

August 31, 2023

Sub: Summary of the Proceedings of 11th Annual General Meeting (AGM) of National Securities Depository Limited.

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

In compliance with Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereof, we are enclosing herewith a summary of the proceedings of 11th AGM of the Company held on Thursday, August 31, 2023 at 11:00 a.m. (IST) through video conferencing/other audio-visual means.

Yours Faithfully,



Nikhil Arya

Company Secretary



Encl.: As above

Summary of the Proceedings of the 11th Annual General Meeting of National Securities Depository Limited

The 11th Annual General Meeting (AGM) of the Company was held on Thursday, August 31, 2023, through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with the provisions of the Companies Act, 2013 and rules issued thereunder read with various circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

The AGM commenced at 11:00 a.m. IST and concluded at 11:34 p.m. IST (including the time allowed for e-Voting during the AGM).

Mr. Parveen Kumar Gupta, Chairman of the Company, chaired the proceedings of the AGM. He welcomed the Members of the Company and informed that as NSDL has provided e-Voting facility for this meeting, there will be no voting by show of hands and there will not be any proposer/seconded for any resolution placed for voting.

The Chairman then introduced the following Board Members of the Company, who attended the AGM:

Sr. No.	Name of Director	Category	Chairmanship in Committee
1.	Ms. Padmaja Chunduru	Managing Director & CEO	-
2.	Prof. G. Sivakumar	Public Interest Director	Chairman of Nomination & Remuneration Committee
3.	Dr. Rajani Gupte	Public Interest Director	Chairperson of the Stakeholders Relationship Committee
4.	Mr. Shailendra Nadkarni	Non-Independent Director	-
5.	Mr. Madhu Sudan Sahoo	Public Interest Director	Chairman of the Audit Committee
6.	Mr. Sriram Krishnan	Non-Independent Director	-



The Chairman briefed the Shareholders of the Company on the profile of Mr. Madhu Sudan Sahoo and Mr. Sriram Krishnan and welcomed them on the Governing Board of NSDL. He also informed that the Executive Directors, Chief Financial Officer, Company Secretary and Compliance Officer of the Company were also attended the AGM.

It was further informed that Scrutinizers, representatives of Statutory Auditors, Internal Auditor and Secretarial Auditors had also joined AGM from their respective locations through VC.

A total of 9 Members (including authorised representatives) representing 15,53,95,860 equity shares attended the meeting as per the attendance records of the AGM. The requisite quorum being present through VC, the Chairman called the meeting in order and commenced the proceedings of the Meeting.

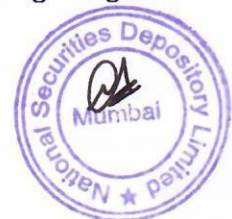
Mr. Nikhil Arya, Company Secretary briefed the Members with general instructions for attending the meeting through VC, process of e-voting at the meeting and other matters. He also informed that the Company had received questions pertaining to status of IPO, shareholding, annual report for F.Y 2022-2023 via e-mail which were adequately replied. Further, the Company had not received request from any shareholder for speaking during the AGM. Shareholders attending AGM may ask a question during the AGM by using 'Ask Question' option available on the web-casting page.

With the permission of the Members, the Chairman then informed that the Notice of the AGM along with the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and the report of the Board of Directors thereon, which were already circulated electronically, be taken as read.

The Chairman further informed that the Auditor's Report, forming part of the Annual Report, which was circulated electronically to the Members, did not contain any adverse qualification, observation or comment on financial transactions or matters.

The Managing Director & CEO apprised the Members on the state of affairs of the NSDL for the financial year 2022-2023.

The Chairman then informed the Members that shareholders were provided with an opportunity to cast their vote through remote e-Voting facility on the resolutions as set out in the Notice convening this AGM in accordance with the provisions of the Companies Act, 2013 and the Rules issued thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



The Chairman also informed the Members that Mr. Mihen Halani, of M/s. Mihen Halani & Associates (COP No.: 12015), Practicing Company Secretaries, was appointed as the Scrutinizer for scrutiny of the votes casted through the remote e-Voting platform and e-Voting during the AGM.

It was further informed that the voting results along with the scrutinizer's report shall be made available on the Company's website and on the e-Voting website of NSDL.

The following items of business as set out in the Notice convening the 11th AGM were recommended for Members' consideration and approval:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon	Ordinary
2.	To declare dividend on equity shares for the financial year ended March 31, 2023	Ordinary
3.	To appoint Mr. Shailendra Nadkarni (DIN: 03401830) as Non-Independent Director, of the Company who retires by rotation and being eligible, offers himself for re-appointment	Ordinary

The Chairman then informed that those members who had not cast their votes through remote e-voting and who were participating in AGM had an opportunity to cast their votes through the e-voting system provided by NSDL which was kept open for 15 minutes post conclusion of the AGM.

The Chairman thanked the Members and authorised representatives for their continuous support and for attending the AGM.



The Meeting concluded at 11.19 a.m. (IST) and thereafter the e-Voting facility was kept open for next 15 minutes as mentioned above. The Members who had not yet cast their votes were requested to vote.

After scrutiny of the votes, the Scrutinizer submitted his report. As per the report submitted by the Scrutinizer considering the votes cast through remote e-Voting and e-Voting at the AGM, all the aforesaid resolutions as set out in the Notice of the AGM were passed with requisite majority.

Thanking You,



Nikhil Arya

Company Secretary

