

CDSL/CS/NSE/SJ/2025/189

July 23, 2025

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

Symbol: CDSL
ISIN: INE736A01011

Subject: **Notice of the Twenty-Seventh (27th) Annual General Meeting (“AGM”) for the Financial Year 2024-25 of Central Depository Services (India) Limited [“the Company/CDSL”].**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III Part A Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the 27th Annual General Meeting (AGM) of the Company scheduled to be held on Thursday, August 14, 2025 at 11:00 A.M. (IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

The said Notice forms a part of the Integrated Annual Report of the Company for the Financial Year 2024-25, and is uploaded on the Company's website at <https://www.cdslindia.com/InvestorRels/AnnualReports.html> and on the website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the e-voting agency appointed by the Company for the 27th AGM, at <https://instavote.linkintime.co.in/>

Further, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has dispatched the letters to Shareholders whose e-mail addresses are not registered with Company/Depositories providing the weblink, including the exact path, where the Integrated Annual Report can be accessed on the Company's website.

This is for your information and records.

Thanking you,
Yours faithfully,

For Central Depository Services (India) Limited

Nilay Shah
Company Secretary & Compliance Officer
Membership No.: A20586
Encl: As Above

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



Notice

CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

CIN: L67120MH1997PLC112443

Registered Office: Unit No. A-2501, Marathon Futurex, Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel (East), Mumbai 400013.

Tel: 91-22-6234 3000/3001

Website: www.cdslindia.com **Email Id:** shareholders@cdslindia.com

NOTICE is hereby given that the Twenty Seventh (27th) Annual General Meeting ("AGM") of the Members of **CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED** ["CDSL/the Company"] will be held on **Thursday, August 14, 2025 at 11.00 A.M.** Indian Standard Time ("IST"), through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), to transact the following businesses:

ORDINARY BUSINESS:

1. **To consider and adopt:**
 - a. **the Audited Standalone Financial Statements of CDSL for the Financial Year ended March 31, 2025 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, 2025 and the Report of the Statutory Auditors thereon.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2025, Report of the Statutory Auditors thereon and the Board's Report thereon along with all annexures as laid before the Shareholders in the 27th Annual General Meeting be and are hereby considered and adopted."

2. **To declare Final Dividend on Equity Shares of the Company for the Financial Year ended March 31, 2025.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT a Final Dividend at the rate of ₹ 12.50/- (Rupees Twelve and Fifty paise only) per Equity Share of ₹ 10/- (Rupees Ten Only) each, fully paid up, be and is hereby declared for the Financial Year ended March 31, 2025, as recommended by the Governing Board of the Company and the same be paid out of the profits of the Company for the Financial Year ended March 31, 2025."

3. **To consider and approve the appointment of Shri Rajesh Kumar (DIN:11191844), in place of Shri Masil Jeya Mohan P (DIN: 08502007), Non-Independent Director, who retires from office by rotation and being eligible, does not offer himself for re-appointment.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the applicable provisions of the Articles of Association of the Company and pursuant to Regulation 25(1) read with Part C of Second Schedule and all other applicable provisions of the SEBI (Depositories and Participants) Regulations, 2018, Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other law for the time being in force (including any statutory modification(s) and re-enactment(s) thereof), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Governing Board and subject to prior approval of the Securities and Exchange Board of India ("SEBI"), consent of the Shareholders of the Company be and is hereby accorded to appoint Shri Rajesh Kumar (DIN: 11191844) who has consented to act as Non-Independent Director (Non-Executive Director) on the Governing Board of the Company, liable to retire by rotation, in place of Shri Masil Jeya Mohan P (DIN: 08502007), Non-Independent Director, who retires by rotation at this 27th Annual General Meeting, and does not offer himself for re-appointment.

RESOLVED FURTHER THAT the effective date of appointment of Shri Rajesh Kumar (DIN: 11191844) as Non-Independent Director on the Governing Board of the Company would be the date of SEBI's approval.

RESOLVED FURTHER THAT Shri Nehal Vora, Managing Director and CEO and Shri Nilay Shah, Company Secretary and Compliance Officer be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the aforesaid resolution."

SPECIAL BUSINESS

4. To appoint M/s. Vatsal Doshi & Associates with Registration No. S2020MH725700 as Secretarial Auditor of the Company for a period of 5(Five) years:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 179 and 204 of the Companies Act, 2013 read with Rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Circulars issued thereunder from time to time (including any statutory modification(s) and re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and the Governing Board, the consent of Shareholders of the Company, be and is hereby accorded for appointment of M/s. Vatsal Doshi & Associates, Practicing Company Secretaries with Registration No. S2020MH725700 as the Secretarial Auditor of the Company, for a period of 5 (five) consecutive Financial Years commencing from Financial Year 2025-26 up to Financial Year 2029-30, at such remuneration plus applicable taxes and on such terms and conditions as may be determined by the Governing Board (including its Committees thereof) and the Secretarial Auditor and to avail any other services, certificates, or reports as may be permissible under applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter the terms and conditions of appointment, including the remuneration of the Secretarial Auditor in such manner and to such extent as may be mutually agreed between the Board of Directors and the Secretarial Auditor, based on the recommendation of the Audit Committee and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the aforesaid resolution and for the matters connected therewith or incidental thereto.”

By order of the Board of Directors
For Central Depository Services (India) Limited

Nilay Shah

Place: Mumbai Company Secretary and Compliance Officer
Date: July 07, 2025 (Membership No. ACS 20586)

Registered Office:

Unit No. A-2501, Marathon Futurex,
Mafatlal Mills Compound, N.M. Joshi Marg,
Lower Parel (East), Mumbai-400013,
Maharashtra, India.

**NOTES:****EXPLANATORY STATEMENT**

1. The **Explanatory Statement**, pursuant to Section 102 of the Companies Act, 2013 ("the Act") and the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard – 2 on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, in respect of the appointment of Director is annexed hereto this Notice.
2. Pursuant to the acquisition of Link Group by Mitsubishi UFJ Trust & Banking Corporation, accordingly the name of Registrar & Share Transfer Agent (RTA) of the Company is changed from Link Intime India Private Limited to MUFG Intime India Private Limited with effect from December 31, 2024.

VIRTUAL MEETING

3. The Shareholders may note that in compliance with the provisions of the Ministry of Corporate Affairs read with General Circular No. 09/2024 dated September 19, 2024, No. 09/2023 dated September 25, 2023 and No. 20/2020 dated May 5, 2020, and other circulars issued in this respect ("MCA Circulars"), allowed the Companies to conduct the AGM through VC/OAVM till September 30, 2025. The Securities and Exchange Board of India has also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI Circular") provided certain relaxations from compliance with certain regulations of the SEBI Listing Regulations. In compliance with these MCA Circulars, SEBI Circulars, provisions of the Act and the SEBI Listing Regulations, the 27th AGM of the Company is being conducted through VC/OAVM facility, without the physical presence of Members. The Notice of the AGM along with the Integrated Annual Report for the Financial Year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/MUFG Intime India Private Limited (RTA of the Company) unless a Member has requested for a physical copy of the same. The Notice calling the 27th AGM along with the Integrated Annual Report for the FY 2024-25 will also be available on the website of the Company at <https://www.cdslindia.com/>, website of the Stock Exchange i.e. National Stock Exchange of India Limited ("NSE") at <https://www.nseindia.com/> and the website of e-voting Service Provider i.e. MUFG Intime India Private Limited at <https://instavote.linkintime.co.in>.

Additionally, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, as amended from time to time, a letter containing the web-link, including the exact path, where complete details of the Integrated Annual Report is available, is being sent to all the Shareholders who have not registered their Email IDs with the Company/Depositories/MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), Registrar & Share Transfer Agent (RTA) of the Company.

4. Pursuant to Section 105 of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, in accordance with the applicable circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the 27th AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. The deemed venue for the AGM of the Company shall be CDSL Board Room, Unit No. A-3401, Marathon Futurex, Mafatlal Mills Compound, N.M. Joshi Marg, Lower Parel (East)-400013, Mumbai, Maharashtra, India.

AUTHORISED REPRESENTATIVE

5. Pursuant to Section 113 of the Act, Institutional/Corporate Shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board of Directors Resolution/Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting and e-voting during the AGM to the Scrutinizer at scrutiniser@mmjc.in.

INSPECTION OF DOCUMENTS

6. The Register of Directors' and Key Managerial Personnels' and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act will be available for inspection to the Members of the Company electronically during the 27th AGM on the website of the service provider i.e. MUFG Intime India Private Limited.
7. The electronic copy of all the documents referred to in the Notice or Explanatory Statement will be available for inspection to the Members of the Company. The Members are requested to send an email on cdslagm@cdslindia.com from their registered Email. Post verification of the Shareholder/Email ID, the said documents would be provided for inspection.

DIVIDEND RELATED INFORMATION

8. Subject to the provisions of the Act, Final Dividend at the rate of ₹ 12.50 (125%), per share as recommended by the Board of Directors, if declared at the AGM, will be paid within a period of 30 days from the date of declaration to those Members or their mandates whose names appear as beneficial owners with Depositories or in the Register of Members as on Record date i.e. Thursday, August 07, 2025, subject to deduction of Income Tax at source wherever applicable, to all the beneficial owners in respect of shares held in dematerialised form as per the data as may be made available by Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL") as on Record date i.e. Thursday, August 07, 2025.
9. Shareholders are requested to note that pursuant to the provisions of Sections 124 and 125 of the Act read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, Dividends which remain unclaimed/unpaid for a consecutive period of 7 (Seven) years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Accordingly, the unclaimed Dividend for FY 2017-18 will be transferred to IEPF. Further, the shares corresponding to the dividend for the Financial Year 2017-18 are liable to be transferred to the Investor Education and Protection Fund (IEPF), if the dividend for the said year and all subsequent dividends declared and paid by the Company remain unclaimed or unpaid by the Shareholders. Furthermore, reminders were sent to the shareholders through emails/letters. In view of this, Members/claimants are requested to claim their Dividends along with the corresponding shares from the Company on or before September 19, 2025.
10. The Company requests the Members to claim the unclaimed Dividends within the prescribed period. The details of Unclaimed Dividend amounts are available on the website of the Company at <https://www.cdslindia.com/InvestorRels/ShareholderCorner.html#section4>. Shareholders who wish to claim their Unpaid/Unclaimed Dividend(s) may send a written request to the Secretarial & Compliance Department on email ID: shareholders@cdslindia.com or to the RTA of the Company on e-mail ID: rant.helpdesk@in.mpms.mufg.com or by post to RTA's address at C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai - 400 083, Maharashtra, India.

TAX RELATED INFORMATION

11. Pursuant to the Finance Act, 2020, Dividend Income will be taxable in the hands of the Shareholders w.e.f. April 01, 2020 and the Company is required to deduct Tax at Source ("TDS") from Dividend paid to the Members at prescribed

rates in the Income Tax Act, 1961 ("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number ("PAN"), Category as per the IT Act with their Depository Participants ("DPs") by August 02, 2025. Additionally, the Shareholders are also requested to refer para 13 below and provide necessary declaration/information on the following link: <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html>

12. The rate of TDS as per the IT Act, would depend upon the status of the recipient and is explained herein below:

i. Resident Shareholders:

In case of resident Shareholders, Section 194 of the IT Act provides mandate for withholding tax @10% on Dividend Income. In absence of PAN, invalid PAN or PAN-Aadhaar not being linked (applicable from July 01, onwards) (to be verified from the Government enabled utility) TDS rate of 20% will apply.

Resident Shareholders, being an individual, whose total Dividend income in a Financial Year exceeds ₹ 10,000 and who wish to receive Dividend without deduction of tax at source may submit a declaration in Form No. 15G/ Form No. 15H. Template of Form No. 15G/15H can also be downloaded from the website of the Company.

Shareholders are requested to note that while submission of original form is mandatory, they may submit the said documents on the following link: <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html>

Nil/lower tax shall be deducted on the Dividend payable to following resident Shareholders upon submission of self-declaration as listed below:

1. Insurance Companies: Declaration by Shareholder qualifying as Insurer as per Section 2(7A) of the Insurance Act, 1938 along with self-attested copy of PAN card;
2. Mutual Funds: Declaration by Mutual Fund shareholder eligible for exemption under Section 10(23D) of the IT Act along with self-attested copy of registration documents and PAN card;
3. Alternative Investment Fund (AIF) established in India: Declaration that the Shareholder is eligible for exemption under Section 10(23FBA) of the IT Act and they are established as Category I or Category II AIF under the SEBI regulations,



along with copy of self attested registration documents and PAN card;

4. New Pension System Trust: Declaration along with self-attested copy of documentary evidence supporting the exemption and self attested copy of PAN card;
5. Other Shareholders: Declaration along with self attested copy of documentary evidence supporting the exemption and self-attested copy of PAN card;
6. Shareholders who have provided a valid certificate issued under Section 197 of the IT Act for lower/nil rate of deduction or an exemption certificate issued by the Income Tax authorities along with Declaration.

ii. Non-resident Shareholders:

In case of non-resident Shareholders other than foreign companies and firms, the IT Act provides mandate for withholding tax at the rate of 20% plus applicable surcharge and health and education cess of 4% on Dividend income making effective rate of TDS as under:

Particulars	Surcharge Rate	Effective TDS rate
Dividend Income not exceeding ₹ 50,00,000	Nil	20.80%
Dividend Income exceeding ₹ 50,00,000 but does not exceed ₹ 1,00,00,000	10%	22.88%
Dividend Income exceeding ₹ 1,00,00,000	15%	23.92%

In case of Shareholders, being foreign companies, the IT Act provides mandate for withholding tax at the rate of 20% plus applicable surcharge and health & education cess of 4% on Dividend Income making effective rate of TDS as under:

Particulars	Surcharge Rate	Effective TDS rate
Dividend Income not exceeding ₹ 1,00,00,000	Nil	20.80%
Dividend Income exceeding ₹ 1,00,00,000 but does not exceed ₹ 10,00,00,000	2%	21.22%
Dividend Income exceeding ₹ 10,00,00,000	5%	21.84%

In case of Shareholders, being foreign firms/LLP, the IT Act provides mandate for withholding tax at the rate of 20% plus applicable surcharge and health & education cess of 4% on Dividend Income making effective rate of TDS as under:

Particulars	Surcharge Rate	Effective TDS rate
Dividend Income not exceeding ₹ 1,00,00,000	Nil	20.80%
Dividend Income exceeding ₹ 1,00,00,000	12%	23.30%

In respect of non-resident Shareholders (including foreign companies), the TDS rates mentioned above will be further subject to any benefits available under the Double Taxation Avoidance Agreement (“DTAA”) read with Multilateral Instrument (“MLI”) provisions, if any, between India and the country in which the non-resident is considered resident in terms of such DTAA read with MLI.

In order to claim benefit under DTAA, the non-resident Shareholders would be required to submit the following documents on or before August 02, 2025:

- Tax Residency Certificate (“TRC”) issued by the Tax/Government authority of the country in which the Non-Resident Shareholder is a resident of (valid for the FY2025-26);
- Form 10F filed electronically on the Indian Income Tax web portal pursuant to Notification no. 03/2022 dated July 16, 2022, as required under the Income-tax Act (valid for FY 2025-26);
- Declaration from Shareholders stating the following [template available on the website of the Company]:
 - That the Shareholder did not at any time during the relevant year have a permanent establishment in India;
 - That the Shareholder is the beneficial owner of the Dividend;
 - That the construct and affairs of the Shareholder is not arranged with the main or principal purpose of obtaining any tax benefits, directly or indirectly, under the Tax Treaty;
 - That the arrangement of the Shareholder is not covered under impermissible avoidance arrangement.
- Permanent Account Number – In absence of PAN, Shareholder is required to provide the following details:

- Contact Address:
- E-mail Address:
- Contact Number:
- Tax identification number:

Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review of the documents submitted by the non-resident Shareholders. The Company will apply its sole discretion and is not obligated to apply the beneficial DTAA rates for tax deduction on Dividend payable to Shareholders.

Please note:

1. Shareholders holding shares under multiple accounts under different status/category (e.g. resident and non-resident) and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

It may be further noted that, in case the tax on said Dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible.

No claim shall lie against the Company for such taxes deducted.

In the event of any Income Tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/to be provided by the Shareholder(s), such Shareholder(s) will be responsible to indemnify the Company and also provide the Company with all information/documents and co-operation in any appellate proceedings.

Disclaimer: This communication shall not be treated as an advice from the Company. Shareholders should obtain the tax advice related to their tax matters from a tax professional.

13. Declaration under Rule 37BA of Income Tax Rules, 1962:

In terms of Rule 37BA of the Income Tax Rules, 1962, if Dividend Income on which tax has been deducted at

source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Company in the manner prescribed in the Rules. The draft format of the declaration is provided below.

Kindly note that below-mentioned declaration for giving credit of taxes deducted to the beneficial owner should be made on or before **August 02, 2025**. Requests received after **August 02, 2025**, will not be entertained and Tax on Dividend would be deducted in the name of deductee.

Declaration:

Date:

To,
Central Depository Services (India) Limited,
 Unit No. A-2501, Marathon Futurex,
 Mafatlal Mills Compound, N.M. Joshi Marg,
 Lower Parel (East), Mumbai-400013.

Sub: Declaration under Rule 37BA of Income Tax Rules, 1962.

We _____, are currently holding shares of Central Depository Services (India) Limited ["CDSL"] on behalf of the _____. We understand that CDSL has declared a Dividend of ₹12.50/- per share for FY 2024-25 and shall soon be paying the same to us, as we are a Shareholder of CDSL.

We hereby declare that said Dividend Income on the shares belongs to and is assessable in hands of below mentioned Shareholders who are actual beneficial owners and entitled to receive such Dividend Income. Thus, we hereby request your good self to deduct tax on such Dividend Income in the name of the said Shareholders and report the Dividend Income against the PAN of the respective Shareholders.

Details about the Shareholders to whom shares and Dividend Income belongs and credit to be given are as follows:

Sr. No.	Shareholder's Name	Address	PAN	No of Shares held by us	Expected Dividend Amount

We undertake and confirm that Dividend to be received by us for the above-mentioned Shareholders does not belong to us and we shall not claim credit of the TDS applied on the said income.

We request that while furnishing the information to the Income Tax Department in your TDS statement/return,



the details of Dividend Income and corresponding TDS on the same should be stated in name of the above-mentioned Shareholders instead of us.

The above declaration is in terms of Section 199 of the IT Act read with Rule 37BA(2) of the Income Tax Rules, 1962 and is based on which tax is deducted at source by the Company. It would be in due compliance of law by the Company.

We seek your co-operation in this regard.

**Thanking you,
Yours faithfully,**

**For _____
Signature of Authorized person**

**Name : _____
Designation : _____**

14. TDS to be deducted at higher rate in case of non-linkage of PAN with Aadhaar:

As per Section 139AA of the IT Act every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of Section 206AA of the IT Act. The Company will be using functionality of the Income Tax department for the above purpose. Shareholders may visit <https://www.incometax.gov.in/iec/foportal/> for FAQ issued by the Government on PAN Aadhaar linking.

15. Communication in respect of deduction of tax at source on Dividend payout:

For all Shareholders:

The aforementioned forms for tax exemption can be downloaded from website of the Registrar and Share Transfer Agent ("RTA") of the Company, M/s. MUFG Intime India Private Limited. The URL for the same is as under:

<https://web.in.mpms.mufig.com/client-downloads.html>

On this page select the General tab. All the forms are available under the head "Form 15G/15H/10F".

The aforementioned documents (duly completed and signed) are required to be uploaded on the URL mentioned below:

<https://web.in.mpms.mufig.com/formsreg/submission-of-form-15g-15h.html>

On this page the user shall be prompted to select/share the following information to register their request.

1. Select the Company (Dropdown)
2. Folio/DP-Client ID
3. PAN
4. Financial Year (Dropdown)
5. Form selection
6. Document attachment – 1 (PAN)
7. Document attachment – 2 (Forms)
8. Document attachment – 3 (Any other supporting document)

Please note that the upload of documents (duly completed and signed) on the website of the RTA of the Company should be done on or before **August 02, 2025**, in order to enable the Company to determine and deduct appropriate TDS/Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be considered after **August 02, 2025**.

Shareholders may note that in case the tax on said Dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents, option is available to Shareholder to file the return of income as per IT Act and claim an appropriate refund, if eligible.

All communications/queries in this respect should be addressed to the RTA of the Company to its e-mail address rnt.helpdesk@in.mpms.mufig.com. This e-mail id is only for the purpose of queries and no forms will be accepted here.

Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective Depository Participant(s) ("DPs"). The Company/Company's RTA will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the Bank Account details. The said details will be considered as furnished by the DPs to the Company.

16. As per the provisions of Section 72 of the Act, facility for making nominations is now available to individuals holding shares in the Company. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
17. Non-resident Indian Members are requested to inform the RTA of the Company or to the concerned DP, as the case may be, immediately:

- I. the change in the residential status on return to India for permanent settlement.
 - II. the particulars of the NRE Account with a Bank in India, if not furnished earlier.
18. In case of Members holding shares in electronic form, Bank Account details provided by the DPs will be used by the Company for payment of Dividend and printing Dividend Warrants.
 19. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs.
 20. In case of any general queries/grievances, Members may reach RTA of the Company, on Tel No. 810 811 6767 and E-mail ID: rnt.helpdesk@in.mpms.mufg.com

E-VOTING FACILITATOR

21. MUFG Intime India Private Limited will be providing facility for voting through remote e-voting, for participation in the 27th AGM through VC/OAVM facility and e-voting during the 27th AGM.
22. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

'SWAYAM' Investor Self-Service Portal

23. SWAYAM' is a secure, user-friendly web-based application, developed by "MUFG Intime India Private Limited.", our Registrar and Share Transfer Agents, that empowers Shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.

This application can be accessed at <https://swayam.in.mpms.mufg.com/>

- Effective Resolution of Service Request -Generate and Track Service Requests/Complaints through SWAYAM.
- Features - A user-friendly GUI.
- Track Corporate Actions like Dividend/Interest/Bonus/split.
- PAN-based investments – Provides access to linked PAN accounts, Company wise holdings and security valuations.
- Effortlessly raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.

- Statements – View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login – Enhances security for investors.

PROCEDURE FOR REMOTE E-VOTING:

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Shareholders are required to update their mobile number and Email ID correctly in their demat account in order to access e-voting facility.
- ii. The remote e-voting period commences on **Monday, August 11, 2025** from **9:00 a.m.** (IST) and ends on **Wednesday, August 13, 2025** at **5:00 p.m.** (IST).
- iii. Members are permitted to join the AGM through VC/OAVM, 15 minutes before the scheduled time of commencement of AGM and while the AGM is in progress, by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first-come first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Management Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Risk Management Committee and Auditors, etc. who are allowed to attend the AGM without any restrictions pertaining to joining the AGM on a first-come first-served basis. Institutional Investors who are Members of the Company are encouraged to attend the AGM and vote.
- iv. Members holding shares in dematerialised form, as on the cut-off date, being August 07, 2025, shall exercise their right to vote through electronic means from a place other than the venue of the Meeting on the businesses specified in the accompanying Notice. (the "Remote e-voting").
- v. In case of joint holders attending the AGM through VC/OAVM, only such joint holder who is higher in the order of names will be entitled to vote.
- vi. The voting rights of Members shall be in proportion to their shares in the Paid-up Equity Share Capital of the Company as on the cut-off date i.e. August 07, 2025.
- vii. The details of the process and manner for remote e-voting are explained herein below:



Details on Step 1 are mentioned below:

I) Login method for remote e-voting for Individual Shareholders holding securities in demat mode.

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with Central Depository Services (India) Limited ("CDSL")	<ol style="list-style-type: none"> Existing user who have opted for Easi/Easiest: <ol style="list-style-type: none"> Users who have opted for CDSL Easi/Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com or https://web.cdslindia.com/myeasitoken/Home/Login and click on login icon & select Myeasi Tab. After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service provider i.e., MUFG InTime, for voting during the remote e-voting period. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. User is not registered for Easi/Easiest: <ol style="list-style-type: none"> To register, visit CDSL's website https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/ Proceed with updating the required fields. Post registration, user will be provided Username and Password. After successful login, user will be able to see e-voting menu. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. By visiting the e-voting website of CDSL: <ol style="list-style-type: none"> Visit URL: https://evoting.cdslindia.com/Evoting/EvotingLogin Provide your Demat Account Number and PAN No. and click on "Submit". System will authenticate user by sending OTP on registered Mobile & Email ID as recorded in the Demat Account. After successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with National Securities Depository Limited ("NSDL")	<ol style="list-style-type: none"> User already registered for IDeAS facility: <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-voting" Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. User not registered for IDeAS e-Services: <ol style="list-style-type: none"> To register click on link: https://eservices.nsdl.com either on a personal computer or on a mobile. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields. Post successful registration, user will be provided with Login ID and Password. After successful login, you will be able to see e-voting services under value added services. Click on "Access to e-voting" under e-voting services. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. By visiting the e-voting website of NSDL: <ol style="list-style-type: none"> Open URL: https://www.evoting.nsdl.com either on a personal computer or on a mobile. Click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit Demat Account Number held with NSDL), Password/OTP and a Verification Code as shown on the screen. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting services under value added services. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholder login through their demat accounts/ Website of Depository Participants	<ol style="list-style-type: none"> You can also login using the login credentials of your Demat Account through your Depository Participant registered with CDSL/NSDL for e-voting facility. Once logged-in, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to CDSL/NSDL Depository site after successful authentication, wherein you can see e-voting feature. After successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Note: Members who are unable to retrieve User ID/Password are advised to use Forgot user ID and Forgot Password option available at above mentioned Depositories/Depository Participants website.

- ✕ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ✕ During the voting period, Shareholders/Members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or contact at toll free no.: 022 - 4886 7000

Details on Step 2 are mentioned below:

II) Login method for remote e-voting for Shareholders other than Individual's Shareholders holding securities in demat mode.

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “Sign Up” under ‘SHAREHOLDER’ tab and register with your following details:

A. User ID:

CDSL demat account – User ID is 16 Digit Beneficiary ID.

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in NSDL form, shall provide ‘D’ above.

- ✕ Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).

- ✕ Enter Image Verification (CAPTCHA) Code

- ✕ Click “Submit” (You have now registered on InstaVote).



Shareholders who have registered for INSTAVOTE facility:

- a) Click on **“Login”** under ‘SHAREHOLDER’ tab.
 - A. User ID: Enter your User ID
 - B. Password: Enter your Password
 - C. Enter Image Verification (CAPTCHA) Code
 - D. Click “Submit”
- b) Cast your vote electronically:
 - A. After successful login, you will be able to see the “Notification for e-voting”.
 - B. Select ‘View’ icon.
 - C. E-voting page will appear.
 - D. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour /Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
 - E. After selecting the desired option i.e. Favour/ Against, click on ‘Submit’.

A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
- b) Click on **“Investor Mapping”** tab under the Menu Section
- c) Map the Investor with the following details:
 - A. ‘Investor ID’ –
 - i. CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - ii. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - B. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - C. ‘Investor PAN’ - Enter your 10-digit PAN.
 - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

*File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

- E. Click on Submit button. (The investor is now mapped with the Custodian/ Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

Guidelines for Institutional Shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian/Corporate Body/Mutual Fund Registration:

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on **“Sign Up”** under “Custodian/Corporate Body/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

STEP 3 – Voting through remote e-voting:

The corporate Shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **“Votes Entry”** tab under the Menu section.
- c) Enter the **“Event No.”** for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter **“16-digit Demat Account No.”** for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour/Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- f) After selecting the desired option i.e. Favour/Against, click on ‘Submit’.

A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will be able to see the "Notification for e-voting".
- Select "**View**" icon for "**Company's Name/Event number**".
- E-voting page will appear.
- Download sample vote file from "**Download Sample Vote File**" tab.
- Cast your vote by selecting your desired option 'Favour/Against' in the sample vote file and upload the same under "**Upload Vote File**" option.
- Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Non-Individual Shareholders holding securities in demat mode:

Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022-49186000.

Forgot Password:

Non-Individual Shareholders holding securities in demat mode:

Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the Shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "**Login**" under 'SHARE HOLDER' tab.
- Click "**forgot password?**"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Shareholders have a valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by

providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

User ID:

CDSL demat account – User ID is 16 Digit Beneficiary ID.

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

Custodian/Corporate Body/Mutual Fund

In case Custodian/Corporate Body/Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the Shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian/Corporate Body/Mutual Fund" tab
- Click "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Shareholders have a valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

INSTRUCTIONS FOR ALL SHAREHOLDERS FOR ATTENDING THE AGM OF THE COMPANY AND E-VOTING DURING THE AGM THROUGH INSTAMEET:

- Visit URL: <https://instameet.in.mpms.mufg.com> & click on "**Login**".
- Select the "Company" and 'Event Date' and register with your following details:

I. Demat Account No. or Folio No:

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.



II. **PAN:**

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

III. **Mobile No:** Enter your Mobile No.

IV. **Email ID:** Enter your email Id as recorded with your DP/ Company.

c) Click “Go to Meeting”

You are now registered for InstaMeet, and your attendance is marked for the Meeting.

d) Shareholders/Members, who will be present in the AGM through InstaMeet facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the Meeting and 15 minutes after the conclusion of the AGM.

e) Once the electronic voting is activated during the AGM, Shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- i. On the Shareholders VC page, click on the link for e-voting “Cast your vote”
- ii. Enter your 16-digit Demat Account No. and OTP (received on the registered mobile number/ registered Email ID) received during registration for InstaMeet.
- iii. Click on ‘Submit’.
- iv. After successful login, you will see “Resolution Description” and against the same the option “Favour/Against” for voting.
- v. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
- vi. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will

be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

- f) Shareholders/Members who have voted through Remote e-voting prior to the AGM will be eligible to attend and participate in the AGM through InstaMeet. However, they will not be eligible to vote again during the Meeting.
- g) Shareholders/Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
- h) Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the Meeting.
- i) Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

LIVE WEBCAST OF AGM:

- i) The Company is providing facility of one-way live webcast of the proceedings of AGM. Members who are entitled to participate in the AGM can view the proceedings of AGM by logging on the e-voting website of MUFG Intime India Private Limited <https://instameet.in.mpms.mufg.com> using their secure login credentials, provided for e-voting or with the registered mobile and OTP option. Members are encouraged to use this facility of webcast.

GENERAL INSTRUCTIONS:

- i) Members holding shares in dematerialised mode are requested to register/update their e-mail addresses by contacting the concerned Depository Participant.
- ii) Alternatively, Member may send an e-mail request at the email id rnt.helpdesk@in.mpms.mufg.com, along with scanned signed copy of the request letter providing the email address, mobile number, self-attested PAN and Client Master copy in case of electronic folio. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

- iii) The formats for Nomination and Updation of KYC details in accordance with the SEBI Circulars are available on the website of the RTA at the link <https://web.in.mpms.mufg.com/KYC-downloads.html> and under “Investor” section of the Company’s website at the link <https://www.cdslindia.com/InvestorRels/ShareholderCorner.html>.
- iv) To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company, or their DP as the case may be, of any change in address or demise of any Member in a timely manner. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified, from time to time.
- v) Members who have exercised their right to vote through remote e-voting may attend the AGM but shall not vote at the AGM.

OTHER INSTRUCTIONS:

I. Speaker Registration:

- a) Shareholders who would like to speak during the Meeting must register their request with the Company by sending an email at cdslagm@cdslindia.com mentioning their name Demat account number, Email ID, phone number. Speaker registration will be open from **Friday, August 08, 2025, at 9:00 a.m. (IST) to Tuesday, August 12, 2025, at 5:00 p.m. (IST)**.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the Meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Shareholders are requested to speak only when moderator of the Meeting/Management will announce the name and serial number for speaking.

Post your Question: The Members who wish to raise questions prior to the Meeting can do the same by sending an email at cdslagm@cdslindia.com

from **Friday, August 08, 2025 at 9:00 a.m. (IST) to Tuesday, August 12, 2025 till 5:00 p.m. (IST)**.

In case Shareholders/Members/Institutional Shareholders have any queries regarding e-voting and e-meeting, they may refer the Frequently Asked Questions (‘FAQs’) and InstaVote e-voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@in.mpms.mufg.com, or contact on: - 022 -4918 6000/4918 6175.

- II. The Members whose names appear in the Register of Members/List of Beneficial Owners as on **August 07, 2025**, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- III. Any person who becomes a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for e-voting, they may obtain the User ID and Password by sending a request to enotices@in.mpms.mufg.com.
- IV. Process for those Shareholders whose Email IDs are not registered with the Depositories/Company/RTA for procuring User ID and password:

The Shareholders are requested to follow the remote e-voting instructions mentioned in the Notice.

Alternatively, such Shareholders can also write to enotices@in.mpms.mufg.com requesting assistance and for registration of Email Ids.
- V. The Governing Board has appointed Shri Omkar Dindorkar, Partner of M/s. Makarand M. Joshi & Co, Practicing Company Secretaries as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
- VI. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company, and make, not later than two working days of the conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairperson of the Meeting or a person authorized by



the Chairperson in writing, who shall countersign the same and declare the results of the voting forthwith. The Scrutinizer's decision on the validity of the vote shall be final and binding.

Exchange of India Limited at <https://www.nseindia.com/>, where the shares of the Company are listed. The result shall also be displayed at the Registered Office of the Company

- VII. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AGM i.e., **Thursday, August 14, 2025**.
- VIII. The results shall be declared either by the Chairperson of the Meeting or a person authorized by the Chairperson, along with the Scrutinizer's Report, shall be placed on the Company's website at www.cdslindia.com and on the website of MUFG Intime India Private Limited at <https://instavote.linkintime.co.in/Result/Resultpage> immediately after the result declared by the Chairperson or any other person authorized by the Chairperson and the same shall be communicated to National Stock
24. The Audited Accounts of the Company and its Subsidiary Companies are available on the Company's website at <https://www.cdslindia.com/InvestorRels/AnnualReports.html>
25. The annual accounts of the Subsidiary Companies, and the related detailed information shall be made available to Shareholders seeking such information at any point of time.
26. The Members are hereby informed that all shares of the Company have been dematerialised and accordingly there are no shares in physical form.
27. The term "Members" has been used to denote "Shareholders" of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

The following statement sets out all the material facts relating to Ordinary and Special Business as mentioned in the accompanying Notice:

Item No. 3

Shri Masil Jeya Mohan P, Non-Independent Director of the Company retires by rotation at this Annual General Meeting and has not offered himself for re-appointment. Shri Masil Jeya Mohan P, Non-Independent Director, was nominated on the Governing Board of the Company by Life Insurance Corporation of India (LIC).

The Governing Board places on record its deep appreciation and gratitude towards the valuable contributions made by Shri Masil Jeya Mohan P during his tenure as Non-Independent Director of the Company. Since, Shri Masil Jeya Mohan P will cease to be the Non-Independent Director of the Company from the conclusion of AGM, LIC vide its letter dated June 10, 2025, has nominated Shri Rajesh Kumar, Director ZTC, LIC, to be appointed as a Non-Independent Director, in place of Shri Masil Jeya Mohan P, Non-Independent Director of the Company.

In terms of Regulation 25 (1) read with Part C of Second Schedule of SEBI (Depositories and Participants) Regulations, 2018, the appointment and re-appointment of all the Non-Independent Director on the Governing Board of the Depository shall first be approved by the Governing Board of the Depository followed by Members' approval before submitting the same to the SEBI for approval.

Based on the declarations/disclosures provided by Shri Rajesh Kumar, he meets the requirements as stipulated in the Companies Act, 2013, read with Rules made thereunder, SEBI (Depositories and Participants) Regulations, 2018, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, he has also confirmed that he is not debarred from holding the office of Director by virtue of any order from SEBI or any other authority.

The sitting fees for attending Meetings of the Governing Board and Committees thereof by Shri Rajesh Kumar shall be paid to LIC, Nominating Shareholder.

Based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, approval of the Members is sought for the appointment of Shri Rajesh Kumar as Non-Independent Director of the Company who shall be liable to retire by rotation.

On approval of the Members of the Company, the application shall be submitted to SEBI for his appointment. Once the prior approval

is received from SEBI, Shri Rajesh Kumar shall be appointed as Non-Independent Director and shall be eligible to commence discharging his functions/duties as Non-Independent Director with effect from the date of SEBI's approval. The necessary filings with the Registrar of Companies, Ministry of Corporate Affairs shall be done thereafter.

The Governing Board recommends the Ordinary Resolution set forth in Item No. 3 for approval by the Members of the Company.

None of the Directors, Key Management Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 3 of the Notice save and except Shri Rajesh Kumar and his relatives and to the extent of their respective interest as Shareholders of the Company, as applicable.

Item No. 4

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, a listed entity shall appoint or re-appoint a Secretarial Auditor with the approval of its Shareholders in its Annual General Meeting.

It further stipulates that any association of the individual or the firm as the Secretarial Auditor of the listed entity before March 31, 2025, is not required to be considered for the purpose of calculating the tenure of the Secretarial Auditor.

Accordingly, in terms of the aforesaid requirement and subject to the approval of the Shareholders, the Governing Board of Directors of the Company based upon the recommendation of the Audit Committee approved the appointment of M/s. Vatsal Doshi & Associates, Practicing Company Secretaries with Registration No. S2020MH725700, as Secretarial Auditors of the Company for a period of 5 (Five) consecutive years commencing from Financial Year 2025-26 to Financial Year 2029-30 in respect of Secretarial Audit to be undertaken and to issue the necessary Secretarial Audit report for the aforesaid period.

While recommending the appointment of M/s. Vatsal Doshi & Associates, the Governing Board and Audit Committee evaluated various factors, including the audit methodology, resources, team capability and competence and relevant industry experience in securities markets and functioning of Market Infrastructure Institution (MII) and statutory committees.

M/s. Vatsal Doshi & Associates is a Peer Reviewed Firm of Practicing Company Secretaries, having specialization in Secretarial Compliances with diversified PAN-India clientele which includes Listed entities, Private, Public, LLPs from Financial including Market Infrastructure Institutions (MIIs), Insurance, Metal, Pharmaceutical, Construction, Real Estate, Manufacturing, Education, Trading, IT Services industries



and comprises of dedicated professionals having experience in the domain of Corporate Laws, Securities Laws, Corporate Governance, FEMA.

The terms and conditions of appointment include a period of 5 (five) consecutive Financial Years, from FY 2025-26 to FY 2029-30. The remuneration is ₹1,50,000/- (Rupees One Lakh Fifty Thousand Only) per annum. excluding taxes.

The Board of Directors is authorized to alter the terms and conditions of appointment, including any revision in the remuneration etc. in such manner and to such extent as may be mutually agreed between the Board of Directors and Secretarial Auditor, based on the recommendation of the Audit Committee.

Besides the Secretarial Audit services, the Company may also avail any other services, certificates, or reports as may be permissible under applicable laws, for which they will be remunerated separately on mutually agreed terms. The above

fee excludes the proposed remuneration to be paid for the purpose of Secretarial Audit of subsidiaries, if any.

The Company has received consent and eligibility letter from the proposed Auditor to act as the Secretarial Auditor of the Company, as per the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Companies Act, 2013 and rules made thereunder.

The Board of Directors recommends the Ordinary Resolution set forth in Item No. 4 for approval by the Members of the Company.

None of the Directors, Key Management Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 4 of the Notice save and except to the extent of their respective interest as Shareholders of the Company, as applicable.

By order of the Board of Directors
For Central Depository Services (India) Limited

Nilay Shah

Company Secretary and Compliance Officer
(Membership No. ACS 20586)

Place: Mumbai

Date: July 07, 2025

Annexure – 1

DISCLOSURES RELATING TO DIRECTORS PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2):

Name of the Director	Shri Rajesh Kumar
DIN	11191844
Age	59
Date of Birth	January 01, 1966
Designation	Non- Independent Director
Nationality	Indian
Qualification	B. Com
Experience/Brief Resume/Nature of Expertise	<p>Shri Rajesh Kumar assumed charge as Director of the North Zone Zonal Training Centre (NZ-ZTC) on April 10, 2023, bringing with him a rich and illustrious career spanning over 37 years in the Life Insurance Corporation of India (LIC).</p> <p>A distinguished 16th Batch Direct Recruit Officer, he began his journey with LIC in 1988 and rapidly rose through the ranks, becoming a Branch Manager in 1992.</p> <p>Throughout his tenure, Shri Rajesh Kumar has held several pivotal positions across the organization, including: Secretary (Marketing) for both Northern and Western Zones, Deputy Secretary (Corporate Communications) at the Central Office, Executive Editor of LIC's esteemed house journal 'Yogakshema'.</p> <p>He is widely recognized for his dynamic leadership in Marketing and Training, with a proven track record of driving high-performance teams and achieving ambitious business goals. His passion for strategic marketing, sales training, and field motivation has left a lasting impact across zones.</p> <p>As Sr. Divisional Manager, he had successfully led both Delhi Division-I and Delhi Division-II to new heights under his leadership.</p> <p>A firm believer in people-centric leadership, Shri Rajesh Kumar is known for his mega honoring shows that brought glory to LIC, celebrated sports personalities, and iconic public figures to energize the field force, He is a veteran in public relation activities which boosted the morale and brought excellent business outcomes.</p> <p>In his role as Regional Manager (Marketing/ B&AC), Central Zone, he created history by achieving the Annual Policies Budget in November—the first such feat by any zone in all India. As Regional Manager (CRM), Northern Zone, he steered the zone to All-India leadership positions with consistent growth across all key business metrics.</p> <p>Currently, as Director of NZ-ZTC, Shri Rajesh Kumar is focused on transforming the training landscape. He has introduced innovative training modules, motivational sessions, and experiential learning formats tailored to build a future-ready workforce. His ability to link training with tangible marketing outcomes has been widely acknowledged.</p>
Date of first appointment on the Board	Appointment on the Governing Board shall be effective from the date of SEBI's approval.
Terms and Conditions of Appointment	As per the resolution set out at Item No. 3 of the Notice read with the Explanatory Statement
Remuneration proposed to be paid	The sitting fees for attending Meetings of the Governing Board and Committees thereof by Shri Rajesh Kumar shall be paid to LIC, Nominating Shareholder.
Remuneration last drawn	N.A.
Shareholding in the Company including Shareholding as a beneficial owner	Nil
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Number of Board Meetings attended during the FY 2024-25	N.A.
Directorship on other Boards	Nil
Membership/Chairmanship of Committees of other Boards including Listed Entities	Nil
Listed Entities from which the Director has resigned in the past three years	Nil