

Central Depository Services (India) Limited



20th August, 2018

**The Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051**

Dear Sir,

**Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)
Regulation, 2015**

Sub: Submission of Voting results along with Scrutinizer's report

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details regarding the consolidated e-Voting results on the businesses transacted at 20th Annual General Meeting (AGM) of the Company held on Monday, 20th August, 2018 in the prescribed format with the consolidated scrutinizer's report on remote and venue e-Voting.

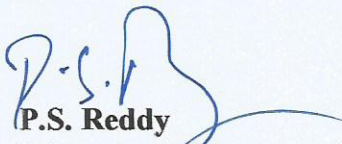
The above information is also available on the website of the company: www.cdslindia.com

This is for your information and record.

Thanking you.

Yours faithfully,

For Central Depository Services (India) Limited


P.S. Reddy
Managing Director and CEO



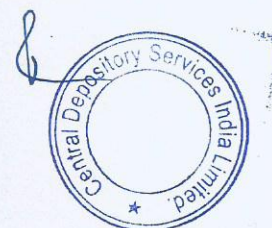
Declaration of Results of Annual General Meeting

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith please find the details regarding the results of the e-Voting on the business transacted at the AGM of the company held on 20th August, 2018 in the prescribed format along with the consolidated scrutinizer's report on remote and venue e-voting.

The Company had appointed Mrs. Dipti Mehta (CP No. 3202) failing her Mr. Atul Mehta (CP No. 2486), Practicing Company Secretaries as the scrutinizer for conducting remote and venue e-Voting in a fair and transparent manner. The Scrutinizer Mrs. Dipti Mehta has submitted her report on 20th August, 2018.

On the basis of report submitted by the scrutinizer, the company hereby declares that the following resolutions have been passed with requisite majority.

Company Name	Central Depository Services (India) Ltd.
Date of Annual General Meeting	20 th August, 2018
Total number of shareholders as on record date i.e. 11 th August, 2018	1,46,384
No. of shareholders present in the meeting either in persons or through proxy	96
Promoter and Promoter Group	1
Public	95
No. of shareholders attended the meeting through video conferencing	Not applicable
Promoter and Promoter Group	
Public	



Resolution Required : (Ordinary)	1 - Adoption of Financial Statements and the Reports of the Board of Directors and Auditors for the year ended as on 31st March, 2018
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	9626939	0	100.0000	0.0000
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	22351939	0	100.0000	0.0000
Public Non Institutions	E-Voting	30574572	392332	1.2832	391664	313	99.9201	0.0799
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		459153	1.5018	458483	315	99.8541	0.0686
Total		104500000	47891092	45.8288	47890422	315	99.9986	0.0007



Resolution Required : (Ordinary)		2 - To declare dividend on equity shares of the Company for FY 2017-18						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	9626939	0	100.0000	0.0000
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	22351939	0	100.0000	0.0000
Public Non Institutions	E-Voting	30574572	392332	1.2832	391664	313	99.9201	0.0799
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		459153	1.5018	458483	315	99.8541	0.0686
Total		104500000	47891092	45.8288	47890422	315	99.9986	0.0007



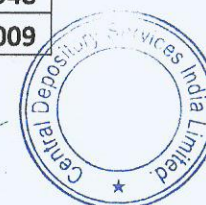
Resolution Required : (Ordinary)			3 - To reappoint Shri C. Venkat Nageswar as Director liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	8683558	761462	91.9380	8.0620
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	21408558	761462	95.7794	3.4067
Public Non Institutions	E-Voting	30574572	392332	1.2832	391439	413	99.8946	0.1054
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		459153	1.5018	458258	415	99.8051	0.0904
Total		104500000	47891092	45.8288	46946816	761877	98.0283	1.5909



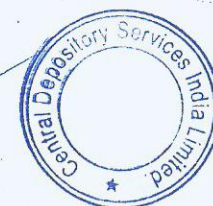
Resolution Required : (Ordinary)		4 - To appoint Statutory Auditors and fix their remuneration.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	7562335	2064604	78.5539	21.4461
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	20287335	2064604	90.7632	9.2368
Public Non Institutions	E-Voting	30574572	392332	1.2832	391644	333	99.9150	0.0850
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		459153	1.5018	458463	335	99.8497	0.0730
Total		104500000	47891092	45.8288	45825798	2064939	95.6875	4.3117



Resolution Required : (Ordinary)		5 - Appointment of Shareholder Director Shri K.V. Subramanian.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	9626939	0	100.0000	0.0000
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	22351939	0	100.0000	0.0000
Public Non Institutions	E-Voting	30574572	392232	1.2829	391419	433	99.8895	0.1105
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		459053	1.5015	458238	435	99.8225	0.0948
Total		104500000	47890992	45.8287	47890177	435	99.9983	0.0009



Resolution Required : (Ordinary)			6 - Approval for Re-appointment and remuneration of Shri P.S. Reddy as MD & CEO for 1 year w.e.f. 1st April, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	9626939	0	100.0000	0.0000
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	22351939	0	100.0000	0.0000
Public Non Institutions	E-Voting	30574572	392232	1.2829	391439	413	99.8946	0.1054
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		459053	1.5015	458258	415	99.8268	0.0904
Total		104500000	47890992	45.8287	47890197	415	99.9983	0.0009



Resolution Required : (Special)			7 - Approval for Investment in excess of limits stated in section 186 of the Companies Act, 2013.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	25080000	0	0.0000	0	0	0.0000	0.0000
	Poll		25080000	100.0000	25080000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25080000	100.0000	25080000	0	100.0000	0.0000
Public Institutions	E-Voting	48845428	9626939	19.7090	8764693	862246	91.0434	8.9566
	Poll		12725000	26.0516	12725000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22351939	45.7606	21489693	862246	96.1424	3.8576
Public Non Institutions	E-Voting	30574572	392177	1.2827	391399	453	99.8844	0.1156
	Poll		66821	0.2186	66819	2	99.9970	0.0030
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		458998	1.5013	458218	455	99.8301	0.0991
Total		104500000	47890937	45.8286	47027911	862701	98.1979	1.8014



Mehta & Mehta

COMPANY SECRETARIES

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

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

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

The Chairman

Central Depository Services (India) Limited

20th Annual General Meeting ("AGM") of the Members of the Central Depository Services (India) Limited held on Monday, August 20, 2018 at 4.00 p.m at Mini Theatre, 3rd Floor, P. L. Deshpande Maharashtra Kala Academy, Ravindra Natya Mandir, Near Shri Siddhivinayak Ganapati Mandir, Sayani Road, Prabhadevi, Mumbai – 400025

Dear Sir,

I, **Dipti Atul Mehta**, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of the **Central Depository Services (India) Limited** ("the Company") to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system at the 20th Annual General Meeting ("AGM") of the Company in respect of the Resolutions as set out in the Notice, do hereby submit my report as follows:

1. The Resolutions were transacted through the process of remote e-voting and through electronic voting system at the venue of the AGM. For the purpose of remote e-voting, the Company had engaged the services of Link Intime India Private Limited.
2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on Friday, August 13, 2018. ("cut-off date").
3. The period for remote e-voting commenced on Friday, August 17, 2018 at 9:00 a.m. (IST) and ended on Sunday, August 19, 2018 at 5:00 p.m. (IST). The Remote e-voting module was disabled by Link Intime India Private Limited for voting thereafter.
4. The facility for voting through electronic voting system was made available at the AGM venue for the Members attending the Meeting and who did not cast their vote through remote e-voting.



5. Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Himanshu Unadkat and Mr. Jigar Makwana neither of whom are in the employment of the Company.
6. The report on votes cast through remote e-voting was generated from Link Intime India Private Limited e-voting website <https://www.instavote.linkintime.co.in>.
7. The consolidated results of remote e-voting and voting through electronic voting system at the AGM venue are enclosed as an Annexure to this report.

Thanking You,

For Mehta & Mehta
Company Secretaries


Dipti Atul Mehta

Scrutinizer

FCS No: 3667

CP No: 3202




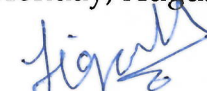
Place: Mumbai

Date: August 20, 2018

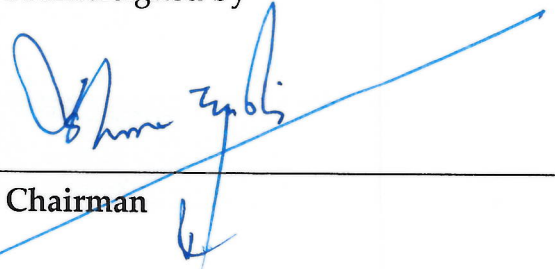
Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from Link Intime India Private Limited e-voting website <https://www.instavote.linkintime.co.in> in our presence on Monday, August 20, 2018.


Name : Himanshu Unadkat
Address : B-11, Kavita Aprtment,
Natakwala Lane,
Borivali (West),
Mumbai - 400092


Name : Jigar Makwana
Address : Room No. 14-15, First Floor,
Building No. 5, Dhan Bhavan
No. 1, J S S Road, Gazdar
Street, Chirabazar, Mumbai -
400002

Countersigned by


Chairman



Item No. 1: Ordinary Resolution

To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the year ended as on March 31, 2018 along with the reports of Board of Directors and Auditors thereon

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	73	10018603	56	37871819	129	4,78,90,422	99.9993%
Votes against the resolution	3	313	2	2	5	315	0.0007%
Invalid votes/Abstained	4	355	0	0	4	355	-

Item No. 2: Ordinary Resolution

To declare dividend on equity shares.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	73	10018603	56	37871819	129	4,78,90,422	99.9993%
Votes against the resolution	3	313	2	2	5	315	0.0007%
Invalid votes/Abstained	4	355	0	0	4	355	-

Item No. 3: Ordinary Resolution

To reappoint Shri C. Venkat Nageswar as Director liable to retire by Rotation.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	58	9074997	56	37871819	114	4,69,46,816	98.4031%
Votes against the resolution	15	761875	2	2	17	7,61,877	1.5969%
Invalid votes/Abstained	7	182399	0	0	7	1,82,399	-



8



Item No. 4: Ordinary Resolution

To appoint M/s. S. R. Batliboi & Co LLP as the Statutory Auditors and fix their remuneration.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	71	7953979	56	37871819	127	4,58,25,798	95.6882%
Votes against the resolution	5	2064937	2	2	7	20,64,939	4.3118%
Invalid votes/Abstained	4	355	0	0	4	355	-

Item No. 5: Ordinary Resolution

Appointment of Shareholder Director Shri K.V. Subramanian.

Particulars	Remote e-voting		Electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	70	10018358	56	37871819	126	4,78,90,177	99.9991%
Votes against the resolution	5	433	2	2	7	435	0.0009%
Invalid votes/Abstained	4	380	0	0	4	380	-

Item No. 6: Ordinary Resolution

Approval for Re-appointment and remuneration of Shri P.S. Reddy as MD & CEO for 1 year w.e.f. April 1, 2018.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	71	10018378	56	37871819	127	4,78,90,197	99.9991%
Votes against the resolution	4	413	2	2	6	415	0.0009%
Invalid votes/Abstained	4	380	0	0	4	380	-



Item No. 7: Special Resolution

Approval for Investment in excess of limits stated in section 186 of the Companies Act, 2013.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	55	9156092	56	37871819	111	4,70,27,911	98.1986%
Votes against the resolution	20	862699	2	2	22	8,62,701	1.8014%
Invalid votes/Abstained	3	325	0	0	3	325	-

