

MAKARAND M.JOSHI & CO.

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678136

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To

Mr. Girish Chaturvedi,
Chairman

of 29th Annual General Meeting (AGM) of the shareholders of National Stock Exchange of India Limited (**hereinafter the "Company"**), held on Wednesday, 25th August, 2021 at 11.00 AM through video conferencing ("VC") /other audio-visual means (OVAM).

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the 29th AGM in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer by the Board of Directors of the Company through resolution passed by circulation on July 15, 2021 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting at the AGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 29th AGM held Wednesday, 25th August, 2021 at 11.00 AM.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the 29th AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the MCA Circular dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 and SEBI Circular dated 12th May, 2020 and 15th January, 2021.
- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic Voting by the shareholders of the Company at the AGM. After the time fixed for

closing of Electronic Voting at AGM by the Chairman, voting was closed and votes cast were unblocked.

- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, August 21, 2021 at 9.00 AM and ended on Tuesday, August 24, 2021 at 5.00 PM and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on 25th August, 2021, I have issued Scrutinizer's Report dated 26th August, 2021.
- F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated 26th August, 2021.

Date of AGM	25 th August, 2021
Total number of shareholders on record date (i.e. as on 18th August, 2021)	1,635
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	Company does not have promoter
Public	45

Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,66,758	0	100.00	0.00
		Total		18,80,97,368	62.09	18,80,97,368	0	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,97,388	0	100.00	0.00

Resolution Item No. 2 - Ordinary Resolution:

To declare final dividend on equity shares for the financial year ended March 31, 2021.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,66,758	0	100.00	0.00
		Total		18,80,97,368	62.09	18,80,97,368	0	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,97,388	0	100.00	0.00

Resolution Item No. 3 - Ordinary Resolution:

Retirement of Mr. Prakash Parthasarathy (DIN: 02011709), as Shareholder Director of the Company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)] *100	[4]	[5]	[6]=[4]/(2)] *100	[7]=[5]/(2)] *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,66,758	0	100.00	0.00
		Total		18,80,97,368	62.09	18,80,97,368	0	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,97,388	0	100.00	0.00

Resolution Item No. 4 - Ordinary Resolution:

To re-appoint M/s. Price Waterhouse & Co, Chartered Accountants, LLP, (ICAI Registration No: 304026E/E300009) as Statutory Auditor of the Company:

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,66,758	0	100.00	0.00
		Total		18,80,97,368	62.09	18,80,97,368	0	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,97,388	0	100.00	0.00

Resolution Item No. 5 - Ordinary Resolution:

To consider and approve the appointment of Mr. Abhijit Sen (DIN: 00002593), as Director under 'Shareholder Director' category, subject to the approval of SEBI.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,64,758	2,000	99.99	0.01
		Total		18,80,97,368	62.09	18,80,95,368	2,000	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,95,388	2,000	100.00	0.00

Resolution Item No. 6 - Ordinary Resolution:

To consider and approve the appointment of Mr. Sanjay Bhandarkar (DIN: 01260274), as Director under 'Shareholder Director' category, subject to the approval of SEBI.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,64,758	2,000	99.99	0.01
		Total		18,80,97,368	62.09	18,80,95,368	2,000	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,95,388	2,000	100.00	0.00

Resolution Item No. 7 - Ordinary Resolution:

To consider and approve the appointment of Mr. Veneet Nayar (DIN: 02007846), as Director under 'Shareholder Director' category, subject to the approval of SEBI

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	19,20,42,090	11,01,93,730	57.38	11,01,93,730	0	100.00	0.00
		E- Voting at AGM		2,25,06,290	11.72	2,25,06,290	0	100.00	0.00
		Total		13,27,00,020	69.10	13,27,00,020	0	100.00	0.00
3	Public-Others	Remote E-Voting	30,29,57,910	14,99,30,610	49.49	14,99,30,610	0	100.00	0.00
		E- Voting at AGM		3,81,66,758	12.60	3,81,64,758	2,000	99.99	0.01
		Total		18,80,97,368	62.09	18,80,95,368	2,000	100.00	0.00
Total			49,50,00,000	32,07,97,388	64.81	32,07,95,388	2,000	100.00	0.00

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid votes & abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,

**For Makarand M. Joshi & Co.,
Company Secretaries**

Digitally signed by MAKARAND MADHUSUDAN JOSHI
DN: cn=MAKARAND MADHUSUDAN JOSHI, c=IN,
st=Maharashtra, o=Personal,
serialNumber=bea4609e399287838241404700ee8d3949a
e4badb642ed597e8360b687ca030f
Date: 2021.08.26 11:48:48 +05'30'

**Makarand Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 26th August, 2021**

For National Stock Exchange of India Limited

**Rohit
Jagannath
Gupte**
Digitally signed by
Rohit Jagannath
Gupte
Date: 2021.08.26
13:02:19 +05'30'

**Rohit Gupte
Company Secretary
Place: Mumbai
Date: 26th August, 2021**