

EXTRACTS OF THE AGENDA OF THE 93RD MEETING OF THE BOARD OF DIRECTORS OF NATIONAL SECURITIES DEPOSITORY LIMITED HELD ON TUESDAY, AUGUST 13, 2024, AT 02.00 P.M. AT 6TH FLOOR, NAMAN CHAMBERS, G BLOCK, PLOT NO- C-32, BANDRA KURLA COMPLEX, BANDRA EAST, MUMBAI, MAHARASHTRA 400051.

1. Circular resolutions passed through circulation since last Board Meeting

Circular resolution No. 9/2024-25 dated 4th August 2024, passed with requisite majority on August 05, 2024:

To approve the settlement pursuant to Settlement Application filed in the matter of alleged non-compliance of Hon'ble Securities Appellate Tribunal Order dated October 12, 2022 by NSDL

The Governing Board in its meeting held on February 7, 2024 had advised to file an application with SEBI for settlement of the matter relating to the non-compliance of Hon'ble Securities Appellate Tribunal Order dated October 12, 2022 by NSDL.

SEBI issued the Show Cause Notice dated February 8, 2024 (SCN) alleging the following:

- a. Failure to act on the directions issued by the Hon'ble SAT vide its order dated October 22, 2022, and SEBI's email dated December 13, 2022;
- b. Deliberately misrepresenting the facts of the case in the affidavit dated November 30, 2023, filed before the Hon'ble SAT to present a picture to make NSDL's lapses appear less significant while shifting the onus of the non-compliance of the Hon'ble SAT's order on SEBI.

As per the advice of the Governing Board, the Management consulted M/s J. Sagar Associates, Advocates & Solicitors, and filed a settlement application on February 29, 2024, with SEBI in accordance with the SEBI (Settlement Proceedings) Regulations, 2018 to settle the violations alleged in the SCN, on a without prejudice basis without admission or denial of guilt.

Further, NSDL has also submitted a detailed reply to the SCN before the Adjudicating Officer, SEBI on April 12, 2024.

Recently, SEBI held an Internal Committee Meeting on July 29, 2024 to consider the settlement application filed by NSDL. During the meeting, the SEBI Officials suggested approx. Rs. 4,68,00,000/- as settlement amount based on calculations taking into account the alleged non-compliances by NSDL. NSDL's counsel made a detailed submission and



presented before the SEBI Internal Committee that there was no mis-representation in the affidavit and the matter can at best be considered as a matter of Investor Grievance and settled. The Counsel also requested SEBI to reconsider the settlement amount. Thereafter, SEBI Officials discussed internally and communicated the reduced settlement amount of approx. Rs. 3,12,00,000/-. NSDL has been granted 15 days' time to submit the revised settlement terms with proposed settlement amount. The copy of the SCN to be placed before the Board.

The approval of the Board is sought for filing the revised settlement terms with amount of Rs. 3,12,00,000.

2. Review of Product, Services and Revenue Stream

As per the Code of Conduct for Governing Board, directors, committee members and key management personnel prescribed under the revised SEBI (Depositories and Participants) Regulations, 2018 read with and SEBI circular dated June 25, 2024 on Statutory Committees at Market Infrastructure Institutions (MIIs), the Governing Board is required to:

review periodically all existing products, services, revenue streams.

In this context, NSDL has been enhancing its existing products and services on a regular basis in accordance with regulatory guidelines and business requirements. NSDL has undertaken a detailed review of its existing 25 services/products which contribute 99% of the operational revenue. Details of the same are placed at Table A. In addition to the above, review of 12 other services/products which are operational is also undertaken, where there is no revenue for NSDL.

ROC in the meeting held on October 26, 2023 had suggested exploring the possibility of generating revenue from those products/services and if required, taking up with SEBI, wherever these services are rendered at the behest of SEBI and no revenue is received by NSDL. In this regard, an internal review has been carried out and details of the same are placed below. On the basis of review, there are 6 products/services where revenue generation possibilities are there and the same are placed at Annexure B below. Further, 6 products/services where there is no possibility of revenue generation are placed at Annexure C below.



Table A

| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|--------------------|---------------|---------------|--|---|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| 1 | Custody Service | 18,752.73 | 20,591.66 | Through our depository services, we maintain details of allotment and transfer of ownership records of securities assets held with us through electronic book entries and provide a safe and secure environment for the storage of such securities. | No |
| 2 | Settlement | 5,417.65 | 6,452.83 | Through our depository system, we facilitate the transfer of securities held by investors through market transfers and off market transfers. Our network of depository participants assists their clients with carrying out such market and off-market transfer of securities. | Direct pay-out facility for clients registered for UPI Block facility is currently implemented as per regulatory mandate. This facility shall allow clearing corporation to directly credit securities to investor's demat account with appropriate entries / trail involving Clearing member and broker. The facility implemented on January-2024. SEBI has advised |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|--------------|---------------|---------------|--------------------------------|-------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | • | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | | depositories to |
| | | | | | include option to |
| | | | | | add beneficiary |
| | | | | | account in |
| | | | | | respect of demat |
| | | | | | account before |
| | | | | | executing off-mkt |
| | | | | | transfers. System |
| | | | | | changes for |
| | | | | | enabling the |
| | | | | | same through |
| | | | | | depository and e- |
| | | | | | services system |
| | | | | | were |
| | | | | | implemented on |
| | | | | | 1-January-2024. |
| 3 | Distribution | 3,848.16 | 5,304.14 | We facilitate issuers with | Digitisation is |
| | of non-cash | | | carrying out corporate | being carried out |
| | corporate | | | actions such as bonus etc. to | for submission |
| | benefits | | | investors. | and processing of |
| | | | | | corporate actions |
| | | | | | through Issuer |
| | | | | | Portal. |
| 4 | e-Voting/ | 3,288.63 | 3,556.54 | Our e-voting platform | The e-Voting |
| | e-AGM | | | primarily helps investors of | system is being |
| | | | | public listed companies to | customized for |
| | | | | cast their votes online and | conducting |
| | | | | actively participate in the | elections by |
| | | | | decision-making process. | Institute of |
| | | | | This platform also offers | Company |
| | | | | value added services such as | Secretaries of |
| | | | | live-streaming capabilities | India and |
| | | | | for meetings, instant voting | Institute of |
| | | | | results, e-notice services and | Chartered |
| | | | | other online voting services | Accountants of |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------|---------------|--|-----------------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | | FY 24 | • | the product / |
| | | | (Rs. In lacs) | | service |
| | | | | at annual general meetings. | India and same is |
| | | | | | under testing at |
| | | | | | user level. |
| | | | | | |
| | | | | | Re-write of the |
| | | | | | tab based |
| | | | | | e-Voting |
| | | | | | application was |
| | | | | | successfully |
| | | | | | carried out and |
| | | | | | implemented |
| | | | | | Automation of |
| | | | | | email campaign |
| | | | | | is developed and |
| | | | | | currently in |
| | | | | | closed user group |
| | | | | | testing. |
| | | | | | M. luica at a c |
| | | | | | Multifactor |
| | | | | | authentication |
| | | | | | for users is being |
| _ | Dladas | 729.16 | 2 050 54 | Our dans site was sourcions offer | planned. |
| 5 | Pledge | 729.10 | 2,859.54 | Our depository services offer | As part of SEBI |
| | | | | the flexibility for securities | Inspection |
| | | | | held in a depository account | observation, unconfirmed |
| | | | | to be pledged or hypothecated, enabling | pledge |
| | | | | or hypothecated, enabling clients to avail themselves of | instructions that |
| | | | | loan or credit facilities. The | are pending for |
| | | | | | _ |
| | | | | pledging of securities with us requires both the | pledgee confirmation for |
| | | | | borrower (pledgor) and the | more than 15 |
| | | | | lender (pledgee) to hold an | calendar days |
| | | | | | need to be auto |
| | | | | | cancelled in the |
| | | | | depository. | cancened in the |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|---|--------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | | NSDL Depository |
| | | | | | system. |
| 6 | Consolidate | 1,740.34 | 1,858.32 | CAS is a unique offering from | CAS has been |
| | d Account | | | NSDL that provides | enhanced to |
| | Statement | | | information of all securities | include details of |
| | (CAS) | | | held in dematerialized form | investments in |
| | | | | in a client's portfolio in a | the National |
| | | | | single statement. This | Pension System |
| | | | | includes investments in | based on opt-ins |
| | | | | equity shares, preference | by our |
| | | | | shares, mutual funds, bonds, | customers. |
| | | | | debentures, securitized | |
| | | | | instruments, | As per regulatory |
| | | | | money market instruments | mandate, |
| | | | | and government securities | investments in |
| | | | | held in demat form. CAS also | ZCZP |
| | | | | includes details of insurance | instruments shall |
| | | | | policies held in electronic | also be appearing |
| | | | | form through the National | in CAS |
| | | | | Insurance Repository of NDML. We also offer the | statements. |
| | | | | facility to view and download | Enhancement for |
| | | | | CAS through IDeAS on our e- | paid CAS facility |
| | | | | services portal. | is being worked |
| | | | | services portain | out wherein |
| | | | | | value added |
| | | | | | features will be |
| | | | | | implemented. |
| 7 | Depository | 440.46 | 1,147.67 | DAN is a secured internet- | Existing DAN |
| | Account | | | based interface enabling | APIs are |
| | Validation | | | subscribers to validate DP ID, | modified for |
| | (DAN) and | | | Client ID and PAN of | Direct Pay-out |
| | BENDEM | | | investors through a file | validation to |
| | | | | upload. We also provide this | ensure that |
| | | | | service through our API | client's demat |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|-------------------------------|-------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | - | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | stack. | account is |
| | | | | | correctly |
| | | | | | recorded at Stock |
| | | | | | Exchange and |
| | | | | | Clearing |
| | | | | | Corporation |
| | | | | | systems. |
| | | | | | As this is |
| | | | | | regulatory |
| | | | | | mandate, this |
| | | | | | would not be |
| | | | | | chargeable |
| | | | | | service as MIIs |
| | | | | | are consumer for |
| | | | | | the same. There |
| | | | | | was a |
| | | | | | representation |
| | | | | | from NSE, BSE |
| | | | | | and CCs to SEBI |
| | | | | | in this regard. |
| 8 | Margin | 1,118.67 | 1,142.78 | We have introduced a | Enhancement is |
| | Pledge | | | transaction in the depository | done wherein |
| | | | | system that allows clients to | client can |
| | | | | utilize their securities as | directly pledge |
| | | | | | the securities to |
| | | | | members. Through the | trading cum |
| | | | | process of marking a pledge | clearing member. |
| | | | | of securities, clients can | |
| | | | | provide their securities as | There is another |
| | | | | collateral to their trading | proposal |
| | | | | members. These pledged | currently being |
| | | | | securities can then be | discussed in ISF |
| | | | | | Forum. As part of |
| | | | | members to the clearing | this proposal, |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|----------------------------------|---------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | - | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | members and subsequently | invocation of |
| | | | | repledged by the clearing | margin pledge / |
| | | | | members to the clearing | MTF pledge or |
| | | | | corporation. This facilitates | auto-pledge |
| | | | | the posting of client | created for |
| | | | | collateral and ensures the | unpaid securities |
| | | | | segregation of client | (i.e., CUSPA |
| | | | | collateral at the clearing | Pledge) shall |
| | | | | corporation level, thereby | trigger |
| | | | | enhancing the safety and | generation of |
| | | | | security of clients' securities. | Early Pay-in |
| | | | | | (EPI) instruction |
| | | | | | for the next |
| | | | | | settlement. In |
| | | | | | case the |
| | | | | | obligation |
| | | | | | matching fails, |
| | | | | | the pledge shall |
| | | | | | be reinstated |
| | | | | | instead of making |
| | | | | | the securities |
| | | | | | available as free |
| | | | | | balance in client's |
| | | | | | demat account. |
| | | | | | The proposal is |
| | | | | | under discussion |
| | | | | | and approach is |
| | | | | | expected to be |
| | | | | | finalized by July- |
| | | | | | August '24. |
| 9 | Joining | 543.00 | 829.20 | We provide | Issuer Portal |
| | Service | | | dematerialization services to | enhancements |
| | | | | investors, listed and unlisted | wherein we are |
| | | | | issuers and registrar and | incorporating |
| | | | | transfer agents. | reminder emails, |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|------------------------------|--------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | • | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | | rejection emails |
| | | | | | and other |
| | | | | | payment details |
| | | | | | where Issuer & |
| | | | | | RTA can easily |
| | | | | | see the |
| | | | | | comments and |
| | | | | | take actions. |
| | | | | | |
| | | | | | We are also |
| | | | | | streamlining the |
| | | | | | process of |
| | | | | | ESBTR by |
| | | | | | onboarding IDBI |
| | | | | | Bank. |
| | | | | | |
| | | | | | Document |
| | | | | | screening |
| | | | | | automation that |
| | | | | | will help |
| | | | | | processing |
| | | | | | application faster |
| | | | | | and thereby |
| | | | | | reducing TAT. |
| 10 | Account | 718.98 | 732.88 | As a depository our core | Client |
| | Opening | | | depository function includes | Maintenance API |
| | and | | | the opening of demat | stack has been |
| | Management | | | accounts for demat holders | developed for |
| | | | | through depository | Account Opening |
| | | | | participants and providing | and Management. |
| | | | | various services including | |
| | | | | updating KYC details, | |
| | | | | nomination facility and | |
| | | | | updating demographic | |
| | | | | details. | |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|---------------------------------|-----------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| 11 | STEADY | 287.00 | 338.41 | Our internet-based facility | NSDL is |
| | (Securities | | | that enables encrypted | developing the |
| | Trading | | | straight-through processing | API based |
| | Information | | | of trade information to | integration |
| | Easy Access | | | market participants | facility for |
| | and | | | electronically. Through | STeADY users. |
| | DeliverY) | | | STeADY, electronic contract | |
| | | | | notes are made available to | |
| | | | | institutional investors and | |
| | | | | custodians for matching and | |
| | | | | settlement. | |
| 12 | Foreign | 306.00 | 318.34 | Through this service, listed | No |
| | Investment | | | issuers can appoint a | |
| | Limit | | | designated depository for | |
| | Monitoring | | | monitoring foreign | |
| | | | | investment in listed Indian | |
| | | | | entities. | |
| 13 | Non- | 1,674.07 | 312.62 | This is a specialized service | No |
| | Disposal | | | that allows Demat Account | |
| | Undertaking | | | holders to record NDUs in the | |
| | /Agreement | | | depository system. In | |
| | | | | relation to loan obligations | |
| | | | | undertaken by corporate | |
| | | | | debtors, NDUs are typically | |
| | | | | issued in favour of a lender as | |
| | | | | an undertaking by the | |
| | | | | promoter(s) of the corporate | |
| | | | | debtor | |
| | | | | not to transfer or otherwise | |
| | | | | alienate the security. | |
| | | | | Operating as a negative lien | |
| | | | | in favour of the lender, NDUs | |
| | | | | help ensure that the | |
| | | | | promoter(s) of the corporate | |
| | | | | debtor do not transfer the | |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|--|---------------|---------------|---|-----------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | • | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | shares held by it by way of outside arrangements resulting in the creditor | |
| | | | | losing access to significant assets of the promoter(s). | |
| 14 | Mutual Fund Service | 297.50 | 289.58 | Service of providing benpos and transaction feed on a daily basis in respect of TRACE units i.e. open ended funds. | No |
| 15 | Internet Based Demat Account Statement (IDeAS) | 146.31 | 137.72 | This is our secure internet service for account holders (and clearing members) having demat accounts with us to view their account balance and transaction history online. Through IDeAS, users also have the option to view transaction statements on a month-wise basis. | No |
| 16 | E-DAC | 39.06 | 114.53 | E-DAC is an internet service provide periodic reports of employees' holdings of their demat accounts. Such reports will be provided on periodic basis. The reports can be provided either for specific securities or for all the securities held by their employees in their demat accounts as required by the Company on employee consent. | No |
| 17 | Remat | 94.25 | 99.16 | Conversion of electronic | No |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|--------------|---------------|---------|--------------------------------|--------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | F | the product / |
| | | (Rs. In lacs) | | | service |
| | | | | record into physical | |
| | | | | certificates. | |
| 18 | Data | 64.22 | 92.10 | NSDL provides reference | No |
| | services | | | data services as a product to | |
| | | | | the market participants | |
| | | | | covering securities master | |
| | | | | information pertaining to | |
| | | | | corporate bonds and | |
| | | | | debentures, CP, CD, PTC and | |
| | | | | SR instruments in a | |
| | | | | structured file format for an | |
| | | | | easy integration with | |
| | | | | software & systems. | |
| 19 | Digital Las | 18.77 | 54.05 | Through this facility, clients | No |
| | | | | can avail loans by instantly | |
| | | | | pledging securities held in | |
| | | | | dematerialized form. | |
| | | | | NSDL has extended the | |
| | | | | service for Third Party LAS. | |
| | | | | The facility is being enhanced | |
| | | | | to integrate DAN and TPLAS | |
| | | | | API. | |
| 20 | Change of | 49.00 | 32.20 | Facility is being provided to | No |
| | RTA | | | Issuers for change in RTA | |
| 21 | IEPF Value | 28.32 | 28.86 | Value Added service | No |
| | Added | | | provided for holding and MIS | |
| | Services | | | report | |
| 22 | Submission | 12.27 | 28.40 | This facility enables clearing | NSDL is |
| | of Power of | | | members to digitally submit | enhancing the |
| | attorney | | | signed instructions to | SPICE facility for |
| | based | | | depository participants | Mutual Fund |
| | Instructions | | | through SPEEDe, thereby | redemption |
| | for Clients | | | eliminating the need to | orders routed |
| | Electronical | | | provide paper-based | through stock |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|--------------------------------|--------------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | ly (SPICE) | | | delivery instructions. These | exchange |
| | | | | instructions can be | platform. |
| | | | | submitted based on power of | |
| | | | | attorney or demat debit and | |
| | | | | pledge instructions or | |
| | | | | electronic delivery | |
| | | | | instruction slips. | |
| 23 | Tax Service | 27.50 | 28.00 | Our Company's tax services | The facility is |
| | | | | offer an efficient solution to | enhanced for |
| | | | | market participants by | non-custodian |
| | | | | establishing a repository of | non-individual |
| | | | | investor-related documents, | clients to upload |
| | | | | including those from mutual | their documents |
| | | | | funds, insurance companies | on NSDL |
| | | | | and FPI clients which can be | platform directly. |
| | | | | shared with companies | |
| | | | | declaring dividend and | |
| | | | | interest payments. By | |
| | | | | leveraging information and | |
| | | | | documents available with us, | |
| | | | | companies can determine the | |
| | | | | applicable withholding tax | |
| | | | | rate and applicable TDS rate | |
| | | | | for dividend and interest | |
| | | | | payments based on the | |
| | | | | investor category. | |
| 24 | Restricted | 1.30 | 7.10 | Enable AIF to permit transfer | Fees was |
| | Transfer | | | of units and creation of | introduced w.e.f. |
| | Facility | | | encumbrances on ISIN | June 10, 2024 |
| | | | | marked as restricted | |
| | | | | transfer. | |
| 25 | Speed-e | 4.05 | 3.01 | A common internet | No |
| | | | | infrastructure facility used | |
| | | | | exclusively by our depository | |
| | | | | participants to provide | |



| Sr. | Particulars | Revenue | Revenue | Product/Service | Enhancements |
|-----|-------------|---------------|---------------|------------------------------|-----------------|
| No. | | Stream | Stream | description | done/planned to |
| | | FY 23 | FY 24 | | the product / |
| | | (Rs. In lacs) | (Rs. In lacs) | | service |
| | | | | depository services to | |
| | | | | clients. Through SPEED-e, | |
| | | | | account holders and clearing | |
| | | | | members can submit | |
| | | | | delivery instructions to | |
| | | | | depository participants | |
| | | | | electronically instead of | |
| | | | | using delivery instruction | |
| | | | | slips in paper form. | |

Annexure B

| Product | Description | Review |
|-----------|--|---|
| | | Status |
| Common | The Government of India vide its notification dated | NSDL has |
| Applicati | January 27, 2020 notified the Common Application Form | started 3% |
| on Form | (CAF) for the purpose of Registration of Foreign Portfolio | limit |
| for FPIs | Investors (FPIs) with SEBI, Allotment of PAN and | monitoring |
| and FPI | Carrying out of KYC for opening of Bank & Demat | of FPI |
| Monitor | Account. | investment |
| | | in APEX |
| | As per SEBI notification dated January 7, 2014 regarding | company. |
| | SEBI (Foreign Portfolio Investors) Regulations, 2014, | |
| | FPIs Regime has commenced from June 1, 2014. | NSDL has |
| | Accordingly, NSDL has developed a web-based system | automated |
| | viz., FPI Monitor (www.fpi.nsdl.co.in) for the Designated | the process |
| | Depository Participants (DDP) to register their FPI | of grouping |
| | applicants online and obtain FPI registration number | of FPI as |
| | based on API technology from NSDL setup with SEBI, | per SEBI |
| | along with issuance of FPI certificate for the applicant. | regulation. |
| | As ner SERI guidelines NSDL is monitoring investments | |
| | | |
| | | |
| | _ | |
| | Common Applicati on Form for FPIs and FPI | Common The Government of India vide its notification dated Applicati January 27, 2020 notified the Common Application Form (CAF) for the purpose of Registration of Foreign Portfolio Investors (FPIs) with SEBI, Allotment of PAN and Carrying out of KYC for opening of Bank & Demat Monitor Account. As per SEBI notification dated January 7, 2014 regarding SEBI (Foreign Portfolio Investors) Regulations, 2014, FPIs Regime has commenced from June 1, 2014. Accordingly, NSDL has developed a web-based system viz., FPI Monitor (www.fpi.nsdl.co.in) for the Designated Depository Participants (DDP) to register their FPI applicants online and obtain FPI registration number based on API technology from NSDL setup with SEBI, |



| | | a light of annual had light of a contract of the light of the contract of the light of the contract of the con | |
|---|----------|--|--------------|
| | | a listed or to be listed company on a fully diluted basis at | |
| | | any time. Further, NSDL is monitoring FPI / FPI Group | |
| | | Equity AUM investment limit of INR 25,000 crore in | |
| | | Indian Market. | |
| 2 | Security | NSDL introduced a blockchain-based security and covenant | NSDL will |
| | & | monitoring platform for debentures that enables issuers | continue to |
| | Covenant | and debenture trustees to manage the entire life cycle of | pursue |
| | Monitori | corporate bonds from issuance to redemption, and to | with SEBI |
| | ng | facilitate the monitoring of securities and its covenants. | on the |
| | Platform | NSDL had proposed to SEBI on April 3, 2023 to apply | proposal |
| | (DLT) | following charges to Issuers for Security & Covenant | for DLT |
| | | Monitoring Platform: | charges. |
| | | One time Onboarding Charge: Rs. 1 lac per Issuer | |
| | | One time transaction charge @ 0.02% of Issuance Value | NSDL has |
| | | applicable at the time of issuance. | made |
| | | Annual Maintenance Charge: Rs. 25,000/- per Issuer | enhanceme |
| | | During the meeting held at SEBI on April 3, 2023, SEBI had | nts to |
| | | asked NSDL to put up an upper cap on transaction charges. | certain |
| | | NSDL vide letter dated May 18, 2023, had informed SEBI | modules as |
| | | that transaction charges proposed have been reduced from | part of |
| | | 0.02% to 0.01% on issued amount for the lifetime of the | Periodic |
| | | bond and an upper cap was also proposed slab wise in line | Due |
| | | with SEBI suggestions as per the below table and requested | |
| | | SEBI to consider the aforesaid proposal and provide the | process. |
| | | approval to implement the charge from October 1, 2023 | |
| | | Slab (In crores of Issunace Value) | NSDL is |
| | | 0 100 0.010% 1,00,000.00 25,000.00 100 500 0.010% 1,00,000.00 5,00,000.00 2,50,000.00 100 100 100 100 100 100 100 100 1 | setting up a |
| | | 500 1000 0.010% 5,00,000.00 10,00,000.00 5,00,000.00 10,00,000.00 5,00,000.00 10,00,000.00 | reporting |
| | | NSDL vide letter dated December 4, 2023 has requested | module for |
| | | | 277 |
| | | implementation. | officials to |
| | | One time Onboarding Charge: Rs. 1 lac per Issuer | access |
| | | One time transaction charge @ 0.01% of Issuance Value | platform's |
| | | applicable at the time of issuance with an upper-cap | data in a |
| | | specified below: | defined |
| | | Slab (In crores of Issunace Value) | format. |
| | | 0 100 0.010% 1,00,000.00 25,000.00 100 500 0.010% 1,00,000.00 2,50,000.00 500 1000 0.010% 5,00,000.00 10,00,000.00 5,00,000.00 | This is |
| | | 300 1000 0.010% 3,00,000.00 10,00,000.00 5,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 10,00,000.00 | expected to |
| | | Annual Maintenance Charge: Rs. 25,000/- per Issuer | be released |
| Ш | | <u> </u> | |



| | | Further, NSDL MD has sent letter dated January 15, 2024 to | in August |
|---|----------|---|--|
| | | SEBI Chairperson on DLT update and request for | 2024. |
| | | commercialization of the services. | |
| | | | |
| | | Further, NSDL MD has sent a letter dated April 23, 2024 to | |
| | | ED Shri Paramod Rao and submitted the revised proposal: | |
| | | | |
| | | Rs. 1 lac per Entity as One time Charge | |
| | | Annual Infrastructure Charges: Rs. 25,000/- per entity per | |
| | | year | |
| | | NSDL reserves the right to charge such fees to market | |
| | | participants covering CRAs, lenders etc. with the release of | |
| | | required modules on the DLT platform. | |
| | | | |
| | | Annual Fees for Recording & Monitoring based on | |
| | | Outstanding Issue Size applicable to Issuers: | |
| | | Model based on | |
| | | Outstanding Issue | |
| | | Size | |
| | | Slab Range Applicable Fees (Rs.) | |
| | | Upto 250 Crs 25,000 | |
| | | Above 250 - 500 Crs 50,000 | |
| | | Above 500- 1000 Crs 1,00,000 | |
| | | Above 1000 Crs- 500 3,00,000 | |
| | | Above 5000 Crs 10,00,000 | |
| | | | |
| | | Further on July 25, 2024, SEBI ED Shri Pramod Rao had | |
| | | requested to provide more information on ISIN fees charged | |
| | | by NSDL, listing fees charged by Exchanges and details on | |
| | | the number of issuers fall under various fee slabs for the | |
| | | purpose of back-testing. | |
| 3 | Cash | NSDL process interest payments on government bonds and | NSDL is in |
| | Benefit | sovereign gold bonds to investors holding these securities | discussion |
| | Services | in demat accounts with depository participants registered | with SEBI |
| | | with NSDL. | for issuing |
| | | | necessary |
| | | SEBI has issued Consultation Paper on Distribution of | guidelines |
| | | Benefits through Depositories on April 18, 2016. | mandating |
| | | | issuers |
| 3 | Benefit | NSDL process interest payments on government bonds and sovereign gold bonds to investors holding these securities in demat accounts with depository participants registered with NSDL. SEBI has issued Consultation Paper on Distribution of | discussion with SEBI for issuing necessary guidelines mandating |



| | | | of listed |
|---|----------|--|--------------|
| | | | debt |
| | | | securities |
| | | | to make |
| | | | distribution |
| | | | of interest |
| | | | and |
| | | | redemption |
| | | | proceeds |
| | | | to their |
| | | | investors |
| | | | through |
| | | | depositories |
| | | | In |
| | | | subsequent |
| | | | phases, |
| | | | distribution |
| | | | of dividend |
| | | | for listed |
| | | | equities |
| | | | can be |
| | | | explored. |
| 4 | System | , | As advised |
| | | | by SEBI, |
| | Disclosu | promoter to Stock Exchanges pursuant to SEBI Guidelines | NSDL is |
| | re | | determinin |
| | | Currently, NSDL is not charging any fee to Issuers for SDD. | _ |
| | | However, NSDL had started levying charges to Issuers w.e.f | |
| | | , and the second | under SEBI |
| | | dated May 16, 2017 advised NSDL to discontinue levying | |
| | | fees towards system driven disclosure. Thereafter, NSDL | |
| | | has received an email from SEBI dated July 12, 2018 | and |
| | | | sharing |
| | | towards system-driven disclosures during the F.Y. 2016-17 | with |
| | | without any further delay. NSDL represented to SEBI on the | _ |
| | | rationale of SDD charges. But, SEBI rejected NSDL | |
| | | representations every time. Accordingly, NSDL had to | |
| | | discontinue levying charges towards SDD and had to refund | |
| | | the fees collected for the same. | April 1, |



| | | | 2024 |
|---|-----------|--|--------------|
| | | | onwards. |
| 5 | MF | SEBI vide its circular no. SEBI/HO/IMD/IMD- | NSDL is |
| | Central | , , , | working |
| | | guidelines in respect of RTA inter-operable Platform for | on |
| | | | developing |
| | | transactions / service requests. The aforesaid guidelines | 1 0 |
| | | issued in order to make it more convenient to the existing | |
| | | and future investors to transact and avail services while | ^ |
| | | invested in Mutual Funds. NSDL has implemented the PAN | data to DPs |
| | | based API mechanism for providing the details for holding | or other |
| | | and transactions in respect of Mutual Funds held in NSDL | |
| | | | intermedia |
| | | are providing the said information on MF Central portal | ries who |
| | | (https://www.mfcentral.com/). | would like |
| | | | to offer a |
| | | | service to |
| | | | clients on |
| | | | viewing |
| | | | their |
| | | | holding |
| | | | details. |
| | | | |
| | | | NSDL will |
| | | | charge the |
| | | | DPs/Other |
| | | | Market |
| | | | Intermedia |
| | | | ries for |
| | | | providing |
| | | | this service |
| | | | in respect |
| | | | of their |
| | | | clients. |
| 6 | Account | SEBI vide its circular | NSDL has |
| | Aggregato | SEBI/HO/MRD/DCAP/P/CIR/2022/110 dated August 19, | _ |
| | | 2022 regarding "Participation as Financial Information | integrated |
| | | Providers in Account Aggregator framework" directed | with 13 |
| | | Depository for (FIP), NSDL has actively taken the role of an | AA and |



| | FIP in the Account Aggregator Framework. NSDL has | providing |
|--|--|-------------|
| | operationalised AA framework with 11 Account | the data to |
| | Aggregators (AA) as of now. The data is forwarded to the | FIUs |
| | Account Aggregators based on the clients' consents. | through |
| | | AA. |
| | | |
| | | NSDL has |
| | | migrated |
| | | to REBIT |
| | | v2.0.0. |

Annexure C

| SR | Product | Description | Review Status |
|------|------------|---|--------------------------------|
| JIX. | Troudet | Description | neview status |
| 1 | SPEEDe | With mobile being omnipresent in | 1) Client Master Report |
| | Mobile App | today's life, NSDL has developed a | (CMR): Clients can now |
| | | Mobile App for investors that provides | download digitally signed |
| | | information of all securities held in | Client Master Report online |
| | | dematerialized form in a NSDL demat | |
| | | account. Mobile App also provides | 2) Download of NSDL e-CAS: |
| | | facility to submit delivery instructions, | Clients can now access NSDL |
| | | Submit Mutal Funds Redemption | e-CAS for the past twelve |
| | | instruction, Online nomination, | months online. |
| | | Confirm off Market Instructions, e- | |
| | | Voting and others. | 3)Enhanced e-Voting: Clients |
| | | | can access the e-Voting pages |
| | | | of different ESPs directly via |
| | | | the NSDL SPEED-e Mobile App |
| | | | using a single sign-on (SSO) |
| | | | |
| | | | 4) Add Beneficiary for Off- |
| | | | Market Transfer: Clients can |
| | | | add Target Beneficiary details |
| | | | thorugh NSDL SPEED-e |
| | | | Mobile app |
| | | | Thoro is no apporturity to |
| | | | There is no opportunity to |
| | | | charge as SEBI had asked |



| 2 | NSDL India I | A Comprehensive data platform for Indian Corporate Bonds & Debentures. | NSDL to withdraw charges in respect of SPEED-e facility levied to client so as to promote online DIS submission to clients of all DPs. This is a public website and no scope for charges to levied on Issuers. NSDL has rolled out the End of Day data services comprising of Corporate Bonds data |
|---|--------------|---|--|
| | | | available on the IndiaBondInfo platform. |
| 3 | transactions | NSDL system. | alert to investors as a risk mitigation mechanism so that investors will come to know about credits and debits of securities happening in their demat ac. Subsequently, SEBI had also advised depositories to send SMS alerts for specific activities viz; change of mobile no, change of email id etc. Hence, SMS alert being a regulatory requirement, there is no scope to charge. |
| 4 | <u> </u> | NSDL monitors shareholding limit of listed MIIs i.e., BSE, CDSL & MCX | NSDL had charged for this but one of the exchanges made representation to SEBI and SEBI had issued letter to NSDL that since it is regulatory requirement and therefore NSDL cannot charge the same. |



| 5 | Restriction | Restricting transaction in demat | NSDL had approached the |
|---|-----------------|---|------------------------------|
| | Transactions u | accounts of Designated Persons by | other depository for joint |
| | PIT regulation: | freezing of PAN at security level (ISIN | proposal to SEBI for levying |
| | | level freeze) for companies under Nifty | charges but the other |
| | | 50 or Sensex 30 and all listed | depository is not inclined |
| | | companies. | towards the proposal. NSDL |
| | | | will again pursue with the |
| | | | other depository for making |
| | | | a joint proposal for levy of |
| | | | charges |
| 6 | Monitoring | NSDL monitors daily FPI Investment | There is no scope to charge |
| | FPI | Limits in Corporate Bonds as per SEBI | |
| | Investment for | circular CIR/IMD/FIIC/6/2013 dated | |
| | corporate | April 1, 2013. The custodians report | |
| | bonds | daily trades of FPIs in corporate debt | |
| | | and the data on FPI debt utilization | |
| | | status is disseminated on a daily basis | |
| | | on NSDL website. | |

To be reviewed by the Board as per SEBI (Depositories and Participants) Regulations, 2018.

The Board is requested to review the same.

3. To review the fees and charges

As per Regulation 31(4) of SEBI (Depositories and Participants) Regulations, 2018 read with SEBI Circular dated June 25, 2024 on Statutory Committees at Market Infrastructure Institutions (MIIs), the fees and charges levied by a depository shall be placed before the Regulatory Oversight Committee of the depository to "Review the fees and charges levied by a Depository including comments on its appropriateness, on a periodic basis as well as each time there is change."

NSDL regularly reviews charges and makes necessary changes as and when required. NSDL has undertaken a detailed review of its top 20 revenue items which contributed 97% of operational revenue during FY 2023-24.

During the ongoing charge review, NSDL also reviewed charges which falls under the ambit of SEBI circular no. SEBI/HO/MRD/TPD-1/P/CIR/2024/92 on "Charges levied by Market Infrastructure Institutions – True to Label" dated July 1, 2024. Currently,



settlement fee for debit instructions is the only fee which has a slab-based charge structure and recovered by many Depository Participants from end clients. Hence, necessary exercise has been taken up to comply with SEBI circular in respect of settlement fees for debit instructions. It may be noted that as far as Settlement fee is concerned, NSDL moved from flat fee structure to slab-based settlement fees only in the last year i.e. in the FY-2023-24.

Further, in the backdrop of SEBI circular no. SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2024/91 dated June 28, 2024 wherein SEBI enhanced the limits of coverage for BSDA from the current $\stackrel{?}{_{\sim}}$ 4 lakhs to $\stackrel{?}{_{\sim}}$ 10 lakhs, it is felt that Annual Custody fees also need to be revised so as to effectively pass on the benefits envisaged under the said SEBI circular.

Accordingly, the revisions proposed to be made in respect of settlement fees for debit instructions and Annual Custody Fees are covered in this review note. In respect of all other fees and charges, there is no change proposed.

A. Settlement Fee

With reference to the SEBI Circular no. SEBI/HO/MRD/TPD-1/P/CIR/2024/92 on "Charges levied by Market Infrastructure Institutions – True to Label" dated July 1, 2024, SEBI has directed MIIs to comply with the following additional principles while designing the processes for charges levied on their members which are to be recovered from the end clients:

- a. The MII charges which are to be recovered from the end client should be 'True to Label' i.e. if certain MII charge is levied on the end client by members (i.e. stockbrokers, depository participants, clearing members), it should be ensured by MIIs that the same amount is received by them.
- b. The charge structure of the MII should be uniform and equal for all its members instead of slab-wise viz. dependent on volume/activity of members.
- c. To begin with, the new charge structure designed by MIIs should give due consideration to the existing per unit charges realized by MIIs so that the end clients benefit with the reduction of charges.

The current charge structure of Settlement Fees is as follows:

A settlement fee as per the below mentioned rate for debit instruction in a Client's account shall be charged to the Participant of the Client.



| Sr. | Tariff for Debit Instruction - Monthly Settlement | Rate per debit |
|-----|---|-------------------|
| No. | Fee Bill Amount between (@ Rs. 5.00 per | Instruction (Rs.) |
| | transaction) | |
| 1 | Less than Rs. 1,00,000 | 5.00 |
| 2 | Rs. 1,00,001 to Rs. 10,00,000 | 4.75 |
| 3 | Rs. 10,00,001 to Rs. 25,00,000 | 4.50 |
| 4 | Rs. 25,00,001 to Rs. 1,00,00,000 | 4.25 |
| 5 | More than Rs. 1,00,00,000 | 4.00 |

There are two principles that were enshrined in SEBI circular. One, it should be uniform and equal for all clients instead of a slab structure based on the volume of transactions and end client must benefit with the reduction in charges. To achieve these objectives, the revenue earned for FY 2023-24. Based on the analysis, it was determined that NSDL achieves revenue neutrality at ₹ 4.50 per debit instruction. Keeping the other objective in mind, multiple options were analyzed, as summarized below:

| Impact Summary Table | | | |
|----------------------|---|--|---|
| Depository | Flat fee per debit instruction (Amt. in ₹) | Impact on Revenue (Amt. in ₹ Crore) | No. of Debit Instructions (Figure in crore) |
| | 4.50 | 1.21 | 14 |
| NSDL | 4.25 | -2.29 | 14 |
| | 4.00 | -5.79 | 14 |

It may be mentioned that at present, five depository participants currently benefit from a slab-based fee structure, paying $\stackrel{?}{}$ 4.25 per debit transaction based on monthly volume and one depository participant benefited from the slab-based fee of $\stackrel{?}{}$ 4.00 for few months during the FY 23-24.

After considering all the above, it is proposed to levy a flat fee of ₹ 4.00 per debit instruction. The proposed fee will ensure not only ensure that top DPs continue to enjoy the lower fees but will allow other smaller DPs also get the price benefit which will be passed on to the clients as per SEBI's proposal. Though, based on the volumes for the previous financial year 2023-24, it is projected that NSDL might incur a loss, but looking at the current trend of increased market activity, it can be reasonably assumed that the losses would be minimized at the end of FY 25.

Introduction of a special fee waiver for a category of investors:

NSDL has always been educating all classes of investors about the benefits of holding securities in a demat account, especially the young investors. NSDL runs a special



program called 'Market ka Eklavya' for students to get introduced into securities market. Moreover, in the last few years, it is observed that a large number of young investors have shown interest in the securities market. During the past three years, out of the total accounts opened, 27% of them are youth investors under the age of 24, details as follows:

| Youth Accounts | | | | |
|------------------|-------------------------|---------------------------------|----------|--|
| Financial Year | Count of Demat Accounts | Total Accounts opened in | % of | |
| rillaliciai feai | opened where Age<24 | NSDL | Accounts | |
| 2021-2022 | 16,54,105 | 56,33,156 | 29% | |
| 2022-2023 | 15,26,462 | 54,72,603 | 28% | |
| 2023-2024 | 11,46,782 | 50,78,734 | 23% | |
| Total | 43,27,349 | 1,61,84,493 | 27% | |

KRA records of NSDL Database Management Limited (NDML) also show a similar pattern wherein out of total records uploaded during the past three years, 32% of the investor records are below the age of 24 years.

A similar trend is observed industrywide as well, wherein the median age of the investor has come down year-on-year indicating increased awareness amongst young investors. This is also substantiated by the fact that the median age for unique client accounts at NSE has come down from 38 years to 32 years out of which 40% are below the age of 30 years.

Looking at this encouraging trend of young investors taking active part in the securities market, NSDL would like to give an additional impetus to further encourage young investors below the age of 24 years by offering a settlement fee holiday for a period of three years from the date of opening the demat account. This waiver will be applicable for all the new accounts that are opened within one year from the launch of youth plan. This will be initially offered for a year and will be subject to a review.

The proposed changes align with the requirements outlined in the SEBI circular. To facilitate implementation, NSDL will inform its depository participants of the need to separately disclose settlement fees. DPs will retain the discretion to charge their own fees independently, in accordance with their business models.

In view of the above, it is proposed to levy a fee of $\stackrel{?}{\sim} 4.00$ per debit instruction. It is further proposed not to levy the above fee on the youth accounts wherever the first holder is below the age of twenty-four years, for a period of three years from the date of opening a new demat account within a period of one year from the launch of youth plan.



Rationale:

- I. The change in the settlement fee as proposed above is being done as per SEBI circular on True-to-label charges
- II. The need is felt to link the charges to the market realities based on revenue neutrality
- III. Adoption of the flat fees as proposed above will ensure that the end investor gets clarity about NSDL charges for settlement fees and have no negative impact to them, in fact, most of the clients would gain due to reduction of charges by NSDL.
- IV. It will promote NSDL demat account amongst the youth investors.

Impact:

For the fiscal year 2023-24, settlement fees derived from debit to client account transactions amounted to Rs. 61.78 crore. An estimated revenue reduction of \$ 5.79 crore is anticipated from the proposed fee changes based on the preceding year's transaction volume.

Further, a reduction in revenue is also anticipated due to proposed changes in settlement fees for investors below the age of 24 years.

The Board is requested to approve the proposed new flat settlement fees and amendment to the Business Rules as detailed in Annexure B to be placed before the Board.

B. Annual Custody fee

SEBI Circular CIR/MRD/DP/05/2011 dated December 9, 2015, prescribing the Annual Custody Fee (ACF) to be collected by the depositories from the issuer companies. The Annual Custody Fee (ACF) is being levied on all Issuers of listed securities since financial year 2005-06 as per the rates prescribed by SEBI. Based on representations made by depositories, SEBI had periodically revised the ACF. SEBI revised the ACF vide its circular dated February 10, 2009, with effect from 2009-10 (from Rs 5 per folio to Rs 8) and later vide its Circular dated December 9, 2015, with effect from 2015-16 (from Rs 8 per folio to Rs 11).



At present, an issuer shall pay an Annual Custody Fees at the rate of ₹ 11 per folio (ISIN position) in NSDL, subject to a minimum amount as mentioned below, plus taxes as applicable (TABLE 1 below):

| TABLE 1 | |
|--|---------------|
| Nominal Value of admitted securities (Amt. in ₹ crore) | Amount (in ₹) |
| ≤ 2.5 (applicable only for issuers of unlisted shares) | 5,000 |
| > 2.5 - ≤ 5 | 9,000 |
| > 5 - ≤ 10 | 22,500 |
| > 10 - ≤ 20 | 45,000 |
| > 20 | 75,000 |

It may be added that the aforesaid revision in per folio charges was made consequent to the representation by NSDL vide its letter dated March 14, 2014, wherein NSDL had represented for an increase from the then existing Rs 8 per folio to Rs 12 per folio. While the per folio charges were increased to Rs 11, SEBI had also stipulated a condition that 20% of the incremental revenue may be paid by way of incentives to the DPs for opening BSDA accounts as per the scheme specified in the SEBI circular.

SEBI vide its circular SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2024/91 dated June 28, 2024, has enhanced the BSDA limits from the current ₹ 4 lakhs to ₹ 10 lakhs.

With the ever-increasing thrust of the depository participants to reach out to more and more new investors and as a part of financial inclusion, NSDL and its DPs continuously educate investors about the benefits of opening a BSDA demat account for promoting holdings in demat. A much larger number of demat accounts are expected to become eligible year-on-year to be marked as BSDA and get incentive in both the payout categories viz AMC based, and ISIN based. It is expected that in the FY 2033-2034 i.e. 10 years from now, approximately 1.4 crore BSDA accounts as against 30 lac accounts currently would get eligible to receive incentive and per year BSDA payout would increase from ₹4 crore approximately currently to ₹ 18 crore approximately. One section of the investors which are non-BSDA would continue to contribute towards BSDA corpus through its listed issuers to the extent of 20% of earlier increase of ₹ 3 per folio only, which would not be sufficient enough in years to come and the amount lying in BSDA corpus would get depleted at a much faster pace if steps are not taken to increase the fee base to cater to the estimated future payouts.

Further, Over the past nine years, NSDL has experienced a steady increase in administrative and operational expenditures. Despite this upward trend, the Annual



Custodial Fee (ACF), which constitutes the majority of our revenue, has remained unchanged. Past revisions to the ACF have failed to adequately compensate for rising costs across all facets of our operations, including human resources, technology, and general administrative expenses which is also evident from the consumer price index. The per unit folio fee adjusted to inflation index is around ₹7.69 in real terms considering 2015-2016 as the base year as the value of money has decreased by ₹3.30 since the revision was allowed by SEBI from ₹8 per folio to ₹11 per folio in the year 2015. As per the index, NSDL ACF fees should be increased to at least ₹15.72 per folio to adjust to the inflation and equate to ₹11 per folio in real terms. Further, the overall cost of operations of NSDL has tripled since FY 2015-16 with an increase of nearly 200%.

The average amount of BSDA incentive borne by revenue earning accounts is \$ 1.36 for the year ending 2023-24 which is expected rise up to \$ 5.05 at the end of FY 28-29. The average amount to be paid per BSDA account is also expected to increase from the current \$ 12.75 to \$ 47.25.

There are multiple factors which currently necessitate an increase of ACF fee, but the above two factors are most critical out of lot for the said proposal to be taken forward.

The aforesaid analysis shows that increase in ACF should be \ge 8.41 (\ge 4.72 plus \ge 3.72) per folio based on the following (Annexure D)

- (i) inflation based ₹ 4.72 (15.72 minus ₹ 11): and
- (ii) increase in average payout from revenue accounts ₹ 3.79 (₹ 5.05 minus ₹ 1.36)

As stated above, SEBI has increased the Annual Custody Fee (ACF) at periodic intervals. Since the last revision was made nine years ago, we submit that it is necessary to increase the ACF. As such, we submit herein below a proposal to SEBI for increase in ACF with effect from the financial year 2025-26. We wish to submit the following for consideration of SEBI:

To increase ACF to Rs.15 (fifteen) per folio from ₹11 (Eleven) per folio currently and also increase minimum billing for the issuers as mentioned below. Further, the existing 20% BSDA incentive out of incremental revenue from such increase in the ACF (both per folio and minimum fees) would also be continued as is by way of incentives to the DPs for opening BSDA accounts as per the scheme specified in the SEBI circular.



ANNUAL CUSTODY FEE

i. a) An Issuer shall pay an annual custody fee at the rate of ₹ 15 per folio (ISIN position) in NSDL, subject to a minimum amount as mentioned below, plus taxes as applicable:

| Nominal Value of admitted | Amount (in ₹) | Amount (in ₹)- Proposed |
|---------------------------------|---------------|-------------------------|
| securities (Figures in ₹ crore) | | |
| ≤ 5 | 9,000 | 14,000 |
| > 5 - ≤ 10 | 22,500 | 34,000 |
| > 10 - ≤ 20 | 45,000 | 68,000 |
| > 20 | 75,000 | 1,15,000 |

i. b) An Unlisted company shall pay an annual custody fee at the rate of ₹ 15 per folio
 (ISIN position) in NSDL, subject to a minimum amount as mentioned below, plus taxes as applicable:

| Nominal Value of admitted securities (Figures in ₹ crore) | Amount (in ₹) |
|---|---------------|
| ≤ 2.5 (applicable only for issuers of unlisted shares) | 5,000 |
| > 2.5 - ≤ 5 | 9,000 |
| > 5 - ≤ 10 | 22,500 |
| > 10 - ≤ 20 | 45,000 |
| > 20 | 75,000 |

Rationale:

- I. The said changes will result in additional payout of BSDA incentive to the Depository Participants as the count of eligible accounts in the current and forthcoming years would increase manifold. BSDA incentive is paid in computed broadly in two categories viz AMC-based incentive (new clients) and ISIN-based incentive (existing and new clients). It may be mentioned that nearly 30 lakh demat accounts were eligible for BSDA incentive during the FY 2023-24 in both the categories. With the implementation of new circular, much larger number of demat accounts would qualify for BSDA incentive. This is more so because approximately 84% of the incremental demat accounts that are opened in NSDL have a unique PAN.
- II. NSDL has always been implementing digitalised processes and better service solutions for all its stakeholders. Issuer companies are one such important stakeholder which are directly benefited from improved depository services. The



increase in the ACF would further ensure that NSDL continue to provide best of its services to issuers.

III. Such increase would ultimately benefit shareholders and investors.

Impact

Since, the SEBI circular on BSDA would get implemented from September 1, 2024, it is expected that higher payout would be done for eligible accounts in the existing financial year itself. A total of ₹ 7 crore against BSDA incentive might have to be distributed, as much larger number of accounts would be marked under BSDA category.

The Board is requested to approve the proposed increase in the annual custody fees as below as detailed in Annexure C to be placed before the Board.

Details on Review of various charges levied by NSDL

Based on the review, no changes are proposed in all the charges mentioned in detailed review as below, except in Settlement Fee and Annual Custody Fee.



| Sr. No | Particulars | Current Charge S | tructure | Rationale | 2022-23 | 2023-24 | Review Status |
|----------|--------------|----------------------|---------------------|--|------------|------------|-------------------------------|
| | | 8 | | | (Amt. in ₹ | (Amt. in ₹ | |
| | | | | | lac) | lac) | |
| 1 | Custody Fees | | | • Annual Custody Fee was | 11,426.4 | 11,786.4 | Change is |
| | – Listed | Rs.11 per folio su | bject to | introduced by SEBI in the year | | | proposed in |
| | | minimum billin | g based | 2005 | | | per folio fees |
| | | on paid-up | capital, | • The Custody Fees which are | | | and minimum |
| | | | | charged by the Depositories | | | billing in the |
| | | | | has been stipulated by SEBI | | | backdrop of |
| | | | | vide circular in year 2015 | | | SEBI circular |
| | | | | • NSDL has made a | | | regarding |
| | | | | representation to SEBI on 27 th | | | "enhancement |
| | | | | March, 2019. | | | of BSDA Limits" |
| | | | | • Response from SEBI was | | | (Item B above |
| | | | | received on May 22, 2023 as | | | under the |
| | | | | per which SEBI has not | | | section |
| | | | | acceded to the proposal. | | | Revision of |
| 2 (1) | | | | | | | charges). |
| 2 (A) | Custody Fees | | | • Annual Custody Fee for | 7,299.8 | 8,440.8 | Change is |
| | – Unlisted | D 44 6 11 | | Unlisted companies was | | | proposed in |
| | | _ | bject to minimum | introduced w.e.f. October 1, | | | per folio fee |
| | | billing based on pa | aid-up capital, | 2017. | | | in the backdrop |
| | | | | | | | of SEBI circular |
| | | | | | | | regarding |
| | | | | | | | "enhancement |
| | | | | | | | of BSDA Limits" (Item B above |
| | | | | | | | under the |
| | | | | | | | section |
| | | | | | | | Revision of |
| | | | | | | | charges). |
| 2(B) | Custody | ARC shall pay Ann | ual Custody Fee at | This fee structure for ARC was | Part of | Part of | No change |
| _(_) | Fees- | • • | 1 per folio (ISIN | introduced in 2023 | unlisted | unlisted | proposed |
| | Security | position) | in | marcaucca m 2020 | ACF | ACF | Fight |
| | Receipts | | minimum amount | | | | |
| | • | | ow, plus applicable | | | | |
| | | taxes: | •• | | | | |
| | | Custody Value | | | | | |
| | | (in ₹ crore) | Amount (in ₹) | | | | |
| | | ≤1 | 5,000 | | | | |
| | | > 1 ≤ 350 | 14,500 | | | | |
| | | >350 | 23,000 | | | | |
| 2 (C) | Custody | | Es shall pay Annual | This fee structure for ARC was | 26.45 | 364.34 | No change |
| - (3) | Fees-Pass | | e rate of ₹ 11 per | introduced in 2021. | | | proposed |
| | Through | _ | n) in NSDL, subject | | | | rP0004 |
| | Certificates | ` ` | ount as mentioned | | | | |
| | (PTCs) | below, plus applic | | | | | |
| | | , i Fr | | | | | |
| <u> </u> | <u> </u> | <u> </u> | | <u> </u> | <u> </u> | <u> </u> | <u> </u> |



| Sr. No | Particulars | Current Charge Structure | | | | Rationale | 2022-23 | 2023-24 | Review Status | | |
|--------|--------------------|------------------------------|--|------------------------------|------------------|--|--------------------|--------------------|--|--|--|
| | | | | | | | (Amt. in ₹ lac) | (Amt. in ₹ lac) | | | |
| | | Outstar custod ₹ crore | y value (in | Amount | t (in ₹) | | | | | | |
| | | ≤1 | | 15,000 | | | | | | | |
| | | > 1 ≤ 5 | | 30,000 | | | | | | | |
| | | >50 ≤ 2 >200 ≤ | | 60,000 | 45,000 50,000 | | | | | | |
| | | > 500 | | 75,000 | | | | | | | |
| 3 | Settlement Fees | Sr. No | Tariff for Instruction Monthly Settlement Bill Arbetween 5.00 transaction | n - at Fee amount (@ Rs. per | | Change is proposed to comply with the SEBI circular regarding "Charges levied by Market Infrastructure Institutions – True to Label" | 5,417.6 | 6,452.8 | Change is proposed (Item A above under the section Revision of charges). | | |
| | | 1 | ≤ ₹ 1,00,00 | 00 | 5.00 | | | | | | |
| | | 2 | ≥ ₹1,00,0 ₹10,00,000 | | 4.75 | | | | | | |
| | | 3 | ≥ ₹10,00,0 25,00,000 | 001 ≤ ₹ | 4.50 | | | | | | |
| | | 4 | ≥ 25,00,0 ₹1,00,00,0 | | 4.25 | | | | | | |
| | | 5 | > ₹ 1,00,00 | 0,000 | 4.00 | | | | | | |
| | | CC ₹ 1.00 minimur 5,000/- p | it received in CM account from 1.00/- per instruction subject to num ₹ 1,500/- and maximum ₹ 0/- per Quarter per CM account -settlement transfers in the CM unt(s) ₹ 5.00/- per debit | | | | | | | | |
| | | account ₹ 5.00/- | from CM of another C per debit ins ement fee in onsfers ne | learing N struction | Member I | | | | | | |
| | | transmis | ssion on dea | ith of the | e Client; | | | | | | |
| | | | e Participan | | her as a | | | | | | |



| Sr. No | Particulars | Current Charge Structure | Rationale | 2022-23 | 2023-24 | Review Status |
|--------|----------------|---------------------------------------|---------------------------------|------------|------------|---------------|
| 31.110 | 1 ai ticulai s | current charge structure | Rationale | (Amt. in ₹ | (Amt. in ₹ | Review Status |
| | | | | lac) | lac) | |
| | | suspension of such Participant. | | luoj | lucy | |
| | | (iii) when the Client closes its | | | | |
| | | account with a Participant and | | | | |
| | | transfers the entire balance in its | | | | |
| | | account to its account maintained | | | | |
| | | with another Participant. | | | | |
| 4 | Distribution | Corporate Actions - For debit or | Last Revision was done in 2008. | 2,898.1 | 4,239.8 | No change |
| | of non-cash | credit to accounts | NSDL has made a representation | | | proposed |
| | corporate | | to SEBI on 15th February, 2019, | | | |
| | benefits | Rs.10 /- per record, subject to | _ | | | |
| | | minimum Rs. 1,000/- per corporate | received on May 22, 2023 as per | | | |
| | | action | which SEBI has not acceded to | | | |
| | | | the proposal. | | | |
| | | BENPOS download (Periodic | | | | |
| | | BENPOS free on every Friday, | | | | |
| | | Quarter end and statutory) | | | | |
| | | | | | | |
| | | Upto 10,000/- records - ₹ 7,500/- | | | | |
| | | per BENPOS | | | | |
| | | Above 10,000/- records- ₹ 15,000/- | | | | |
| | | per BENPOS | | | | |
| | | Corporate Action (Buy Back) | | | | |
| | | Open market buyback (one time) ₹ | | | | |
| | | 2,000/- | | | | |
| | | 2,000/ | | | | |
| | | Each Tender offer buyback ₹ 1,000/- | | | | |
| | | | | | | |
| | | Non-extinguishment of debt | | | | |
| | | securities | | | | |
| | | Rs.100/- per ISIN per day | | | | |
| | | Tender Offers | | | | |
| | | ₹Rs. 1,00,000 | | | | |
| | | Conversion of LOA to long term | | | | |
| | | debentures | | | | |
| | | ₹ 2,000/- per ISIN | | | | |
| | | ,000/ por 10111 | | | | |
| | | Rectification of error by Issuer/ R & | | | | |
| | | T agent | | | | |
| | | 0.01 % on transaction value | | | | |
| | | subject to a minimum of ₹ 1,500/- | | | | |
| | | and maximum of ₹ 15,000. | | | | |



| | DI - J | Dlades Ess C | · · · | m) i | 720.46 | 2.050.54 | N ₂ 1 |
|---|----------|--|---------------|--|----------|----------|------------------|
| 5 | Pledge | Pledge Fees for creation | | • The charge structure was | 729.16 | 2,859.54 | No change |
| | | hypothecation. No fees f | <u> </u> | evaluated vis a vis CDSL. In | | | proposed |
| | | invoking pledge / hypot | necation | the case of CDSL, the charge | | | |
| | | Do 25 now in atmostice | | is Rs. 12 for pledge creation | | | |
| | | Rs.25 per instruction | | and Rs. 12 for pledge | | | |
| | | Margin Trading Fundi | ng Dladgas | closure/invocation. Thus, in | | | |
| | | Margin Trading Fundi (wef. October 1, 2022) | ing Fleuges | case the entire pledge | | | |
| | | | na /involvina | quantity is closed/invoked | | | |
| | | (No fee for closin pledge) | ig/ilivokilig | | | | |
| | | pieugej | | be lower and if pledge quantity is closed/invoked | | | |
| | | Rs. 25 per instruction | | partially, NSDL charge will | | | |
| | | Ns. 25 per mistruction | | be lower. | | | |
| | | | | | | | |
| | | | | Pledge fee has seen growth due to inclusion of MTF | | | |
| | | | | transactions, as a pledge | | | |
| | | | | charge instead of margin | | | |
| | | | | pledge charge. | | | |
| | | | | pieuge charge. | | | |
| | | | | It has been recommended | | | |
| | | | | that no change be made at | | | |
| | | | | present as this fee is | | | |
| | | | | reasonable. | | | |
| 6 | e-Voting | Number of | | • Fee was introduced w.e.f | 1,910.6 | 2,070.5 | No change |
| | | shareholders for | | October 1, 2013. | | , | proposed |
| | | | Fee (in ₹) | ŕ | | | |
| | | uploaded by | | It has been recommended that | | | |
| | | Issuer/RTA | | no change be made at present | | | |
| | | ≤ 10,000 | 5,000 | as this is highly competitive | | | |
| | | > 10,000 ≤ 20,000 | 15,000 | and discount is being offered | | | |
| | | > 20,000 ≤ 50,000 | 35,000 | due to competition. | | | |
| | | > 50,000 ≤1,00,000 | 75,000 | | | | |
| | | > 1,00,000 ≤ 2,50,000 | 1,50,000 | | | | |
| | | > 2,50,000 ≤ 5,00,000 | 3,00,000 | | | | |
| | | > 5,00,000 ≤ 10,00,000 | 5,00,000 | | | | |
| | | > 10,00,000 | 10,00,000 | | | | |
| | | Note: Discount is being of | offered due | | | | |
| | | to competition | | | | | |
| | | SMS notification is also in | ncluded. | | | | |
| | | | | | | | |
| | | | | | | | |
| 7 | e-AGM | | | Fee was introduced w.e.f July | 1,378.00 | 1,486.00 | No change |
| | | Number of | Fee (In | 2, 2018. | | | proposed |
| | | shareholders for | Rs.) | • It has been recommended | | | |
| | | which data is uploaded | | that no change to be made at | | | |
| | | by Issuer/RTA | | present in the base rate as | | | |
| | | ≤ 3,00,000 | 75000 | | | | |



| | > 3,00,000 | quotation. | | | |
|--|---|--|-------|---------|--------------------|
| 8 Depository Account Validation (DAN) and BENDEM | SEBI Registered Intermediaries ₹2.50 per record subject to minimum of ₹5,000 per month for account validation. IPOs/FPOs/Rights -As per rate given below: ₹2.50 per record subject to a minimum fee as given below: Issue Size (in ₹) ≤ 10 crore - ₹10,000, > 10 crore ≤ 100 crore - ₹25,000, > 100 crore ≤ 1000 crore - ₹50,000, > 1000 crore - ₹1,00,000. Minimum fees for SME issues ≤ 10 crore - ₹5,000 > 10 crore ≤ 25 crore - ₹10,000. Minimum fees for Debt Public Issues ≤ 100 crore - ₹15,000, > 100 crore - ₹50,000 > Rs.1000 crore - ₹50,000. Validation service for Mutual Fund Client Registration/ Data Service for noncompetitive bidding for Government Securities through exchange platform/ Data Service for Sovereign Gold Bonds | 2019 and charges were aligned with the services offered. No changes proposed as service and charges are aligned. | 440.4 | 1,147.6 | No change proposed |



| | | subscription through exchar | ige | | | | |
|---|-------------|---|------|---------------------------|-------|-------|-----------|
| | | platform/ Data Service for Mut | | | | | |
| | | Fund Subscription through sto | | | | | |
| | | exchange/ | | | | | |
| | | 3 , | | | | | |
| | | ₹1 per record subject to a minim | um | | | | |
| | | fee of ₹5,000 per month | | | | | |
| | | 100 01 10,000 per monon | | | | | |
| | | Electronic Book Providers | | | | | |
| | | Validation Service for credit of de | ht | | | | |
| | | securities through Electronic Bo | | | | | |
| | | Mechanism. | OIX | | | | |
| | | Mechanism. | | | | | |
| | | ₹1 per record subject to a minim | ım | | | | |
| | | fee of ₹5,000 per month | uIII | | | | |
| | | ree of 3,000 per month | | | | | |
| | | SEBI registered Intermediary Da | ata | | | | |
| | | Service to SEBI | ııa | | | | |
| | | Registered Intermediary for according | ınt | | | | |
| | | discovery and validating correctn | | | | | |
| | | of existing demat accounts. | 233 | | | | |
| | | of existing demat accounts. | | | | | |
| | | Set Up Fee ₹1,00,000 | | | | | |
| | | Data Service ₹2.50 per record subj | oct | | | | |
| | | to a minimum fee of ₹5000 per mon | | | | | |
| | | to a minimum fee of \$3000 per mor | 1111 | | | | |
| | | Data validating and sharing | of | | | | |
| | | information in respect | to | | | | |
| | | investment by Foreign Portfo | | | | | |
| | | investment by Toreign Toreign investors through primary mark | | | | | |
| | | issuances. | ··· | | | | |
| | | issualices. | | | | | |
| | | Issue Size (In ₹ | | | | | |
| | | crore) Amount (in ₹) | | | | | |
| | | ≤ 10 7,500 | + | | | | |
| | | | | | | | |
| | | > 10 ≤ 100 18,750 | | | | | |
| | | | | | | | |
| | | >100 ≤ 1000 37,500 | | | | | |
| | | > 1000 50,000 | + | | | | |
| | | 7 1000 | | | | | |
| | | Name Verification | | | | | |
| | | ₹2.50 per record subject to | 9 | | | | |
| | | minimum fee of $\stackrel{?}{=}$ 2,000/- | | | | | |
| | | corporate action | JC1 | | | | |
| 9 | Margin | _ | | This is a new service and | 1,118 | 1,142 | No change |
| | Pledge – DP | Margin Pledge Ps 5/ per | - | | 1,110 | 1,174 | proposed |
| | Ticuge - Dr | Margin Pledge Rs. 5/- per Initiation from instruction | | charges had been approved | | | proposed |
| | | mination from instruction | | by SEBI in July, 2021. | | | |
| | | | | | | | |



| | | TM account to CM account Re-Pledge from CM account to CC account Re-pledge release by CM to TM account | Rs. 1/- per instruction Rs. 1/- per instruction Rs. 5/- per | | • | The charge structure was evaluated vis a vis CDSL and was found to be same. | | | |
|----|--------------|--|---|-----|---|---|----------------|--------|-----------------------|
| | | Invocation by CM or TM No fee for repledge release / | instruction | | | | | | |
| | | invocation by CC | | | | | | | |
| 10 | Consolidated | Physical - Rs.2/- per | MF Folio, | | • | It has been recommended | 909.36 | 990.04 | No change |
| | Account | F 11 P 0.20/ | MDD II | | | that no change be made at | | | proposed |
| | Statement - | Email - Rs.0.30/- per | MF Folio | | | present as this fee is | | | |
| | AMC (Asset | | | | | reasonable. | | | |
| | Management | | | | | The charge structure was | | | |
| | Company) | | | | | evaluated vis a vis CDSL and | | | |
| 11 | Consolidated | Re 0.75 per transc | cted RO dom | at | _ | was found to be the same. | 830.98 | 868.04 | No change |
| 11 | Account | Rs.0.75 per transa account for email CA | | al | • | The charge structure was evaluated vis a vis CDSL and | 030.70 | 000.04 | No change proposed |
| | Statement - | account for email CA | 3 | | | was found to be higher. | | | proposeu |
| | DPs | Rs.8 per transacted E | 30 demat accou | nt | | | | | |
| | | for physical CAS | o acmat accou | 116 | | addition to regulatory | | | |
| | | F7 501 3110 | | | | mandate, various | | | |
| | | | | | | enhancements are made to | | | |
| | | | | | | CAS and the coverage of CAS | | | |
| | | | | | | is also higher considering | | | |
| | | | | | | that CAS is sent to all demat | | | |
| | | | | | | account holders irrespective | | | |
| | | | | | | of whether they hold the | | | |
| | | | | | | mutual funds in folio form or | | | |
| 46 | - | | | | | not. | = 40.00 | 000.00 | |
| 12 | Joining Fee | Joining Fee for comp | | - | | Fee was last revised w.e.f | 543.00 | 829.20 | No change |
| | for | For an issuer of | listed shares | ₹ | | September 25, 2018 and fee | | | proposed |
| | companies | 20,000/- | | | _ | is reasonable. | | | |
| | | Issuer of unlisted sha | ares - Rs.15,000 | /- | • | | | | |



| 13 | Annual maintenance - | Rs.500 per corporate account per | • | The charge structure was evaluated | 718.98 | | No change |
|----|---|--|---|---|--------|--------|-----------------------|
| | corporate accounts | annum or proportionately as per joining month. | | vis a vis CDSL and was found to be same. It has been recommended that no change be made at present as this fee is reasonable. | | 732.88 | proposed. |
| 14 | Corporate Action - Fixed Income | Rs. 10 per record subject to a minimum of Rs. 1,000 per corporate action. Short term Debt/CP/CD Rs. 10,000/- for five issues. Additional fee of Rs. 10,000/- for every additional five issues | • | The representation to SEBI made in the year 2019 included the fees for normal corporate action, which was not acceded by SEBI. This market segment is more than 95 % with NSDL. Further, we had revised the charges for online corporate action in respect of Commercial Paper in May, 22. The charges are reasonable and no change is proposed to be made at present. | 560.75 | 618.77 | No change proposed |
| | | Rs. 10 per record subject to minimum of Rs. 2500 per corporate action and maximum of Rs. 20,000 For Commercial Paper, ₹ 10/- per record Subject to minimum of ₹ - 5,000/-and maximum of ₹20,000/- per corporate action. | | | | | |
| 15 | Value Added Services (VAS) Fees | Multiple Product head such as DPM Plus, Auto Download, STP Navigator, e-Signer, Online Nomination, IDeAS Facility | | It is recommended that no change be made at present as fees are reasonable. | 478.69 | 506.41 | No change proposed |
| 16 | Corporate Action -DPF (Document Processing Fee) | Rs.20,000/- for listed/ to be listed Companies for processing documents in respect of issue/ alteration/ cancellation of shares. In case of issue of shares pursuant to employee share benefit schemes, Rs.5,000/- subject to maximum of Rs.20,000/- for financial year. Rs.250/- for processing document in respect of issue / cancellation /alteration/ redemption for securities other than mentioned above (except | • | NSDL has made a representation to SEBI on 15 th February 2019. For revision in fee. Response from SEBI was received on May 22, 2023 as per which SEBI has not acceded to the proposal. | 389.24 | 445.52 | No Change proposed |



| | | mutua securit | | nits and G | Governme | ent | | | | | | | |
|----|--|--|------------|-------------------------|------------|----------|---|-------------|----------|----------------|---------|--------|------------------------|
| 17 | STEADY (Securities Trading Information Easy Access and Delivery) | Fund l | Manager a | and Custo ee structu | | | Changes made recently w.e.f. April 1, 2024 in charge structure. | | | - | 287.14 | 338.41 | Committee is requested |
| | , | Category Flat Fee | | | | | Earl | ier charg | e struct | ture is given | | | to take |
| | | <u> </u> | | Managers - | | | belo | _ | e struct | ture is given | | | note of the |
| | | Mutual Funds and | | | ₹ 72 000 | | Dele | · v · . | | | | | revision |
| | | | | and ₹ /2,000 | | | Fund ! | Manager : | and Cuc | todian | | | Tevision |
| | | | nsurance | | | | | | | | | | |
| | | | Manager | | | | Optioi | n 1 Flat Fe | ee struc | | | | |
| | | | AIF, Gen | | | | Category Flat Fee | | | | | | |
| | | Insur | • | ₹ 36, | ,000 | | | | | Flat Fee | | | |
| | | Pension, Bank and | | and | | | | Manage | | | | | |
| | | other | | | | | | | and | ₹ 60,000 + | | | |
| | | Custo | dian – Glo | dian – Global ₹ 5,00,0 | | | | nsurance | | | | | |
| | | Bank | | (5,0 | 70,000 | | Fund | Manage | ers – | | | | |
| | | Custo | dian – Ind | dian ₹10 | 00,000 | | PMS, | AIF, Ge | eneral | ₹ 30,000 + | | | |
| | | Bank | | X 1,0 | ,000 | | Insur | ance, Pei | nsion, | (50,000) | | | |
| | | FPI | | ₹ 1,0 | 1,00,000 | | Bank | and other | 's | | | | |
| | | | | · | | | | dian – (| Global | 5 2 22 7 C O | | | |
| | | Option | n 2 - Usag | ge Fee str | ucture | | Bank | | | ₹ 3,32,750 | ,32,750 | | |
| | | _ | | Managers | | | Custo | dian – I | ndian | - 40 | | | |
| | | Custo | | J | | | Bank | | | ₹ 60,500 | | | |
| | | • | Per Conti | ract Note | Charge: F | Rs. | | | | | | | |
| | | 6/- | | | | | | n 2 - Usag | ge Fee s | tructure | | | |
| | | • | • | le Detail (| Charge: F | | for Fund Managers and | | | | | | |
| | | | 0.05 | | | | Custodians: | | | | | | |
| | | • | | action Cha | rge·Rs 6 | | • Per Contract Note Charge: Rs. | | | | | | |
| | | Brok | | action dia | rge. Ro. o | ' | | 6/- | race mor | e dharge. No. | | | |
| | | | | or Brokers | z· | | • | • | le Detai | l Charge: Rs. | | | |
| | | | Count | DIOKETS | Per | \neg | | 0.05 | ic Detai | charge. No. | | | |
| | | | of ECN | Per ECN | Trade | | | | action C | narge: Rs. 6/- | | | |
| | | Slab | | Charges | | | | | action G | | | | |
| | | | per | (Rs) | Charge | :5 | Brokers Slab based fee for Brokers: | | | | | | |
| | | | month | | (₹) | | Slab L | 1 | T DIOK | | | | |
| | | | Above | | | | | Count | Per EC | Per | | | |
| | | Slab | 200001 | 0.5 | | | Slab | of ECN | Charge | Trade | | | |
| | | 1 | ECN | 0.5 | 0.0005 | | | per | (Rs) | Charges | | | |
| | | | per | | | | | month | | (₹) | | | |
| | | | month | | | _ | | Above | | | | | |
| | | | 35001 | | | | Slab | 200001 | | | | | |
| | | | to | | | | 1 | ECN | 0.4 | 0.0001 | | | |
| | | Slab | 200000 | 0.75 | 0.0005 | | | per | | | | | |
| | | 2 | ECN | | | | | month | | | | | |
| | | | per | | | | | 50001 | | | | | |
| | Slab 3 15001 to 35000 1.0 | | month | | | | Slab | to | | | | | |
| | | Slah | 15001 | | | | 2 | 200000 0.5 | 0.5 | 0.0001 | | | |
| | | ll I to | | 1.0 | 0.0001 | | - | ECN | | | | | |
| | | | | | per | | | | | | | | |
| | ı | | • | • | • | | | | | | 1 | ı | |



| | | | ECN | 1 | ı T | 11 | month | | 1 | | | | | |
|----------|-----------------------------|---------|------------|--------------|-------------|----------|------------------------------------|-------------|--------------|--------|--------|-----------|--|--|
| | | | ECN | | | | month | | | | | | | |
| | | | per | | | | 15001 | | | | | | | |
| | | | month | | | | to | | | | | | | |
| | | | 8001 to | | | Slab | 50000 | 0.75 | 0.0005 | | | | | |
| | | Slab | 15000 | | | 3 | ECN | 0.73 | 0.0000 | | | | | |
| | | 4 | ECN | 2.0 | 0.005 | | per | | | | | | | |
| | | 4 | per | | | | month | | | | | | | |
| | | | month | | | | 12001 | | | | | | | |
| | | | 4001 to | | | | to | | | | | | | |
| | | | 8000 | | | Slab | 15000 | | | | | | | |
| | | Slab | ECN | 4.0 | 0.01 | 4 | ECN | 1 | 0.002 | | | | | |
| | | 5 | per | | | | per | | | | | | | |
| | | | month | | | | month | | | | | | | |
| | | - | | | | | | | | | | | | |
| | | | | | | | 8001 to | | | | | | | |
| | | Slab | 4000 | 5 0 | 0.05 | Slab | 12000 | | 0.000 | | | | | |
| | | 6 | ECN | 7.0 | 0.05 | 5 | ECN | 2 | 0.003 | | | | | |
| | | | per | | | | per | | | | | | | |
| | | | month | | | | month | | | | | | | |
| | | | | | | | 4001 to | | | | | | | |
| | | | | | | Slab | 8000 | | | | | | | |
| | | | | | | 6 | ECN | 3 | 0.005 | | | | | |
| | | | | | | | per | | | | | | | |
| | | | | | | | month | | | | | | | |
| | | | | | | | 1501 to | | | | | | | |
| | | | | | | Slab | 4000 | | | | | | | |
| | | | | | | 7 | ECN per | . 4 | 0.01 | | | | | |
| | | | | | | | month | | | | | | | |
| | | | | | | | 1 to | | | | | | | |
| | | | | | | Slab | 1500 | | | | | | | |
| | | | | | | 8 | ECN per | 6 | 0.05 | | | | | |
| | | | | | | | month | | | | | | | |
| 10 | T | | | F00 | COD DOE | <u> </u> | | l . D | 1.14 | 205.05 | | NY 1 | | |
| 18 | Foreign Investment Limit | _ | | - | r S&P BSE | | | | rd Meeting | 305.87 | 240.04 | No change | | |
| | Monitoring (FILM) | | | | h 31st of | | May 08, 20 | J18 and | | | 318.34 | proposed | | |
| | | | | al year: Rs. | 25,000 per | | | | | | | | | |
| | | annun | | | | ROC m | ROC meeting held on 07-Jun-2021 | | | | | | | |
| | | For all | other cor | npanies: 10 | 0,000/- per | | | | | | | | | |
| | | annun | 1 | | | | | | evaluated | | | | | |
| | | | | | | vis a v | is CDSL an | ıd was four | nd to be the | | | | | |
| | | | | | | same. | | | | | | | | |
| | | | | | | | | | | | | | | |
| | | | | | | It has | been re | commende | ed that no | | | | | |
| | | | | | | change | e be made | at present | as this fee | | | | | |
| | | | | | | is ann | ual in natu | re and rea | sonable. | | | | | |
| 19 | Fees for hold on securities | 0.01% | of the va | lue of secu | rities upon | The cl | narge stru | icture was | evaluated | 1,674 | | No change | | |
| | for Non-Disposal | creatio | on of hold | subject to a | a minimum | vis a v | vis a vis CDSL. Both NSDL and CDSL | | | | 312.62 | proposed | | |
| | Undertakings/Agreement | of Rs.2 | | | | fees ar | e similar, | except tha | t CDSL has | | | | | |
| | (NDU) | | | | | | r minimum fee of Rs. 24 instead | | | | | | | |
| | | | | | | of Rs. 2 | | | | | | | | |
| <u> </u> | | | | | | 1 | - | | | | | | | |



| | | | | | | , |
|----|----------------------|--|--------------------------------------|-------|-------|-----------|
| | | | The charge structure was reviewed, | | | |
| | | | and it is recommended that no | | | |
| | | | changes be made at present as charge | | | |
| | | | is reasonable. | | | |
| 20 | Annual Fees – Mutual | Fee is to provide the service of | This charge was introduced in | 297.5 | 289.5 | No change |
| | Funds | providing benpos and transaction | consultation with MFs in February, | | | proposed. |
| | | feed on a daily basis in respect of | 2020. | | | |
| | | TRACE units i.e. open ended funds. | | | | |
| | | | The charge structure was reviewed | | | |
| | | On the basis of AUM - | and it is recommended that no | | | |
| | | | changes be made at present as charge | | | |
| | | ≤10,000 crore - Rs.5 Lacs per annum, | is reasonable. | | | |
| | | | | | | |
| | | > 10,000 crore ≤ 50,000 crore - | | | | |
| | | Rs.7.5 Lacs per annum, | | | | |
| | | _ | | | | |
| | | > 50,000 crore - Rs. 10 Lacs per annum | | | | |

Periodical review of charges put up for review of ROC and Board.

The Board is requested to approve the same.



Annexure A

| TABLE A | | | | | |
|--|---|--|--|--|--|
| Tariff for Debit Instruction - Monthly Settlement Fee Bill Amount between (@ Rs. 5.00 per transaction) | Rate per debit Instruction (Amt. in ₹) | Revenue Neutral Flat fee per debit instruction (Amt. in ₹) | | | |
| If Less than 1,00,000 | 5.00 | | | | |
| If from 1,00,000 - 10,00,000 | 4.75 | | | | |
| If from 10,00,001 - 25,00,000 | 4.50 | 4.50 | | | |
| If from 25,00,001 - 100,00,000 | 4.25 | | | | |
| If More than 100,00,000 | 4.00 | | | | |
| | - | | | | |
| | (Amt. in ₹ Lakh) | | | | |
| NSDL Revenue for the FY 23-24. Actual Volume | 6,178 | 6,299 | | | |
| Impact on Revenue | | 121 | | | |

| TABLE B | | | | | |
|--|---|---|--|--|--|
| Tariff for Debit Instruction - Monthly Settlement Fee Bill Amount between (@ Rs. 5.00 per transaction) | Rate per debit Instruction (Amt. in ₹) | Flat fee per debit instruction (Amt. in ₹) | | | |
| If Less than 1,00,000 | 5.00 | | | | |
| If from 1,00,000 - 10,00,000 | 4.75 | | | | |
| If from 10,00,001 - 25,00,000 | 4.50 | 4.25 | | | |
| If from 25,00,001 - 100,00,000 | 4.25 | | | | |
| If More than 100,00,000 | 4.00 | | | | |
| | - | | | | |
| | (Amt. in ₹ Lakh) | | | | |
| NSDL Revenue for the FY 23-24. Actual Volume | 6,178 | 5,949 | | | |
| Impact on Revenue | | -229 | | | |

| TABLE C | | | | | |
|--|----------------------------|---|--|--|--|
| Tariff for Debit Instruction - Monthly Settlement Fee Bill | Rate per debit Instruction | Proposed Flat fee per debit instruction | | | |
| Amount between (@ Rs. 5.00 per transaction) | (Amt. in ₹) | (Amt. in ₹) | | | |
| If Less than 1,00,000 | 5.00 | | | | |
| If from 1,00,000 - 10,00,000 | 4.75 | | | | |
| If from 10,00,001 - 25,00,000 | 4.50 | 4.00 | | | |
| If from 25,00,001 - 100,00,000 | 4.25 | | | | |
| If More than 100,00,000 | 4.00 | | | | |
| | - | | | | |
| | (Amt. in ₹ Lakh) | | | | |
| NSDL Revenue for the FY 23-24. Actual Volume | 6,178 | 5,599 | | | |
| Impact on Revenue | | -579 | | | |



Annexure B

Current Business Rules:

21.2.2. Transaction Related Fees: The following transaction related fees shall be payable by the Participants to the Depository:

21.2.2.1. Settlement fee:

(i) A settlement fee as per the below mentioned rate for_debit instruction in a Client's account shall be charged to the Participant of the Client.

| Tariff for Debit Instruction - Monthly Settlement Fee Bill Amount between (@ Rs. 5.00 per transaction) | Rate per debit Instruction (Rs.) |
|--|-------------------------------------|
| Less than Rs. 1,00,000 | 5.00 |
| Rs. 1,00,001 to Rs. 10,00,000 | 4.75 |
| Rs. 10,00,001 to Rs. 25,00,000 | 4.50 |
| Rs. 25,00,001 to Rs. 1,00,00,000 | 4.25 |
| More than Rs. 1,00,00,000 | 4.00 |

New Business Rules:

21.2.2.1. Settlement fee:

(i) A settlement fee at the rate of ₹ 4.00 per debit instruction in a Client's account shall be charged to the Participant of the Client.

The above fee shall not be charged in a Client's account for a period of three years from the date of opening a new demat account within a period of one year after the implementation of youth plan subject to review after a period of one year from the date of said implementation,

Provided that the first holder is below the age of twenty-four years at the time of opening the account.



Annexure C

Current Business Rules:

21.1.3. ANNUAL CUSTODY FEE

i) An Issuer shall pay an annual custody fee at the rate of ₹ 11 per folio (ISIN position) in NSDL, subject to a minimum amount as mentioned below, plus taxes as applicable:

| Nominal Value of admitted securities (₹) | Amount (₹) |
|---|------------|
| Up to ₹ 2.5 crore (applicable only for issuer of unlisted shares) | 5,000 |
| Up to 5 crore | 9,000 |
| Above 5 crore and up to 10 crore | 22,500 |
| Above 10 crore and up to 20 crore | 45,000 |
| Above 20 crore | 75,000 |

- ii) The above fee would be applicable on all securities i.e. equity (except for temporary ISINs), debt, units of mutual funds, pass through certificates, certificates of deposit, commercial papers, preference shares etc., except for unlisted pass-through certificates, unlisted security receipts and Government securities, which will be charged as per fee structure notified separately.
- The fee will be based on average number of folios (ISIN positions) during the previous financial year. Average number of folios (ISIN positions) will be arrived at by dividing the total number of folios (ISIN positions) for the entire previous financial year by the total number of working days in the said previous financial year. Provided however that, in case the issued capital or ISIN positions increase during the financial year due to issue of further securities, the custody fee would be charged on a pro-rata basis, at the time of such issue.
- iv) The fee will be charged every year on a financial year basis and shall be payable by April 30 of that financial year.

New Business Rules:

21.1.3. ANNUAL CUSTODY FEE

i. a) An Issuer shall pay an annual custody fee at the rate of ₹ 15 per folio (ISIN position) in NSDL, subject to a minimum amount as mentioned below, plus taxes as applicable:

| Nominal Value of admitted securities (in ₹ crore) | Amount (in ₹) |
|---|---------------|
| ≤ 5 | 14,000 |
| > 5 - ≤ 10 | 34,000 |
| > 10 - ≤ 20 | 68,000 |
| > 20 | 1,15,000 |

i. b) An Unlisted company shall pay an annual custody fee at the rate of ₹ 15 per folio (ISIN position) in NSDL, subject to a minimum amount as mentioned below, plus taxes as applicable:



| Nominal Value of admitted securities (₹) | Amount (₹) |
|--|------------|
| ≤ 2.5 | 5,000 |
| > 2.5 - ≤ 5 | 9,000 |
| > 5 - ≤ 10 | 22,500 |
| > 10 - ≤ 20 | 45,000 |
| > 20 | 75,000 |

- ii) The above fees would be applicable on all securities i.e. equity (except for temporary ISINs), debt, units of mutual funds, pass through certificates, certificates of deposit, commercial papers, preference shares etc., except for unlisted pass through certificates, unlisted security receipts and Government securities, which will be charged as per fee structure notified separately.
- The fee will be based on average number of folios (ISIN positions) during the previous financial year. Average number of folios (ISIN positions) will be arrived at by dividing the total number of folios (ISIN positions) for the entire previous financial year by the total number of working days in the said previous financial year. Provided however that, in case the issued capital or ISIN positions increase during the financial year due to issue of further securities, the custody fee would be charged on a pro-rata basis, at the time of such issue.
- iv) The fee will be charged every year on a financial year basis and shall be payable by April 30 of that financial year.



Annexure D

| Financial Year | No. of Revenue Accounts at the beginning of the year | No. of BSDA Accounts opened during the year | Total Incentive (a) Paid/ Payable to BSDA Accounts (Amt in ₹) | Total Incentive (b) Paid / Payable to BSDA Accounts (Amt in ₹) | Average amount paid per BSDA Account (in ₹) | Average amount borne by every revenue Account (Amt in ₹) | Above 0.60 ACF apportionment (Amt in ₹) |
|----------------|--|---|---|--|---|---|---|
| | | | Actual | | | | |
| 19-20 | 1,10,34,571 | 7,88,316 | 1,07,49,300 | 93,60,861 | 12.05 | 1.82 | 1.22 |
| 20-21 | 1,17,38,906 | 2,54,560 | 2,14,53,400 | 1,06,63,496 | 15.17 | 2.74 | 2.14 |
| 21-22 | 1,28,99,896 | 12,58,707 | 4,86,49,500 | 1,39,46,959 | 20.33 | 4.85 | 4.25 |
| 22-23 | 1,59,25,798 | 7,22,863 | 2,24,67,100 | 1,12,18,081 | 16.63 | 2.12 | 1.52 |
| 23-24 | 1,87,36,233 | 3,58,473 | 1,23,13,800 | 1,31,57,711 | 12.76 | 1.36 | 0.76 |
| | • | | Estimated | | • | | |
| 24-25 | 2,06,09,856 | 4,66,014.90 | 1,60,07,940 | 1,71,05,023.85 | 16.59 | 1.77 | 1.17 |
| 25-26 | 2,26,70,842 | 6,05,819.37 | 2,08,10,322 | 2,22,36,531.00 | 21.56 | 2.30 | 1.70 |
| 26-27 | 2,49,37,926 | 7,87,565.18 | 2,70,53,419 | 2,89,07,490.30 | 28.03 | 2.99 | 2.39 |
| 27-28 | 2,74,31,719 | 10,23,834.74 | 3,51,69,444 | 3,75,79,737.39 | 36.44 | 3.88 | 3.28 |
| 28-29 | 3,01,74,891 | 13,30,985.16 | 4,57,20,277 | 4,88,53,658.60 | 47.37 | 5.05 | 4.45 |
| | | | | | | | |

^{*} Assumption - Considering growth in demat accounts and corresponding higher increase in BSDA accounts based on new BSDA guidelines.