

August 29, 2024

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 32nd Annual General Meeting of the Company

The 32nd Annual General Meeting (AGM) of the Company was held on Tuesday, August 27, 2024, at 4:00 P.M. (IST) through video conference (VC) or other audio visual means (OAVM).

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith are the details of the voting results inclusive of remote e-voting and e-voting during the AGM.

Also enclosed is the consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM.

The said voting results along with Scrutinizer's report are also made available on the website of e-voting agency i.e. National Securities Depository Limited, www.evoting.nsdl.com and on the notice board of the Company at Registered Office of the Company.

Thanking you.

For **National Stock Exchange of India Limited**

Prajakta Powle
Interim Company Secretary
ACS - 20135

Encl: As above

Details of Voting results of 32nd Annual General Meeting of National Stock Exchange of India Limited

Date of passing resolution through Postal Ballot	Tuesday, August 27, 2024
Total No. of shareholders as on cut-off date i.e. Tuesday, August 20, 2024	16,996
No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> • Promoters and Promoter Group: • Public: 	Not applicable
No. of Shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"> • Promoters and Promoter Group: • Public: 	Nil 58

Resolution No. 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, 2024, together with the Reports of the Board of Directors and the Auditors thereon								
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	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total		0	0	0.0000	0	0	0.0000
Public Institutions	Remote e-Voting	180809915	85133741	47.0847	85133741	0	100.0000	0.0000
	Poll*		20363910	11.2626	20363910	0	100.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total		180809915	105497651	58.3473	105497651	0	100.0000
Public Non-Institutions	Remote e-Voting	314190085	94817033	30.1782	94815433	1600	99.9983	0.0017
	Poll*		23236899	7.3958	23236899	0	100.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total		314190085	118053932	37.5741	118052332	1600	99.9986
Total		495000000	223551583	45.1619	223549983	1600	99.9993	0.0007

Resolution No. 2: To declare final dividend on equity shares for the financial year ended March 31, 2024								
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	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total		0	0	0.0000	0	0	0.0000
Public Institutions	Remote e-Voting	180809915	85133741	47.0847	85133741	0	100.0000	0.0000
	Poll*		20363910	11.2626	20363910	0	100.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total		180809915	105497651	58.3473	105497651	0	100.0000
Public Non-Institutions	Remote e-Voting	314190085	94818533	30.1787	94818533	0	100.0000	0.0000
	Poll*		23236899	7.3958	23236899	0	100.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total		314190085	118055432	37.5745	118055432	0	100.0000
Total		495000000	223553083	45.1622	223553083	0	100.0000	0.0000

Resolution No. 3: To appoint a Director in place of Shri. Tablesh Pandey (DIN: 10119561), who retires by rotation and being eligible, seeks reappointment, subject to approval of the Securities and Exchange Board of India (SEBI)								
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	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Institutions	Remote e-Voting	180809915	85133741	47.0847	85133741	0	100.0000	0.0000
	Poll*		20363910	11.2626	20363910	0	100.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total	180809915	105497651	58.3473	105497651	0	100.0000	0.0000
Public Non-Institutions	Remote e-Voting	314190085	94796933	30.1718	89393697	5403236	94.3002	6.0443
	Poll*		23236899	7.3958	23236899	0	100.0000	0.0000
	Postal Ballot		<i>Not Applicable</i>					
	Total	314190085	118033832	37.5677	112630596	5403236	95.4223	4.5777
Total		495000000	223531483	45.1579	218128247	5403236	97.5828	2.4172

*Note: E-voting done during the Annual General Meeting of the Company has been reflected in heading under 'Poll'.

Mehta & Mehta

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

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

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

To,

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

32nd Annual General Meeting ("AGM" or "32nd AGM") of the Shareholders of National Stock Exchange of India Limited held on Tuesday, August 27, 2024 at 04.00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Ma'am,

I, **Ashwini Inamdar**, Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed by the Board of Directors of **National Stock Exchange of India Limited ("the Company")** to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the **32nd AGM** of the Company held on **Tuesday, August 27, 2024 at 04.00 P.M.** through VC/OAVM pursuant to Section 108 of Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 19/2021 dated December 28, 2021, the General Circular No. 21/2021 dated December 14, 2021, the General Circular No. 02/2022 dated May 05, 2022, the General Circular No. 10/2022 dated December 28, 2022 and the General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India ("SEBI") (collectively referred to as "SEBI Circulars") and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India in respect of the Resolutions as set out in the Notice convening the 32nd AGM, do hereby submit the report as follows:

1. The Notice dated Thursday, August 01, 2024 of the 32nd AGM was sent to the Shareholders on Monday, August 05, 2024 through electronic mode whose email addresses were registered with the Company or the

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Depositories/ Depository Participants or Link Intime India Private Limited, the Company's Registrar and Transfer Agent ("RTA") in compliance with MCA Circulars and SEBI Circulars.

2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the 32nd AGM (collectively referred to as "E-voting"). For the purpose of E-voting, the Company had engaged the services of National Securities Depository Limited ("NSDL").
3. The Shareholders of the Company holding shares as on the "cut off" date i.e. Tuesday, August 20, 2024 were entitled to vote on the resolutions stated in the Notice of the 32nd AGM.
4. The period for remote e-voting commenced on Saturday, August 24, 2024 at 9:00 A.M. (IST) and ended on Monday, August 26, 2024 at 5:00 P.M. (IST). The remote e-voting module was disabled by NSDL for voting thereafter.
5. The facility for e-voting was made available for the Shareholders attending the meeting through VC/OAVM and who did not cast their vote through remote e-voting. The said facility was available for 15 minutes after the conclusion of the AGM.
6. After the closure of e-voting at the AGM, the report on the E-voting were unblocked, in the presence of two witnesses Ms. Shweta Gupta and Ms. Krishi Bafna, neither of whom are in the employment of the Company and generated from NSDL e-voting website www.evoting.nsdl.com.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to E-voting on the resolutions contained in the Notice of the 32nd AGM.
8. My responsibility as a Scrutinizer for the E-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions as set out in the notice of AGM.
9. The consolidated results of E-voting are enclosed as an **Annexure** to this report.

Thanking You,

For Mehta & Mehta
Company Secretaries

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by ASHWINI
MOHIT MOHIT INAMDAR
INAMDAR Date: 2024.08.29
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Ashwini Inamdar

Scrutinizer

FCS No: 9409

COP No: 11226

UDIN: F009409F001070590

Place: Mumbai

Date: August 29, 2024

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through E-voting were unblocked from NSDL e-voting website www.evoting.nsdl.com in our presence on Tuesday, August 27, 2024.



Name : Ms. Shweta Gupta

Address: : 201-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018



Name : Ms. Krishi Bafna

Address : 201-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018

Countersigned by

PRAJAKTA Digitally signed
by PRAJAKTA
ASHISH ASHISH POWLE
POWLE Date: 2024.08.29
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Prajakta Powle

Company Secretary

ACS - 20135

Person Authorized by Chairman

National Stock Exchange of India Limited

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, 2024, together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	145	179949174	15	43600809	160	223549983	99.9993
Votes against the resolution	2	1600	0	0	2	1600	0.0007
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.

Item No. 2: Ordinary Resolution

To declare final dividend on equity shares for the financial year ended March 31, 2024.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	149	179952274	15	43600809	164	223553083	100.0000
Votes against the resolution	0	0	0	0	0	0	0.0000
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.

Item No. 3: Ordinary Resolution

To appoint a Director in place of Shri. Tablesh Pandey (DIN: 10119561), who retires by rotation and being eligible, seeks reappointment, subject to approval of the Securities and Exchange Board of India (SEBI).

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	141	174527438	15	43600809	156	218128247	97.5828
Votes against the resolution	5	5403236	0	0	5	5403236	2.4172
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.

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