolution proposed as per Postal Ballot Notice dated November 13, 2024, stands passed with requisite majority. The resolution is deemed as passed on December 14, 2024, being the last day for e-voting.

The Scrutinizer's Report is disseminated on the Company's website at www.cdslindia.com, on the e-voting website at <https://instavote.linkintime.co.in> and will also be displayed on the Notice Board of the Company at its Registered Office.

Further, the Voting Results as required under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is being filed only in XBRL format, in terms of the circular issued by NSE.

This is for your information and records.

Thanking You,
Yours faithfully,
For Central Depository Services (India) Limited

**Nilay Shah
Company Secretary & Head Legal
ACS No.: A20586
Encl.: As above**

**Regd. Office: Marathon Futurix, A Wing, 25th Floor,
Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (E), Mumbai - 400 013.
Phone: 91-22-2302 3333 • Fax: 91-22-2300 2036 • CIN: L67120MH1997PLC112443
Website: www.cdslindia.com**



Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 and
Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
Shri Nilay Shah
Company Secretary & Head Legal
Central Depository Services (India) Limited
Unit No. A-2501, Marathon Futurex,
Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel (E),
Mumbai - 400013.

Sub: Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Vatsal K. Doshi**, Practicing Company Secretary, Proprietor, M/s. Vatsal Doshi & Associates have been appointed as the Scrutinizer by the Board of Directors of Central Depository Services (India) Limited ("The Company") for the purpose of scrutinizing the Postal Ballot conducted through remote e-voting and ascertaining the requisite majority as per the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 in respect of an Ordinary Resolution contained in the Notice of Postal Ballot dated November 13, 2024.

As per the MCA General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ('MCA Circulars'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Secretarial Standard - 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India, the Company has sent the Postal Ballot Notice dated November 13, 2024 on Thursday, November 14, 2024 by email only to the Members who have registered their e-mail address with the Company's Registrar and Transfer Agents, Link Intime India Private Limited ("RTA")/Depositories as on the cut-off date, i.e. Wednesday, November 13, 2024.

As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members had taken place through the remote e-voting system only.

The Company had engaged the services of **Link Intime India Private Limited** for providing remote e-voting facility to its Members.



The Notices sent contained the detailed procedure to be followed by the Members for casting their votes electronically as provided under Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ("MCA").

As prescribed in the said Rules, the Company has also published an advertisement in newspaper on Friday, November 15, 2024 in Financial Express (English, all editions) and Loksatta (Marathi, Mumbai edition) and it carried the required information as specified in the said Rules.

The Members of the Company as on the "cut-off date" i.e. **Wednesday, November 13, 2024** were 12,20,932 (Twelve Lakh Twenty Thousand Nine Hundred and Thirty-Two), who were entitled to vote on the Resolution, as set out in the Notice of Postal Ballot and their voting rights were in proportion to their shareholding in the paid-up share capital of the Company as on the cut-off date.

The **remote e-voting** commenced from **Friday, November 15, 2024 (9:00 a.m. IST)** and ended on **Saturday, December 14, 2024 (5:00 p.m. IST)**. The e-voting facility was blocked forthwith thereafter.

Further, the votes cast through e-voting were unblocked in the presence of **two witnesses, Shri Kumudchandra Doshi and Shri Naitik Doshi**, neither of whom are in the employment of the Company. The report of the Members' e-voting was downloaded thereafter.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules, Circulars and Notifications issued by the Ministry of Corporate Affairs, Listing Regulations and other applicable laws and regulations relating to Postal Ballot conducted through electronic means. My responsibility as Scrutinizer for the e-voting process was restricted to scrutinize the e-voting process and to prepare a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by Link Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The Report on the results of voting through remote e-voting is as under:

SPECIAL BUSINESS:

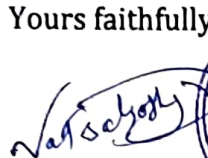
Item No. 1 : Ordinary Resolution

To consider and ratify the appointment of Shri Nehal Vora (DIN: 02769054) as a Managing Director & Chief Executive Officer of the Company and approve the remuneration along with other terms & conditions:

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of Shares for which votes cast		Number of Shares for which votes not cast (Less Voted)	Details of E-Voting/Valid Votes Cast				
			Number of Shares for which valid votes cast	Number of Shares for which invalid votes cast		Number of votes cast in favour	Number of votes cast against	% of votes		Number of votes abstained
								Favour	Against	
Remote e-voting	2,792	9,11,48,159	9,11,43,401	00	4,758	9,07,00,528	4,35,813	99.5218	0.4782	7,060
Total	2,792	9,11,48,159	9,11,43,401		4,758	9,11,36,341		100.00		7,060

Result: In view of the above results, I hereby certify that an **Ordinary Resolution** proposed in the Postal Ballot Notice dated November 13, 2024 at Item No. 1 - To consider and ratify the appointment of Shri Nehal Vora (DIN: 02769054) as a Managing Director & Chief Executive Officer of the Company and approve the remuneration along with other terms & conditions have been **passed with requisite majority**.

Yours faithfully,



Vatsal K. Doshi,
FCS - 12399 CP No. - 22976
Peer Review No. 3191/2023
Practicing Company Secretary
Scrutinizer for Postal Ballot
conducted through e-voting
UDIN : F012399F003390114
Place : Mumbai
Date : December 16, 2024

We, the undersigned have witnessed that the votes cast through e-voting were unblocked from Link Intime India Private Limited e-voting website in our presence on Saturday, December 14, 2024.



Shri Kumudchandra Doshi



Shri Naitik Doshi

Countersigned

Shri Nilay Shah
Company Secretary & Head Legal
Central Depository Services (India) Limited