



NATIONAL STOCK EXCHANGE OF INDIA LIMITED

(CIN:U67120MH1992PLC069769)

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

Tel:+91 22 26598100 **Email:** secretarialdept@nse.co.in **Website:** www.nseindia.com

Notice

Notice is hereby given that the 30th Annual General Meeting of the Members of National Stock Exchange of India Limited will be held on Tuesday, July 12, 2022, at 11:00 A.M. (IST) through Video Conferencing (VC) facility/Other Audio-Visual Means (OAVM), to transact the following business:

AS ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare final dividend on equity shares for the financial year ended March 31, 2022.
3. To consider and approve appointment of Mr. Bishnu Charan Patnaik (DIN: 08384583), in place of Ms. Sunita Sharma (DIN: 02949529), Shareholder Director, who retires by rotation.

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

“RESOLVED THAT based on the recommendation of Nomination and Remuneration Committee, the approval of the Board of Directors of the Company and pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Securities Contracts (Regulation)(Stock Exchanges and Clearing Corporations) Regulations, 2018 as may be amended from time to time and subject to approval of the Securities and Exchange Board of India (SEBI) and other approvals in this regard as may be necessary and subject to such condition(s) and modification(s) as may be prescribed and imposed by such authorities while granting such approval(s), permission(s) and sanction(s), Mr. Bishnu Charan Patnaik (DIN: 08384583) who has consented to act as a Director, be and is hereby appointed as a Director of the Company, effective from the date of SEBI approval and that during the tenure he shall be liable to retire by rotation, in place of Ms. Sunita Sharma (DIN: 02949529), Shareholder Director, who retires by rotation.

RESOLVED FURTHER THAT any Director and the Company Secretary of the Company be and are hereby severally authorized to take necessary steps as may be required to give effect to this resolution and matters related thereto.”

**By Order of the Board of Directors,
For National Stock Exchange of India Limited**

Rohit Gupte
Company Secretary
(A12422)

Date: June 16, 2022
Place: Mumbai

Registered Office:

Exchange Plaza, Plot C-1, Block 'G', Bandra Kurla Complex,
Bandra (East) Mumbai -400051

Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs has vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and circular No. 2/2022 dated May 5, 2022 and Securities and Exchange Board of India vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (hereinafter collectively referred to as “the Circulars”) has issued clarifications/relaxations on holding the Annual General Meeting through Video Conference (VC) or Other Audio Visual Means (OAVM) and other incidental matters in connection of the same. In terms of the said Circulars, the 30th Annual General Meeting (AGM) of the members will be held through video conferencing (VC) or other audio-visual means (OAVM).

Hence, Members can attend and participate in the AGM through VC/OAVM only. The Notice is also uploaded on NSE's website www.nseindia.com and that of National Securities Depository Limited (“NSDL”) (agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com.

2. The deemed venue for the 30th AGM shall be the registered office of the Company i.e. Exchange Plaza, Plot C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai-400051.
3. The Members can join the 30th AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the 30th AGM through VC/OAVM will be made available for 1,000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc., who are allowed to attend the 30th AGM without the above restriction of first come first served basis.

4. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:**a. PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS:**

- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs and SEBI the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the day of the AGM will be provided by NSDL.
- ii. Members of the Company holding shares in electronic form as on the cut-off date of July 05, 2022 may cast their vote by remote e-voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before AGM as well as e-voting during the AGM. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. July 05, 2022, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in.
- iii. Members will be provided with the facility for voting through an electronic voting system during the AGM proceedings. Only such members who have not already cast their vote on the resolution(s) by remote e-voting, will be eligible to vote through the e-voting system during the AGM. Members who have cast their vote on the resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

- iv. The remote e-voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE 30TH AGM ARE AS UNDER:

The remote e-voting period begins on Friday, July 08, 2022 at 9:00 A.M. and ends on Monday, July 11, 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, July 05, 2022 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, being July 05, 2022.

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. | <ol style="list-style-type: none"> 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. 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 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 held 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. |

| Type of shareholders | Login Method |
|--|--|
| | <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> |
| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the e-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress. |
| 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: Members 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 | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43 |

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat 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) | Your User ID is: |
|--|--|
| a) For Members 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 Members 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. The password to open the .pdf file is your 8 digit client ID for NSDL account, 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.co.in mentioning your demat account number/folio 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 General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join 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 General 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 a print 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 scrutinisers@mmjc.in with a copy marked to secretarialdept@nse.co.in & evoting@nsdl.co.in.
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?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer to 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or contact Mr. Amit Vishal, Associate Vice President or Ms. Pallavi Mhatre, Manager or Mr. Sanjeev Yadav, Assistant Manager from NSDL at the designated e-mail ID: evoting@nsdl.co.in.

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

1. 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. 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, shareholders/members may send a request to evoting@nsdl.co.in 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.

6. 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 cast 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. Members 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.

7. INSTRUCTIONS FOR MEMBERS FOR PARTICIPATING IN THE 30TH AGM THROUGH VC/OAVM ARE AS UNDER:

- a. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members 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 link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/ OAVM will be available in Shareholder/ Member login where the EVEN (120110) of Company will be displayed. Please note that the members 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.
- b. Members are encouraged to join the Meeting through Laptops for better experience.
- c. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- d. Please note that Members connecting from mobile devices or tablets or through laptops etc., 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.
- e. Members can submit questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number and mobile number, to reach the Company's e-mail address at secretarialdept@nse.co.in at least 7 days in advance before the start of the meeting. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.
- f. Members, who would like to ask questions during the 30th AGM with regard to the financial statements or any other matter to be placed at the 30th AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number

- and mobile number, to reach the Company's email address secretarialdept@nse.co.in well in advance before the start of the 30th AGM i.e. by Friday, July 08, 2022 by 11:00 AM. IST. Those Members who have registered themselves as a speaker shall be allowed to ask questions during the 30th AGM, depending upon the availability of time.
8. The Board of Directors has appointed Mr. Makarand M. Joshi, failing him Mrs. Kumudini Bhalerao, partners of M/s Makarand M. Joshi & Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
 9. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock and count the votes cast during the AGM, and votes cast through remote e-voting and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
 10. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company www.nseindia.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Chairman or any other person authorised by the Chairman.
 11. Members can, prior to the Meeting, seek technical assistance/address queries on the abovementioned numbers of NSDL as mentioned in e-voting process between 11.00 a.m. to 1.30 p.m. from Monday to Friday till the date of the Meeting.
 12. Since the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available, hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Corporate members whose authorized representatives are intending to attend the meeting are requested to send to the Company at secretarialdept@nse.co.in a certified copy of the board resolution authorizing such representative to attend the AGM through VC/OAVM, and cast their votes at the Meeting.
 13. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
 14. Institutional investors who are members are encouraged to attend and vote at the AGM through VC or OAVM.
 15. In respect of item no. 3 of the agenda, additional information is annexed to the notice.
 16. During the AGM, Register of Directors, Key Managerial Personnel and their shareholding and Register of Contracts maintained under the Companies Act, 2013 and all other documents referred to in the notice shall be available for inspection in electronic mode. Members who wish to inspect the registers are requested to write to the company by sending an e-mail to secretarialdept@nse.co.in.
 17. Tuesday, July 05, 2022 is taken as the record date for the purpose of determining names of Members eligible for the payment of final dividend on equity shares for the Financial Year ended March 31, 2022.
 18. Subject to the provisions of Section 126 of the Companies Act, 2013, the dividend as recommended by the Board at the rate of ₹42/- per fully paid-up equity share of Re. 1/- each, if declared at the AGM, will be paid on or before thirtieth day from the date of AGM to those members whose names appear as beneficial owner(s) in the records of the Depository as on July 05, 2022.
 19. Shareholders are requested to intimate all changes pertaining to their bank details, email address, power of attorney, change of name, change of address, contact details, etc. to their Depository Participant at the earliest.
 20. Shareholders may please note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. Members are requested to update their Electronic Bank Mandate through your Depository Participant/s in order to receive dividends in a timely manner. The Company or its Registrars and Share Transfer Agents, M/s. Link Intime India Private Limited cannot act on any request received directly from the Members for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.
- Pursuant to Finance Act, 2020, dividend income is taxable in the hands of Shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates in the Income Tax Act, 1961 ('IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential status, PAN, Category as per the IT Act with their depository participants ('DPs'). The relevant tax exemption documents and other related documents can be uploaded on the website of M/s.

Link Intime India Private Limited, Registrars and Transfer Agent ('RTA') on or before Tuesday, July 05, 2022. Detailed process regarding this is sent to all shareholders by the Company/RTA vide a separate email.

Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the company or with the Depository Participant(s).

21. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). The Members who have not registered / updated their e-mail address are requested to register / update their e-mail address with the concerned depository participant.
22. Members may also note that the Notice of 30th AGM and the Company's Annual Report for FY 2021-2022 will be made available on the Company's website at www.nseindia.com.
23. All documents referred to in the accompanying Notice and the Explanatory Statement have been sent along with this Notice to the registered email addresses of the persons entitled to attend the Meeting and shall also be available electronically on request by sending an email at the Designated Email Address.
24. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).
25. Your company is pleased to provide the facility of a live webcast of proceedings of AGM. Members who are entitled to participate in the AGM can view the live proceedings of AGM on the website of the Company www.nseindia.com.
26. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.
27. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act, 2013 read with Circulars issued by MCA and SEBI in this regard.

ANNEXURE

ADDITIONAL INFORMATION TO THE NOTICE

Item No. 3

To consider and approve appointment of Mr. Bishnu Charan Patnaik (DIN: 08384583), in place of Ms. Sunita Sharma (DIN: 02949529), Shareholder Director, who retires by rotation.

Ms. Sunita Sharma (DIN: 02949529), Shareholder Director, retires by rotation at this Annual General Meeting. Ms. Sunita Sharma, Shareholder Director, was nominated on the Board of the Company by Life Insurance Corporation of India (LIC). LIC vide its letter dated June 13, 2022 has nominated Mr. Bishnu Charan Patnaik, Managing Director of LIC, to be appointed as a Shareholder Director in place of Ms. Sunita Sharma. Accordingly, Ms. Sunita Sharma will cease to be the Shareholder Director of the Company from the date of this AGM. The Board places on record its sincere appreciation and gratitude towards the valuable contributions made by Ms. Sunita Sharma during her tenure as Shareholder Director of the Company.

In this regard, the Nomination and Remuneration Committee recommended and based on such recommendation the Board of Directors approved the appointment of Mr. Bishnu Charan

Patnaik as Shareholder Director of the Company. Further, the Company has received all statutory disclosures/ declarations from Mr. Bishnu Charan Patnaik.

The appointment of Mr. Bishnu Charan Patnaik will be effective from the date of SEBI approval.

Mr. Bishnu Charan Patnaik is current Managing Director of LIC. Mr. Bishnu Charan Patnaik is a post graduate in Political Science and a Fellow of the Insurance Institute of India. He joined LIC in 1986 as a Direct Recruit Officer. He has rich and diverse experience of Marketing, Customer Relationship Management, Underwriting, Group Business, Personnel and Training. Prior to taking charge as Managing Director, he was the Secretary General of Council for Insurance Ombudsmen (CIO). In CIO, he introduced on-line hearings as well as on-line registration of complaints.

Mr. Bishnu Charan Patnaik shall be liable to retire by rotation and the applicable terms and conditions as mentioned under Companies Act, 2013, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 and

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall be applicable to him. As per the nomination letter dated June 13, 2022 received from LIC, the sitting fees with respect to the meetings attended by Mr. Bishnu Charan Patnaik shall be payable to LIC.

Mr. Bishnu Charan Patnaik does not hold by himself or with any other person on a beneficial basis, any shares in the Company.

As per section 160 (2) read with rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the company shall, at least seven days before the general meeting, inform its members of the candidature of a person for the office of a director or the intention of a member to propose such person as a candidate for that office.

As per the declarations submitted, Mr. Bishnu Charan Patnaik is not liable to any disqualification under the provisions of Section 164 of the Act. Further, Mr. Bishnu Charan Patnaik is in compliance with the 'fit and proper' criteria prescribed under the SECC Regulations, 2018. Accordingly, the Board recommends the ordinary resolution as set out in Item No. 3 for approval of the Members.

Except, Ms. Sunita Sharma & Mr. Bishnu Charan Patnaik, none of the other Directors of the Company and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the proposed resolution.

Additional Information as required under Clause 1.2.5 of (SS-2) and Regulation 36 of SEBI LODR.

| Name of Director | Mr. Bishnu Charan Patnaik |
|---|---|
| Category | Shareholder Director - Non-Executive Director |
| Date of Birth/ Age | 19/03/1963 59 Years |
| DIN | 08384583 |
| Qualifications | Post graduate in Political Science and a Fellow of the Insurance Institute of India |
| Brief Resume /Expertise/ Experience | Mr. Bishnu Charan Patnaik has rich and diverse experience of Marketing, Customer Relationship Management, Underwriting, Group Business, Personnel and Training. He has worked across the length and breadth of the country – Maharashtra, Gujarat, Uttar Pradesh, Bihar, West Bengal etc. He was In-charge of Jamshedpur and Berhampur Division and brought accolades to these Divisions. His other important assignments include Marketing Manager, Regional Manager (B&AC), Regional Manager (CRM), Regional Manager (Marketing), WZ and Director Zonal Training Centre, Agra. Prior to taking charge as Managing Director of LIC, he was the Secretary General of Council for Insurance Ombudsmen(CIO). In CIO, he introduced on-line hearings as well as on-line registration of complaints. |
| Terms and conditions of appointment or re-appointment | Mr. Bishnu Charan Patnaik shall be liable to retire by rotation and the applicable terms and conditions as mentioned under Companies Act, 2013, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall be applicable to him. |
| Date of first appointment on the Board | NA |
| Shareholding in the Company | - |
| Relationship with other Directors, Managers & KMP | - |

| Name of Director | Mr. Bishnu Charan Patnaik |
|---|--|
| List of other Directorships held | Life Insurance Corporation of India, Managing Director LIC Cards Services Limited LIC Mutual Fund Trustee Private Limited LIC Nepal Limited Indiabulls Housing Finance Limited, Nominee Director National Insurance Academy – Member of Governing Board Insurance Institute of India – Member of Council, Member of Board of Education, Dy. President. |
| Memberships/Chairmanships of committees of Board of other Companies | Member of Executive Committee, Investment Committee, Election of Shareholder’s Directors Committee in PSBs. Member of Building Advisory Committee in Life Insurance Corporation of India. |
| Remuneration drawn, if any | Sitting fees as permitted under the Companies Act, 2013. However, since Mr. Bishnu Charan Patnaik, is presently Managing Director of LIC, LIC vide its letter dated June 13, 2022 instructed that the sitting fees with respect to the meetings attended by Mr. Bishnu Charan Patnaik shall be payable to LIC. |
| No. of Board Meetings attended during 2021-2022 | NA |

**By Order of the Board of Directors,
For National Stock Exchange of India Limited**

Rohit Gupte
Company Secretary
(A12422)

Date: June 16, 2022

Place: Mumbai

Registered Office:

Exchange Plaza, Plot C-1, Block 'G', Bandra Kurla Complex,
Bandra (East) Mumbai -400051

