

## CORPORATE GOVERNANCE REPORT

### ANNEXURE I

Name of Listed Entity - **Central Depository Services (India) Limited**  
Quarter ending - **30<sup>th</sup> SEPTEMBER-2019**

#### Composition of Board of Director

Title	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee	Date of Appointment	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Shri	Bontha Prasada Rao	01705080	Non-Executive/Independent Director	21.10.2016	3	1	2	1
Shri	Balkrishna V. Chahal	06497832	Non-Executive/Independent Director	30.07.2019	3	1	2	1
Shri	Bimalkumar N. Patel	03006605	Non-Executive/Independent Director	29.09.2019	3	2	-	-
Shri	Nehal Vora	02769054	Managing Director and Chief	24.09.2019	-	1	0	0

			Executive Officer					
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<b>II. Composition of Committees</b>		
<b>Name of the Committee</b>	<b>Name of the Committee Member</b>	<b>Category-Chairperson/Non- Executive/Independent Director</b>
<b>Audit Committee</b>	Shri B.V. Chaubal	Chairperson/Non- Executive/Independent Director
	Shri B. Prasada Rao	Non- Executive/ Independent Director
	Shri Nehal Vora	Managing Director and Chief Executive Officer
<b>Stakeholders Relationship and Securities Transfer Committee</b>	Shri B. Prasada Rao	Chairperson/Non- Executive/ Independent Director
	Shri B.V. Chaubal	Non- Executive/ Independent Director
<b>Nomination and Remuneration / Compensation</b>	Shri B.V. Chaubal	Chairperson/Non- Executive/Independent Director
	Shri B. Prasada Rao	Non- Executive/ Independent Director
<b>Risk Management Committee</b>	Shri B.V. Chaubal	Non- Executive/Independent Director
	Shri V. R. Narasimhan	Independent External Person
	Shri Viraj Londhe	Independent External Person
	Shri Nilesh Vikamsey	Independent External Person

<b>III. Meeting of Board of Directors</b>		
<b>Date(s) of Meeting (if any) in the previous quarter (June-2019)</b>	<b>Date(s) of Meeting (if any) in the relevant quarter (Sept-2019)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
08.04.2019	25.07.2019	34
03.05.2019	27.08.2019	32
27.05.2019	23.09.2019	26
07.06.2019		
20.06.2019		

<b>IV. Meeting of Committee</b>				
<b>Name of the committee</b>	<b>Date(s) of meeting of the committee in the relevant quarter (Sept-2019)</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter (June-2019)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
<b>Audit Committee</b>	25.07.2019	Yes	03.05.2019	82
<b>Stakeholders Relationship and Securities Transfer Committee</b>	25.07.2019	-	-	-
<b>Nomination &amp; Remuneration Committee</b>	25.07.2019	Yes	03.05.2019	47
	27.08.2019	Yes	07.06.2019	32
		Yes	-	
<b>Risk Management Committee</b>	-	-	-	-

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes

Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

<b>VI. Affirmations</b>		
1.	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2.	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015	
	a. Audit Committee	Yes
	b. Nomination & remuneration committee	Yes
	c. Stakeholders relationship committee	Yes
	d. Risk management committee (applicable to the top 500 listed entities as of 01.04.2019)	Yes
3.	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
4.	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.	a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
	b. Any comments/observations/advice of Board of Directors may be mentioned here:	Nil

**Name** : **Ms. Mohini Kharpude**  
**Designation** : **Authorized Signatory**

## CORPORATE GOVERNANCE REPORT

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

### Affirmations

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**Name** : **Ms. Mohini Kharpude**  
**Designation** : **Authorized Signatory**