NATIONAL SECURITIES DEPOSITORY LIMITED

(CIN: U74120MH2012PLC230380)

Notice

NOTICE IS HEREBY GIVEN THAT THE THIRD ANNUAL GENERAL MEETING (AGM) OF NATIONAL SECURITIES DEPOSITORY LIMITED will be held on Monday, September 14, 2015 at 11 a.m. at the Board Room of NSDL, Trade World, 'A' Wing, 5th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, to transact the following business:

AS ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit and Loss, Cash Flow Statement alongwith the consolidated Statement of Accounts for the year ended on that date and the Reports of the Directors and Auditors thereon.
- 2. To declare dividend on equity shares.
- 3. To consider and approve appointment of Mr. Ravi Narain (DIN: 00062596) as director liable to retire by rotation, who retires by rotation and being eligible offers himself for re-appointment.
- 4. To ratify the terms of appointment of Deloitte Haskins & Sells, Chartered Accountants (ICAI Registration No. 117364W) as statutory auditors of the Company for Financial Year 2015-16 and fix their remuneration for the Financial Year 2015-16.

By Order of the Board of Directors For National Securities Depository Limited Sd/-Deepak Shenoy Company Secretary

Registered Office:

Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 Email: cs-depository@nsdl.co.in, Website: www.nsdl.co.in

Phone: (022) 2499 4200 Fax: 022) 2497 6351

Dated: August 21, 2015

IMPORTANT NOTES:

- 1. The date of Annual general Meeting of the Company shall be considered as the record date for identifying the shareholders entitled for dividend for FY 2014-15.
- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES
 TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER
 OF THE COMPANY.
 - The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, must be supported by an appropriate resolution/authority, as applicable.
- 3. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.
- 4. Details under Clause 49 of the Listing Agreement as applicable to the Company in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice.
- 5. Electronic copy of the Notice of the 3rd Annual General Meeting of the Company is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes. Further, physical copies of the Notice of the 3rd Annual General Meeting of the Company Attendance Slip and Proxy Form is being sent in the permitted mode.
- 6. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's secretarial email id: cs-depository@nsdl.co.in.
- 7. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to the date of the Annual General Meeting of the Company.

Route map to the venue of the Annual General Meeting of National Securities Depository Limited.



NATIONAL SECURITIES DEPOSITORY LIMITED CIN: U74120MH2012PLC230380

Registered Office:

Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 Email: cs-depository@nsdl.co.in, Website: www.nsdl.co.in

Phone: (022) 2499 4200 Fax: 022) 2497 6351