

June 24, 2024

Dear Shareholders,

**Sub: Disclosure under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 – Details of Voting Results of Postal Ballot Notice dated May 03, 2024**

National Stock Exchange of India Limited conducted postal ballot pursuant to notice dated May 03, 2024 issued to the members of the Company in accordance with Section 108 and Section 110 of the Companies Act, 2013 (“Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Act, (including any statutory modification or re-enactment thereof for the time being in force), and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for conducting postal ballot through e-Voting vide its various circulars issued from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with applicable circulars issued by Securities and Exchange Board of India (SEBI) from time to time, and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, as amended from time to time, seeking assent or dissent of the members by way of ordinary resolutions via remote e-voting only for the following special businesses:

S.N.	Particulars
1.	Increase of Authorised Share Capital of the Company and consequent Alteration to the Memorandum of Association of the Company
2.	Issue of Bonus Shares by way of capitalization of reserves

The remote e-voting commenced on Saturday, May 25, 2024 at 9.00 a.m. (IST) and concluded on Sunday, June 23, 2024 at 5.00 p.m. (IST). In this regard, we have enclosed herewith the following:

- Voting results as required under Regulation 44 of the Listing Regulations, as **Annexure-A**; and
- Scrutinizer's Report dated June 24, 2024 pursuant to Section 108 and 110 of the Companies Act, 2013 and relevant rules made thereunder, as **Annexure-B**.

The aforesaid voting results alongwith Scrutinizer's report are also made available on the Company's website viz. [www.nseindia.com](http://www.nseindia.com) and on the website of e-voting agency i.e. National Securities Depository Limited, [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Thanking you.

Yours Faithfully,

**For National Stock Exchange of India Limited**

**Prajakta Powle**  
Interim Company Secretary  
ACS - A20135



Encl: As above

**Annexure-A**
**Details of Voting results of Postal Ballot Notice dated May 03, 2024 of National Stock Exchange of India Limited**

Date of passing resolution through Postal Ballot	Sunday, June 23, 2024
Total No. of shareholders as on cut-off date i.e. Friday, May 17, 2024	14,458 equity shareholders
No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> <li>Promoters and Promoter Group:</li> <li>Public:</li> </ul>	Not applicable
No. of Shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"> <li>Promoters and Promoter Group:</li> <li>Public:</li> </ul>	Not applicable

Resolution No. 1: Increase of Authorised Share Capital of the Company and consequent Alteration to the Memorandum of Association of the Company								
Resolution Required: Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution: No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote e-Voting	0	0	0	0	0	0	0
	Poll		Not Applicable					
	Postal Ballot		Refer Note					
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Institutions	Remote e-Voting	171,921,210	111,720,604	64.9836	111,720,604	0	100.0000	0
	Poll		Not Applicable					
	Postal Ballot		Refer Note					
	<b>Total</b>		<b>171,921,210</b>	<b>111,720,604</b>	<b>64.9836</b>	<b>111,720,604</b>	<b>0</b>	<b>100.0000</b>
Public Non-Institutions	Remote e-Voting	323,078,790	87,017,795	26.9339	87,010,295	7,500	99.9914	0.0086
	Poll		Not Applicable					
	Postal Ballot		Refer Note					
	<b>Total</b>		<b>323,078,790</b>	<b>87,017,795</b>	<b>26.9339</b>	<b>87,010,295</b>	<b>7,500</b>	<b>99.9914</b>
<b>Total</b>		<b>495,000,000</b>	<b>198,738,399</b>	<b>40.1492</b>	<b>198,730,899</b>	<b>7,500</b>	<b>99.9962</b>	<b>0.0038</b>

Resolution No. 2: Issue of Bonus Shares by way of capitalization of reserves								
Resolution Required: Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution: No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote e-Voting	0	0	0	0	0	0	0
	Poll		Not Applicable					
	Postal Ballot		Refer Note					
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Institutions	Remote e-Voting	171,921,210	111,720,604	64.9836	111,720,604	0	100.0000	0
	Poll		Not Applicable					
	Postal Ballot		Refer Note					
	<b>Total</b>		<b>171,921,210</b>	<b>111,720,604</b>	<b>64.9836</b>	<b>111,720,604</b>	<b>0</b>	<b>100.0000</b>
Public Non-Institutions	Remote e-Voting	323,078,790	87,017,895	26.9340	87,010,395	7,500	99.9914	0.0086
	Poll		Not Applicable					
	Postal Ballot		Refer Note					
	<b>Total</b>		<b>323,078,790</b>	<b>87,017,895</b>	<b>26.9340</b>	<b>87,010,395</b>	<b>7,500</b>	<b>99.9914</b>
<b>Total</b>		<b>495,000,000</b>	<b>198,738,499</b>	<b>40.1492</b>	<b>198,730,999</b>	<b>7,500</b>	<b>99.9962</b>	<b>0.0038</b>

Note: The postal ballot was conducted through remote e-voting only and accordingly the voting details have been captured in 'Remote e-voting' tab.



## COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI - 400 018  
 TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

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### Scrutinizer's Report

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and  
 Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,  
**Prajakta Powle,**  
**Interim Company Secretary,**  
**National Stock Exchange of India Limited**  
 Exchange Plaza, C-1, Block G  
 Bandra Kurla Complex,  
 Bandra (East), Mumbai - 400 051  
 Maharashtra, India

**Sub: Scrutinizer's Report on voting through e-voting for Postal Ballot in terms of  
 Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of  
 the Companies (Management & Administration) Rules, 2014.**

Dear Ma'am,

I, **Alifya Sapatwala**, Partner of M/s. Mehta & Mehta, Practicing Company Secretaries has been appointed as the Scrutinizer pursuant to the resolution passed by the Board of Directors of **National Stock Exchange of India Limited** on May 3, 2024, for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "**MCA Circulars**"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India on the

Report on Postal Ballot Voting of National Stock Exchange of India Limited

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ALIFYA  
 YUSUF  
 SAPATWALA

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 ALIFYA YUSUF  
 SAPATWALA  
 Date: 2024.06.24  
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special businesses as mentioned in the Notice of Postal Ballot ("**Notice**") dated Friday, May 03, 2024, in a fair and transparent manner and do hereby submit the report as under:

1. The Notice was sent in electronic form only to all the shareholders whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and whose e-mail addresses are registered with the Link Intime India Private Limited, the Company's Registrar and Transfer Agent ("**RTA**").
2. The Company completed dispatch of Notice vide e-mail on Thursday, May 23, 2024, to the members of the Company holding shares as on the "cut off" date i.e., Friday, May 17, 2024.
3. The remote e-voting facility was provided by NSDL.
4. The remote e-voting period commenced on Saturday, May 25, 2024 (09:00 a.m. IST) and ended on Sunday, June 23, 2024 (05:00 p.m. IST).
5. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.
6. As per the schedule mentioned in the Notice, the remote e-voting was disabled by NSDL at 5:00 p.m. (IST) on Sunday, June 23, 2024 and the remote e-voting summary statement was downloaded from e-voting website of NSDL.
7. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolutions contained in the Notice dated Friday, May 03, 2024, is as under:

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YUSUF  
SAPATWALA

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by ALIFYA YUSUF  
SAPATWALA  
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**A. Ordinary Resolution - Increase of Authorised Share Capital of the Company and consequent alteration to the Memorandum of Association of the Company:**

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
342	19,87,30,899	99.9962%

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	7,500	0.0038%

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

The above resolution has been passed with the requisite majority.

**B. Ordinary Resolution - Issue of Bonus Shares by way of capitalization of reserves:**

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
343	19,87,30,999	99.9962%

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
4	7,500	0.0038%

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**Invalid/Abstained votes:**

<b>Total number of members whose votes were declared invalid/abstained</b>	<b>Total number of votes cast by them</b>
0	0

The above resolution has been passed with the requisite majority.

Thanking You,

**For Mehta & Mehta,  
Company Secretaries**

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SAPATWALA  
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**Alifya Sapatwala**  
**Scrutinizer**  
**ACS No: 24091**  
**CP No: 24895**  
**UDIN: A024091F000612470**  
**Place: Mumbai**  
**Date: June 24, 2024**

**For National Stock Exchange of India  
Limited**

**Prajakta Powle**  
**Interim Company Secretary**  
**ACS - A20135**

**Place: Mumbai**  
**Date: June 24, 2024**