

Corporate Governance Report (As per Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"))

1. Name of Listed Entity: **National Stock Exchange of India Limited**
2. Quarter ending: **June 30, 2023**

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive / Non-Executive/independent / Nominee) &**	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure *	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]***	No of Independent Directorship in listed Entities Including this listed Entity [in reference to proviso to Regulation 17A(1)]***	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed Entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Girish Chandra Chaturvedi	DIN:00110996	Public Interest Director- Non-Executive Chairman	November 08, 2019	-	-	44 months	January 17, 1953	2	2	2	1
Mr.	Ashishkumar Manilal Chauhan	DIN:00898469	MD & CEO – Executive	July 26, 2022	-	-	-	March 16, 1968	1	0	2	1

Mr.	K Narasimha Murthy	DIN: 00023046	Public Interest Director – Non-Executive	February 17, 2020	-	-	41 months	August 13, 1957	5	5	10 #	5
Mr.	S Sudarshan	DIN: 08636735	Public Interest Director – Non-Executive	February 17, 2020	-	-	41 months	November 30, 1965	1	1	-	-
Ms.	Mona Bhide	DIN: 05203026	Public Interest Director – Non-Executive	April 21, 2020	-	-	38 months	April 17, 1963	4	3	2	-
Mr.	S. Ravindran	DIN: 09778966	Public Interest Director – Non - Executive	December 17, 2022	-	-	7 months	May 10, 1962	1	1	-	-
Mr.	Veneet Nayar	DIN: 02007846	Shareholder Director- Non-Executive	September 20, 2021	-	-	-	April 09, 1962	1	-	1	-
Mr.	Bishnu Charan Patnaik##	DIN: 08384583	Shareholder Director- Non-Executive	September 08, 2022	-	-	-	March 19, 1963	-	-	-	-

	Whether Regular chairperson appointed – Yes
	Whether Chairperson is related to managing director or CEO – No
	<p>§ PAN of any director would not be displayed on the website of Stock Exchange</p> <p>& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p> <p>**The Independent director is Public Interest director under Regulation- 2(1) (o) of Securities Contract (Regulation) (Stock Exchange and Clearing Corporation) Regulations, 2018.</p> <p>***NSEIL is not a listed company, however it has been considered as a listed company for the purpose of preparing this report.</p> <p>#During the Quarter Mr. K Narsimha Murthy stepped down as a member of Stakeholders Relationship Committee of Nelco Limited w.e.f. 10th May 2023, accordingly his committee membership count of the Audit & SRC Committee(s) as on June 30, 2023 stands to be 9.</p> <p>## Mr. Bishnu Charan Patnaik ceased to be a Shareholder Director from the governing Board of the Company w.e.f. April 29, 2023.</p>

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation

1. Audit Committee	Yes	Mr. K Narasimha Murthy	Chairperson- Non-Executive-Public Interest Director	February 22, 2020	-
		Mr. Girish Chandra Chaturvedi	Non-Executive- Public Interest Director	November 06, 2020	-
		Ms. Mona Bhide	Non-Executive- Public Interest Director	January 14, 2023	-
		Mr. Bishnu Charan Patnaik	Non-Executive- Shareholder Director	September 29, 2022	April 29, 2023
2. Nomination & Remuneration Committee	Yes	Mr. K Narasimha Murthy	Chairperson- Non-Executive- Public Interest Director	January 14, 2023	-
		Mr. Girish Chandra Chaturvedi	Non-Executive- Public Interest Director	February 22, 2020	-
		Prof. S Sudarshan	Non-Executive- Public Interest Director	February 22, 2020	-
3. Risk Management Committee	Yes	Ms. S Ravindran	Chairperson- Non-Executive-Public Interest Director	January 14, 2023	-
		Prof. S Sudarshan	Non-Executive- Public Interest Director	February 22, 2020	-
		Mr. K Narasimha Murthy	Non-Executive- Public Interest Director	September 26, 2020	-
		Mr. Abhijit Sen	Independent External Person	February 8, 2022	-
4. Stakeholders Relationship Committee	Yes	Mr. Girish Chandra Chaturvedi	Chairperson - Non-Executive- Public Interest Director	September 26, 2020	-
		Mr. Ashishkumar Chauhan	MD & CEO-Executive	July 30, 2022	-
		Mr. Veneet Nayar	Non-Executive- Shareholder Director	October 14, 2021	-
		Mr. Bishnu Charan Patnaik	Non-Executive- Shareholder Director	September 29, 2022	April 29, 2023

§ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if in the Quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
February 06, 2023	April 28, 2023	Yes	8	5	35
February 07, 2023	May 15, 2023	Yes	7	5	
March 23, 2023	-	-	-	-	

** to be filled in only for the current quarter meetings*

IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee					
April 27, 2023	Yes	4	3	February 07, 2023	34
May 15, 2023	Yes	3	3	March 23, 2023	
Nomination and Remuneration Committee					
April 06, 2023	Yes	3	3	-	NA
April 27, 2023	Yes	3	3		
Stakeholders Relationship Committee					
April 27, 2023	Yes	4	1	-	NA
Risk Management Committee					
April 27, 2023	Yes	3#	3#	February 02, 2023	83
# Risk Management Committee comprises of 3 PID's (Independent Directors) and one Independent External Person as per SECC Regulations.					
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					
V. Related Party Transactions					
Subject				Compliance status (Yes/No/NA) refer note below	
Whether prior approval of audit committee obtained				Yes	
Whether shareholder approval obtained for material RPT				N.A.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				Yes	

- Note:**
- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
 - 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & Remuneration Committee - **Yes**
 - c. Stakeholders Relationship Committee - **Yes**
 - d. Risk management Committee (as applicable) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.
The Compliance Report on Corporate Governance for the quarter ended March 31, 2023 was placed before the Board of Directors of the Company at its meeting held on April 28, 2023. The Compliance Report on Corporate Governance for the quarter ended June 30, 2023 will be placed before the Board of Directors at the ensuing Board Meeting.

Sd/-
Rohit Gupte
Company Secretary
Date: July 19, 2023

Sd/-
Yatrik Vin
Chief Financial Officer
Date: July 19, 2023

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.