

CDSL/CS/NSE/RG/2023/247

September 01, 2023

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

Symbol: CDSL
ISIN: INE736A01011

Sub: Submission of voting results of the 25th Annual General Meeting of the Company held on September 01, 2023.

Re: Disclosure under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Madam/ Sir,

In compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith in the prescribed format, the details regarding the voting results of the business transacted at the 25th Annual General Meeting (“AGM”) of the members of the Company held on Friday, September 01, 2023 at 11:00 A.M. through Video Conferencing/ Other Audio Visual Means, in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

We also enclose herewith the consolidated Scrutinizer’s report issued by M/s. Vatsal Doshi & Associates on remote e-voting and e-voting at the AGM. All the resolutions set out in the notice of AGM have been passed with the requisite majority.

The voting results along with the consolidated Scrutinizer’s report are also being uploaded 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

**Nilay Shah
Group Company Secretary & Head Legal
ACS No.: A20586
Encl: a/a**

Date of the AGM/EGM	01-09-2023									
Total number of shareholders on the record date	8,28,061									
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:	Not Applicable									
Public:	Not Applicable									
No. of Shareholders attended the meeting through Video Conferencing:	80									
Promoters and Promoter Group:	0									
Public:	80									
Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt: a. the Audited Standalone Financial Statements of CDSL for the financial year ended March 31, 2023 and the Reports of the Board of Directors and the Statutory Auditors thereon; and b. the Audited Consolidated Financial Statements of CDSL for the financial year ended March 31, 2023 and the Report of the Statutory Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,56,75,000	1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	3,23,89,975	2,46,10,878	75.9830	2,46,10,878	0	100.0000	0.0000	0	0
	Poll		13,09,023	4.0414	13,09,023	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,59,19,901	80.0244	2,59,19,901	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	5,64,35,025	97,098	0.1721	96,725	373	99.6158	0.3841	0	1,436
	Poll		3,607	0.0064	3,606	1	99.9722	0.0277	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,705	0.1785	1,00,331	374	99.6286	0.3714	0	1436
Total		10,45,00,000	4,16,95,606	39.9001	4,16,95,232	374	99.9991	0.0009	0	1436

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare Final Dividend on Equity Shares of the Company for the financial year ended March 31, 2023.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,56,75,000	1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,23,89,975	2,46,10,878	75.9830	2,46,10,878	0	100.0000	0.0000	0	0
	Poll		13,09,023	4.0414	13,09,023	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,59,19,901	80.0244	2,59,19,901	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,64,35,025	97,584	0.1729	96,811	773	99.2078	0.7921	0	1,051
	Poll		3,609	0.0064	3,609	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,01,193	0.1793	1,00,420	773	99.2361	0.7639	0	1051
	Total	10,45,00,000	4,16,96,094	39.9006	4,16,95,321	773	99.9981	0.0019	0	1051

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Masil Jeya Mohan P (DIN: 08502007), Shareholder Director, who retires from office by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,56,75,000	1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,23,89,975	2,46,10,875	75.9830	2,44,12,208	1,98,667	99.1927	0.8072	0	0
	Poll		13,09,023	4.0414	13,09,023	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,59,19,898	80.0244	2,57,21,231	1,98,667	99.2335	0.7665	0	0
Public- Non Institutions	E-Voting	5,64,35,025	96,536	0.1711	91,603	4,933	94.8899	5.1100	0	2,089
	Poll		3,609	0.0064	3,604	5	99.8614	0.1385	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,145	0.1775	95,207	4,938	95.0691	4.9309	0	2,089
	Total	10,45,00,000	4,16,95,043	39.8996	4,14,91,438	2,03,605	99.5117	0.4883	0	2,089

**Regd. Office: Marathon Futurex, A Wing, 25th Floor,
 Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (E), Mumbai - 400 013.
 Phone: 91-22-2302 3333 • Fax: 91-22-2300 2036 • CIN: L67120MH1997PLC112443
 Website: www.cdslindia.com**

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint M/s. S. R. Batliboi & Company LLP, Chartered Accountants with Registration No. 301003E/E300005 as Statutory Auditors.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,56,75,000	1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,56,75,000	100.0000	1,56,75,000	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,23,89,975	2,46,10,878	75.9830	1,62,17,519	83,93,359	65.8957	34.1042	0	0
	Poll		13,09,023	4.0414	13,09,023	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,59,19,901	80.0244	1,75,26,542	83,93,359	67.6181	32.3819	0	0
Public- Non Institutions	E-Voting	5,64,35,025	96,628	0.1712	95,519	1,109	98.8522	1.1477	0	2,000
	Poll		3,609	0.0064	3,609	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,00,237	0.1776	99,128	1,109	98.8936	1.1064	0	2,000
Total		10,45,00,000	4,16,95,138	39.8997	3,33,00,670	83,94,468	79.8670	20.1330	0	2,000



Consolidated Scrutinizer's Report

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

To,
Shri Nilay Shah
Group Company Secretary & Head Legal
Central Depository Services (India) Limited
Unit No. A-2501, Marathon Futurex,
Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel (E),
Mumbai - 400013.

Sub: 25th Annual General Meeting ("AGM") of the Members of Central Depository Services (India) Limited held on Friday, September 1, 2023 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Dear Sir,

I, **Vatsal K. Doshi**, Practicing Company Secretary, Proprietor, M/s Vatsal Doshi & Associates have been appointed as the Scrutinizer by the Board of Directors of Central Depository Services (India) Limited ("The Company") for the purpose of scrutinizing the remote e-voting and e-voting during the 25th Annual General Meeting ("AGM") and ascertaining the requisite majority on remote e-voting and e-voting undertaken as per the provisions of Section 108 of the Companies Act, 2013 with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 25th AGM of the Members of the Company, held on Friday, September 1, 2023 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The Notice dated June 24, 2023, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA General Circular Nos. 10/2022 dated December 28, 2022 and 2/2022 dated May 05, 2022 read with General Circular Nos. 14, 17 & 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively (collectively referred to as "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

The Company had availed the facility offered by **KFin Technologies Limited** for conducting **remote e-voting** (<https://evoting.kfintech.com>) and **e-voting** (<https://emeetings.kfintech.com>) **during AGM** by the Shareholders of the Company. The Company had uploaded all the items of businesses to be transacted on its website and also on the website of KFin Technologies Limited to facilitate its Shareholders to cast their vote through remote e-voting and e-voting during the AGM.



The Notices sent contained the detailed procedure to be followed by the Members for casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ("MCA").

As prescribed in the said Rules, the Company had also published an advertisement in newspapers on Wednesday, August 09, 2023 in Financial Express (English, all editions) and Loksatta (Marathi, Mumbai edition) and it carried the required information as specified in the said Rules.

The Members of the Company as on the "cut-off date" i.e. **Friday, August 25, 2023** were entitled to vote on the Resolutions (Item Nos. 1 to 4), as set out in the Notice of the 25th Annual General Meeting.

The **remote e-voting** commenced from **Tuesday, August 29, 2023 9:00 a.m. (IST)** and ended on **Thursday, August 31, 2023 5:00 p.m. (IST)**.

The Chairman at the 25th AGM held on September 1, 2023 through two-way VC/OAVM had announced that Members who have not exercised their votes through remote e-voting may, if they wish to, exercise their votes through electronic voting system being provided during the meeting.

Further, the votes cast through e-voting were unblocked in the presence of **two witnesses, Shri Kumudchandra Doshi and Shri Naitik Doshi**, neither of whom are in the employment of the Company.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules, Circulars and Notifications issued by the Ministry of Corporate Affairs relating to remote e-voting prior and during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting and e-voting at the AGM) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The Consolidated Report on the results of voting through remote e-voting and voting through electronic means during the AGM is as under:

Page | 3



ORDINARY BUSINESSES:

Item No. 1 : Ordinary Resolution

To consider and adopt:

- the Audited Standalone Financial Statements of CDSL for the financial year ended March 31, 2023 and the Reports of the Board of Directors and the Statutory Auditors thereon; and
- the Audited Consolidated Financial Statements of CDSL for the financial year ended March 31, 2023 and the Report of the Statutory Auditors thereon.

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	1,043	4,03,84,514	4,03,82,603	373	99.9991	0.0009	00	1,436	102
e-voting at AGM	19	13,12,632	13,12,629	01	99.9999	0.0001	00	00	02
Total	1,062	4,16,97,146	4,16,95,232	374	99.9991	0.0009	00	1,436	104

Item No. 2 : Ordinary Resolution

To declare Final Dividend on Equity Shares of the Company for the financial year ended March 31, 2023

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	1,043	4,03,84,514	4,03,82,689	773	99.9981	0.0019	00	1,051	01
e-voting at AGM	19	13,12,632	13,12,632	00	100	00	00	00	00
Total	1,062	4,16,97,146	4,16,95,321	773	99.9981	0.0019	00	1,051	01

Item No. 3 : Ordinary Resolution

To appoint a Director in place of Shri Masil Jeya Mohan P. (DIN: 08502007), Shareholder Director, who retires from office by rotation and being eligible, offers himself for re-appointment

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	1,043	4,03,84,514	4,01,78,811	2,03,600	99.4958	0.5042	00	2,089	14
e-voting at AGM	19	13,12,632	13,12,627	05	99.9996	0.0004	00	00	00
Total	1,062	4,16,97,146	4,14,91,438	2,03,605	99.5117	0.4883	00	2,089	14





Item No. 4 : Ordinary Resolution

To re-appoint M/s. S. R. Batliboi & Company LLP, Chartered Accountants with Registration No. 301003E/E300005 as Statutory Auditors

Mode of e-voting	Number of Members voted	Number of Shares held by Members voted	Number of votes in favour	Number of votes against	% of votes		Number of votes Invalid	Number of votes abstained	Number of Shares for which votes not cast (Less Voted)
					Favour	Against			
Remote e-voting	1,043	4,03,84,514	3,19,88,038	83,94,468	79.2126	20.7874	00	2,000	08
e-voting at AGM	19	13,12,632	13,12,632	00	100	00	00	00	00
Total	1,062	4,16,97,146	3,33,00,670	83,94,468	79.8670	20.1330	00	2,000	08

Yours faithfully,

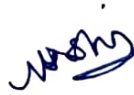



Vatsal K. Doshi,
FCS - 12399 CP No. - 22976
Peer Review No. 3191/2023
Practicing Company Secretary
Scrutinizer for remote e-voting/
e-voting process at AGM
UDIN : F012399E000915202
Place : Mumbai
Date : September 1, 2023

We, the undersigned have witnessed that the votes cast through e-voting were unblocked from KFin Technologies Limited e-voting website in our presence on Friday, September 1, 2023.



Shri Kumudchandra Doshi



Shri Naitik Doshi

Countersigned

Nilay Shah
Group Company Secretary & Head Legal
Central Depository Services (India) Limited